



Metropolitan Transportation Authority

# October 2016

**MTA Board Action Items**



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

**1. PUBLIC COMMENT PERIOD**

**2. APPROVAL OF MINUTES**

**MTA Regular Board Minutes - September 27, 2016**

*MTAHQ Minutes - September 28, 2016 - Page 4*

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

*NYCTA Minutes - September 28, 2016 - Page 9*

**MTA Metro-North Railroad Regular Board Minutes - September 27, 2016**

*METRO-NORTH Minutes - September 28, 2016 - Page 12*

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

*LIRR Minutes - September 28, 2016 - Page 17*

**Triborough Bridge & Tunnel Authority Regular Board Minutes - September 27, 2016**

*TBTA Minutes - September 28, 2016 - Page 24*

**MTA Capital Construction Regular Board Minutes - September 27, 2016**

*MTACC Minutes - September 28, 2016 - Page 28*

**3. COMMITTEE ON FINANCE**

**Procurements Report**

*MTAHQ Procurement Report - Page 31*

**i. Non-Competitive (no items)**

**ii. Competitive**

*MTAHQ Competitive Procurements - Page 33*

**iii. Ratifications**

*MTAHQ Ratifications - Page 44*

**Real Estate Items**

**i. Real Estate Agenda and Staff Summaries**

*Real Estate Agenda and Staff Summaries - Page 47*

**4. COMMITTEE ON NYCT & BUS**

**Procurements**

*NYCT October Procurement Staff Summary and Resolution - Page 57*

**i. Non-Competitive**

*NYCT Non-Competitive Actions - Page 61*

**ii. Competitive**

**iii. Ratifications (no items)**

**5. COMMITTEE ON METRO-NORTH RAILROAD & LONG ISLAND RAIL ROAD**

**Action Item**

**i. Lease of Wireless Spectrum to NJ Transit in Support of PTC**

*Staff Summary - Lease of Wireless Spectrum to NJT in Support of PTC - Page 68*

**MNR Procurements Report**

*MNR Procurements - Page 70*

**i. Non-Competitive**

*MNR Non-Competitive Procurements - Page 74*

**ii. Competitive (no items)**

**iii. Ratification (no items)**

**LIRR Procurements Report**

*LIRR Procurements - Page 79*

**i. Non-Competitive (no items)**

**ii. Competitive**

*LIRR Competitive Procurements - Page 83*

**iii. Ratification (no items)**

**MTACC Procurements Report (no items)**

**6. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS**

**Action Item**

**i. Open Road Tolling - Environmental Determination**

*BT Open Road Tolling - Environmental Determination - Page 91*

**ii. Toll Collection at Eight Facilities of MTA Bridges and Tunnels**

*BT Toll Collection at Eight Facilities of MTA Bridges and Tunnels - Page 95*

**iii. Toll Violation Enforcement**

*BT Toll Violation Enforcement - Page 100*

**Procurements**

*BT Procurement - Page 108*

**i. Non-Competitive (no items)**

**ii. Competitive**

*BT Competitive - Page 111*

**iii. Ratifications (no items)**

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

**Metropolitan Transportation Authority  
Minutes of  
Regular Board Meeting  
2 Broadway  
New York, NY 10004  
Wednesday, September 28, 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. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman**

**The following members were absent:**

**Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg**

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, 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 noted the passing of Robert Kiley, MTA's fifth Chairman, and he commented on Mr. Kiley's accomplishments during his tenure as MTA Chairman. The Chairman extended condolences to the Kiley family and asked for a moment of silence in honor of Mr. Kiley.

1. **PUBLIC SPEAKERS.** There were five (5) public speakers, none of which addressed 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 the speakers and the content of speakers' statements.

2. **CHAIRMAN'S REMARKS.**

Chairman Prendergast noted that Governor Cuomo announced yesterday at the Better New York luncheon that New York State would be moving aggressively forward with the improvements to the new Pennsylvania Station/Farley Complex and new Moynihan Train Hall. The Chairman stated that the complex is used by some 600,000 people each day, and the MTA needs to do more to improve the customers' experience in using the complex, especially between the areas of 7<sup>th</sup> and 8<sup>th</sup> Avenues. Chairman Prendergast thanked Governor Cuomo for his initiative and support on this project.

Chairman Prendergast addressed Board members' concern with respect to reports of significant adverse information, as it relates to certain procurements that the Board is asked to approve. The Chairman said that at some of the September Committee meetings the Board discussed the significant adverse information process and the need for a review of the process. Chairman Prendergast noted that there are three things the MTA asks the Board to weigh heavily on that are not within the purview of the CEO or the agency heads: procurement items, fare policy determinations, and service. The Chairman stated that the MTA needs to provide Board members with the information needed to make well-informed decisions on whether or not to award contracts. Chairman Prendergast directed the MTA Chief Financial Officer and the MTA General Counsel to work with the Chief Procurement Officers and the General Counsels at the agencies to review the process and report back to the Board to explain the process in greater detail, and to the extent necessary, offer any improvements or expansions to the process. Chairman Prendergast stated that he wants to ensure that the Board has the information it needs to make timely and well-informed decisions on procurements. Chairman Prendergast noted that there will be a discussion during the Finance Committee portion of the meeting relating to a procurement item involving Wells Fargo.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on July 27, 2016.

#### 4. COMMITTEE ON FINANCE.

**A. Action Items.** Upon motion duly made and seconded, the Board approved the following action items. The specifics are set forth in the staff summaries filed with the meeting materials. With respect to item #1 below, the Board vote did not approve the inclusion of Wells Fargo in the pool of underwriters serving as senior managers. If Wells Fargo is determined to be a responsible vendor as a result of a responsibility review, the Board will be asked to consider the inclusion of Wells Fargo as senior manager in a future Board action. The details of Board members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records. Board Member Charles Moerdler recused himself from the vote on item #1 below.

1. Selection of Bond Underwriters. Approved the selection of firms, who qualified for underwriting assignments on MTA 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, to serve as senior managers, senior co-managers, co-managers and selling group members.
2. Resolution to Authorize Execution, Filing and Acceptance of Federal Funds. Approved a resolution to authorize the filing of applications in request of Federal capital assistance for the balance of FFY 2016 and FFY 2017; authorize the Chairman/Chief Executive Officer or any of his designees to make required certifications; and authorize the acceptance of grants.

**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. Intergraph Corporation – Software Maintenance – No. 10185-0100, S/A #3. Approved an amendment to a previously Board-approved, multi-agency, non-competitively negotiated, miscellaneous procurement contract to Intergraph Corporation for additional funding, and to extend the contract period of performance for twelve months from October 1, 2016 thru September 30, 2017 in order to continue to provide proprietary software maintenance services for the Intergraph AAESP Software.
2. I/O Solutions, Inc. – Entry Level Police Officer Examination – No. 16168-0100. Approved 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.
3. Aetna – Medical Health Benefits Program – No. 15118-0100. Approved 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 of two additional years from January 1, 2017 to December 21, 2021.

4. Xerox Government Solutions, LLC – Fire Safety Integration System – No. 16187-0100. Approved 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.
  5. NuEnergen LLC – Peak Load Management Services – No. 16306-0100. Approved 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.
  6. Various Contractors – Voice Communications – Nos. 15312-0100 thru -0500. Approved the award of five (5) multi-agency, competitively negotiated, miscellaneous services contracts with Eastern Communications, North American Mobile Systems, Inc., Electronic Service Solutions, Inc. New York (ESS), New York Communications Company, Inc., and 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, for a period of three (3) years from November 1, 2016 thru October 31, 2019.
- C. **Real Estate Items.** Upon motion duly made and seconded, the Board approved the following real estate items. The specifics are set forth in the staff summaries and documentation filed with the meeting materials.

#### **New York City Transit Authority**

1. License agreement with Half Baked Goods, Inc. for the operation of a specialty foods store at 42<sup>nd</sup> Street – Port Authority, Eighth Avenue Line, Mezzanine, Manhattan, N.Y.
2. Agreement with Hyatt Equities, L.L.C. for acquisition of easements for temporary occupancy of a portion of Hyatt’s retail space at 42<sup>nd</sup> Street and Lexington Avenue in order to reconstruct an entry stair and install a new customer elevator from Lexington Avenue to the Grand Central/42<sup>nd</sup> Street subway station.

**Metropolitan Transportation Authority**

3. Agreement with Empire State Development Corporation (ESD”) for funding relating to the Empire Station Complex, Manhattan, N.Y.
4. Lease with Steel One LLC for MTAPD District 2 Long Island Precinct space at 1 Grumman Road, Bethpage, N.Y.

**MTA Capital Construction**

5. Lease with 69 East 125<sup>th</sup> Street Owner, LLC for storefront space located at 69 East 125<sup>th</sup> Street for the Second Avenue Subway (Phase II) community information center, New York, N.Y.
  6. Sublease agreement with The Segal Company (Eastern States), Inc. for continued occupancy of office space located at 333 West 34<sup>th</sup> Street, New York, N.Y.
5. **EXECUTIVE SESSION.** Upon motion duly made and seconded, the Board voted to convene an executive session in accordance with Section 105(1)(e) to discuss matters relating to collective bargaining, pursuant to the New York State Public Officers Law.

Upon motion duly made and seconded, the Board approved the implementation of specific economic provisions of the 2010-2018 Memorandum of Understanding between New York City Transit and the Doctors’ Council.

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:40 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, September 28, 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. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman**

**The following members were absent:**

**Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg**

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, 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 five (5) public speakers. The following speakers 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.

Jason Anthony Pineiro, Private Citizen, raised issues relating to the relocation the Second Avenue Subway information center and the purchase of new subway cars.

Omar Vera, Private Citizen, expressed support for the re-location of the Second Avenue Subway information center.

Nick Sifuentes, Riders Alliance, discussed issues relating to Q70 bus service.

Pedro Valdez Rivera, Private Citizen, also discussed issues relating to Q70 bus service.

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 July 27, 2016.

**5. COMMITTEE ON FINANCE**

**Real Estate Items:**

MTA NYC Transit: Upon motion duly made and seconded, the Board approved: 1) a license agreement with Half Baked Goods, Inc. for a specialty food store at 42<sup>nd</sup> Street and 8<sup>th</sup> Avenue station, Manhattan; and 2) an agreement with Hyatt Equities, LLC for acquisitions of easements for improvements at Grand Central station.

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

**Procurements:**

Non-Competitive Procurements: Upon motion duly made and seconded, the Board approved the non-competitive procurements requiring a majority vote (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 majority vote (Schedules F and J 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. EXECUTIVE SESSION.**

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

Upon motion duly made and seconded, the Board approved the implementation of specific economic provisions of the 2010-2018 Memorandum of Understanding between New York City Transit and the Doctors' Council.

**8. ADJOURNMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:40 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 – 20<sup>th</sup> Floor  
New York, NY 10004

Wednesday, September 28, 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. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman

The following members were absent:

Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, 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 noted the passing of Robert Kiley, MTA's fifth Chairman, and he commented on Mr. Kiley's accomplishments during his tenure as MTA Chairman. The Chairman extended condolences to the Kiley family and asked for a moment of silence in honor of Mr. Kiley.

1. Public Speakers:

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

Murray Bodin – commented in the use of traffic signals at grade crossings instead of red flashing lights and commented on the warning signals at the Mt. Kisco and Valhalla grade crossings.

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 addressed Board members' concern with respect to reports of significant adverse information, as it relates to certain procurements that the Board is asked to approve. The Chairman said that at some of the September Committee meetings the Board discussed the significant adverse information process and the need for a review of the process. Chairman Prendergast noted that there are three things the MTA asks the Board to weigh heavily on that are not within the purview of the CEO or the agency heads: procurement items, fare policy determinations, and service. The Chairman stated that the MTA needs to provide Board members with the information needed to make well-informed decisions on whether or not to award contracts. Chairman Prendergast directed the MTA Chief Financial Officer and the MTA General Counsel to work with the Chief Procurement Officers and the General Counsels at the agencies to review the process and report back to the Board to explain the process in greater detail, and to the extent necessary, offer any improvements or expansions to the process. Chairman Prendergast stated that he wants to ensure that the Board has the information it needs to make timely and well-informed decisions on procurements. Chairman Prendergast noted that there will be a discussion during the Finance Committee portion of the meeting relating to a procurement item involving Wells Fargo.

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 July 27, 2016 were approved.

4. Committee on Finance:

Action Items:

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

- Selection of Bond Underwriters – 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, 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.

- Board Authorization to File for and Accept Federal Grants – approval to file for and accept Federal grants for Federal Fiscal Year (FFY) 2016 and 2017.

Upon motion duly made and seconded, the Board approved the foregoing action items. The details 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. With respect to item one above, the Board vote did not approve the inclusion of Wells Fargo in the pool of underwriters serving as senior managers. If Wells Fargo is determined to be a responsible vendor as a result of a responsibility review, the Board will be asked to consider the inclusion of Wells Fargo as senior manager in a future Board action. The details of Board members' comments with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records. Board Member Charles Moerdler recused himself from the vote on item one above.

#### MTAHQ Procurements:

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

- Approval of an amendment to a previously Board-approved, multi-agency, noncompetitively 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 3<sup>rd</sup> Quarter of 2017.

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

- Approval 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 Metro-North properties.

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.

5. Committee on NYCT & Bus:

The Board was presented with the following non-competitive procurement recommended to it by the Committee on NYCT & Bus that relates to Metro-North:

- Modification to extend a 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 multi-protocol router communication network (“LAN/WAN”) equipment originally manufactured by Nortel Networks, Inc. (“Nortel”).

Upon motion duly made and seconded, the Board approved the foregoing procurement item, the details of which are contained in the minutes of the NYCT/MaBSTOA/SIR/Bus Company 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.

6. Committee on Metro-North Railroad:

Action Items:

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

- New Haven Line Connecticut Fare Increase – Approval of 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.
- NYSDOT Grant for Connecting Services – a \$565,000 Congestion Mitigation/Air Quality (CMAQ) grant from New York State Department of Transportation to support connecting services through a variety of operational and marketing activities.

Board members Vanterpool addressed the Board, stating that she would not support the fare increase as it would impact many New York riders as the largest reverse commute is that from New York to Stamford. Board member Albert asked for information as to the relative fares in the Connecticut portion of the New Haven Line as compared to the New York portion of the line. Board member Vanterpool asked for information regarding how the CMAQ grant will be utilized. Upon motion duly made and seconded, the Board approved the foregoing action items. Board members Jones and Vanterpool voted in opposition to the New Haven Line fare increase. The details of the above items are contained in a staff summaries filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records which recording contains discussions regarding the action items.

7. Executive Session:

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

8. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:40 a.m.

Respectfully submitted,

A handwritten signature in black ink that reads "Linda Montanino". The signature is written in a cursive, flowing style.

Linda Montanino  
Assistant Secretary

Sept 2016 Board Minutes-FINAL  
Legal/Corporate

Minutes of the Regular Board Meeting  
Long Island Rail Road Company  
2 Broadway  
New York, NY 10004  
Wednesday, September 28, 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. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman

The following members were absent:

Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph J. Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Craig Cipriano, Executive Vice President, Business Strategies and Operations Support, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Chairman & CEO Thomas F. Prendergast called the meeting to order. The Chairman began by paying tribute to Robert Kiley, the MTA's fifth Chairman, who passed away last month at the age of 80. Chairman Prendergast noted that Robert Kiley, who was nominated by Governor Mario Cuomo and confirmed in 1983 by the State Senate, served for seven years, making him the longest tenured MTA Chairman. The Chairman further noted that Mr. Kiley implemented the MTA's first capital plan, and found the funding for and implemented the MTA's second capital plan. His work led to the record ridership growth the MTA has experienced, more than 63% since 1982. Chairman Prendergast stated that Dick Ravitch got the

money, and Bob Kiley figured out how to structure it and spend it. Chairman Prendergast conveyed the MTA's condolences to Robert Kiley's family and asked for a moment of silence in his honor.

1. Public Speakers:

Stephen Morello, Counselor to the Chairman, noted that there were five (5) public speakers and he asked all speakers to limit their remarks solely to matters that are on the agenda, and to keep to the time limits for comments. He also noted that the MTA website has a new feature which will allow the public to address issues directly to the MTA Board.

Two (2) of the speakers commented on matters related to the LIRR.

Murray Bodin, a private citizen, asked if he would get an answer if he used the new feature on the MTA website. Mr. Bodin also stated that he had attended the Safety Committee meeting and that Chairman Prendergast had said something interesting --- that when it comes to safety, do the right thing and stop the job; we'll deal with the legal issues later. Mr. Bodin asked why the MTA continued to use flashing red lights at railroad grade crossings. He stated that light rail systems in Boston, Denver and Atlanta all use traffic lights at grade crossings, and that the Willis Avenue Bridge and the Hutchinson River Parkway had gates controlled by traffic lights. Mr. Bodin stated that people are used to this system. Responding to electronic prompts at the speaker's lectern, Mr. Bodin stated that if you expect me to observe the rules, you must observe the rules.

Omar Vera, a private citizen, expressed his opposition to the proposed expansion of the LIRR Mets-Willets Point station, stating that instead of AirTrain LaGuardia, he would rather see the Astoria subway --- the N and W lines --- extended to LaGuardia Airport.

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 Governor Cuomo had some exciting news for us. At a Better New York luncheon yesterday, the Governor announced that New York State would be moving ahead aggressively to improve the Penn/Farley complex, a complex that is used by some 600,000 people each day, more than double the usage of the three major area airports combined, and where we know we need to do things to improve the customer experience in using the facility. Chairman Prendergast stated that the Governor indicated we would be moving ahead aggressively on both the Farley Train Hall, and for MTA, improvements between 7<sup>th</sup> and 8<sup>th</sup> Avenues.

The Chairman also stated that at Monday's Committee meetings, a few of the procurement items presented had reports of significant adverse information, that is, information about a bidder that needs to be taken into consideration in deciding whether or not award the

procurement. There was a discussion about the SAI process in general, and several Board members raised questions about what we need to do to review that process. Chairman Prendergast stated that these were both fair and necessary questions. The Chairman stated that there are three items that we ask the Board to weigh in on heavily and that are not within the purview of the CEO or the agency heads: procurement items, fare policy, and service. We need to put into the Board Members' hands the significant information they need to make informed decisions on whether or not to approve procurements. He directed the MTA Chief Financial Officer and MTA General Counsel to work with the chief procurement officers and general counsels of the agencies, and come back to the Board with an explanation of the process, so that the Board could consider any needed improvements. The Chairman stated if we need to make improvements, we will do so because I want to make sure you have the information needed to make timely and informed decisions on procurements. He also stated that in the Finance Committee, there would be a discussions of Wells Fargo, because they are involved in a procurement and there have been press reports about several issues that have been raised relating to Wells Fargo.

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 July 27, 2016 were approved.

4. Committee on Finance:

Action Items:

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

- 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, 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, and (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.
- Approval to file for and accept Federal grants for Federal Fiscal Year (FFY) 2016 and 2017, including (1) authorizing the filing of applications in request of Federal capital assistance for the balance of FFY 2016 and FFY 2017; (2) authorizing the Chairman/Chief Executive Officer or any of his designees to make required certifications; and (3) authorizing acceptance of grants.

With respect to the first item, Vice Chairman Fernando Ferrer stated that the Finance Committee recommended its adoption with the modification that MTA staff reassess their initial determination that Wells Fargo was a responsible party and that the underlying facts and analysis would be presented to the Board for its consideration with respect to the selection of Wells Fargo as one of the senior managers. Board Member Andrew Albert asked about the import of the language Mr. Ferrer added with respect to Wells Fargo. He asked whether this meant that if Wells Fargo was cleared of these things, they would remain a participant and if not, they would be removed from the list. Chief Financial Officer Robert Foran responded by stating that we will do an analysis and if we determine that Wells Fargo is a responsible party, we will make that analysis available to the Board for its consideration, and we will bring the selection of Wells Fargo back to the Board so the Board can vote on it. Wells Fargo is not being approved today.

Board Member Charles G. Moerdler recused himself from consideration of the resolution with respect to the first item. Upon motion duly made and seconded, the Board approved the foregoing action 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.

Procurements:

The Board was presented with six (6) procurement items recommended to it by the Committee on Finance, three of which relate to Long Island Rail Road:

- Approval of 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.
- Approval of 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. The 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, they may choose to implement this fire safety software in the future.
- Approval of 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 through September 30, 2019 with a one year renewable option, at MTA's sole discretion, in the not-to-exceed amount of \$697,500.

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, one of which related to the Long Island Rail Road.

- In connection with MTA's participation with the New York State Urban Development Corporation D/B/A Empire State Development Corporation ("ESD") and the 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.

Upon motion duly made and seconded, the Board approved the foregoing real estate 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.

5. Committee on Long Island Rail Road:

Action Items:

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

- 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. 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.

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 procurement items recommended to it by the Committee on Long Island Rail Road for approval:

Non-Competitive:

- **Siemens Industry, Inc.** - LIRR requests MTA Board approval to award a five (5)-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, 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 Program.
- **Sybase, Inc.** - 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 (2) 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.

Competitive:

- **Parsons Brinckerhoff/STV/Parsons Transportation Group, JV** - MTA Capital Construction requests approval of a modification to the East Side Access General Engineering Consultant (GEC) Services (98-0040-01R) contract to provide Project Management and Project Controls staff and services for the ESA Project through 2017 in the amount of \$6,200,000.

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.

Board Member Veronica Vanterpool stated that many of us were surprised by the Governor's announcement yesterday and in particular, by the \$220 million price tag to the MTA, \$170 million of which relates to the new LIRR concourse which is projected to be completed by 2020. She asked where the money would come from for this project and how the concourse could be completed within this aggressive timeframe. Chairman Prendergast responded by stating that

before we award a contract for this work, the funding source will be identified. The Chairman further stated that the Governor has made it clear that as part of the transformational changes at MTA, projects are to be completed on time, and within budget, but especially on time. The Chairman stated that delivery of projects on time has been an issue in the past at MTA, and that an aggressive timeline here was necessary because of the impact the project will have on the users of the station.

Board Member Vanterpool stated that the current MTA Capital Program was approved two years behind schedule, and that she was concerned about the impact of this project on the MTA's Capital Program and how the acceleration of projects not originally identified as priorities but now becoming priorities would impact other projects in the Program. Chairman Prendergast responded by stating that this is something he has lived with during his time at MTA, and that the most important thing a Chairman does is to get a capital program and deliver a capital program. If you want to talk about Penn/Farley, it has been talked about for 20 years and the Governor has decided that the time for talk is over, and that we must move forward. Chairman Prendergast stated that he did not see how, as Chairman, he could argue with that conclusion. Chairman Prendergast further stated that he was sympathetic to Board Member Vanterpool's comments and that we need to balance all these things within a budget, but that this project, given the number of people it will affect, is very important.

6. Executive Session:

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

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

7. 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 10:40 a.m.

Respectfully submitted,



Mark D. Hoffer,  
Secretary

**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

**BOARD MINUTES**

**September 28, 2016**

Minutes of the Regular Meeting  
Triborough Bridge and Tunnel Authority  
September 28, 2016

Meeting Held at  
2 Broadway, 20<sup>th</sup> Floor  
New York, New York 10004

10:00 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO  
Hon. Fernando Ferrer, Vice Chairman  
Hon. David Jones  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. John J. Molloy  
Hon. Mitchell H. Pally  
Hon. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman

The following members were absent:

Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg

Donna Evans, Chief of Staff, Jerome F. Page, General Counsel, Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore, 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, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, 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 Company, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

**1. Public Speakers**

There were five (5) public speakers. None of the speakers specifically commented on issues regarding the Triborough Bridge and Tunnel Authority.

Refer to the video recording of the meeting produced by the Metropolitan Transportation Authority and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

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

Chairman and CEO Prendergast opened his remarks by paying tribute to Bob Kiley, the MTA's fifth Chairman (appointed by former Governor Mario Cuomo and confirmed by the Senate in 1983), who died last month. Mr. Kiley implemented the first and second MTA Capital Programs, which enabled him to focus those investments on the MTA network's core infrastructure that dramatically improved the network's safety and reliability. A moment of silence was then held in Mr. Kiley's honor. Chairman and CEO Prendergast stated that at Monday's Committee meetings, there were discussions regarding a few procurement items that had reports of Significant Adverse Information ("SAI"), the existing SAI process, and whether that process needs to be reviewed. He asked Jerome Page, MTA General Counsel and Robert Foran, MTA Chief Financial Officer, to review the existing SAI Guidelines and return to the Board with his review and recommendation.

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 July 27, 2016**

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on July 27, 2016 were approved.

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

**Procurements**

Commissioner Moerdler stated that there is one (1) procurement totaling \$12.0 million.

**Non-Competitive Procurements**

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

**Competitive Procurements**

Commissioner Moerdler stated that there is one (1) competitive procurement totaling \$12.0 million.

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

**Competitive Procurements**

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

AECOM USA, Inc.	Contract No.: PSC-12-2891A /A-F	\$12,000,000.00
Dewberry Engineers, Inc.	Contract No.: PSC-12-2891B /B-F	(aggregate not to exceed)
Gannett Fleming Engineers		

and Architects, P.C.  
Haks Engineers, Architects  
and Land Surveyors, P.C.  
Henningson, Durham and  
Richardson, P.C.  
HNTB NY Engineering  
and Architecture, P.C.  
Jacobs Civil Consultants,  
Inc.  
Parsons Brinckerhoff, Inc.  
Parsons Transportation  
Group of New York, Inc.  
STV, Incorporated  
URS Corporation - New  
York  
WSP USA Corp.  
Ysrael A. Seinuk, P.C.  
Gandhi Engineering, Inc.

Contract No.: PSC-12-2891C /C-F  
Contract No.: PSC-12-2891D /D-F  
Contract No.: PSC-12-2891E /E-F  
Contract No.: PSC-12-2891F /F-F  
Contract No.: PSC-12-2891G /G-F  
Contract No.: PSC-12-2891H /H-F  
Contract No.: PSC-12-2891I /I-F  
Contract No.: PSC-12-2891J /J-F  
Contract No.: PSC-12-2891K /K-F  
Contract No.: PSC-12-2891L /L-F  
Contract No.: PSC-12-2891M /M-F  
Contract No.: PSC-12-2891N /N-F

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.

#### **Ratifications**

Commissioner Moerdler stated that there are no ratifications.

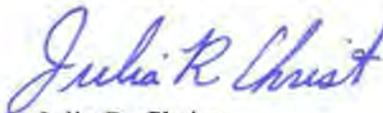
#### **5. Executive Session**

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

#### **6. Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:40 a.m.

Respectfully submitted,



Julia R. Christ  
Secretary

**Regular Board Meeting**  
**MTA Capital Construction Company**  
**2 Broadway**  
**New York, NY 10004**  
**Wednesday, September 28, 2016**  
**10:00 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. Veronica Vanterpool  
Hon. James Vitiello  
Hon. Peter Ward  
Hon. Carl V. Wortendyke  
Hon. Neal Zuckerman

The following members were absent:

Hon. John Samuelson  
Hon. Andrew Saul  
Hon. Lawrence Schwartz  
Hon. Polly Trottenberg

Board Member Andrew Albert, Board Member Ira Greenberg, Board Member Vincent Tessitore 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, Craig Cipriano, Executive V.P., Business Strategies and Operations Support, 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.

**Tribute to Robert Kiley**

Chairman Prendergast commented on the passing of former MTA Chairman Robert Kiley. A moment of silence was held in his honor.

**Public Comment Period**

There were five (5) public speakers, two of whom spoke on matters related to MTA Capital Construction.

Jason Pineiro and Omar Vera, private citizens, expressed support for the decision to relocate the Second Avenue Subway's Customer Information Center.

The names of the other speakers and their remarks are contained in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority and in the minutes of the other agencies of this date.

## **Chairman's Remarks**

The Chairman stated that at Monday's Committee meetings, a few of the procurement items presented had reports of significant adverse information and several Board members raised questions about what we need to do to review that process. Chairman Prendergast stated that these were both fair and necessary questions. The Chairman stated that we need to put into the Board Members' hands the significant information they need to make informed decisions on whether or not to approve procurements. He directed the MTA Chief Financial Officer and MTA General Counsel to work with the chief procurement officers and general counsels of the agencies, and come back to the Board with an explanation of the process, so that the Board could consider any needed improvements.

The remainder of the Chairman's remarks are contained in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority and in the minutes of the other agencies of this date.

## **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 July 27, 2016.

## **Committee on Finance**

### Action Item

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

A Resolution authorizing the MTA to file for and accept Federal grants for Federal Fiscal Year (FFY) 2016 and 2017, including (1) authorizing the filing of applications in request of Federal capital assistance for the balance of FFY 2016 and FFY 2017; (2) authorizing the Chairman/Chief Executive Officer or any of his designees to make required certifications; and (3) authorizing acceptance of grants.

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

### Real Estate

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

A Lease with 69 East 125<sup>th</sup> Street Owner, LLC for space located at 69 East 125<sup>th</sup> 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 this date.

## **Committee on NYCT and Bus**

### Procurement

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

A Modification to the Second Avenue Subway Project's 96<sup>th</sup> Street Station Finishes contract for flood protection measures in the amount of \$920,000.

A copy of the Resolution and 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 this date.

**Committee on the Long Island Rail Road**

Procurement

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

A Modification to the East Side Access Project's General Engineering Consultant contract to provide project management and project controls staff and services through December 2017.

A copy of the Resolution and 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 this date.

**Executive Section**

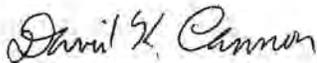
Upon motion duly made and seconded, the Board voted to convene into Executive Session pursuant to Sections 105(1)(e) of the New York State Public Officers Law to discuss matters relating to collective bargaining negotiations.

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

**Adjournment**

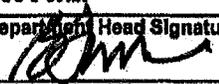
Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 10:40 a.m.

Respectfully submitted,



David K. Cannon  
Assistant Secretary

# Staff Summary

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

<b>Date</b> October 24, 2016
<b>Vendor Name</b> Various
<b>Contract Number</b> Various
<b>Contract Manager Name</b> Various
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	10/26/2016	X		
2	Board	10/28/2016	X		

Internal Approvals			
Order	Approval	Order	Approval
1	Procurement <i>AB</i>	3	CFO <i>PK</i>
2	Legal <i>SS</i>		

**PURPOSE:**

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

**DISCUSSION:**

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>	None	None

MTAHQ proposes to award Competitive procurements in the following categories:

<u>Schedules Requiring Majority Vote</u>		
Schedule F: Personal Service Contracts	2	\$ 5,189,120.00
Schedule G: Miscellaneous Service Contracts	1	\$ 1,600,000.00
Schedule H: Modification to Personal/Miscellaneous Service Contracts	3	\$10,406,800.00
Schedule J: Modification to Miscellaneous Procurement Contracts	1	\$30,000,000.00
<b>SUBTOTAL</b>	<b>7</b>	<b>\$47,195,920.00</b>

MTAHQ presents the following procurement actions for Ratification:

Schedule K: Ratification of Completed Procurement Actions (Involving Schedules E-J)	2	\$ 5,350,000.00
<b>TOTAL</b>	<b>9</b>	<b>\$52,545,920.00</b>

**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, OCTOBER 2016**  
**COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Majority Vote:*

**F. Personal Service Contracts**

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

- |   |                                       |                                      |
|---|---------------------------------------|--------------------------------------|
| <b>1. All Agency Payments Consulting Support Services</b><br><b>Contract Nos. 16127-0100 thru -0500</b> | <b>\$5,000,000</b><br>(Not-to-exceed) | <b><u>Staff Summary Attached</u></b> |
| <b>a. CHYP USA, Inc.</b>  |                                       |                                      |
| <b>b. Glenbrook Partners, LLC</b>   |                                       |                                      |
| <b>c. KPMG, LLP</b>   |                                       |                                      |
| <b>d. MasterCard International Incorporated</b>   |                                       |                                      |
| <b>e. The North Highland Company</b>  |                                       |                                      |
| <b>f. The Strawhecker Group, LLC</b>  |                                       |                                      |
| <b>g. Traffic Technologies, Inc.</b>  |                                       |                                      |
| <b>h. UL Verification Services Inc.</b>   |                                       |                                      |

Competitively negotiated – 20 proposals – 60 months

To recommend that the Board approve the award to each of the eight (8) firms listed above a competitively negotiated, all-agency personal services contracts on an as-needed basis for payments business and technical consulting support services for a period of five (5) years from November 1, 2016 to October 31, 2021 in an aggregate not-to-exceed amount of \$5,000,000. MTA is advancing a long-term strategy to transform its operating agencies' fare, ticketing and toll payment systems to meet 21<sup>st</sup> century technologies and customer expectations. The agencies are implementing several initiatives to design and deploy next generation payment technologies, which are intended to support a more integrated and seamless travel experience between agencies for MTA customers. These as-needed services will be performed based on the negotiated maximum rate structure established in each firm's retainer contract (ranging from a low of \$85 per hour to a high of \$491.94 per hour). Based on the above, these negotiated rates are considered fair and reasonable. There is no prior contract for these services with which this cost can be compared; however, the not-to-exceed cost of \$5,000,000 is considered fair and reasonable based on the above negotiations.

- |   |                                     |
|---|-------------------------------------|
| <b>2. Gartner, Inc.</b><br><b>IT Service Desk Consulting Services</b><br><b>Contract No. 16370-0100</b> | <b>\$189,120</b><br>(Not-to-exceed) |
|---|-------------------------------------|

Ride NY State Competitive Contract No. PS66085– 6 weeks

To recommend that the Board approve the award of a Personal Services Contract to Gartner, Inc. for consulting services in accordance to the terms and conditions of NYS Contract PS66085. The MTA IT transitioned its IT Service Desk function back in-house and is currently in the process of implementing improvements for service delivery and support. The MTA is implementing a strategic IT service management program with many different work streams spanning service desk transformation, process improvement, core IT Service Management (ITSM) tooling platform consolidation and optimized metrics tracking. At this juncture the MTA is focused on a rapid review of how the front-line Service Desk and supporting processes are functioning across key dimensions of people, process and technology in order to develop an accelerated action plan for stabilization and a longer term plan for optimization. The MTA is seeking a strategic partner with expertise in IT Service Desk optimization to quickly assess top priorities for improvement and define practical action plans for tactical improvements to customer service. Gartner Inc. matched hourly OGS pricing for Gartner Associates holding the titles of Vice President and Director. The OGS hourly rates for Vice President is \$577.00, discounted to \$495 and Director rate is \$484, discounted to hourly rate of \$425. The contract value of \$217,712 was reduced to \$189,120 or 15% which is considered fair and reasonable.

**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)

- |  |                                       |                                      |
|--|---------------------------------------|--------------------------------------|
| <b>3. Professional Recruitment Services</b><br><b>Contract Nos. 16371-0100 thru 0300</b><br><b>a. The Kohl Group, Inc.</b><br><b>b. Material &amp; Contract Services, Inc.</b><br><b>c. Industrial Staffing Services, Inc.</b> | <b>\$1,600,000</b><br>(Not-to-exceed) | <b><u>Staff Summary Attached</u></b> |
|--|---------------------------------------|--------------------------------------|

Ride NYCT Contract Nos. 13387, 13560, 13594

MTAHQ seeks approval to ride NYCT's previously Board-approved, competitively negotiated personal service contract with The Kohl Group, Inc. (NYCTA Contract No. 13387), Material & Contract Services, Inc. (NYCTA Contract No. 13560), and Industrial Staffing Services, Inc. (NYCTA Contract No. 13594) for Professional Recruitment Services. MTAHQ's will utilize for a period from November 1, 2016 through February 28, 2021 to provide professional recruitment services in the not-to-exceed amount of \$1,600,000. Under these contracts, the consultants will provide professional recruitment services on an "as-needed" basis. When requested the consultants will conduct searches to identify potential candidates for vacant positions, conduct preliminary interviews and perform initial screening for relevant experience, skills and education. The best and final offer (BAFO) weighted average fees negotiated by NYCT range from a low of 13.4% to a high of 16.2%. BAFO fees were found by NYCT to be fair and reasonable for all three proposed awardees based on a comparison to market rates for recruiting services.

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

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

- |  |                               |                                      |
|--|-------------------------------|--------------------------------------|
| <b>4. Business Transformation Consulting Services</b><br><b>Contract Nos. 13200-0100 thru -0700, c/o #3</b><br><b>a. Accenture Global Services</b><br><b>b. IBM</b><br><b>c. McKinsey &amp; Company, Inc.</b><br><b>d. KPMG LLP</b><br><b>e. First Data Government Solutions LP</b><br><b>f. Grant Thornton LLP</b><br><b>g. Public Financial Management, Inc.</b> | <b>\$5,000,000</b><br>(Total) | <b><u>Staff Summary Attached</u></b> |
|--|-------------------------------|--------------------------------------|

Base plus previous change orders = \$10,636,130

To recommend that the Board approve an amendment to previously Board-approved, competitively negotiated, personal services contracts with the below firms, riding New York State contracts C000405-412, Where the period of performance, is hereby amended to retroactively extend the following contracts for a period of one (1) year from August 9, 2016 to August 8, 2017, while MTA procurement prepares to issue a new solicitation in Q4 2016. During this time period additional funding in the amount of \$5,000,000 is needed to continue to provide as-needed business transformation consulting services. These services will continue to compliment and enhance MTA's efforts to improve its business processes, identify and implement opportunities for operating and capital cost savings, and increase revenue generation. This amendment is required to complete some of the projects that are in progress (ex. Procurement Transformation and the New Fare Payment System Ancillary Revenue Opportunities project) and new projects as required. These as-needed services will continue to be performed based on the rate structure established in each firm's NY State contract (ranging from a low of \$116 to a high of \$719 per hour) and are considered fair and reasonable.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**COMPETITIVE PROCUREMENTS**

5. **Portfolio Manager for FMTAC** **\$740,000**  
**Goldman Sachs Asset Management LP** **(Not-to-exceed)**  
**Contract No. 11031-0200, S/A #1**

Base Amount = \$2,000,000

To recommend that the Board approve an amendment to a previously Board-approved, all-agency, competitively negotiated personal services contract with Goldman Sachs Asset Management LP (previously Dwight Asset Management Co. Contract No. 11031-0100) to: i) extend the contract period of performance by one year from November 1, 2016 to October 31, 2017 for the continuity of portfolio management services in connection with the assets held within the First Mutual Transportation Assurance Company (FMTAC), MTA's wholly owned captive insurance company to maximize the investment return of the six trust fund accounts while addressing their cash flow needs; and ii) add additional funding in the not-to-exceed amount of \$740,000 and iii) allow MTA HQ Procurement to conduct a new solicitation. In connection with a previous contract awarded to Goldman Sachs, 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. The additional funding will cover services relating to investment and increase of assets by approximately \$200 million from \$381 million to \$581 million due to the extension of two Owners Controlled Insurance Program (OCIP), the creation of a new OCIP and the rebalancing of FMTAC accounts. The current contract fixed fee of 11 basis points was re-negotiated to a tier fee schedule which will result in the MTA saving approximately 10.61% or \$70K during the extension period.

6. **IBM** **\$4,666,800** **Staff Summary Attached**  
**MTA Business Service Center PeopleSoft 9.2 Upgrade** **(Total)**  
**Contract No. 14049-0100, S/A #3**

Base plus previous change orders = \$54,621,000

To recommend the Board approve an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$4,666,800. The additional funds will support additional scope including the move of the J.P. Morgan Chase (JPMC) Payment Process into PeopleSoft, and development of Organizational Change Management (OCM) strategy for PeopleSoft 9.2 Upgrade/P2P Implementation. IBM's total proposed price for the additional scope of \$4,666,800 is in line with the current pricing negotiated and established in the base agreement. Based on the above, the additional funds of \$4,666,800 is considered fair and reasonable.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**COMPETITIVE PROCUREMENTS**

**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)

- |   |  |                                      |
|---|--|--------------------------------------|
| <b>7. Cello Partnership d/b/a Verizon Wireless<br/>MTA Bus WiFi Project<br/>Contract No. 14065-0000, S/A #1</b> | <b>\$30,000,000</b><br>(Not-to-exceed) | <b><u>Staff Summary Attached</u></b> |
|---|--|--------------------------------------|

Base plus previous change orders = \$31,394,963

To recommend that the Board approve an amendment to a previously Board approved, All-Agency, competitively negotiated, miscellaneous procurement contract with Cello Partnership d/b/a Verizon Wireless to increase funding by an additional not-to-exceed amount of \$30,000,000 to implement the MTA Bus WiFi project to fulfill the public mandate promised by the Governor of New York as part of his technological improvements/vision for MTA Bus. This project includes hardware, software installation and warranty services for public Wi-Fi functionality to retrofit 1,913 MTA buses. All remaining buses for the entire fleet (approx. 5,750) will require only Wi-Fi services since they will be equipped by the OEM. Wireless connectivity is becoming very prevalent in the lives of our customers. MTA can accommodate this growing trend by introducing a high-speed Internet access on-board MTA local and express bus fleets. Verizon's initial cost proposal was in the amount of \$6,693,013 for the retrofit work and \$5.00 per GB for the data. After negotiations, Verizon's cost for the retrofit work was reduced to \$6,084,296.50, a savings of \$608,717 or 9% and includes hardware, software and "white glove" warranty support. Verizon further offers \$300 in a one-time credit for each bus activated, which amounts to \$1,725,000 in credits for the entire bus fleet. The original contract terms and conditions will apply and Verizon's pricing which was competitively negotiated is deemed fair and reasonable. Additionally, these prices are equal to or lower than what Verizon offers to other clients for bus WiFi services.

# Staff Summary

## Schedule F: Personal Service Contracts

<b>Item Number:</b>					
<b>Dept &amp; Dept Head Name:</b> Capital Programs / Craig F. Stewart					
<b>Division &amp; Division Head Name:</b> Fare Payment Programs / Craig F. Stewart					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	Finance	10/26/2016	X		
2	Board	10/28/2016	X		
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1	Procurement 	4	DDCR 		
2	Fare Payment Prgrms 	5	Legal 		
3	Capital Programs 	6	CFO 		

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name:</b> Various	<b>Contract Number:</b> 16127-0100 thru 0800
<b>Description:</b> All-Agency Payments Consulting Support Services	
<b>Total Amount:</b> \$5,000,000	
<b>Contract Term (Including Options, if any)</b> November 1, 2016 to October 31, 2021	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

**Narrative**

**I. PURPOSE/RECOMMENDATION**

To recommend that the Board approve the award to each of the eight (8) firms listed below a competitively negotiated, all-agency personal services contracts on an as-needed basis for payments business and technical consulting support services for a period of five (5) years from November 1, 2016 to October 31, 2021 in an aggregate not-to-exceed amount of \$5,000,000.

- |  |                                  |
|--|----------------------------------|
| 1. CHYP USA, Inc.                        | 5. The North Highland Company    |
| 2. Glenbrook Partners, LLC               | 6. The Strawhecker Group, LLC    |
| 3. KPMG, LLP                             | 7. Traffic Technologies, Inc.    |
| 4. MasterCard International Incorporated | 8. UL Verification Services Inc. |

Each contract will be awarded on a zero-dollar basis. The consultants will perform specific work assignments, on an as-needed basis, based on hourly rates established in the base contracts. Individual work assignments will be awarded through a mini-RFP competitive process among some or all firms

**II. DISCUSSION**

MTA is advancing a long-term strategy to transform its operating agencies' fare, ticketing and toll payment systems to meet 21<sup>st</sup> century technologies and customer expectations. The agencies are implementing several initiatives to design and deploy next generation payment technologies, which are intended to support a more integrated and seamless travel experience between agencies for MTA customers

The consulting services available under these contracts in the aggregate will provide MTA with a wide-range of conventional and unconventional functional expertise and specializations that are not available in-house. These services will assist MTA to evaluate and optimize the benefits to be realized from the new payments technologies, including the customer experience. In addition to aiding longer-term strategies and potential upgrades to existing systems, these services are also expected to support various MTA payments initiatives that are being progressed on an accelerated basis

# Staff Summary

## Schedule F: Personal Service Contracts

Contract No. 16127– 0100 thru 0800

Page 2 of 2

Payments consulting support services include, but are not limited to, the following service areas:

- Assisting MTA with business case support and development
- Benchmarking market intelligence and economic research
- Providing functional support for technological development, including security, data management and risk management
- Strengthening MTA’s payment industry relationships
- Providing other services related to toll, fare and other forms of revenue collection, including services related to utilization of data associated with toll, fare and other forms of revenue collection.

In order to provide these services, a Request for Proposals (RFP) was publicly advertised and letters advising potential proposers of the RFP’s availability were electronically sent to twenty-four (24) firms. Twenty (20) proposals were received and provided to a Selection Committee that consisted of representatives from MTA Headquarters, MTA New York City Transit, and MTA Bridges & Tunnels. Additionally, technical advisors served as representatives of the railroads and MTA Information Technology (MTA IT). Based on the evaluation of proposals, the selection committee determined that the payments business and technical consulting capabilities of the firms listed above were the most qualified and best suited to perform the services identified in the RFP.

MTA has conducted a responsibility review and other due diligence on all firms and has deemed them each responsible. In connection with a previous contract awarded to the KPMG, KPMG 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 KPMG’s responsibility since the prior contract award, new significant adverse information was identified and KPMG was found to be responsible notwithstanding such new significant adverse information and such responsibility finding was subsequently approved by the MTA Chairman/CEO in consultation with the MTA General Counsel.

These as-needed services will be performed based on the negotiated maximum rate structure established in each firm’s retainer contract (ranging from a low of \$85 per hour to a high of \$491.94 per hour). Based on the above, these negotiated rates are considered fair and reasonable. There is no prior contract for these services with which this cost can be compared; however, the not-to-exceed cost of \$5,000,000 is considered fair and reasonable based on the above negotiations.

### **III. D/M/WBE INFORMATION**

The MTA Department of Diversity and Civil Rights have established goals of 10% MBE and 10% WBE for this contract. One awardee, KPMG, has achieved its previous MWDBE goals on previous MTA contracts. The remaining firms have not completed any MTA contracts with goals; therefore, no assessment of their MWDBE performance can be determined at this time. No contract will be awarded without DDCR’s prior approval

### **IV. IMPACT ON FUNDING**

Each work assignment to be awarded under these contracts will be funded by the agency, MTA headquarters or an operating agency, utilizing the vendor selected for the work assignment, either from its respective operating budget or if capital project-related, the project budget. The aggregate value of work assignments will not exceed the aggregate not-to-exceed amount specified above.

### **V. ALTERNATIVES**

1. Perform the Services in-house. This alternative is not feasible. MTA and its agencies do not have the resources or experienced qualified personnel to perform these specialized services.
2. Do not approve award of these contracts. This is not practical or cost effective. This would adversely impact and compromise MTA’s ability to effectively and efficiently implement its next generation of fare, ticketing and toll payment systems.

# Staff Summary

## Schedule G: Miscellaneous Service Contracts

Item Number:

<b>Vendor Name (&amp; Location):</b> The Kohl Group, Inc. Material & Contract Services, Inc. Industrial Staffing Services, Inc.
<b>Description:</b> Professional Recruitment Services
<b>Contract Term (including Options, if any):</b> March 1, 2016 to February 28, 2021
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type:</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: New York City Transit Authority Ride (NYCTA)

<b>Contract Number:</b> 16371 – 0100 16371 – 0200 16371 – 0300	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Total Amount:</b> \$1,600,000	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept./Div &amp; Dept./Div. Head Name:</b> MTAHQ / Wael Hibri, Sr. Director, BSC	
<b>Contract Manager:</b> Alejandro Salaman	

### DISCUSSION:

MTAHQ seeks approval to ride NYCT’s previously Board-approved, competitively negotiated personal service contract with The Kohl Group, Inc. (NYCTA Contract No. 13387), Material & Contract Services, Inc. (NYCTA Contract No. 13560), and Industrial Staffing Services, Inc. (NYCTA Contract No. 13594) for Professional Recruitment Services. MTAHQ’s will utilize for a period from November 1, 2016 through February 28, 2021 to provide professional recruitment services in the not-to-exceed amount of \$1,600,000.

Under these contracts, the consultants will provide professional recruitment services on an “as-needed” basis. When requested the consultants will conduct searches to identify potential candidates for vacant positions, conduct preliminary interviews and perform initial screening for relevant experience, skills and education.

The price schedule for RFQ 83888 required proposers to provide a percentage of annual salary as the fee for a successful placement. The price schedule was tiered and allowed proposers to provide different percentages based on the number of candidates successful placement. In order to compare proposals, a weighted average percentage fee was computed for each proposer. The best and final offer (BAFO) weighted average fees negotiated by NYCT range from a low of 13.4% to a high of 16.2%. BAFO fees were found by NYCT to be fair and reasonable for all three proposed awardees based on a comparison to market rates for recruiting services.

One awardee, Industrial Staffing Services, Inc., is a certified WBE. The MTA Department of Diversity and Civil Rights (DDCR) has established goals of 10% MBE and 10% WBE for these contracts.

# Staff Summary

## Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> Various	<b>Contract Number:</b> 13200-0100 thru 0700	<b>AWO/Modification #</b> 3
<b>Description:</b> Business Transformation Consulting Services	<b>Original Amount:</b>	\$ 5,000,000
<b>Contract Term (including Options, if any):</b> August 9, 2016 to August 8, 2017	<b>Prior Modifications:</b>	\$ 5,636,130
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<b>Prior Budgetary Increases:</b>	\$ -
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$10,636,130
<b>Solicitation Type:</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: OGS Ride	<b>This Request:</b>	\$5,000,000
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b>	47%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> CFO, Bob Foran	<b>% of Modifications (including This Request) to Original Amount:</b>	212.7%

### DISCUSSION:

To recommend that the Board approve an amendment to previously Board-approved, competitively negotiated, personal services contracts with the below firms, riding New York State contracts C000405-412, Where the period of performance, is hereby amended to retroactively extend the following contracts for a period of one (1) year from August 9, 2016 to August 8, 2017, while MTA procurement prepares to issue a new solicitation in Q4 2016. During this time period additional funding in the amount of \$5,000,000 is needed to continue to provide as-needed business transformation consulting services. These services will continue to compliment and enhance MTA's efforts to improve its business processes, identify and implement opportunities for operating and capital cost savings, and increase revenue generation.

- |                              |                                       |
|------------------------------|---------------------------------------|
| 1. Accenture Global Services | 5. First Data Government Solutions LP |
| 2. IBM                       | 6. Grant Thornton LLP                 |
| 3. McKinsey & Company, Inc.  | 7. Public Financial Management, Inc.  |
| 4. KPMG LLP                  |                                       |

In September, 2013 the Board approved the award of eight (8) competitively negotiated, personal services contracts for as-needed business transformation consulting services (Deloitte was awarded a contract under the base agreement but will not be solicited since they are MTA's external auditors). Competitive mini-RFPs are conducted amongst all the 7 remaining firms for all projects initiated via this board approved vehicle. This amendment is required to complete some of the below projects that are in progress (ex. Procurement Transformation and the New Fare Payment System Ancillary Revenue Opportunities project) and new projects as required. It will also serve as a bridge for advancing current work while a new, competitive RFP is issued in Q4 2016 to create a MTA Business Transformation retainer contract which will be presented to the Board for approval. The new contract will broaden the pool of vendors and support management consulting needs across MTA.

- 1) MTA Procurement Transformation (Total Cost to Date - \$7,898,063) - This project's goal is to transform MTA HQ's procurement function from a decentralized tactical function into a strategically-focused one that seeks to aggressively drive down the total cost of purchase of goods and services. To date, the transformation program has identified over \$30 million in annualized savings across eight spend categories, which are being captured via new, more cost effective contracts and/or by executing associated demand management initiatives that better align product specifications and service levels with MTA's requirements. Continued work in the area of Category Management and Strategic Sourcing is estimated will focus on Wave 2 Sourcing for: 1) Maintenance, Repairs and Operations (MRO), and 2) IT Software. The additional category sourcing is projected to deliver over \$10 million in annualized savings commencing in late 2017 and more than \$30 million over 3 years. MTA will continue to own all documents, templates, and category playbooks for Wave 2 Sourcing, and key internal MTA Procurement resources will continue to play key supporting and leadership roles across all workstreams, to facilitate knowledge transfer and the institutionalization of core methodologies and techniques. In addition to category sourcing, the Procurement Transformation will focus on the successful consolidation of the non-core procurement function into the HQ procurement organization to promote seamless handoffs between the agencies and HQ, and to drive greater savings within negotiated contracts.

# Staff Summary

## Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Contract 13200-0100 thru 0700

Page 2 of 2

- 2) Study of Benefits of the MTA's Capital Program (Total Cost - \$413,787) - Research to provide evidence of the economic impact and other benefits that the MTA Capital Program generates for the New York City metropolitan region, and New York State. This included collection and analysis of empirical and qualitative evidence of the economic, public value and co-benefits of the MTA's Capital Program
- 3) On-Train Wi-Fi Technology Business Case (Total Cost - \$320,000) – This project created a roadmap for Wi-Fi installation on the Railroads' trains to determine feasibility of Wi-Fi installation, optimize the utilization of Wi-Fi on Railroads' trains and align Wi-Fi installation with the MTA mission and goals
- 4) New Fare Payment System Ancillary Revenue Opportunities (Total Cost To Date - \$258,342) – This project is to identify cutting-edge, state-of-the-art practices and opportunities for maximizing ancillary revenues and/or cost reductions from the New Fair Payment System and recommend opportunities with suggested prioritization to the MTA that will be based on feasibility of implementation and aligned with MTA's mission and goals.

MTA has conducted a responsibility review and other due diligence on all firms and has deemed them each responsible. In connection with a previous contract awarded to the KPMG, KPMG 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 KPMG's responsibility since the prior contract award, new significant adverse information was identified and KPMG was found to be responsible notwithstanding such new significant adverse information and such responsibility finding was subsequently approved by the MTA Chairman/CEO in consultation with the MTA General Counsel.

In connection with a previous contract awarded to IBM and McKinsey & Company, Inc., the Contractors were 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.

These as-needed services will continue to be performed based on the rate structure established in each firm's NY State contract (ranging from a low of \$116 to a high of \$719 per hour) and are considered fair and reasonable.

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

# Staff Summary

## Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> IBM	<b>Contract Number:</b> 14049-0100	<b>AWO/Modification #</b> 3
<b>Description:</b> MTA Business Service Center PeopleSoft 9.2 Upgrade	<b>Original Amount:</b>	\$33,150,000
<b>Contract Term (including Options, if any):</b> August 1, 2014 thru August 31, 2017	<b>Prior Modifications:</b>	\$21,471,000
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No	<b>Prior Budgetary Increases:</b>	
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$54,621,000
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b>	\$ 4,666,800
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b>	8.5%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> BSC/MTA IT & W. Hibri/S. Gellineau	<b>% of Modifications (including This Request) to Original Amount:</b>	79%

### DISCUSSION:

To recommend the Board approve an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM for additional funding in the amount of \$4,666,800. The additional funds will support additional scope including the move of the J.P. Morgan Chase (JPMC) Payment Process into PeopleSoft, and development of Organizational Change Management (OCM) strategy for PeopleSoft 9.2 Upgrade/P2P Implementation.

In July 2014, the Board approved the engagement of IBM for a three year period from August 1, 2014 through August 31, 2017 to provide technical consulting services for upgrade of MTA's core financial system (PeopleSoft ERP consisting of Human Resources, Capital Management, Financials, Enterprise Portal, Enterprise Learning Management and the Enterprise Performance Management data warehouse), from version 9.0 to 9.2. Modification No. 1 awarded the PeopleSoft Pension Module Upgrade to IBM that included the re-implementation of the Pension module into the PeopleSoft shared services system. Modification No. 2 added additional scope to the Procure to Payment process for the FSCM project phase.

This Modification No. 3 will support additional scope which includes:

- Expansion of the inbound interface from JPMC to MTA and a custom rewrite of the outbound interface
- Execution of super user sessions to provide stronger agency engagement and lead to high levels of user adoption
- Provide external performance testing for suppliers and load/stress testing with HR
- Provide additional training development in advance of System Integration Testing for use by core SIT testers
- Additional extension of SIT and UAT test cycles
- Provide additional OCM support for the PeopleSoft Procurement Modules (ePRo, Purchasing, Strategic Sourcing, eSupplier) and Core Financials modules targeted to launch in November 2016.

In connection with a previous contract awarded to IBM, IBM 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.

IBM's total proposed price for the additional scope of \$4,666,800 is in line with the current pricing negotiated and established in the base agreement. Based on the above, the additional funds of \$4,666,800 is considered fair and reasonable.

# Staff Summary

## Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number:

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> Cello Partnership d/b/a Verizon Wireless	<b>Contract Number:</b> 14065-0000	<b>AWO/Modification #</b> 1
<b>Description:</b> MTA Bus WiFi Project	<b>Original Amount:</b>	\$ 31,394,963
<b>Contract Term (including Options, if any):</b> November 1, 2016 thru September 27, 2020	<b>Prior Modifications:</b>	\$
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Prior Budgetary Increases:</b>	\$
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$ 31,394,963
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b>	\$ 30,000,000
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b>	95.5%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> BSC/MTA IT & W. Hibri/S. Gellineau	<b>% of Modifications (including This Request) to Original Amount:</b>	95.5%

### DISCUSSION:

To recommend that the Board approve an amendment to a previously Board approved, All-Agency, competitively negotiated, miscellaneous procurement contract with Cello Partnership d/b/a Verizon Wireless to increase funding by an additional not-to-exceed amount of \$30,000,000 to implement the MTA Bus WiFi project to fulfil the public mandate promised by the Governor of New York as part of his technological improvements/vision for MTA Bus. This project includes hardware, software installation and warranty services for public Wi-Fi functionality to retrofit 1,913 MTA buses. All remaining buses for the entire fleet (approx. 5,750) will require only Wi-Fi services since they will be equipped by the OEM.

Wireless connectivity is becoming very prevalent in the lives of our customers. More and more people are using Wi-Fi enabled devices like smartphones, laptops, tablets and e-book readers on a daily basis. MTA can accommodate this growing trend by introducing a high-speed Internet access on-board MTA local and express bus fleets. The on-bus hardware for customer-facing Wi-Fi is typically a fully Commercial off-the-shelf (COTS) solution. It includes a combined Wi-Fi router and ruggedized cellular modem, low profile antennas and cabling. This retrofit is closely aligned and is part of the multiple initiatives undertaken by NYCT to fulfil public mandates promised by the Governor of New York as part of his technological improvements/vision for MTA Bus.

In September 2015, MTA Headquarters awarded an all-agency, competitively solicited, miscellaneous procurement contract to Cello Partnership d/b/a Verizon Wireless; AT&T Mobility National Accounts LLC; Sprint Solutions, Inc.; and T-Mobile USA Inc. for a three year base + two (2) year option period, for on-going wireless services.

Proposals for this modification were received from all four (4) firms and were evaluated by project management from MTA Bus Technology Systems. Two of the firms were eliminated from further consideration: Sprint could not meet the speed/coverage requirements and T-Mobile's installer could not drill and install antennas through the fiberglass portion of the bus' roof. Verizon and AT&T were both deemed to be technically qualified to provide these services.

MTAHQ Procurement negotiated with both firms which resulted with Verizon as the firm with more competitive pricing. Verizon's initial cost proposal was in the amount of \$6,693,013 for the retrofit work and \$5.00 per GB for the data. After negotiations, Verizon's cost for the retrofit work was reduced to \$6,084,296.50, a savings of \$608,717 or 9% and includes hardware, software and "white glove" warranty support. Verizon further offers \$300 in a one-time credit for each bus activated, which amounts to \$1,725,000 in credits for the entire bus fleet. Overall Verizon's cost proposal is \$399,535.50 or 6.6% lower than AT&T's cost proposal.

The original contract terms and conditions will apply and Verizon's pricing which was competitively negotiated is deemed fair and reasonable. Additionally, these prices are equal to or lower than what Verizon offers to other clients for bus WiFi services. This procurement is to be funded by MTA NYCT Department of Buses and MTA Bus Company, collectively MTA Bus.

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, OCTOBER 2016**  
**PROCUREMENTS FOR RATIFICATION**

**METROPOLITAN TRANSPORTATION AUTHORITY**

*Procurements Requiring Majority Vote:*

**K. Ratifications of Completed Procurement Actions (Involving Schedules E-J)**

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

1. **CTC, Inc.** **\$4,750,000** **Staff Summary Attached**  
**Engineering Assessment of MTA** **(Not-to-exceed)**  
**Railway-Highway Grade**  
**Contract No. 15350-0100, c/o #1**

Base plus previous change order = \$6,110,335

To recommend that the Board ratify the award of a competitively negotiated, personal services contract to CTC, Inc. to increase the base contract by \$4,750,000 from \$6,110,335 to \$10,860,000. In February 2016 the MTA Board approved a competitively negotiated, personal services contract to CTC, Inc. to provide an independent multidisciplinary engineering assessment of the MTA's railway-highway grade crossings for a period of three years from March 1, 2016 through February 28, 2019 (partly in response to a Metro-North train colliding with an SUV in February 2015, resulting in six fatalities). Engineering assessments conducted to date indicate that vehicles frequently stop in queues at crossings on LIRR and MNR railroad tracks. To address this safety concern, the MTA requested and CTC designed a variety of passive and active treatments for testing. The passive treatment includes new signage and pavement markings to clearly delineate the exclusion zone in which vehicles should never stop. In addition, an active warning system has also been designed and can be layered on top of the passive system. When the active system detects a vehicle stopped on the crossing, a changeable message sign illuminates the message "Get Off Tracks" and a focused loudspeaker delivers the same speech-based message. The hourly rates will remain the same as negotiated under the base agreement. MTA will receive best customer pricing for materials and parts.

2. **Carter Federal Savings Bank** **\$600,000**  
**Small Business Loan Program** **(Not-to-exceed)**  
**Contract No. 15455-0100**

Competitively negotiated – 2 proposals – 48 months

Contractor to administer the Small Business Loan Program ("SBLP") to provide access to loans by small businesses for a period of four (4) years from August 2016 through July 2020 with two one-year options, to be exercised at MTA's sole discretion. The goal of the SBMP is to address the major impediments small businesses face in competing for MTA capital construction projects, and to expand the pool of qualified and diverse contractors who compete for MTA business. MTA plans to admit approximately 100 small construction industry businesses into the SBMP. These firms will receive training and mentoring assistance from TDX on how to compete for and manage MTA construction contracts. These firms will then have the opportunity to compete for selected MTA agency construction contracts under \$1M each.

A major impediment for small businesses who wish to compete as prime contractors is the lack of access to capital. In order to alleviate this impediment, MTA decided to establish the SBLP with the objective to provide access to loans by small businesses. In order to achieve this objective, MTA sought to acquire the services of a financial institution that will provide access to these loans. Pursuant to the aforementioned a competitive Request for Proposal (RFP) was conducted to acquire banking loan services ranging from \$50,000 to \$150,000. In order to provide these services a competitive Request for Proposal (RFP) was issued. The RFP was publicly advertised and letters advising potential proposers of the RFP's availability were sent to thirty-five (35) firms. Two (2) proposals were received. Two proposals was received from Carver Federal Savings Bank and Tru Fund. MTA wanted to inquire why only two proposals were received. Inquiries revealed that other potential proposers: i) did not want to dedicate resources for the administration of this program; ii) did not want to take the risk of participating in a small business loan program; and iii) did not think it would be profitable for them to participate in this program given the small amount of the individual loans.

**METROPOLITAN TRANSPORTATION AUTHORITY**  
**PROCUREMENTS FOR RATIFICATION**

TDX will work together with Carver Bank to ensure that small businesses have access to loans. Availability of loans will provide them with financial support for project mobilization, such as purchase of materials and equipment, etc. MTA estimates that approximately 25-50 loans will be administered by the bank on an annual basis with loans ranging from \$50,000 to \$150,000.

Carver Federal Savings Bank is the largest African-and Caribbean-American operated bank in the United States with approximately \$800 million in assets with over 45,000 retail and commercial accounts. Carver has years of experience in successfully administrating and managing similar programs and is currently administering the NYC School Construction Authority Mentor Loan Program and the US Department of Transportation Short Term Loan Program. Since the inception of MTA's loan program Carver Bank, the incumbent, approved 81 loans totaling \$10.8 million. It is anticipated over the next four years more than 200 loans will be approved. MTA has conducted a responsibility review and other due diligence on Carver Federal Savings Bank and has deemed them to be responsible for award.

The annual fee that the MTA will remit to the bank for the administration of these services is a not-to-exceed amount of \$150,000, the same fee paid under the last six-year agreement. Since the MTA is receiving the lowest annual fee from Carver for these services the annual not-to-exceed fee of \$150,000 is deemed reasonable.

# Staff Summary

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

Item Number:

<b>Vendor Name (&amp; Location):</b> CTC, Inc.	<b>Contract Number:</b> 15350-0100	<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Description:</b> Engineering Assessment of MTA Railway-Highway Grade	<b>Total Amount:</b>	\$4,750,000
<b>Contract Term (including Options, if any):</b> March 1, 2016 through February 28, 2019	<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Chief Safety Officer, David Mayer	
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Contract Manager:</b> Scott Mayclim	
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Amendment		

### DISCUSSION:

To recommend that the Board ratify the award of a competitively negotiated, personal services contract to CTC, Inc. to increase the base contract by \$4,750,000 from \$6,110,335 to \$10,860,000. In February 2016 the MTA Board approved a competitively negotiated, personal services contract to CTC, Inc. to provide an independent multidisciplinary engineering assessment of the MTA's railway-highway grade crossings for a period of three years from March 1, 2016 through February 28, 2019 (partly in response to a Metro-North train colliding with an SUV in February 2015, resulting in six fatalities).

Engineering assessments conducted to date indicate that vehicles frequently stop in queues at crossings on LIRR and MNR railroad tracks. To address this safety concern, the MTA requested and CTC designed a variety of passive and active treatments for testing. The passive treatment includes new signage and pavement markings to clearly delineate the exclusion zone in which vehicles should never stop. In addition, an active warning system has also been designed and can be layered on top of the passive system. When the active system detects a vehicle stopped on the crossing, a changeable message sign illuminates the message "Get Off Tracks" and a focused loudspeaker delivers the same speech-based message. When a train is approaching, the visual and aural message can be escalated by alternating the message "Train Coming" with "Get Off Tracks." For both the active and passive systems, an interconnected video image recorder will allow the MTA to empirically validate the effectiveness of the treatments by comparing the likelihood of vehicles stopping on the tracks before and after installation.

The hourly rates will remain the same as negotiated under the base agreement. MTA will receive best customer pricing for materials and parts.

**OCTOBER 2016**  
**MTA REAL ESTATE**  
**LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL**

**MTA NEW YORK CITY TRANSIT**

Determinations and findings for Myrtle Avenue Viaduct Reconstruction Project

**METROPOLITAN TRANSPORTATION AUTHORITY**

Extension of New York City Transit, Long Island Rail Road and Metro-North advertising licenses with Outfront Media, Inc. and Intersection Design and Technology, Inc.

# Staff Summary

Subject <b>PROPERTY ACQUISITION</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature
Project Manager Name <b>FRANK PHILLIPS</b>

Date <b>OCTOBER 26, 2016</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/26/2016	X		
2	Board	10/28/2016	X		

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

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

PROJECT: Myrtle Avenue Viaduct Reconstruction Project (the "Project")

LOCATION: Kings County Tax Block 3193, Lots 1, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 17, 18, 20, 21, 22, 37, 38, 120, and 121

ACTION REQUESTED: Approval of Determination and Findings under the New York Eminent Domain Procedure Law (the "EDPL") with respect to temporary residential relocations, temporary business closures and acquisition of property interests needed to facilitate the Project.

**COMMENTS:**

In March 2016, the MTA Finance Committee and MTA Board approved a Staff Summary authorizing MTA Real Estate to proceed with negotiations and preliminary steps in the eminent domain process to temporarily vacate occupied properties and acquire property interests needed to reconstruct the Myrtle Avenue Viaduct (the "Viaduct"), a 310 foot elevated, S-shaped viaduct segment located at the intersection of the Myrtle ("M") and Jamaica ("J" and "Z") subway lines in Brooklyn. The Viaduct, which was built in 1913 and must be demolished and replaced with a new structure, is a critical link for subway customers to travel between Queens and Brooklyn because it is the only connection between the Myrtle Avenue and Jamaica Avenue lines. The Viaduct replacement and other rehabilitation work on the M Line must be completed as soon as possible so that the M train will be a fully functional travel alternative for "L" train riders while the Canarsie line tunnel is shut down for repairs. Because of the close proximity of the Viaduct to seven two-story residential buildings on Ditmars Street (located in Site 2 on the attached plan) and two residential/commercial buildings on Myrtle Avenue (located in Site 4 on the attached plan), those buildings must be vacated, as a safety measure, while the existing Viaduct is demolished and the new structure is installed. In Site 2, residents must be relocated temporarily for approximately ten months. In Site 4, residents must be relocated temporarily for about three months and three businesses must be closed for approximately three months.

Under the current schedule, NYCT will award the contract for replacing the Viaduct in early January 2017. Immediately thereafter, site mobilization will start under the Viaduct and on two privately-owned vacant sites (shown as Sites 1 and 3 on the attached plan). Sites 2 and 4 on the site plan must be vacated no later than June 1, 2017. MTA, through its relocation consultant as well as MTA Real Estate and Legal staff, has made concerted outreach efforts to the affected owners, residents and businesses and has reached agreement with over half of the sixty or so known residential tenants who must be relocated. While negotiations with all affected parties will continue in earnest, eminent domain must be utilized as a last resort to temporarily relocate residents, temporarily close three businesses, use and access work areas during construction, and modify existing easements to ensure future access to and maintenance of the new Viaduct.



# Staff Summary

## FINANCE COMMITTEE MEETING Myrtle Viaduct Reconstruction Project (Cont'd)



# Staff Summary

## DETERMINATION AND FINDINGS PURSUANT TO ARTICLE 2 OF THE NEW YORK EMINENT DOMAIN PROCEDURE LAW

Agency: Metropolitan Transportation Authority (“MTA”)  
On behalf of its affiliate, New York City Transit Authority (“NYCT”)

### PROJECT: MYRTLE AVENUE VIADUCT RECONSTRUCTION PROJECT

Regarding: (1) MTA’s acquisition of temporary easements to temporarily relocate residents and temporarily close businesses and (2) MTA’s modification of existing subway easements, all to support NYCT’s proposed project (“Project”) to demolish and reconstruct the Myrtle Avenue Viaduct (the “Viaduct”), located in Kings County Tax Block 3193 and bounded by Myrtle Avenue, Ditmars Street and Broadway in the Bushwick section of the Borough of Brooklyn, New York.

In accordance with Section 204 of the New York Eminent Domain Procedure Law (“EDPL”), the MTA Board hereby approves the acquisition of property interests described below by eminent domain, if necessary, and adopts the following statutory findings:

#### 1. EDPL Public Hearing.

On September 22, 2016, on prior notice duly given to the public and to the affected property owners, residents and businesses, MTA held an EDPL public hearing to inform the public and to receive the public’s comments on the above-captioned actions to support the Myrtle Avenue Viaduct Reconstruction Project (the “Project”). All comments received during the public comment period have been reviewed, made part of the record and given due consideration.

#### 2. Location and Nature of Property Interests to be Acquired.

To facilitate the Project, MTA must acquire four separate types of property interests in private property, described as follows.

The first property interest that MTA must acquire is the right to temporarily displace certain residents and businesses in Block 3193. Because of the close proximity of residential and commercial properties to the work site, NYCT has determined that all occupants in properties adjacent to the Viaduct in Block 3193 must be vacated temporarily while Viaduct demolition and new construction work is underway. According to current estimates, there are approximately 60 residential and 3 commercial occupants on the block who will be displaced temporarily by the Project. The estimated durations for the temporary relocations are approximately three months for residents and the three businesses in the buildings on Myrtle Avenue and approximately 10 months for residents living in the homes on Ditmars Street. Under the current schedule, which is subject to change, all affected buildings must be vacated no later than June 1, 2017.

The second type of property interest that MTA must acquire is the right to temporarily occupy two separately owned vacant land parcels at either end of the Viaduct. One, located on the Broadway side of the Block, includes Lots 17, 18, 20, 120, 21, 121, and 22. The other such parcel is a triangle-shaped plot at the intersection of Myrtle Avenue and Ditmars Street that includes Lots 1, 3, 4, 5, and 6. NYCT and its contractors must occupy all these vacant sites for construction work and construction staging areas for an anticipated duration of 24 months. MTA must secure temporary use of these two vacant sites as soon as possible so that early work on the Project will not be delayed.

The third type of property interest that MTA must acquire is the right to permanently access the new Viaduct structure for future maintenance, repair and replacement. NYCT owns Lot 43, covering the portion of the Viaduct that is behind the rear yards of the residential properties on Ditmars Street. Some of these residential properties currently have easements to use the areas under the Viaduct as backyards to their homes. These easements must be modified to prohibit residents from erecting any improvements or storing any materials in Lot 43 that would interfere with NYCT’s ability to access, maintain and perform work on the new Viaduct in the future. Across the vacant site on the Broadway side of the block, NYCT has permanent easement rights in Lots 18, 20, 120, 21 and 121 for constructing, reconstructing, operating, and repairing the Viaduct. MTA must modify those rights to more definitively secure its future needs for the new Viaduct. The dimensions of NYCT’s existing easements



# Staff Summary

## FINANCE COMMITTEE MEETING Myrtle Viaduct Reconstruction Project (Cont'd)

While interim repairs have been made, the Viaduct is past its useful life and must be demolished and replaced. The general scope of work includes demolishing and replacing the existing Viaduct structure and tracks. In addition, the mechanical, power, signal and communication components along the length of the Viaduct will be temporarily supported and reinstalled or removed and replaced.

As part of the M line work, the 100 year old Fresh Pond Bridge in Ridgewood, Queens also must be demolished and replaced due to its deteriorated condition. The 55-foot long Fresh Pond Bridge is very important to maintaining reliable service on the M line because it not only links the Fresh Pond Road station to the Metropolitan Avenue terminal, but also provides access to the subway car storage yards that are critical to providing M line service.

While temporary, these two phases of work will require partial suspension of M line service at stations between Metropolitan Avenue and Myrtle Avenue from the summer of 2017 to the spring of 2018. Along with being critical to M line service, the M line work must be completed before NYCT begins Sandy Storm Recovery and Resiliency work in the L Line's Canarsie Tunnel. During the Canarsie Tunnel's reconstruction, the M line will become a key travel alternative. Therefore, it is necessary to start and complete work on the Myrtle Viaduct and Fresh Pond Bridge as soon as possible so that the more extensive work on the L line can start without delay.

Under its current schedule, NYCT anticipates awarding the construction contract for the Project by the end of this year. The demolition and replacement work for the Viaduct and Fresh Pond Bridge would start in July 2017 and be completed in April, 2018. Before the heavy duty demolition work starts on the Myrtle Viaduct, some early work would begin in January 2017, including the installation of micro-piles to support the new Viaduct structure.

#### **4. Reasons for Selecting the Location of Property Interests Needed for the Project.**

The Viaduct has deteriorated to the point that there simply is no other option than complete replacement, and undergoing this step will ensure a safe, more reliable experience for M line customers for decades to come. Rebuilding the Viaduct will require significant demolition work and construction with heavy equipment, including the use of cranes. With site constraints and the Project's worksite located inches away from the commercial properties on Myrtle Avenue and as close as 5 feet to some residences on Ditmars Street, it would be unsafe to perform the work without temporarily relocating the residents and temporarily closing the businesses in the adjacent buildings.

#### **5. Temporary Displacement and Relocation.**

MTA has been and remains committed to working with owners whose rental income will be affected temporarily, residents who must move temporarily and businesses that must be shut down temporarily while work on the Viaduct is underway. MTA will provide monetary compensation to make owners, residents and businesses whole during this period of disruption and professional services to address their needs.

For temporarily displaced residents, MTA will provide temporary housing and coordinate the move at both ends, both to and from the temporary housing and cover their rent and utility payments at the displacement site while they are displaced by the Project. If a resident who will be temporarily displaced chooses to find his or her own accommodations, MTA will provide each occupied residential unit with a fixed sum per day based on what MTA would have spent for each day of displacement. MTA also will provide meal and incidental allowances to residents while they are displaced.

#### **6. General Effects of the Project on the Environment and Residents of the Local Community.**

The Project is exempt from the State Environmental Quality Review Act under Section 1266-c(11) of the Public Authorities Law because it involves a reconstruction of an existing transit facility on its existing site that will not change the general character of the existing transit use. Nonetheless, all work associated with demolishing and replacing the Viaduct will be conducted in accordance with all applicable standards and mitigation measures will be incorporated as practicable, together with a public outreach effort through the local community board.

# Staff Summary

## FINANCE COMMITTEE MEETING Myrtle Viaduct Reconstruction Project (Cont'd)

NYCT's goal is to mitigate the impact of the disruption to M Line service as much as possible and restore full service as quickly as possible. The M line repairs are scheduled to be completed months before any full closure of the Canarsie Tunnel begins. This will insure that the M line can provide an alternative service to L line riders during the shutdown.

With respect to construction-related impacts, NYCT has procured an environmental screening report that evaluated the potential Project-related impacts and proposed mitigation measures that NYCT will adopt to insure that Project demolition and construction activities will not result in any significant environmental impacts to the community.

NYCT will work with the New York City Department of Transportation to develop a maintenance and protection of traffic plan to ensure that any temporary street lane closures or sidewalk impacts will be implemented in a way that minimizes impacts to the community and maintains reasonable access to private properties and community facilities.

Environmental protection and waste disposal protocols will be developed to protect workers and the community. All work to be performed will include removal methods and containment systems, as required, that will eliminate or minimize the risk of worker and community exposure to dust and debris generated by demolition work as well as disposal requirements that will conform to all applicable Federal, State and local laws and regulations.

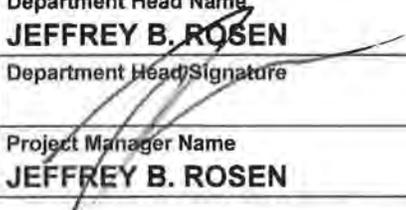
To protect and maintain air quality, mitigation measures will be implemented to reduce dust generated by demolition and excavation activities and emissions generated by construction related vehicles and equipment. Such measures will include dust controls and, where practicable, use of newer equipment, ultra-low sulfur fuel, tailpipe reduction technologies, replacement of diesel equipment with electric-powered equipment, and locating equipment away from construction boundaries when possible.

Noise and vibration from the Project will be monitored on an ongoing basis and NYCT will implement mitigation measures as practicable to address any public noise complaints. Reasonable noise mitigation may include the use of noise walls and acoustic blankets depending on the type of activity, equipment and location. Demolition activities related to the concrete deck and piers and steel superstructure and columns will be performed utilizing a concrete saw and shears, respectively. A small micro-pile drill rig is proposed to drill and install micro-piles for the new Viaduct structure's foundations. Vibrations typically generated by drilling are negligible, but due to the close proximity of older buildings to the drilling operation, adjacent properties will be carefully monitored to insure that no damage occurs and construction methods will be adjusted as necessary to reduce the potential for property damage.

With respect to operational impacts, the new Viaduct, when it is completed and put into service, will not result in any change in service, operations, or in the number of trains traveling on the M Line. The existing tracks will be replaced with low vibration tracks within the limits of the Viaduct structure, thereby reducing noise and vibration impacts to the neighboring properties and residents. Upon completion, the Project will result in more reliable service on the M line for decades to come.

**ANYONE SEEKING JUDICIAL REVIEW OF THE ABOVE DETERMINATION AND FINDINGS MUST COMMENCE LEGAL ACTION IN ACCORDANCE WITH EDPL § 207 NO LATER THAN 30 DAYS AFTER MTA COMPLETES ITS TWO-DAY PUBLICATION OF THIS DOCUMENT, OR A SYNOPSIS THEREOF. UNDER EDPL §§ 207 AND 208, THE EXCLUSIVE VENUE FOR JUDICIAL REVIEW OF THE ABOVE DETERMINATION AND FINDINGS IS THE APPELLATE DIVISION OF THE SUPREME COURT, SECOND DEPARTMENT.**

# Staff Summary

Subject <b>EXTENSION OF ADVERTISING LICENSES</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>JEFFREY B. ROSEN</b>

Date <b>October 26, 2016</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/26/16	X		
2	Board	10/28/16	X		

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

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

LICENSEES: Outfront Media, Inc. ("Outfront") and Intersection Design and Technology, Inc. ("Intersection")

ACTIVITY: Advertising

ACTION REQUESTED: Extension of licenses

**COMMENTS:**

Pursuant to various licenses that are scheduled to expire on December 31, 2016, (a) Outfront (as successor to CBS Outdoor Group Inc. and Van Wagner Transportation Advertising LLC) is currently licensed to sell advertising throughout the MTA's subway, commuter rail and bus systems, including certain "On the Go" kiosks, and (b) Intersection (as successor to Control Group, Inc.) is currently licensed to sell advertising on certain other On the Go kiosks. Under the terms of the applicable license agreements (the "Existing License Agreements"), Outfront and Intersection sell available advertising space to brands and media buyers, post or electronically display the ads (and NYCT customer information in the case of the On the Go kiosks), collect the associated revenues, absorb various operating expenses and pay to the MTA specified percentages of their gross receipts ("MTA Revenue Shares").

The traditional "outdoor" advertising industry is evolving rapidly, as participants are preparing to make large-scale (and highly capital-intensive) transitions from printed media to digital displays in order to take advantage of the ever increasing quality and decreasing costs of such displays, meet competition from advertising on mobile devices, automate advertising sales and facilitate improved targeting of audiences. And that externally-driven dynamic has in turn not only created the potential for advertising in the MTA's facilities to generate significantly increased revenues but also presented the MTA with an opportunity to leverage licensee-financed investment to dramatically improve the MTA's ability to provide timely and location-specific travel-related information to its passengers.

In March of this year, in light of such objectives and following extensive internal consultation and industry outreach, MTA Real Estate and MTA Strategic Initiatives issued a request for proposals from firms interested in entering into new license agreements (the "New License Agreements"), to replace and take effect upon the expiration of the Existing License Agreements; and we are currently deep into a highly competitive selection process. However, the process has proved to be even more complex and time-consuming than we had anticipated, as the proposals we have received are extraordinarily ambitious and it has been necessary to bring a wide variety of evaluating and assessing the technical feasibility of retrofitting our stations and railcars to the extent contemplated by such proposals; and, although we still anticipate selecting a new licensee or licensees by year end, we have now regrettably reached a point at which our

# Staff Summary

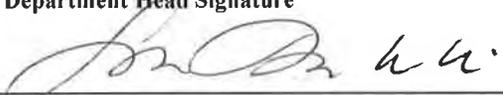
## FINANCE COMMITTEE MEETING Advertising licenses (Cont'd.)

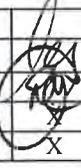
ability to ensure uninterrupted ad sales will be threatened if we do not extend the Existing License Agreements on a short-term basis as needed to facilitate such sales by Outfront and Intersection and implement seamless transitions between the Existing License Agreements and the New License Agreements.

Accordingly, MTA Real Estate is seeking Board authorization to extend the expiration date of the Existing License Agreements, by up to six months, while reserving the right to terminate sooner upon not less than three months' notice to the licensees. During the period of such extension the applicable MTA Revenue Shares and other business terms would remain unchanged.

## PROCUREMENTS

The Procurement Agenda this month includes 15 actions for a proposed expenditure of \$66.5M.

<b>Subject</b> Request for Authorization to Award Various Procurements					
<b>Department</b> Materiel – NYCT					
<b>Department Head Name</b> Stephen M. Plochochi					
<b>Department Head Signature</b> 					
<b>Project Manager Name</b> Rose Davis					
<b>Board Action</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	Committee	10/26/16			
2	Board	10/28/16			

October 19, 2016			
<b>Department</b> Law and Procurement – MTACC			
<b>Department Head Name</b> Evan Eisland			
<b>Department Head Signature</b> 			
<b>Internal Approvals</b>			
	<b>Approval</b>		<b>Approval</b>
	President NYCT 		President MTACC
	Executive VP 		President MTA Bus
X	Capital Prog. Management		Subways
	Law	X	Diversity/Civil Rights

<b>Internal Approvals (cont.)</b>							
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>

**PURPOSE:**

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

**DISCUSSION:**

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

<u>Procurements Requiring Majority Vote:</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule H:	Modifications to Personal/Miscellaneous Service Contracts	1	40.3 M
	• Cubic Transportation Systems.	\$ 40.3 M	
<b>SUBTOTAL</b>		<b>1</b>	<b>\$ 40.3 M</b>

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

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

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

Schedule H: Modifications to Personal/Miscellaneous Service Contracts	13	\$	21.9 M
SUBTOTAL	13	\$	21.9 M

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

Schedule I: Modifications to Purchase and Public Work Contracts	1	\$	4.3 M
SUBTOTAL	1	\$	4.3 M
TOTAL	15	\$	66.5 M

**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: NONE**

**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.

**OCTOBER 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.)

- |  |                            |                                      |
|--|----------------------------|--------------------------------------|
| <b>1. Cubic Transportation Systems</b>   | <b>\$40,300,000 (Est.)</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Contract# A-33778/05F9210.10</b>  |                            |                                      |
| Modification to the contract for software and maintenance support of the Automated Fare Collection System, in order to extend the contract term. |                            |                                      |

Item Number: 1

<b>Vendor Name (Location)</b> Cubic Transportation Systems, Inc. (New York, New York)
<b>Description</b> Automatic Fare Collection Indefinite Quantity Contract
<b>Contract Term (including Options, if any)</b> September 1, 2005–October 31, 2016
<b>Option(s) included in Total Amt.?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: FTA
<b>Requesting Dept./Div., Dept./Div. Head Name:</b> Fare Payment Programs, Craig Stewart

<b>Contract Number</b> A-33778/05F9210	<b>AWO/Mod.#</b> 10
<b>Original Amount:</b>	\$ 15,000,000
<b>Prior Modifications:</b>	\$ 42,300,000
<b>Prior Budgetary Increases:</b>	\$ 38,000,000
<b>Current Amount:</b>	\$ 95,300,000
<b>This Request:</b>	\$ 40,300,000 (Est.)
<b>% of This Request to Current Amount:</b>	42.2%
<b>% of Modifications (including This Request) to Original Amount:</b>	804%

**Discussion:**

This modification is to extend the Automated Fare Collection (“AFC”) Indefinite Quantity contract for six years, from November 1, 2016 to October 31, 2022. This extension is necessary to provide continued support for the MetroCard system until it is decommissioned, which is anticipated to occur in 2022.

This sole-source contract is for software programming and maintenance support for NYC Transit’s MetroCard/AFC System on an as-needed basis. The work can include computer programming and software development to update and enhance the AFC System, furnishing and delivering automated fare collection equipment, and providing engineering services for updating AFC equipment configurations. The contract is an indefinite quantity task order contract that includes audited labor rates. All work is conducted via task orders issued on an as-needed basis. Prices for task orders are negotiated using the audited labor rates and task orders are not issued until the price is found to be fair and reasonable.

In June 2005, the Board approved the award of this indefinite quantity contract to Cubic for a five-year term in the estimated amount of \$15 million. Since award of the contract, the Board has approved three budget adjustments, totaling \$38 million, as well as a three-year contract extension in the amount of \$20 million. The three-year extension included a two-year option, which was also approved by the Board in the amount of \$22.3 million. As a result, the adjusted contract value is \$95.3 million.

The original contract value of \$15 million represented the software modifications and enhancements that were foreseen in 2005. Subsequently, approximately \$80 million of AFC equipment has been purchased under this contract including \$29.5 million for MetroCard Fare Collectors to support Select Bus Service; \$11.1 million for AFC equipment to support the Second Avenue Subway Project, the No. 7 Line Extension, Barclay Center, South Ferry Terminal, Tompkinsville Station, and the Fulton Street Transit Center; \$9.6 million for AFC equipment damaged by Superstorm Sandy; \$8.9 million for AFC equipment for the Westchester Bee-Line (funded by Westchester County); \$5.8 million for Bus Integrated Farebox Units; \$3.7 million for High Production Encoding Machines; and \$11.4 million for other miscellaneous equipment purchases.

The estimated expenditure under this extension includes the following: (1) the purchase of equipment to support continued roll out of Select Bus Service, (2) an upgrade to system security standards, (3) a purchase of turnstiles and end cabinets to allow for fare control area improvements to support various station-related programs, (4) new AFC equipment to support the Cortlandt Street Station project, (5) software and technical support services for the AFC System, and (6) ongoing state of good repair work. The estimated expenditure during this six-year extension is \$41.5 million; however, there is \$1.2 million remaining in this contract, which will be applied to this extension, yielding a net amount for the extension of \$40.3 million.

Only Cubic has the requisite knowledge of the programs that make up the AFC System to perform maintenance on those programs. In addition, there are no other sources that could provide AFC equipment, as the format of the electronic communications between the AFC System and the AFC devices such as the turnstiles and MetroCard Vending Machines is proprietary to Cubic.

MTA-Audit has performed several audits of Cubic’s direct labor rates, and overhead general and administrative rates during the contract term, an action that has resulted in negotiated reductions in the profit from 10% to 8.5% and in the annual escalation from 5% to 3% during the previous extension. In addition, reductions were negotiated in four of the five overhead rates. The labor rates have been found to be fair and reasonable.

**OCTOBER 2016**

**LIST OF COMPETITIVE 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.)

- |   |  |
|---|--|
| <p>1. <b>Aon Consulting, Inc.</b> <span style="float: right;"><b>\$1,850,000</b></span></p> <p>2. <b>The Segal Company (Eastern States), Inc.</b></p> <p>3. <b>Mercer Health &amp; Benefit, LLC</b></p> <p><b>Contract# CMM-1567A/B/C.6</b></p> <p style="padding-left: 40px;">Modification to the contracts for employee benefits consulting services, in order to extend the term of the contracts.</p> | <p><u>Staff Summary Attached</u></p> <p>↓</p> <p>↓</p> |
|---|--|

- |   |  |
|---|--|
| <p><b>HEPCO, Inc.</b> <span style="float: right;"><b>\$20,000,000 (Aggregate)</b></span></p> <p><b>PEAK Technical Staffing USA</b></p> <p><b>Rotator Staffing Services, Inc.</b></p> <p><b>Metro Tech Consultant Services, Inc.</b></p> <p><b>L.J. Gonzer Associates</b></p> <p><b>4-13. Contracts CM-1413/14/15/16/17.1 (Federally Funded)</b></p> <p><b>Contracts CM-1418/19/20/21/22.1 (State Funded)</b></p> <p style="padding-left: 40px;">Modification to the contracts for Professional and Technical Staffing Consultant services for Capital Projects.</p> | <p><u>Staff Summary Attached</u></p> <p>↓</p> <p>↓</p> <p>↓</p> <p>↓</p> |
|---|--|

Item Number: 1-3

<b>Vendor Name (Location)</b> Aon Consulting, Inc. (New York, New York) The Segal Company (Eastern States), Inc. (New York, New York) Mercer Health & Benefits, LLC (New York, New York)
<b>Description</b> Employee Benefits Consulting Services
<b>Contract Term (including Options, if any)</b> December 7, 2009 – October 31, 2016
<b>Option(s) included in Total Amt?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
<b>Solicitation</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
<b>Requesting Dept./Div., Dept./Div. Head Name:</b> Human Resources, Patricia Lodge

<b>Contract Number</b> CMM-1567A/B/C	<b>AWO/Mod.#:</b> 6
<b>Original Amount:</b>	\$ 2,700,000
<b>Prior Modifications:</b>	\$ 1,686,111
<b>Prior Budgetary Increases:</b>	\$ 6,270,000
<b>Current Amount:</b>	\$ 10,656,111
<b>This request:</b>	\$ 1,850,000
<b>% of This Request to Current Amount:</b>	17.4%
<b>% of Modifications (Including This Request) to Original Amount:</b>	363.2%

**Discussion:**

This modification is for an 18-month extension (November 1, 2016–April 30, 2018) of the three multi-agency personal service contracts awarded to Aon Consulting, Inc. (“Aon”), The Segal Company (Eastern States), Inc. (“Segal”), and Mercer Health & Benefits, LLC (“Mercer”). These contracts are utilized by NYC Transit and MTA Headquarters (“MTA-HQ”).

The three firms provide advice on the cost impact of proposed changes in benefits discussed during labor negotiations, as well as technical assistance and expertise in the following areas: conducting competitive Requests for Proposals (“RFPs”) for new benefit contracts including negotiations with benefit providers; interpretation of applicable state, local, and federal regulations; calculation of various benefit funding methods; renewal of insurance policies; evaluation and monitoring of provider performance; professional advice and consultation in developing strategies and successful implementation of new benefit programs; audits of paid claims to ensure compliance with benefit plans and identification of potential fraud; and assistance in planning and implementing wellness initiatives.

After award of these contracts, NYC Transit embarked on an aggressive schedule to compete its health benefit contracts and undertook other steps to rein in rising benefit costs. The agency relied extensively on the consultants to support these initiatives, which included: a 2010 competitive RFP for new medical benefits contracts; a Dependent Eligibility Verification Audit under which members with family medical coverage were required to provide proof that each of their dependents was eligible for coverage; implementation of Medicare coordination services; renegotiation of an existing pharmacy benefits contract to introduce fixed discounts and dispensing fees; implementation of the Employer Group Waiver plus Wrap prescription drug plan for Medicare retirees and their dependents to take advantage of financial incentives related to the Affordable Care Act; a competitive RFP for a new pharmacy benefits contract; and the competitive RFP for a new medical benefits contract. Actual and projected savings from these consultant-related projects far outweigh the associated expenditures.

Because of extensive use of the consultants in connection with the cost-saving actions described above, several budget adjustments, including two approved by the Board, have been processed and the contracts have been modified and extended several times.

For this modification, Aon, Segal, and Mercer agreed to the same hourly rates, terms, and conditions as those of the base contract. The relevant Consumer Price Index has increased by approximately 12% over the term of this contract. The contract rates for this extension have been found to be fair and reasonable.

The requested 18-month extension will allow the MTA Business Service Center time to solicit and award new multi-agency benefit consulting contracts after conducting a competitive RFP. Of the \$1,850,000 estimated for these consultant services, \$1,350,000 is for use by NYC Transit and \$500,000 is for use by MTA-HQ. Of the NYC Transit portion, an estimated \$525,000 is for Aon and \$825,000 is for Mercer. Of the MTA-HQ portion, an estimated \$100,000 is for Aon, \$50,000 is for Segal, and \$350,000 is for Mercer.

In connection with the original award of the base contract to Aon, that firm 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 Aon’s responsibility since the base contract award, new significant adverse information was identified and Aon was found to be responsible notwithstanding such new significant adverse information and such responsibility finding was subsequently approved by the MTA Chairman/CEO in consultation with the MTA General Counsel.

Item Number: 4-13

<b>Vendor Name (Location)</b> HEPCO, Inc. (Saddle Brook, New Jersey) PEAK Technical Staffing USA (Pittsburgh, Pennsylvania) Rotator Staffing Services, Inc. (East Brunswick, New Jersey) Metro Tech Consulting Services, Inc. (New York, New York) L.J. Gonzer Associates (Cranford, New Jersey)	
<b>Description</b> Professional and Technical Staffing for Capital Projects	
<b>Contract Term (including Options, if any)</b> 60 months	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept./Div., Dept./Div. Head Name:</b> Capital Program Management, John O'Grady	

Contract Number	AWO/Mod. #
<b>Federal:</b> CM-1413; CM-1414; CM-1415; CM-1416; CM-1417 <b>State:</b> CM-1418; CM-1419; CM-1420; CM-1421; CM-1422	1
<b>Original Amount:</b>	\$ 55,000,000
<b>Prior Modifications:</b>	\$ 0
<b>Prior Budgetary Increases:</b>	\$ 0
<b>Current Amount:</b>	\$ 55,000,000
<b>This Request:</b>	\$ 20,000,000 (Est.)
<b>% of This Request to Current Amount:</b>	36.4%
<b>% of Modifications (Including This Request) to Original Amount:</b>	36.4%

**Discussion:**

This modification will extend the below-listed five federal-funded and five state-funded professional and technical staffing contracts by 12 months. The aggregate funding across all 10 contracts will increase by \$20,000,000 (from \$55,000,000 to \$75,000,000) for NYC Transit/MTA Capital Construction (“MTACC”) and MTA Bus Company’s (“MTABC”) staffing needs.

In September 2011, the Board approved the award of 10 competitively solicited contracts to five staffing firms to provide professional and technical staffing to support NYC Transit/MTACC, MTABC, and Metro-North Railroad’s (“MNR”) federal- and state-funded capital projects on an as-needed basis for a period of 60 months for a not-to-exceed aggregate pool of \$63,000,000. The NYC Transit/MTACC portion is \$50,000,000 (\$25,000,000 federal and \$25,000,000 state); MTABC’s portion is \$5,000,000; and MNR’s portion is \$8,000,000. The five awardees were: HEPCO, Inc. (CM-1413/1418); PEAK Technical Staffing USA (CM-1414/1419); Rotator Staffing Services, Inc. (CM-1415/1420); Metro Tech Consulting Services, Inc. (CM-1416/1421); and L.J. Gonzer Associates (CM-1417/1422).

Under these contracts, the staffing firms compete with one another to provide the required professional and technical staffing needs for the respective MTA agencies. The types of staffing provided may include: architects, safety engineers, electrical engineers, graphic designers, mechanical engineers, project managers, and many other engineering and construction-related positions.

There is currently a solicitation in process for staffing services which will be awarded in 2nd Quarter 2017. This modification will allow sufficient time to solicit, negotiate, and award the replacement contracts.

Additional funding is needed for NYC Transit/MTACC and MTABC projects as, based on the current rate of expenditure, current funding will be essentially depleted by the existing expiration dates in November and December of 2016. Due to the increased volume of work associated with the approval of the 2015–2019 Capital Plan and other new initiatives, more staffing has been required than originally estimated. The additional \$20,000,000 across both federal and state contracts will be added to the NYC Transit/MTACC and MTABC estimated aggregate total. This will provide the funding capacity necessary to support the required additional staff, as well as maintain the existing staffing until the new contracts are in place in 2017.

**SEPTEMBER 2016**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

**I. Modifications to Purchase and Public Work Contracts**

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

1. **Skanska/Railworks JV** **\$4,280,000** **Staff Summary Attached**  
**Contract# C-26505.333**

Modification to the contract for the furnishing and installation of finishes and systems, Number 7 (Flushing) Line Extension, in order to extend the contract term and resolve claims associated with impact costs.

Item Number: 1

<b>Vendor Name (Location)</b> Skanska/Railworks JV (New York, New York)
Furnishing and Installation of Finishes and Systems – No.7 Line Extension
<b>Contract Term (including Options, if any)</b> August 10, 2011–February 24, 2015
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: HYDC
<b>Requesting Dept./Div., Dept./Div. Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu

<b>Contract Number</b> C-26505	<b>AWO/Mod. #</b> 333
<b>Original Amount:</b>	\$ 513,700,497
<b>Prior Modifications:</b>	\$ 43,728,484
<b>Prior Budgetary Increases:</b>	\$ 44,275,025
<b>Current Amount:</b>	\$ 557,428,981
<b>This Request:</b>	\$ 4,280,000
<b>% of This Request to Current Amount:</b>	0.8%
<b>% of Modifications (including This Request) to Original Amount:</b>	9.3%

**Discussion:**

This modification will (1) extend the Substantial Completion Date of the contract to May 5, 2016, and (2) resolve claims asserted by Skanska/Railworks Joint Venture (“SRJV”), including claims for associated impact costs. Funding for this modification will be provided by Hudson Yards Development Corporation.

The base contract, awarded to SRJV, addresses Furnishing and Installation of Finishes and Systems, Number 7 (Flushing) Line Extension. The work includes (1) furnishing and installing elevators, escalators, HVAC systems, tunnel ventilation, (2) fire protection, plumbing, electrical power and lighting, instrumentation and controls, signal systems, (3) communication systems, traction power systems, (4) track work for the No. 7 Line Extension, and (5) construction of the ventilation building at Site A. The 34th Street Hudson Yards Station was put into revenue service as of September 13, 2015.

SRJV has asserted that many unforeseen and unexpected circumstances beyond its control resulted in schedule impacts, extra work, extended third-party commissioning costs, software modifications, and additional permanent power costs for which SRJV is entitled to compensation. SRJV submitted its claim for all of these issues, totaling \$22,008,685.

MTA Capital Construction (“MTACC”) Law and Procurement reviewed and analyzed SRJV’s claim together with MTACC’s estimators, schedulers, and consultants. Based on that analysis, MTACC prepared an independent time-impact analysis which established a new Substantial Completion Date of May 5, 2016, and an estimate of compensable impact costs and claims with a reasonable likelihood of success in the total amount of \$4,455,000. MTACC then met with SRJV to negotiate a resolution. The parties agreed, subject to Board approval, to settle these claims with a revised Substantial Completion date of May 5, 2016, which the contractor has achieved, and at a total cost of \$4,280,000. MTACC believes this result to be fair and reasonable.

This is MTACC’s most advantageous alternative as it provides a favorable result and will facilitate close out of the contract. The alternative would be to permit SRJV to proceed with its claims under the contract’s dispute resolution process which would be time consuming and could result in a less-favorable result.

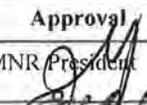
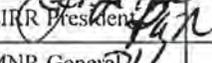
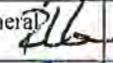
In connection with previous contracts awarded to Skanska and Railworks, both contractors were found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel. No new SAI has been found relating to these contractors and they have both been found to be responsible.

# Staff Summary

<b>Subject</b> Lease of Wireless Spectrum to NJ Transit in Support of PTC
<b>Department</b> Engineering
<b>Department Head Name</b> Glen Hayden
<b>Department Head Signature</b> 
<b>Project Manager Name</b> Anthony Forcina, Executive Director, Positive Train Control, MNR

<b>Date</b> October 26, 2016
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref#</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	MNR/LIRR Committee	10/26	X		
2	MTA Board	10/28	X		

Internal Approvals			
Order	Approval	Order	Approval
2	MNR President 		
4	LIRR President 		
1	MNR General Counsel 		
3	LIRR General Counsel 		

**Purpose:** To obtain approval to lease wireless spectrum in seven New Jersey Counties to New Jersey Transit (“NJT”), in compliance with an Order of the Federal Communications Commission (“FCC”) requiring the MTA to “sell or lease on commercially reasonable terms” spectrum to NJ Transit as part of the granting of additional spectrum to the MTA for implementation of Positive Train Control (“PTC”).

**Discussion:** The implementation of PTC technology, as required by federal statute and regulation, requires an extensive communications infrastructure to support the transmission of train control based communications. Because interoperability is required among all railroads using common rights-of-way, passenger and freight railroads in the Northeast are utilizing a data radio that works within a range of radio frequencies from 217 MHz to 222 MHz (the “Interoperable Range”).

Radio spectrum licenses are granted by the FCC. The FCC has required railroads to obtain licenses for spectrum needed for PTC operations through the open market. In 2012, the MTA Commuter Railroads (LIRR and Metro-North), following the issuance of a competitive Request for Proposals and with approval of the Board, were able to jointly purchase 500 kHz of spectrum in the Interoperable Range at a cost of \$7,250,000 (the “License”). The purchase encompassed a geographical area (determined by the preexisting FCC license grant) covering all of LIRR territory, most of Metro-North territory (excluding four northern counties – Orange and Dutchess in New York and Fairfield and New Haven counties in Connecticut), as well as certain areas within New Jersey. At the time of the 2012 License purchase, the Board was informed that further efforts were required to gain spectrum in the four northern counties, and that the Commuter Railroads might seek to transfer surplus New Jersey spectrum to other railroad(s) who might need this spectrum for PTC implementation.

After this purchase, the FCC was asked to directly grant spectrum covering the four northern counties to the MTA through the FCC’s administrative processes. However, the FCC first required the MTA to once again attempt to obtain this needed spectrum through the open market. A Supplemental RFP was issued in a second attempt to purchase this spectrum, but given the limited commercial availability of spectrum within the Interoperable Range, the

## Staff Summary

Supplemental RFP was unsuccessful. Finally, after conclusively demonstrating to the FCC that the needed spectrum was not otherwise obtainable, the FCC issued an Order, dated August 10, 2016, effectuating a “swap” whereby 250 kHz of spectrum in five New Jersey counties (Essex, Morris, Passaic, Somerset and Union) were removed from the License, and the MTA was granted 250 kHz of spectrum in the four northern counties. The granted spectrum is sufficient for Metro-North’s needs in that region and completes the Commuter Railroads’ acquisition of spectrum needed for PTC implementation.

The FCC Order also requires the MTA to “sell or lease on commercially reasonable terms” spectrum to NJ Transit (as NJ Transit similarly had difficulty obtaining sufficient spectrum for its PTC needs through the commercial market) in seven New Jersey counties (the five counties indicated above plus Bergen and Hudson counties). MTA is required to file a letter with the FCC on or about November 10, 2016, advising the FCC whether the MTA has authorized the transfer of this spectrum to NJ Transit, and three months later to file an application with the FCC for the actual lease or sale of spectrum.

Based upon the FCC Order, the Commuter Railroads entered into negotiations to lease NJ Transit up to 14, 12.5 kHz frequencies of spectrum in each of the seven New Jersey counties. The Commuter Railroads and NJ Transit negotiated a lease price of \$701,566.82, payable at the start of the lease term. The price is based upon the “per population” price paid by the MTA upon the acquisition of the MTA’s License. The lease will remain in effect for as long as NJ Transit requires the frequencies for PTC purposes, up to a maximum of 100 years. However, if due to technology changes NJ Transit no longer requires the spectrum for PTC purposes, MTA after 25 years can recapture the spectrum at no cost, and thereafter sell or lease out the spectrum at market value. NJ Transit has also agreed to compensate the Commuter Railroads for its pro rata share of certain engineering costs that will be incurred to allocate the frequencies between the railroads in a manner that avoids interference issues.

**Recommendation:** That the Board approve the lease of wireless spectrum to NJ Transit as provided herein, so that the MTA may be compliant with the FCC Order, which granted needed spectrum in four northern Metro-North counties.



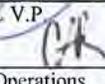
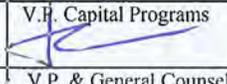
**Metro-North Railroad**

# Procurements

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

<b>Date</b>	October 19, 2016
<b>Vendor Name</b>	Various
<b>Contract Number</b>	Various
<b>Contract Manager Name</b>	Various
<b>Table of Contents Ref #</b>	

Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	10-26-16	X		
2	MTA Board Mtg.	10-28-16	X		

Internal Approvals			
	Approval		Approval
X	President 		
X	Executive V.P. 	X	V.P. Capital Programs 
X	Sr. V.P. Operations 	X	V.P. & General Counsel 
X	VP Finance & IT		

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

**PURPOSE:**

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

**DISCUSSION:**

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	
<u>Schedules Requiring Majority Vote</u>		
Schedule G: Miscellaneous Service Contracts	2	\$3,105,000
• American Tower Corporation (ATC)		\$355,000
• Swisslog Logistics, Inc.		\$2,750,000
Schedule J: Modifications to Miscellaneous Procurement Contracts	1	\$1,232,509
• Railware, Inc.		\$1,232,509
<b>SUB TOTAL:</b>	<b>3</b>	<b>\$4,337,509</b>

**MNR proposes to award competitive procurements in the following categories:**

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	
<u>Schedules Requiring Majority Vote</u>	NONE	
<b>SUB TOTAL:</b>		

**MNR presents the following procurement actions for Ratification:**

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	
<u>Schedules Requiring Majority Vote</u>	NONE	
<b>SUB TOTAL:</b>		
<b>TOTAL:</b>	<b>3</b>	<b>\$4,337,509</b>

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

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

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

## METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

OCTOBER 2016

METRO-NORTH RAILROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

**G. Miscellaneous Service Contracts**

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

**1. American Tower Corporation (ATC)      \$355,000 (not-to-exceed)      Staff Summary Attached**  
**Lease of Land and Tower Space**

Approval is requested to award a non-competitive ten year (five-year base with five-year option) miscellaneous service contract with American Tower Corporation (ATC) for the lease of secured land, tower and transmitter space. The lease includes the cost of required air conditioning, electricity and generator backup. This rental tower provides radio signal coverage for dispatching of Metropolitan Transportation Authority (MTA) Police and MNR operations personnel covering the upper Hudson and Harlem Lines.

At this time, there is no other known geographically located tower that would provide this coverage. The criticality of ongoing radio communication dictates that space continue to be leased from ATC at the Stony Point location.

Before requesting this Board authorization, MNR has complied with the public advertisement requirements of PAL§ 1265-a (3) and PAL§ 1265-a (4) (b) and with MTA All-agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, New York Post, El Diario and the Daily Challenge and was posted on the MNR website.

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

A new lease agreement was negotiated for a contract term of ten years (five-year base with five-year option) with yearly increases of 5% per year which is consistent with the previous ten year agreement. The total cost of this award inclusive of the option is not-to-exceed \$355,000. This procurement is to be funded by the MNR Operating Budget.

**2. Swisslog Logistics, Inc.      \$2,750,000      Staff Summary Attached**  
**Maintenance and Support of Swisslog Automated Storage and Retrieval System**

Approval is requested to award a non-competitive ten year (five year base with option for five additional years), miscellaneous service contract with Swisslog Logistics, Inc. (Swisslog) for the maintenance and support of MNR's warehouse Automated Storage and Retrieval System. This new system is located in the new Central Distribution Warehouse facility.

As part of the new (ConnDOT procured and funded) Central Distribution Warehouse Facility, Swisslog furnished and installed a state of the art Automated Storage and Retrieval System. This system will enable MNR to manage the storage and retrieval of materials for the M-8 Fleet. As MNR will start to utilize the ASRS in January 2017, we will require a contract to provide support and maintenance.

Before requesting this Board authorization, MNR has complied with the public advertisement requirements of PAL§1265-a (3) and PAL§ 1265-a (4) (b) and with MTA All-agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, New York Post, El Diario and the Daily Challenge and was posted on the MNR website.

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

Negotiations resulted in a reduction in price from \$3,080,930 to \$2,750,000 for a savings of \$330,930. As MNR does not have the technical resources to maintain and support this system, Swisslog is the only source for support for its proprietary system. The annual cost to be paid to Swisslog Logistics, Inc. for the five year base with option for five additional years is \$275,000 and is to be funded by the MNR Operating Budget.

**J. Modifications to Miscellaneous Procurement Contracts**

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

**3. Railware, Inc. \$1,232,509 (not-to-exceed) Staff Summary Attached  
Centralized Traffic Control (CTC) System Software Replacement**

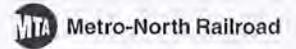
Approval is requested for additional funding in the not-to-exceed amount of \$1,232,509 for a contract modification to an existing miscellaneous procurement contract with Railware, Inc. (Railware) to upgrade the current customized proprietary software to our current Centralized Traffic Control (CTC) System. The original contract was a negotiated non-competitive procurement awarded in June 2014 for the maintenance and support of the CTC system. As part of the system software replacement, Railware will design, develop, implement, and train the Rail Traffic Controllers (RTC) on additional enhancements of the system. This includes a new Trouble Desk Software program that will allow a multi-user interface and a call out dialer upgrade that will bring the current system up to date with the most recent available version of operating systems, development systems, and data processing systems.

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

Negotiations resulted in a reduction of 2% of the overall cost from \$1,255,486 to \$1,232,509 for a savings of \$22,977.

The software upgrade in the not-to-exceed amount of \$1,232,509 will be completed in 24 months and is to be funded by the MNR Operating Budget.

**Schedule G: Miscellaneous Service Contracts**



Item Number: G

<b>Vendor Name (&amp; Location)</b> American Tower Corporation (ATC) Stony Point, NY
<b>Description</b> Antenna Rental Services
<b>Contract Term (including Options, if any)</b> November 2016 through December 2026
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes      No
<b>Procurement Type</b> Competitive <input checked="" type="checkbox"/> Non-competitive
<b>Solicitation Type</b> RFP      Bid <input checked="" type="checkbox"/> Other: Sole Source

<b>Contract Number</b> TBD	<b>AWO/Modification #</b> N/A
<b>Renewal? Yes</b>	<input checked="" type="checkbox"/> Yes      No
<b>Total Amount:</b>	\$355,000 not-to-exceed
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating      Capital      Federal      Other:	
<b>Requesting Dept./Div. &amp; Dept./Div. Head Name:</b> Procurement & Material Management, Al Muir, Sr. Director	

**Discussion:**

Approval is requested to award a non-competitive ten year (five-year base with five-year option) miscellaneous service contract with American Tower Corporation (ATC) for the lease of secured land, tower and transmitter space. The lease includes the cost of required air conditioning, electricity and generator backup. This rental tower provides radio signal coverage for dispatching of Metropolitan Transportation Authority (MTA) Police and MNR operations personnel covering the upper Hudson and Harlem Lines.

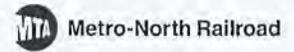
At this time, there is no other known geographically located tower that would provide this coverage. The criticality of ongoing radio communication dictates that space continue to be leased from ATC at the Stony Point location.

Before requesting this Board authorization, MNR has complied with the public advertisement requirements of PAL§ 1265-a (3) and PAL§ 1265-a (4) (b) and with MTA All-agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, New York Post, El Diario and the Daily Challenge and was posted on the MNR website.

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

A new lease agreement was negotiated for a contract term of ten years (five-year base with five-year option) with yearly increases which is consistent with the previous ten year agreement. The total cost of this award inclusive of the option is not-to-exceed \$355,000. This procurement is to be funded by the MNR Operating Budget.

**Schedule G: Miscellaneous Service Contracts**



Item Number: G

<b>Vendor Name (&amp; Location)</b> Swisslog Logistics, Inc.	<b>Contract Number</b> 76514	<b>AWO/Modification #</b>
<b>Description</b> Maintenance and Support of Swisslog Automated Storage and Retrieval System	<b>Renewal?</b>	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
<b>Contract Term (including Options, if any)</b> Five Years with an option to renew for another five years	<b>Total Amount:</b>	\$2,750,000
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<b>Funding Source</b>	<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
<b>Procurement Type</b> Competitive <input type="checkbox"/> Non-competitive Sole Source/OEM <input checked="" type="checkbox"/>	<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Procurement & Material Management, Al Muir, Sr. Director	
<b>Solicitation Type</b> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: <input checked="" type="checkbox"/>		

**Discussion:**

Approval is requested for a ten-year (five-year base with option for five additional years) non-competitive, miscellaneous service contract with Swisslog Logistics, Inc. (Swisslog) for the maintenance and support of its warehouse Automated Storage and Retrieval System (ASRS). This new system is located in the New Haven Central Distribution Warehouse facility.

As part of the new \$21,000,000 (ConnDOT procured and funded) Central Distribution Warehouse Facility built by the Rizzo Corporation, Swisslog (subcontractor to Rizzo) furnished and installed a state of the art Automated Storage and Retrieval System. This system will enable MNR to manage the storage and retrieval of materials for the M-8 Fleet. MNR will start to utilize the ASRS in January 2017 and requires a contract to provide support and maintenance. Swisslog is the OEM and the sole authorized provider of all equipment and associated maintenance and support services. This support and maintenance includes the following:

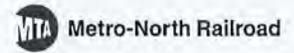
- Unlimited 24x7 Remote, Operational/Mechanical/PLC Technical Support
- Software Licensing Services
- Twelve weeks (480 hours annually) of On-Site support
- Preventive maintenance of all equipment (lubrication, adjustments, inspection, software maintenance, etc.)

Before requesting this Board authorization, MNR complied with the public advertisement requirements of PAL §1265-a (3) and PAL§ 1265-a (4) (b) and with MTA All-Agency Procurement Guidelines for the procurement of sole source items. An advertisement for the required services was placed in the New York State Contract Reporter, New York Post, El Diario and the Daily Challenge and was posted on the MNR website.

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

Negotiations resulted in a reduction from \$3,080,930 to \$2,750,000 for a savings of \$330,930. As MNR does not have the technical resources to maintain and support this system, Swisslog is the only source for support for its proprietary system. The annual cost is \$275,000 and is to be funded by the MNR Operating Budget.

**Schedule J: Modifications to Miscellaneous Procurement Contracts**



Item Number: J

<b>Vendor Name (&amp; Location)</b> Railware, Inc.	<b>Contract Number</b> 36844	<b>AWO/Modification #</b> 1
<b>Description</b> Centralized Traffic Control (CTC) System Software Replacement	<b>Original Amount:</b>	\$1,406,473
<b>Contract Term (including Options, if any)</b> 24 months	<b>Prior Modifications:</b>	\$0
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Prior Budgetary Increases:</b>	\$
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$1,406,473
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other:	<b>This Request:</b>	\$1,232,509
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b>	88%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Procurement & Material Management, Al Muir, Sr. Director	<b>% of Modifications (including This Request) to Original Amount:</b>	88%

**Discussion:**

Approval is requested for additional funding in the not-to-exceed amount of \$1,232,509 for a contract modification to an existing miscellaneous procurement contract with Railware, Inc. (Railware) to upgrade the current customized proprietary software to our current Centralized Traffic Control (CTC) System. The original contract was a negotiated non-competitive procurement awarded in June 2014 for the maintenance and support of the CTC system. As part of the system software replacement, Railware will design, develop, implement, and train the Rail Traffic Controllers (RTC) on additional enhancements of the system. This includes a new Trouble Desk Software program that will allow a multi-user interface and a call out dialer upgrade that will bring the current system up to date with the most recent available version of operating systems, development systems, and data processing systems.

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

Negotiations resulted in a reduction of 2% of the overall cost from \$1,255,486 to \$1,232,509 for a savings of \$22,977.

The software upgrade in the not-to-exceed amount of \$1,232,509 will be completed in 24 months and is to be funded by the MNR Operating Budget.

**LONG ISLAND RAIL ROAD**

**PROCUREMENTS**

**FOR**

**BOARD ACTION**

**October 28, 2016**

# Staff Summary



Subject : Request for Authorization to Award Various Procurements						Date October 28, 2016			
Department Procurement and Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement and Logistics Officer									
Department Head Signature <i>Cynthia M. Carter for</i>									
<b>Board Action</b>						<b>Internal Approvals</b>			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	10.26.16				X	President <i>PLM</i>		VP & CFO <i>my</i>
2	MTA Board	10.28.16				X	Sr. VP-Administration <i>PLM</i>		VP, Gen. Counsel & Secy <i>PLM for the day</i>
							Sr. VP-Operations <i>PLM</i>		
							Executive VP <i>PLM</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:**

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

**LIRR proposes to award Competitive Procurements in the following categories:**

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote</u>		
Schedule B: Competitive Requests for Proposals (Solicitation)	1	\$TBD
Schedule C: Competitive Requests for Proposals (Award)	1	\$2,366,187
<u>Schedules Requiring Majority Vote</u>		
Schedule H: Mods to Personal Service Contracts & Misc. Service Contracts	1	\$7,000,000
<b>SUBTOTAL:</b>	<b>3</b>	<b>\$9,366,187</b>

**LIRR proposes to award Ratifications in the following categories:**

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

**TOTAL:                    3                    \$9,366,187**

**BUDGET IMPACT:**

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

**RECOMMENDATION:**

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

## METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

**OCTOBER 2016**

**MTA LONG ISLAND RAIL ROAD**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

*Procurements Requiring Two-Thirds Vote*

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

(Staff Summaries only required for items estimated to be greater than \$1 million)

- 1. TBD \$TBD *Staff Summary Attached***  
**Competitive RFP**  
**Contract No. TBD**

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build construction contract for the new Mid-Suffolk Electric Yard on the Main Line Ronkonkoma Branch. A 30% preliminary design was previously completed. The purpose of the Project is to construct a new Mid-Suffolk Electric Yard by expanding the existing train storage Yard in Ronkonkoma to accommodate additional storage space needed for fleet expansion associated with East Side Access (ESA) service. This expanded yard will be utilized for overnight train storage, light interior cleaning, toilet servicing, inspections and light repairs.

*Procurements Requiring Two-Thirds Vote*

**Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Works Contracts)**

(Staff Summaries required for items requiring Board approval)

- 2. Power Resources International, Inc. \$2,366,187.73 *Staff Summary Attached***  
**Competitive RFP**  
**Contract No. 6178**

LIRR requests MTA Board approval to award a Design/Build contract to Power Resources International, Inc. (PRI) for the lump sum price of \$2,366,187.73 (which includes \$19,340 for Optional Training) to furnish and install a Supervisory Control and Data Acquisition (SCADA) System at LIRR's Long Beach Branch.

Procurements Requiring Majority Vote

**Schedule H: Mods. To Personal Service Contracts and Miscellaneous Service Contracts  
Awarded as Contracts for Services**

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

3. **Eleven Bus Companies** **\$7,000,000** Staff Summary Attached  
**(Eastern & Western Suffolk, Not to Exceed**  
**Nassau, Queens, and Kings Counties)**  
**Competitive RFP**  
**Contract Nos. 04...620 thru 04...635,**  
**04...638 thru 04...641 and**  
**04...644 thru 04...645 (Various)**

LIRR requests MTA Board approval to issue contract modifications in the aggregate amount of \$7,000,000 to increase the not to exceed funding amount of (11) estimated quantity contracts with bus companies who provide the Railroad with scheduled and emergency bus services. Of the \$7,000,000 being requested, \$4,000,000 will be allocated to scheduled bus services, and \$3,000,000 will be allocated to emergency bus services. Under these contracts, LIRR orders bus services on an as-needed basis, with no minimum obligation or expenditures. Each bus company may be called out using established protocols based on available resources that differ by location, vehicle type and quantity. The additional funding will increase the option amount covering the last two years of services through the contract term of February 2018.

Staff Summary



Item Number: 1					
Dept/Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date <i>Dennis Mahon</i>					
Division/Division Head Name: Program Management, Richard Oakley					
Division Head Signature & Date <i>Richard C. Oakley</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.26.16			
2	MTA Board	10.28.16			
Internal Approvals					
Order	Approval	Order	Approval		
6	President <i>RAC 10/21/16</i>	3	SVP/Engineering <i>RCO</i>		
5	Executive Vice President <i>ESP</i>	2	Vice President & CFO <i>WJ</i>		
4	SVP/Operations <i>OTR</i>	1	VP, Gen'l Counsel & Sec'y <i>WJ</i>		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	TBD
Description	
Mid-Suffolk Electric Yard	
Total Amount	
\$TBD	
Contract Term (including Options, if any)	
March 31, 2017 – January 31, 2020	
Options(s) included in Total Amount: <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

**I. PURPOSE/RECOMMENDATION**

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public’s best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build construction contract for the new Mid-Suffolk Electric Yard on the Main Line Ronkonkoma Branch. A 30% preliminary design was previously completed. The purpose of the Project is to construct a new Mid-Suffolk Electric Yard by expanding the existing train storage yard in Ronkonkoma to accommodate additional storage space needed for fleet expansion associated with East Side Access (ESA) service. This expanded yard will be utilized for overnight train storage, light interior cleaning, toilet servicing, inspections and light repairs.

**II. DISCUSSION**

To accommodate the fleet expansion necessary to serve both Manhattan terminals (Penn Station and GCT), the 2001 ESA Environmental Impact Statement (EIS) identified the need for a new train storage yard on the eastern end of the Main Line/Ronkonkoma Branch. The proposed new Mid-Suffolk Electric Yard is an integral element supporting the full implementation of LIRR’s future ESA service plan and will allow increased AM and PM peak period service along the Main Line, including stations in Nassau, Suffolk and Queens County.

The proposed Yard also includes constructing a new employee facility to replace the original 30-year old welfare facility which must be relocated to make way for the additional storage tracks. Additional secured indoor and outdoor storage space will also be included.

## Staff Summary



Utilizing a Design/Build methodology will permit the construction to be advanced along with the final design, which will include extensive site preparation and civil elements as well as construction of various operational facilities. As already seen on other projects, the use of Design/Build RFP method of procurement will achieve expedited delivery, support staged construction, and promote construction innovation. It will also ensure that the design is consistent with the necessary construction means and methods through close coordination between the designer and contractor, and will encourage the selected proposer to identify construction methods to minimize project schedule and the impact to LIRR's customer operations and services. Furthermore, the competitive RFP procurement method allows the LIRR to select a Contractor based upon considerations of technical capability, experience, and seek opportunities to shorten the construction schedule and reduce support costs.

Use of the RFP procurement method will also permit an earlier commencement and completion of the project through negotiation, facilitating a time savings benefit.

### **III. D/M/WBE INFORMATION**

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

### **IV. IMPACT ON FUNDING**

Funding for the third party Design/Build construction of the new Mid-Suffolk Electric Yard is included in LIRR's approved 2010 – 2014 and 2015-2019 Capital Plan.

### **V. ALTERNATIVES**

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

Staff Summary



Item Number: 2					
Dept & Dept Head Name: Procurement & Logistics; Dennis Mahon Department Head Signature & Date <i>[Signature]</i> 10/18/16					
Division & Division Head Name: Department of Program Management, Richard Oakley Division Head Signature & Date <i>[Signature]</i> 10/18/2016					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.26.2016			
2	MTA Board	10.28.2016			
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
6	President <i>[Signature]</i> 10/20/16	3	SVP/Engineering <i>[Signature]</i>		
5	Executive Vice President <i>[Signature]</i> 10/14/16	2	Vice President & CFO <i>[Signature]</i>		
4	SVP/Operations <i>[Signature]</i>	1	VP, Gen'l Counsel & Sec'y <i>[Signature]</i> 10/20/16		

SUMMARY INFORMATION	
Vendor Name Power Resources International, Inc.	Contract Number 6178
Description Furnish and Install Supervisory Control and Data Acquisition System (SCADA) for Long Beach Branch	
Total Amount \$2,366,187.73 (includes \$19,340 Option for Training)	
Contract Term (including Options, if any) 930 consecutive calendar days	
Options(s) included in Total Amount:	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Renewal?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

**I. PURPOSE/RECOMMENDATION:**

LIRR requests MTA Board approval to award a Design/Build contract to Power Resources International, Inc. (PRI) for the lump sum price of \$2,366,187.73 (which includes \$19,340 for Optional Training) to furnish and install a Supervisory Control and Data Acquisition (SCADA) System at LIRR's Long Beach Branch.

**II. DISCUSSION:**

The Long Beach Branch was one of the four key areas on LIRR's property severely damaged by Super Storm Sandy. Following the storm, the LIRR took short term measures to get all its branches back in service. However, permanent infrastructure replacement at this location is now crucial to ensure that LIRR maintains its service and on-time performance for its daily commuters on the Long Beach Branch. The SCADA System is a critical element of train operations on the Long Beach Branch. Supervisory equipment, communications to signal huts and cases; control of switch machines, and other wayside and network equipment are to be replaced as part of storm hardening measures to restore the branch's infrastructure.

The MTA Board granted an "omnibus" approval to use the "Request for Proposal" (RFP) method to solicit various Design-Build and other contracts in connection with post-Super Storm Sandy restoration, mitigation and resiliency initiatives (specifically citing the Long Beach Branch Signal and SCADA, among others) at its November 2013 meeting.

## Staff Summary



Advertisement of this "Request for Proposals" for design-build services ran in the New York State Contract Reporter, MTA Website and the New York Post on September 9, 2015. In addition, a copy of the advertisement was sent directly to 4 firms known to have experience with this type of work. The proposers' conference and site tour was attended by 5 firms.

Two firms responded to the Railroad's RFP: PRI (\$2,701,587.53) and Rockwell Collins/ARINC (ARINC) (\$3,970,287.00). A Technical Evaluation Committee (TEC) reviewed these proposals against the technical criteria given in the RFP: Technical Approach; Company and Project Team/Key Personnel Qualifications; and Demonstrated Ability to Meet Schedule. Following a preliminary evaluation, both firms were found to be technically compliant with the RFP requirements, with PRI technically ranked superior to ARINC. Following oral presentations, both firms were asked to provide a "Best and Final Offer," which included a revision to the delivery of equipment to the sites, with the LIRR providing a track car, pilot and boom operator to move equipment. The firms submitted BAFOs as follows: PRI for \$2,604,543.45 and ARINC for \$3,739,711. A formal TEC final evaluation based on the orals and the BAFOs yielded PRI having the superior offering.

LIRR further negotiated with PRI a final price of \$2,366,187.73 for the Contract, which includes \$19,340 in an Option for Training. PRI's negotiated price for the Base Work is 12.4% less than their original proposal and 9.1% less than their BAFO, and is considered comprehensive, fair, and reasonable in comparison to the final scope of work and LIRR estimate.

PRI has been reviewed and found to be responsible.

### **III. D/M/WBE INFORMATION:**

The MTA Department of Diversity and Civil Rights (DDCR) established a 10% DBE goal for this contract, which PRI will meet. PRI has achieved its MWDBE goals on previous MTA contracts.

### **IV. IMPACT ON FUNDING:**

This contract will be funded by the LIRR 2010 – 2014 Capital Program supported by federal Super Storm Sandy relief funds.

### **V. ALTERNATIVES:**

The LIRR does not have the ability to undertake the furnishing and installation of the SCADA System with in-house forces. The alternative is to not undertake this project, which is impractical since SCADA is an essential component of the Long Beach Branch Signal System.

Staff Summary



Item Number: 3

<b>Vendor Name (&amp; Location)</b>	
Eleven Bus Companies (Eastern & Western Suffolk, Nassau, Queens, and Kings Counties)	
<b>Description</b>	
Scheduled & Emergency Bus Service	
<b>Contract Term (including Options, if any)</b>	
March 1, 2013 – February 29, 2018	
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b>	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div. Head Name:</b>	
Service Planning - Charles McKiernan, General Manager Transportation - John Anzalone, Director Ops & Support	

Contract Number	AWO/Modificaiton #
04...620 thru 04...635, and 04...638 thru 04...641, and 04...644 thru 04...645 (Various)	Modification #1
<b>Original Amount:</b>	\$11,250,000
<b>Prior Modifications:</b>	\$0
<b>Prior Budgetary Increases:</b>	\$0
<b>Current Amount:</b>	\$11,250,000
<b>This Request:</b>	\$7,000,000
<b>% of This Request to Current Amount:</b>	62.22%%
<b>% of Modifications (including This Request) to Original Amount:</b>	62.22%

**Discussion:**

LIRR requests MTA Board approval to issue contract modifications in the aggregate amount of \$7,000,000 to increase the not to exceed funding amount of (11) estimated quantity contracts with bus companies who provide the Railroad with scheduled and emergency bus services. Of the \$7,000,000 being requested, \$4,000,000 will be allocated to scheduled bus services, and \$3,000,000 will be allocated to emergency bus services. Under these contracts, LIRR orders bus services on an as-needed basis, with no minimum obligation or expenditures. Each bus company may be called out using established protocols based on available resources that differ by location, vehicle type and quantity. The additional funding will increase the option amount covering the last two years of services through the contract term of February 2018.

On March 1, 2013, LIRR received MTA Board approval to award Miscellaneous Service estimated quantity contracts to fifteen (15) bus companies through a competitive-RFP process, in the total amount of \$11,250,000 for as-needed scheduled and emergency bus services throughout Nassau, Suffolk, Queens and Kings Counties. Subsequent to board approval, three firms were disqualified for failure to meet DOT safety standards (a requirement for award), and one firm went out of business, leaving eleven firms remaining. These firms were awarded separate contracts for Scheduled and Emergency services, with the aggregate not-to-exceed amount of all contracts totaling \$11,250,000.00, covering a three year term. In addition, the LIRR budgeted an amount of \$4M for the additional two year option period. Over the contract term, LIRR reallocates money between the blanket purchase orders in accordance with required services and as determined by actual usage.

Significant call-outs for services related to winter storms, and unanticipated service disruptions due to derailments have depleted funding at a higher rate than planned. Furthermore, the scope and scale of several large Capital Projects (i.e. - Ellison Ave Bridge Replacement, Farmingdale to Ronkonkoma Maintenance, Main Line Second Track Phase I, and Colonial Road Bridge Replacement) required train service to be suspended between certain locations while third party work was performed, resulting in increased requirements to provide alternate bus services. In the near future, major projects such as the Concrete Tie Replacement Project east of

## Staff Summary



Babylon, Main Line Second track Phase II will require continuous use of bus services during scheduled work outages, which will further impact the current contract budget. These Capital Projects will take place over the next two years in locations with very high ridership and they will require large planned programs for bus services in order to accommodate LIRR customers. To date, LIRR has expended approximately \$10,251,546 (90.2%) of the original \$11,250,000 contract funding. The option amount for the last two years of the contract term was \$4,000,000 and inadequate to sustain the remaining term. This rapid reduction in allotted funding has facilitated the need for a replenishment of funds.

In order to mitigate the effect to Railroad operations for unexpected disruptions to service, and to sustain valuable and reliable ancillary services to its customers in these instances, LIRR estimates an additional \$7,000,000 is needed within the contracts to cover services throughout the two year option period. This contract modification will be funded by a combination of the LIRR's Operating Budget and Capital Budget, the latter of which may include federal dollars. All pricing, terms and conditions remain firm throughout the five year contract term. There are no other alternatives, as these services are critical to operations. Based upon the above, it is the recommendation of LIRR that contract option of \$4.0M be increased by \$7.0M and that the Board approve an amended option in the amount of \$11,000,000.



# **Bridges and Tunnels**

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## **Open Road Tolling – Environmental Determination (Action item)**



# Staff Summary

Subject	Open Road Tolling (Environmental Determination)
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	October 20, 2016
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	10/26/16			
2	Board	10/28/16			

Internal Approvals			
Order	Approval	Order	Approval
3	President <i>25</i>		VP Procurement
	General Counsel		VP Operations
2	Executive VP <i>MINT for JE</i>		VP Labor Relations
	VP Operations Support		VP & Chief Engineer

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

**PURPOSE:** To obtain the Board's approval and adoption of a Resolution which will (i) find and determine that the proposed change in the method of toll collection at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels to cashless, all-electronic Open Road Tolling (ORT) will have no significant adverse effect on the environment within the meaning of the State Environmental Quality Review Act ("SEQRA"), and (ii) adopt and approve the "Negative Declaration" in accordance with SEQRA and authorize and direct the President of the Authority or his designee to execute it.

**DISCUSSION:** In November 2012 MTA Bridges and Tunnels (Authority) implemented a cashless tolling pilot at the Henry Hudson Bridge (HHB), with tolls collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner. Cashless tolling became the permanent method of toll collection at the HHB on January 1, 2015 pursuant to a Board resolution adopted in May 2014. Currently vehicles travel in gateless, channelized lanes and the tolling equipment is mounted on the existing infrastructure at the HHB. By the end of 2016, a gantry-based ORT system will be put into revenue service with demolition of the existing toll plazas including the booths in 2017.

Based on the success of cashless tolling at the HHB, the Authority now seeks Board approval to make cashless, gantry-based ORT the permanent method of toll collection at its remaining facilities, effective at each facility when the ORT system at each facility is put into revenue service. The affected facilities are the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels. It is expected that ORT would be put into revenue service at the tunnels in January 2017, with the remaining facilities converted to ORT by the end of 2017. Following implementation of ORT at each facility, the toll plazas would be demolished beginning with the tunnels in Spring 2017 and the roadways and approaches would be reconfigured as necessary, with completion anticipated in Spring 2018.

Under SEQRA, prior to the Board's adoption of a Resolution approving the change in the method of toll collection at the affected facilities, the Board is required to determine whether there may be a significant adverse environmental impact resulting from that action. If there is none, the Board may then approve a Negative Declaration that the proposed change in the method of toll collection at these facilities to ORT will have no significant adverse environmental impacts. If there may be a significant adverse environmental impact, an environmental impact statement must be prepared and considered by the Board prior to a decision on whether to implement the proposed changes.

An environmental assessment (EA) was performed to analyze the potential environmental impacts of the proposed change in the method of toll collection. The EA, which has been provided separately to the Board, includes a detailed discussion of the analyses that were performed for each of the affected facilities, and sets forth the conclusions of those analyses. The EA employed "reasonable worst case" assumptions and considered each of the relevant areas of environmental concern, focusing particular attention on the potential effects of ORT on traffic and safety in the vicinity of the affected toll plazas and traffic along the toll-free diversion routes. The EA concluded that no significant adverse environmental impacts would result from the implementation of ORT.

A proposed Negative Declaration also has been provided separately to the Board. The Negative Declaration considers the information contained in the EA and: (i) finds that no significant environmental impact would result from the proposed action, (ii) sets forth a reasoned elaboration for that finding, and (iii) determines, on the basis of such finding, that an environmental impact statement need not be prepared.

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

**IMPACT ON FUNDING:** Full conversion to ORT will result in additional operating costs and capital outlays that are currently being estimated. In addition, toll collection in an ORT environment creates certain operational and administrative challenges which may cause some risks to revenue realization. Various means of mitigating such risks are currently being evaluated.

**RECOMMENDATION:** It is recommended that the Board approve and adopt the attached Resolution finding that the proposed change in the method of toll collection to cashless, gantry-based Open Road Tolling at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels will have no adverse environmental effects, adopting the Negative Declaration, and authorizing the President or his designee to execute the Negative Declaration.

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

## RESOLUTION

**WHEREAS**, MTA Bridges and Tunnels (the Authority) proposes to change the method of toll collection to cashless, gantry-based Open Road Tolling (ORT) at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels. ORT is projected to be put into revenue service at the tunnels in January 2017, with all remaining facilities converted to ORT by the end of 2017. The subsequent demolition of the existing toll plazas including the booths and reconfiguration of the roadways and approaches, as necessary, will be performed beginning in Spring 2017 and continue through Spring 2018. Under ORT, tolls will be collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner; and

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

**WHEREAS**, the EA analyzed in detail the potential environmental impacts of changing the method of toll collection to ORT at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels and concluded that no significant adverse impacts to the environment would result from the proposed action at the toll plazas of these facilities or along the toll-free diversion routes ; and

**WHEREAS**, the EA thus provides a basis for approving and adopting the Negative Declaration as it applies to the change in the method of toll collection to ORT at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels; and

**WHEREAS**, there has been distributed to the Board a proposed Negative Declaration regarding the change in the method of toll collection to ORT at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels, prepared in accordance with the State Environmental Quality Review Act; and

**WHEREAS**, the Board has considered all of the above.

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

**RESOLVED**, that the Authority hereby determines, for the reasons set forth in the Environmental Assessment and the Negative Declaration, that the change in the method of toll collection to cashless Open Road Tolling at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels will not have a significant adverse impact on the environment and, accordingly, that no Environmental Impact Statement is required to be prepared in connection with such actions. A Negative Declaration as it applies to the change in the method of toll collection at the Henry Hudson Bridge is hereby approved and adopted and the President of the Authority or his designee is hereby authorized and directed to execute, file and publish such Negative Declaration, as may be required by law.

New York, New York  
October 28, 2016



# **Bridges and Tunnels**

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## **Toll Collection at Eight Facilities of MTA Bridges and Tunnels (Action item)**



# Staff Summary

Subject	Toll Collection at Eight Facilities of MTA Bridges and Tunnels
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	October 20, 2016
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	10/26/16			
2	Board	10/28/16			

Internal Approvals			
Order	Approval	Order	Approval
3	President <i>OS</i>		VP Procurement
	General Counsel		VP Operations
2	Executive VP <i>MMI/MSJF</i>		VP Labor Relations
	VP Operations Support		VP & Chief Engineer

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

**PURPOSE:** To obtain the Board's approval and adoption of a Resolution changing the method of toll collection at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels to cashless all-electronic Open Road Tolling (ORT).

**DISCUSSION:**

In January 2011 MTA Bridges and Tunnels (the Authority) initiated a pilot project at the Henry Hudson Bridge (HHB) to assess the feasibility of adopting AET at that facility. In November 2012 the Authority implemented a cashless tolling pilot project at the HHB, with tolls collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle (DMV) data to send toll invoices to the registered owner. Cashless tolling became the permanent method of toll collection at the HHB on January 1, 2015 pursuant to a Board resolution adopted in May 2014. Currently vehicles travel in gateless, channelized lanes and the tolling equipment is mounted on the existing infrastructure at the HHB. By the end of 2016, a gantry-based ORT system will be put into revenue service with demolition of the existing toll plazas including the booths in 2017.

Based on the success of cashless tolling at the HHB, the Authority now seeks Board approval to make cashless, gantry-based ORT the permanent method of toll collection at all eight remaining facilities, effective at each facility when the ORT system at that facility is put into revenue service. It is expected that ORT will be put into revenue service at the tunnels in January 2017, with the remaining facilities converted to ORT by the end of 2017. Following implementation of ORT at each facility, the toll plazas will be demolished beginning with the tunnels in Spring 2017 and the roadways and approaches will be reconfigured as necessary, with completion anticipated in Spring 2018.

The Board has separately adopted a Resolution finding that the proposed change in the method of toll collection at Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert

F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels to ORT will have no significant adverse effects on the environment and has authorized the President of the Authority or his designee to issue a Negative Declaration under the State Environmental Quality Review Act (SEQRA).

Finally, the Board is asked to delegate to the President of the Authority or his designee authority to take such steps as may be necessary or desirable to implement the change in the method of toll collection to ORT at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels

**IMPACT ON FUNDING:** Full conversion to ORT will result in additional operating costs and capital outlays that are currently being estimated. In addition, toll collection in an ORT environment creates certain operational and administrative challenges which may cause some risks to revenue realization. Various means of mitigating such risks are currently being evaluated.

**RECOMMENDATION:** It is recommended that the Board approve and adopt the attached Resolution changing the method of toll collection to Open Road Tolling at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels and to delegate to the President of the Authority or his designee authority to take the necessary and desirable steps to implement this change in the method of toll collection.

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

## RESOLUTION

**WHEREAS**, MTA Bridges and Tunnels (the Authority) implemented a cashless tolling pilot project at the HHB in November 2012 with tolls collected using E-ZPass tags and readers and, for vehicles without E-ZPass tags, by matching license plate images with Department of Motor Vehicle data to send toll invoices to the registered owner. Based on the results of the pilot program, the Authority received Board approval in May 2014 to adopt cashless tolling as the permanent method of toll collection at the Henry Hudson Bridge, effective January 1, 2015.

**WHEREAS**, the Authority now proposes to change the method of toll collection to cashless, gantry-based Open Road Tolling (ORT) at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels effective at each facility when the ORT system at that facility is put into revenue service. It is expected that ORT will be put into revenue service at the tunnels in January 2017, with the remaining facilities converted to ORT by the end of 2017. Following implementation of ORT at each facility, the toll plazas will be demolished beginning with the tunnels in Spring 2017 and the roadways and approaches will be reconfigured as necessary, with completion anticipated in Spring 2018.

**WHEREAS**, it is expected that travel experience on these ORT facilities will be improved with the implementation of gantry-based ORT and the demolition of the toll plazas including the booths; and

**WHEREAS**, the Board, by resolution adopted October 28, 2016, found that the proposed change in the method of toll collection to Open Road Tolling at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels will not have a significant adverse effects on the environment and approved a Negative Declaration under the State Environmental Quality Review Act, adopted and authorized and directed the President of the Authority or his designee to execute said Negative Declaration; and

**WHEREAS**, the Board has considered all of the above.

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

**RESOLVED**, that provided the Negative Declaration has been duly executed by the President of the Authority, or his designee, the method of toll collection at the Bronx-Whitestone, Cross Bay Veterans Memorial, Marine Parkway-Gil Hodges Memorial, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Queens Midtown and Hugh L. Carey Tunnels is hereby changed to Open Road Tolling, effective at each facility when the ORT system at that facility is put into revenue service. Resolved further that the President of the Authority or his designee is hereby fully authorized and directed to take such steps as may be necessary or desirable to implement this change in the method of toll collection at these facilities.

New York, New York  
October 28, 2016



# Bridges and Tunnels

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## Toll Violation Enforcement (Action item)



### Staff Summary

Subject	Toll Violation Enforcement
Department	Law
Department Head Name	M. Margaret Terry
Department Head Signature	<i>M. Margaret Terry</i>
Project Manager Name	

Date	October 20, 2016
Vendor Name	N/A
Contract Number	N/A
Contract Manager Name	N/A
Table of Contents Ref. #	N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	B&T Committee	10/26/16			
2	Board	10/28/16			

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

Internal Approval (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
1	Chief Financial Officer		Chief Security Officer		Chief Maintenance Officer		Other
	Chief Information Officer		Chief Health & Safety Officer		Affirmative Action		Other

**PURPOSE:** To obtain the Board's approval of a Resolution authorizing the President of the Authority or his designee to take all preliminary steps as may be necessary and desirable in order to revise the Authority's toll violation enforcement regulation to (i) add provisions prescribing the procedural protections for owners seeking to have their tolls and unpaid violation fees dismissed or transferred from vehicle rental and leasing companies to renters and lessees and warning that owners who persistently fail to pay tolls and violation fees may have their vehicle registrations suspended by the New York State Department of Motor Vehicles (DMV); (ii) increase the violation fee imposed on owners from \$50.00 to \$100.00 for toll violations at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and Hugh L. Carey and Queens Midtown Tunnels, while continuing to impose a \$50.00 violation fee for toll violations at the Henry Hudson, Cross Bay Veterans Memorial or Marine Parkway-Gil Hodges Memorial Bridges; and (iii) authorizing the President of the Authority or his designee to take all such steps that may be necessary and desirable to establish, implement and permanently adopt, pursuant to law, the revised regulation.

**DISCUSSION:** The Authority has already adopted toll violation enforcement regulations that impose a \$50.00 fee per toll violation upon the owner of any vehicle crossing an Authority facility without paying the toll by means of a properly mounted and valid E-ZPass Tag or by fare media other than E-ZPass at the place and in the time and manner prescribed by the Authority for the collection of such toll. On December 16, 2015, the Board authorized the President or his designee to take preliminary steps to adopt revisions to these toll violation enforcement regulations in conjunction with DMV's adoption of regulations to suspend vehicle registrations of owners who fail to pay their tolls and violation fees or have them dismissed or transferred in relation to five toll violations within eighteen (18) months under DMV's statutory authority to

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

suspend registrations for habitual or persistent violators. The Notice of Rule Making, which had been filed after the Board's December 16, 2015 authorization, has been withdrawn so that the proposed regulations can be revised in response to the implementation of cashless, gantry-based Open Road Tolling (ORT) at Authority toll facilities. The Authority's newly revised regulations would increase the violation fee from \$50.00 to \$100.00 per violation for failure to pay tolls at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Hugh L. Carey and Queens Midtown Tunnels, while continuing to impose the \$50.00 fee per violation upon owners for failure to pay tolls at the Henry Hudson, Cross Bay Veterans Memorial and Marine Parkway-Gil Hodges Memorial Bridges. The proposed regulations continue to (i) make it clear that owners have an opportunity to dispute their responsibility for toll violations and have them dismissed or transferred before being subject to a \$50.00 or \$100.00 violation fee per violation or, if persistent violators, the suspension of their vehicle registrations by DMV; (ii) prescribe the information required in violation notices; the process for disputing toll violations; the grounds for dismissing toll violations; the process for vehicle rental and leasing companies to transfer responsibility for tolls and violation fees to renters and lessees, as well as the required evidence; and (iii) state that owners who persistently fail to pay their tolls and violation fees or have them dismissed or transferred may have their vehicle registrations suspended by DMV.

**IMPACT ON FUNDING:** It is anticipated that increasing the violation fee to \$100.00 per violation at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Hugh L. Carey and Queens Midtown Tunnels and strengthening the Authority's toll violation enforcement procedures will increase toll revenue at Authority Open Road Tolling facilities by deterring toll evasion.

**RECOMMENDATION:** It is recommended that the Board adopt and approve the attached Resolution (i) adopting the Authority's revised toll violation enforcement regulations to (a) increase the toll violation fee from \$50.00 to \$100.00 for toll violations at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Hugh L. Carey and Queens Midtown Tunnels, while continuing to impose a \$50.00 violation fee for toll violations at the Henry Hudson, Cross Bay Veterans Memorial and Marine Parkway-Gil Hodges Memorial Bridges; and (b) add provisions prescribing the procedural protections for owners seeking to have their tolls and unpaid violation fees dismissed or transferred from vehicle rental and leasing companies to renters and lessees and warning that owners who persistently fail to pay tolls and violation fees may have their vehicle registrations suspended by the New York State Department of Motor Vehicles (DMV); and (iii) authorizing the President or his designee to take all steps as may be necessary and desirable to adopt the revised toll violation enforcement regulations at Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations.

## RESOLUTION

**WHEREAS**, the Triborough Bridge and Tunnel Authority has been given the statutory right and duty to make rules and regulations for establishment and collection of tolls on its bridges and tunnels; and

**WHEREAS**, the Authority has already adopted toll violation enforcement regulations that impose a \$50.00 fee per toll violation upon the owner of any vehicle crossing an Authority facility without paying the toll by means of a properly mounted and valid E-ZPass Tag or by fare media other than E-ZPass at the place and in the time and manner prescribed by the Authority for the collection of such toll; and

**WHEREAS**, the Authority proposes to revise its toll violation enforcement regulations to increase the violation fee from \$50.00 to \$100.00 per violation for failure to pay tolls at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Hugh L. Carey and Queens Midtown Tunnels, while continuing to impose a \$50.00 fee per violation upon owners for failure to pay tolls at the Henry Hudson, Cross Bay Veterans Memorial and Marine Parkway-Gil Hodges Memorial Bridges; and

**WHEREAS**, the Authority proposes to revise its toll violation enforcement regulations to add provisions setting forth the procedural protections for owners seeking to have their tolls and unpaid violation fees dismissed or transferred from vehicle rental and leasing companies to renters and lessees and warning owners who persistently fail to pay tolls and violation fees that their vehicle registrations may be suspended or revoked by the New York State Department of Motor Vehicles (DMV); and

**WHEREAS**, increasing the violation fee to \$100.00 per violation at the Bronx-Whitestone, Robert F. Kennedy, Throgs Neck and Verrazano-Narrows Bridges and the Hugh L. Carey and Queens Midtown Tunnels and strengthening the Authority's toll violation enforcement regulations by adding these due process protections is expected to increase toll revenue by deterring toll evasion at the Authority's cashless Open Road Tolling facilities.

### **NOW, THEREFORE, IT IS:**

**RESOLVED**, that the prior Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations shall be and hereby is repealed and the new Toll Violation Enforcement regulations as set forth in the attachment to this resolution, shall be and hereby is adopted; and be it further,

**RESOLVED**, that the President of the Authority or his designee is hereby fully authorized and directed to take such steps as may be necessary or desirable to repeal the prior Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations and establish, implement and adopt the proposed Toll Violation Enforcement regulations, annexed hereto, in the new Part 1021.3 of Title 21 of the New York Codes, Rules and Regulations, pursuant to law.

October 28, 2016  
New York, New York

**Attachment 1**

## TBTA TOLL VIOLATION ENFORCEMENT REGULATIONS

### Part 1021.3 Toll Violation Enforcement

1. The owner, as defined in Public Authorities Law § 2985(3), of any vehicle crossing a bridge or tunnel without paying the crossing charge prescribed by the Triborough Bridge and Tunnel Authority ("Authority") at the place and time and in the manner established for the collection of such crossing charge commits a violation of toll collection regulations.
  - (a) Payment of crossing charges by E-ZPass shall be made by means of a properly mounted E-ZPass tag of the proper class that is classified as valid at the time of the toll transaction. For each such violation, the owner shall be charged the full undiscounted crossing charge for fare media other than E-ZPass. Nothing in this section shall be construed to limit the violation of an E-ZPass account holder for administrative violation fees established and imposed by the E-ZPass agreement for failure to pay crossing charges by means of a properly mounted E-ZPass Tag of the proper class that is classified as valid at the time of the transaction.
  - (b) Payment of crossing charges by fare media other than E-ZPass shall be made at the place and time and in the manner established for the collection of such crossing charge. Nothing in this section shall be construed to limit the violation of a video account holder for administrative violation fees established and imposed by the applicable video account agreement for failure to pay the crossing charges at the place and time and in the manner established for the collection of such crossing charges.
2. The owner of any vehicle which violates toll collection regulations by crossing a bridge or tunnel without paying the crossing charge prescribed by the Authority at the place and time and in the manner established for the collection of such crossing charge shall be liable to the Authority for an administrative fee, known as the toll violation fee. The fee shall be in the amount of \$50.00, for each such violation arising from crossing the Henry Hudson Bridge, the Cross Bay Veterans Memorial Bridge and the Marine Parkway-Gil Hodges Memorial Bridge; and, \$100.00 for each such violation arising from crossing the Bronx-Whitestone Bridge, the Hugh L. Carey Tunnel, the Queens Midtown Tunnel, the Robert F. Kennedy Bridge, the Throgs Neck Bridge and the Verrazano-Narrows Bridge. The toll violation fee shall be in addition to the applicable crossing charge and any fines and penalties otherwise prescribed by law or by agreement.
3. A Notice of Violation shall be sent by the Authority's authorized agent ("Authorized Agent") to the individual or business alleged to be liable for the toll violation as owner and shall contain:
  - (a) the name and address of the individual or business alleged to be liable for the toll violation as owner;
  - (b) the registration number and state of the vehicle alleged to have been involved in the violation;
  - (c) the location, date and time of each use of the facility that forms the basis of such violation;
  - (d) the amount of the assessed toll and toll violation fee; and
  - (e) an image of the license plate of the vehicle being used or operated on the toll facility, provided that an image of each such license plate in the Notice of Violation shall be provided by the Authorized Agent upon request.

4. The individual or business alleged to be liable for the toll violation as owner may dispute the violation by submitting a Declaration of Dispute to the Authorized Agent at the time and place and in the manner established in the Notice of Violation and such toll violation and associated toll violation fee shall be dismissed if such individual or business provides a certification that:
  - (a) The individual or business was not the registered owner of the vehicle at the time of the toll transaction that forms the basis of such alleged violation and submits to the Authorized Agent: (i) a copy of the plate surrender receipt from the Department of Motor Vehicles; (ii) proof of sale of the vehicle; (iii) a copy of the report to a law enforcement agency that the plate was lost; and/or (iv) a copy of the report to a law enforcement agency that the vehicle was stolen; or
  - (b) The toll was paid by E-ZPass and the toll posted to an E-ZPass Account and submits to the Authorized Agent a copy of the E-ZPass statement showing the toll posting; or
  - (c) The toll was paid in cash at the time and submits to the Authorized Agent a copy of the toll receipt; or
  - (d) The registered owner's vehicle was not present at the facility at the time of the violation(s) or for other good cause shown.
5. If the owner is a vehicle rental or leasing company which seeks to perform a Transfer of Responsibility to the vehicle lessee or renter, the owner shall submit to the Authorized Agent at the time and place and in the manner established in the Notice of Violation a signed lease or rental agreement and certification of the name and address of the lessee or renter of the vehicle at the time of the toll transaction that forms the basis for the violation. A Notice of Violation or toll invoice shall be sent by the Authorized Agent to such lessee or renter within forty-five days of receipt of the signed lease or rental agreement and certification and such lessee or renter shall be deemed to the owner of such vehicle and shall be liable for the payment of tolls and any toll violation fees.
6. The Authorized Agent shall send the owner a written determination of the Declaration of Dispute under subdivision four.
  - (a) The owner may request a review by the Authority of the Authorized Agent's determination of the Declaration of Dispute by submitting a Request for Review to the Authority at the place and time and in the matter established in the Authorized Agent's written determination of the Declaration of Dispute.
  - (b) The Authorized Agent's determination of the Declaration of Dispute under subdivision four shall be final and binding on the owner unless overturned by the Authority upon review.
  - (c) The Authority's determination of the owner's Request for Administrative Review shall be final and binding on the owner unless overturned by a Court of competent jurisdiction of the State of New York, County of New York, under Article 78 of the New York Civil Practice Law and Rules or a United States Court located in New York City, under the procedures and laws applicable in that court.
7. The individual or business alleged to be liable for each toll violation as owner shall be liable for each unpaid toll and toll violation fee unless: (i) such unpaid toll and/or toll violation fee has been dismissed under subdivision four or subdivision six; (ii) there has been a Transfer of Responsibility under subdivision five; or (iii) after payment of such toll, the toll violation fee has

been dismissed or reduced under the Fee Waiver Policy adopted by the Authority. Such owners who fail to pay each toll and toll violation fee in response to a Notice of Violation may also have their vehicle registrations suspended under vehicle and traffic law section 510(3)(d) and implementing regulations.



# Bridges and Tunnels

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## Procurements October 2016



# Staff Summary



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

<b>Date:</b> 10/06/2016
<b>Vendor Name:</b>
<b>Contract Number:</b>
<b>Contract Manager Name:</b>
<b>Table of Contents Ref #:</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	President	10/06/2016			
2	MTA B&T Committee	10/26/2016			
3	MTA Board	10/28/2016			

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

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer <i>[Signature]</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 F: Personal Service Contracts	1	\$ 1.375M
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	2	\$ 78.915M
Schedule I: Modifications to Purchase & Public Works Contracts	2	\$ 62.552M
<b>SUBTOTAL</b>	<b>5</b>	<b>\$142.842M</b>

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

**TOTAL \$142.842M**

**BUDGET IMPACT:**

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

**RECOMMENDATION:**

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

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

**MTA BRIDGES & TUNNELS**  
TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

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

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

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

**NOW**, the Board resolves as follows:

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

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**  
**OCTOBER 2016**

**MTA BRIDGES & TUNNELS**

**Procurements Requiring Majority Vote:**

**F: Personal Service Contracts**

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

- |  |                        |                                      |
|--|------------------------|--------------------------------------|
| <b>1. Ammann &amp; Whitney Consulting<br/>Engineers, PC<br/>Contract No. PSC-16-2986<br/>22 Month Contract - Competitive RFP</b> | <b>\$ 1,374,563.00</b> | <b><u>Staff Summary Attached</u></b> |
|--|------------------------|--------------------------------------|

B&T is seeking Board approval under the All-Agency Service Contract Procurement Guidelines to award a personal service contract for the design and design support services during construction for Project HH-07A/HH-30: Miscellaneous Structural Rehabilitation and Repairs/Replacement of Overcoat System at the Henry Hudson Bridge (HHB).

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

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

- |  |                         |                                      |
|--|-------------------------|--------------------------------------|
| <b>1. Transcore, LP<br/>Contract No. PSC-13-2949</b> | <b>\$ 72,806,258.00</b> | <b><u>Staff Summary Attached</u></b> |
|--|-------------------------|--------------------------------------|

7yrs, 11months Contract - Competitive RFP

B&T is seeking Board Approval in accordance with the All-Agency Service Contract Procurement Guidelines to amend a personal service contract for additional work to implement Open Road Tolling (ORT) at eight (8) additional Authority Toll Facilities.

- |  |                        |                                      |
|--|------------------------|--------------------------------------|
| <b>2. HNTB New York Engineering and<br/>Architecture, PC<br/>Contract No. PSC-12-2922<br/>3yrs, 2 month Contract - Competitive RFP</b> | <b>\$ 6,108,533.00</b> | <b><u>Staff Summary Attached</u></b> |
|--|------------------------|--------------------------------------|

B&T is seeking Board Approval in accordance with the All-Agency Service Contract Procurement Guidelines to amend a personal service contract for additional services to provide support and technical consulting services to implement Open Road Tolling (ORT) at the Authority's facilities.

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**  
**OCTOBER 2016**

**I: Modifications to Purchase & Public Works Contracts**

(Approvals/Staff Summaries required for individual change orders greater than \$750K. Approvals without Staff Summaries required for change orders greater than 15% of previous approved amount which are also at least \$250K)

1. **Judlau Contracting, Inc.** **\$ 31,895,605.78** **Staff Summary Attached**  
**Contract No. QM-40S**

4yrs Contract - Competitive RFP

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract for accelerated substantial completion, tunnel wall tile modifications and work associated with implementation of Open Road Tolling (ORT).

2. **Tully Construction Co., Inc.** **\$30,656,775.69** **Staff Summary Attached**  
**Contract No. BB-28S**

4yrs Contract - Competitive RFP

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract for accelerated substantial completion, tunnel wall tile modifications and work associated with implementation of Open Road Tolling (ORT).

# Staff Summary

<b>Item Number: 1 (Final)</b>					
<b>Dept &amp; Dept Head Name:</b> Engineering and Construction, Joe Keane, P.E.  <i>Joe Keane</i>					
<b>Division &amp; Division Head Name:</b> Engineering and Construction, Walter Hickey, P.E.  <i>Walter Hickey</i>					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	President	10/06/16			
2	MTA B&T Committee	10/26/16			
3	MTA Board	10/28/16			
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>John</i>	4	Executive Vice President <i>John</i>		
2	General Counsel <i>MM</i>	5	President <i>OS</i>		
3	Chief Procurement Officer <i>GM</i>				

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b> Ammann & Whitney Consulting Engineers, P.C.	<b>Contract No.</b> PSC-16-2986
<b>Description</b> Design and Design Support Services During Construction for Project HH-07A / HH-30: Miscellaneous Structural Rehabilitation and Repairs/Replacement of Overcoat System at the Henry Hudson Bridge	
<b>Total Amount</b> \$1,374,563.00	
<b>Contract Term (including Options, if any)</b> 22 months	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Service Contract Procurement Guidelines to award a personal service contract for the design and design support services during construction for Project HH-07A/HH-30: Miscellaneous Structural Rehabilitation and Repairs/Replacement of Overcoat System at the Henry Hudson Bridge (HHB) to Ammann & Whitney Consulting Engineers, P.C. (A&W) in the negotiated amount of \$1,374,563.00 for a duration of twenty-two months. This amount is for design services only; at a future date, the cost of construction support services for Project HH-07A/HH-30 will be negotiated and presented to the Board for approval.

### II DISCUSSION

B&T requires the services of a consultant firm to provide design and phased design support services during construction for Project HH-07A/HH-30. The design contract will comprehensively address the repair and/or replacement of all deteriorated steel members such as gusset plates, sway bracing, diaphragms, stiffeners, columns and rivets to bring the entire bridge into a state of good repair. All areas of the upper and lower level bridge, including the approach viaducts and the main span, are included in the scope of design. This project also consists of the design of an overcoat painting system for all structural steel of the Henry Hudson Bridge (overcoat painting is the application of new coatings on top of existing coatings). Miscellaneous Steel Repairs and overcoat painting are combined into one project in an effort to realize significant cost savings and to extend the useful life of the bridge paint system providing corrosion protection to all steel members.

The service requirements were publicly advertised. Seven firms submitted qualification information for review and evaluation by the selection committee and three firms were chosen to receive the Request for Proposals (RFP): The firms are: Ammann & Whitney Consulting Engineers, P.C. (A&W); Hardesty & Hanover, LLC (H&H); and WSP|Parsons

# Staff Summary

Brinkerhoff (WSP|PB). Proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. Based on the committee's review of all submittals and its consideration of proposed costs, the committee recommended that negotiations be conducted with A&W.

The Committee's recommendation is based on the following:

- A&W demonstrated the most comprehensive technical approach to perform design of critical upgrades to the Henry Hudson Bridge to extend the life of the structure by 50 years or more.
- A&W's technical approach relied on providing constructible and cost-effective upgrades to the bridge.
- A&W's team demonstrated expert experience and ability to perform seismic analysis, which is one of the major tasks of the scope of work and expertise in evaluating the condition of the structure's coating system and providing cost effective solutions to maintain those systems in a state of good repair.

A&W's cost proposal of \$1,374,563.00 is 29% below the Engineer's estimate is \$1,936,000. The 29% variance can be attributed to the Engineer's Estimate overstating hours for the paint design effort and savings in efficiencies based on A&W's direct experience at the HHB. Negotiations resulted in B&T accepting A&W's proposal in the amount of \$1,374,563.00 which is considered fair and reasonable. A&W is considered a responsible consultant.

### **III. D/M/WBE INFORMATION**

The MTA Department of Diversity and Civil Rights has established goals of 15% MBE and 15% WBE for this contract. A&W has achieved their MWDBE goals on previous MTA contracts.

### **IV. IMPACT ON FUNDING**

Funding is available in the 2015-2019 Capital Program under projects D701HH07 HH07A, Design Task #D03767 and D707HH30 HH30, Design-Paint Task #D03786.

### **V. ALTERNATIVES**

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

**Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts**
**Item Number: 1 (Final)**

<b>Vendor Name (&amp; Location)</b> Transcore, LP		<b>Contract Number</b> PSC-13-2949	<b>AWO/Modification</b>
<b>Description</b> All-Electronic Open Road Tolling (ORT)		<b>Original Amount:</b>	\$7,968,282.00
<b>Contract Term (including Options, if any)</b> July 18, 2014 – July 17, 2022		<b>Prior Modifications:</b>	\$745,220.00
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No		<b>Prior Budgetary Increases:</b>	\$0.00
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$8,713,500.00
<b>Solicitation Type</b>	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b>	\$72,806,258.00
<b>Funding Source</b>		<b>% of This Request to Current Amount:</b>	836%
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of Modifications (including This Request) to Original Amount:</b>	914%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Operations/ VP and Chief of Operations, Patrick Parisi			

**Discussion**

B&T is seeking Board Approval in accordance with the All-Agency Service Contract Procurement Guidelines to amend a personal service Contract No. PSC-13-2949 with Transcore, LP for additional work in the not-to exceed amount of \$72,806,258 to implement Open Road Tolling (ORT) at eight (8) additional Authority Toll Facilities. This contract was awarded to Transcore in July 2014 on a competitive basis in the amount of \$7,968,282 for a duration of eight (8) years to install and maintain an AET/ORT system at the Henry Hudson Bridge (HHB). Amendment No.2 added an additional ORT lane to the scope of work and increased the contract value by \$745,220.

Cashless, All-Electronic Tolling (AET) has been in operation at the Henry Hudson Bridge (HHB) under a pilot program since November 2012 and as the permanent method of toll collection since January 2015. As approved by the Board in May 2014 the HHB will move to gantry-based, all-electronic Open Road Tolling (ORT) by the end of 2016. Under both AET and ORT, tolls continue to be paid using E-ZPass tags and readers, while license plate images are taken of vehicles without E-ZPass tags and matched with information from the applicable Department of Motor Vehicles to send toll bills to registered owners.

In the wake of above noted success at the HHB, as well as the recent announcement on October 5, 2016 made by New York Governor Cuomo on the "New York Crossings Project", B&T intends to implement ORT at all of its toll facilities in an expedited manner. While the original RFP focused primarily on the Henry Hudson Bridge, B&T required an ORT System that was flexible, expandable and adaptable to all the B&T's Toll Facilities. As a result of this, the original solicitation advised all Proposers that the awarded contract may be amended to expand the ORT System to other B&T Toll facilities. Transcore developed and implemented the ORT project at the HHB, has inherent knowledge of the operational and software features required to operate an ORT system at the facilities and can implement ORT tolling at the facilities to meet B&T's expedited schedule. B&T would also be able to maximize returns on its investment in the current ORT system at the HHB. By using Transcore, B&T will eliminate the significant additional time and costs of having another contractor to develop, test and design a new ORT system.

Transcore has proposed a cost of \$72,806,258 (which includes a 12% allowance for change order work and future work at the Henry Hudson Bridge as necessary) to implement ORT at the rest of B&T's Facilities which also includes warranty and interim maintenance costs of \$11,176,436. B&T's estimate is \$64,482,296 for these services, 12.91% less than the proposed cost. The difference between the proposal and the estimate is attributed to additional software requirements and factory testing needed because of the reversible lanes at the Queens-Midtown Tunnel and Hugh L. Carey Tunnel, the expedited schedule requiring extensive testing and installation work in a shorter duration, the additional risk associated with completing the work in an accelerated manner, and the financial risk associated with B&T's mandate to guarantee a reliable revenue collection system in challenging traffic conditions. Negotiations are on-going and may result in a lower negotiated price. Based on the above, the total amount of this amendment will not exceed \$72,806,258. On July 11, 2016, B&T provided verbal authorization of \$250,000 to Transcore to commence the design work required in order to meet B&T's aggressive schedule.

Funding is available in the 2015-2019 Capital Program under D703AW63 (\$61,629,822) and in the Operating Budget under GL 711420 (\$11,176,436). The impact of this proposed procurement action results in reallocation of funds between two projects in the 2015-2019 Capital program. In addition, funding for the proposed ORT infrastructure and civil work at all bridges and tunnels is being requested under separate contracts, which will result in modification of the MTA

B&T's 2015-2019 Capital program to add projects related to the implementation of Open Road Tolling (ORT) at all B&T facilities to implement the "New York Crossings Project". The strategy for funding the ORT initiatives will be through a combination of efficiencies generated from other projects including existing toll plaza work that did not assume open road tolling as the means of toll collection. No critical state of good repair work is affected as a result of these programmatic modifications.

**Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts**
**Item Number: 2 (Final)**

<b>Vendor Name (&amp; Location)</b> HNTB New York Engineering and Architecture, PC		<b>Contract Number</b> PSC-12-2922	<b>AWO/Modification</b>
<b>Description</b> Plaza Layouts at Various Authority Facilities		<b>Original Amount:</b>	\$3,364,486
<b>Contract Term (including Options, if any)</b> September 30, 2013 – November 30, 2016		<b>Prior Modifications:</b>	\$0.00
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>Prior Budgetary Increases:</b>	\$0.00
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$3,364,486
<b>Solicitation Type</b>	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b>	\$6,108,533
<b>Funding Source</b>		<b>% of This Request to Current Amount:</b>	181%
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of Modifications (including This Request) to Original Amount:</b>	181%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering and Construction, Joe Keane			

**Discussion**

B&T is seeking Board Approval in accordance the All-Agency Guidelines for Procurement of Services to amend a personal service Contract No. PSC-12-2922 with HNTB New York Engineering and Architecture, PC (HNTB) for additional services in the amount of \$6,108,533 to provide program support and technical expertise to implement Open Road Tolling (ORT) at the Authority's facilities. This contract was awarded to HNTB in September 2013 on a competitive basis for duration of two (2) years to provide conceptual designs for various tolling options at B&T facilities. Amendments 1 and 2 extended the performance period by fourteen (14) months.

The original scope of services under this project includes: (i) examining various methods of toll collection including in lane all-electronic tolling and open road tolling (ORT) with various cash tolling options and (ii) study and produce toll plaza layouts for multiple toll collection options. Under this amendment, HNTB has been asked to provide oversight and program support services for the entire ORT implementation project at all Authority facilities.

This amendment supports the new current initiative of MTA Bridges and Tunnels to implement cashless all-electronic Open Road Tolling ("ORT") at all MTA Bridges and Tunnels tolled bridge and tunnel facilities, as well as additional capital and operational initiatives as announced by New York Governor Cuomo on October 5, 2016, as the "New York Crossings Project" ("NYCP"). The plan includes implementation of ORT system-wide, with ORT expected to be operational at the Queens Midtown Tunnel and Hugh L. Carey Tunnel early next year, with implementation at the bridges to follow by the end of 2017.

HNTB's primary task will be to provide program management support services and expert technical oversight of the overall implementation of ORT and associated initiatives to ensure successful delivery of the ORT program at all TBTA facilities. Their program support responsibilities will include assisting with the development and tracking of schedules for the overall ORT project, including cost and risk tracking, and providing staffing resources including a program manager, facility coordinators and program control specialists as necessary. The term of this contract will also be extended for an additional twenty-two (22) months.

HNTB has proposed a cost of \$6,108,533 which includes the oversight of the ORT program and providing as-needed resources. The Engineer's estimate is \$6,878,133 which is \$769,600 or 12.5% above HNTB's proposal. Based on the proposal's favorable comparison to the estimate, the total proposed amount of this amendment is considered fair and reasonable. On September 2, 2016, B&T provided verbal authorization of \$500,000 in order that HNTB could commence the oversight/program support work required for the ORT program and related initiatives in order to meet B&T's aggressive schedule. Funding is available in the 2015-2019 Capital Program, Project D703AW65.

**Schedule I: Modifications to Purchase and Public Works Contracts**
**Item Number: 1 (Final)**

<b>Vendor Name (&amp; Location)</b> Judlau Contracting, Inc, College Point, New York	<b>Contract Number</b> QM-40S	<b>AWO/Modification #</b>
<b>Description</b> Sandy Restoration and Mitigation and Projects QM-40/QM-18, Rehabilitation of the Tunnel and Manhattan Exit Plaza at the Queens Midtown Tunnel	<b>Original Amount:</b> \$236,500,000.00	
<b>Contract Term (including Options, if any)</b> April 23, 2015 – April 22, 2019	<b>Prior Modifications:</b> \$1,898,686.36	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Prior Budgetary Increases:</b> \$0.00	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b> \$238,398,686.36	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b> \$31,895,605.78	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b> 13.4%	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joe Keane, P.E.	<b>% of Modifications (including This Request) to Original Amount:</b> 14.3%	

**Discussion:**

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works Contract QM-40S with Judlau Contracting, Inc. (Judlau) for: (i) accelerated substantial completion of the Work; (ii) tunnel wall tile modifications and (iii) performance of all necessary civil, structural and electrical infrastructure for Open Road Tolling (ORT) in the negotiated amounts totaling \$31,895,605.78.

The Contract was awarded to Judlau in April 2015 in the amount of \$236,500,000 (inclusive of incentives totaling \$6,460,000) subsequent to a competitive RFP process and Board approval. The Scope of Work required the contractor to restore the Queens Midtown Tunnel (QMT) to a pre-storm state of good repair including system replacements as follows: tunnel electrical; lighting; communications; monitoring and control systems; mid-river pump room; tunnel structural and civil repairs; tunnel wall tile; ceiling panels; polymer panels; catwalk, curbs and gutters; and tunnel ventilation building rehabilitation as well as asbestos and incidental lead abatement and maintenance and protection of traffic. Additionally Project QM-18 includes the rehabilitation of the Manhattan Exit Plaza.

On October 5, 2016, New York State Governor Cuomo announced the implementation of cashless all-electronic ORT for adoption at all B&T facilities as part of the New York Crossings Project. As a result, B&T is embarking on the project, which includes new initiatives to: (i) accelerate the substantial completion date of the Work by approximately nine months, with a new substantial completion date of July 9, 2018, accelerated from April 22, 2019; (ii) modify the original white tile pattern by installing a unique tile pattern in accordance with the New York State Branding Guidelines that includes bands of blue and gold tile along the top, middle and bottom courses (affecting approximately 40 percent of the wall tiles) and (iii) implementation of ORT, which requires necessary civil, structural and electrical infrastructure construction work to install ORT gantries prior to the installation of E-ZPass tag readers, cameras, system software and integration that is to be performed by others.

Attaining Substantial Completion for the Project at least nine months earlier than originally scheduled minimizes the duration of customer delays due to tunnel tube closures, ensures safe passage and restores the tunnel to a state of good repair and normal operations in an expedited manner.

B&T began the cashless All-Electronic Tolling pilot program at the Henry Hudson Bridge (HHB) in November 2012. In May 2014 the Board approved a permanent change in the method of toll collection at the HHB, effective January 1, 2015, initially to cashless AET with toll equipment installed in the existing toll plaza infrastructure and vehicles traveling in channelized lanes, to be followed by cashless ORT by the end of 2016. B&T now intends to implement ORT at all of its toll facilities in an expedited manner with the QMT being one of the first facilities to commence revenue collection via ORT by January 2017. The goals for the ORT implementation are to reduce customer travel time, reduce congestion at B&T's facilities, as well as reduction of vehicular exhaust emissions caused by idling traffic. B&T has determined that the most reliable and expeditious means to accomplish the implementation of ORT at the QMT by January 2017 is to amend Contract QM-40S. Efficiencies realized by amending Contract QM-40S include mobilization cost savings, early commitment for long lead items, enhanced coordination and overall reduction of project schedule and risk.

Judlau submitted a cost proposal for this acceleration in the amount of \$36,000,000. The Engineer's estimate is \$17,600,000. Negotiations resulted in B&T and Judlau agreeing to \$23,400,000, which is considered fair and reasonable due to considerations for potential schedule impacts, enhanced coordination required and additional risk factors associated with the completing the Work in an accelerated manner. The estimate understated the acceleration costs for the subcontracted electrical work, increases in manpower, premium labor rates and reduced productivity due to long term extended work hours and shifts. With the negotiated acceleration of the Substantial Completion Date, a portion of the original incentive shall be deleted from the Contract, which results in a contract credit of \$1,980,000. B&T shall offer an incentive for early Substantial Completion of the Project in the amount of \$22,000 for each day prior to the new Substantial Completion Date of July 9, 2018, up to 90 days total. Previously, B&T authorized an amendment for the initial acceleration payment in the amount of \$1,063,636.36 to minimize the financial burden to Judlau and its subcontractors due to the extended acceleration efforts ongoing since June 8, 2016 and to ensure continued accelerated progress and commitments. The negotiated acceleration balance for approval is \$22,336,363.64, which is further reduced by \$1,980,000 for deleting a portion of the incentive and totals \$20,356,363.64.

Judlau submitted a proposal for the new tile patterns in a net amount totaling \$2,331,193.59. The Engineer's estimate is in the net amount totaling \$1,596,567.97. Negotiations resulted in B&T and Judlau agreeing to the net increase totaling \$2,085,242.14 or \$9.70/SF for the 215,000/SF of tile in the contract. The negotiated amount is fair and reasonable based on the additional cost and consideration for inefficiencies associated with introducing the new color tile patterns to the tunnel walls. The estimate understated the labor hours and rates for the revised Scope of Work.

The proposal submitted by Judlau for the ORT infrastructure work totals \$13,500,000. The Engineer's estimate is \$7,902,116. Negotiations resulted in B&T and Judlau agreeing the amount of \$8,954,000. The estimate understated the level of effort associated with the electrical work required, the removal of the granite blocks in a controlled manner without damaging them and overtime and premium rates associated with the accelerated concrete pavement work during weekends. Additionally B&T deems it prudent to include an allowance of \$500,000 to be drawn down for unforeseen and unanticipated work due to the expedited design and implementation of the ORT program. The total agreed amount of \$9,454,000 is considered fair and reasonable based on the accelerated completion schedule for the Project and risks associated with performing the Work in an expedited manner.

The funding impacts for the proposed acceleration and tile scopes of the amendment result in an increase to the 2010-2014 Sandy Capital Program of \$24,421,605.78 (Project ED010240) and a credit of \$1,980,000 against the 2010-2014 Core Capital Program (Project D601QM40).

Funding for the proposed ORT infrastructure and civil work at the QMT in the amount of \$9,454,000 is available in the 2015-2019 Capital Program (Project D703AW65). Funds are being reallocated in the 2015-2019 Capital Program to establish Project D703QM63 for the ORT work at the Queens-Midtown Tunnel. Approval for other ORT related costs including system integration and ancillary work will be requested under a separate contract. This action modifies B&T's 2015-2019 Capital Program and the proposed modification seeks to add projects (including this one for the QMT – Project D703QM63) related to the implementation of Open Road Tolling (ORT) at all B&T facilities. The strategy for funding the ORT initiatives will be through a combination of efficiencies generated from other projects including existing toll plaza work that did not assume open road tolling as the means of toll collection. No critical state of good repair work is affected as a result of these programmatic modifications.

In connection with a previous contract awarded to the Contractor, Judlau 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/CEO in consultation with the MTA General Counsel on December 16, 2013. No new SAI has been found related to the Contractor and Judlau has been found to be responsible.

**Schedule I: Modifications to Purchase and Public Works Contracts**
**Item Number: 2 (Final)**

<b>Vendor Name (&amp; Location)</b> Tully Construction Co., Inc., Flushing, New York	<b>Contract Number</b> BB-28S	<b>AWO/Modification #</b>
<b>Description</b> Sandy Restoration and Project BB-28/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel	<b>Original Amount:</b>	\$282,454,276.12
<b>Contract Term (including Options, if any)</b> December 12, 2014 – December 11, 2018	<b>Prior Modifications:</b>	\$1,688,167.93
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>Prior Budgetary Increases:</b>	\$0.00
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	<b>Current Amount:</b>	\$284,142,444.05
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	<b>This Request:</b>	\$30,656,775.69
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	<b>% of This Request to Current Amount:</b>	11.2%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joe Keane, P.E.	<b>% of Modifications (including This Request) to Original Amount:</b>	11.5%

**Discussion:**

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract BB-28S, with Tully Construction Co., Inc. (Tully) for: (i) accelerated Substantial Completion of the Work; (ii) tunnel wall tile modifications and (iii) perform all necessary civil, structural and electrical infrastructure for Open Road Tolling (ORT) in the Manhattan Plaza in the negotiated amounts totaling \$30,656,775.69.

The Contract was awarded to Tully in December 2014 in the amount of \$282,454,276.12 (inclusive of an incentive totaling \$3,850,000) subsequent to a competitive RFP process and Board approval. The Scope of Work required to restore the Hugh L. Carey Tunnel (HCT) to a pre-storm state of good repair includes system replacements as follows: tunnel pumping; electrical; lighting; communications, monitoring and control systems; tunnel structural and civil repairs; tunnel wall tile, ceiling panels, polymer panels, curbs and gutters; and tunnel ventilation building rehabilitation as well as asbestos and incidental lead abatement and maintenance and protection of traffic. Also, Capital Program Projects BB-28, Ph. II and BB-54 scopes include fire line replacements and rehabilitation of the Brooklyn Plaza.

On October 5, 2016, New York State Governor Cuomo announced the implementation of cashless all-electronic ORT for adoption at all B&T facilities as part of the New York Crossings Project. As a result, B&T is embarking on the project, which includes new initiatives to: (i) accelerate the substantial completion date of the Work by approximately nine months with a new substantial completion date of March 31, 2018, accelerated from December 11, 2018; (ii) modify the original white tile pattern by installing a unique tile pattern in accordance with the New York State Branding Guidelines that includes bands of blue and gold tile along the top, middle and bottom courses and (iii) implementation of ORT, which requires necessary civil, structural and electrical infrastructure construction work to install ORT gantries prior to the installation of E-ZPass tag readers, cameras, system software and integration that is to be performed by others.

Attaining Substantial Completion for the Project at least nine months earlier than originally scheduled minimizes the duration of customer delays due to tunnel tube closures, ensures safe passage and restores the tunnel to a state of good repair and normal operations in an expedited manner.

B&T began the cashless All-Electronic Tolling pilot program at the Henry Hudson Bridge (HHB) in November 2012. In May 2014 the Board approved a permanent change in the method of toll collection at the HHB, effective January 1, 2015, initially to cashless AET with toll equipment installed in the existing toll plaza infrastructure and vehicles traveling in channelized lanes, to be followed by cashless ORT by the end of 2016. B&T now intends to implement ORT at all of its toll facilities in an expedited manner with the HCT being one of the first facilities to commence revenue collection via ORT by January 2017. The goals for the ORT implementation are to reduce customer travel time, reduce congestion at B&T's facilities, as well as reduction of vehicular exhaust emissions caused by idling traffic. B&T has determined that the most reliable and expeditious means to accomplish the implementation of ORT at the HCT by January 2017 is to amend Contract BB-28S. Efficiencies realized by amending Contract BB-28S include mobilization cost savings, early commitment for long lead items, enhanced coordination and overall reduction of project schedule and risk.

Tully submitted a cost proposal for the acceleration in the amount of \$27,749,674.55. The Engineer's estimate is \$21,599,624. Negotiations resulted in B&T and Tully agreeing to the amount of \$24,818,889.45, which is considered fair and reasonable due to the extensive effort required to coordinate the expedited Work and additional risk factors associated with the accelerated Substantial Completion. The estimate understated the acceleration costs for the subcontracted electrical work. The components understated include increases in manpower, premium labor rates and reduced productivity due to long term extended work hours. With the negotiated acceleration of the Substantial Completion Date, a portion of the incentive shall be deleted from the Contract, which results in a contract credit of \$2,450,000. B&T shall offer an incentive for early Substantial Completion of the Project in the amount of \$14,000 for each day prior to the new Substantial Completion Date of March 31, 2018, up to 100 days total. Previously, B&T authorized an amendment for the initial acceleration payment in the amount of \$1,306,257.31 to minimize the financial burden to Tully and its subcontractors due to the extended acceleration efforts ongoing since June 8, 2016 and to ensure continued accelerated progress and commitments. The negotiated acceleration balance for approval is \$23,512,632.14, which is further reduced by \$2,450,000 for deleting a portion of the incentive and totals \$21,062,632.14.

Tully's proposal for the new tile patterns is in the net amount of \$8,948,416.75. The Engineer's estimate is in the net amount totaling \$4,465,225. Negotiations resulted in B&T and Tully agreeing to the net increase totaling \$5,181,110.55 or \$13.53/SF for the 382,935/SF of tile to be installed. The negotiated amount is fair and reasonable based on the additional cost and labor inefficiencies associated with introducing the new color tile patterns to the tunnel walls during ongoing tile installation. The estimate understated the labor hours and rates for the revised Scope of Work.

The proposal submitted by Tully for the ORT infrastructure work totals \$4,447,717.52. The Engineer's estimate is \$3,481,811. Negotiations resulted in B&T and Tully agreeing to the amount of \$3,913,033. The estimate was developed by utilizing existing and new unit pricing, which does not include premium time labor or the accelerated completion required to commence ORT revenue collection in January 2017. Additionally B&T deems it prudent to include an allowance of \$500,000 to be drawn down for unforeseen and unanticipated work due to the expedited design and implementation of the ORT program. The total agreed amount of \$4,413,033 is considered fair and reasonable based on the accelerated completion schedule for the Project and risks associated with performing the Work in an expedited manner. Previously, B&T authorized Tully to proceed in an amount not to exceed \$250,000 to commence procurement of long lead time items and perform preliminary investigation work.

The funding impacts for the proposed acceleration and tile scopes of the amendment result in an increase to the 2010-2014 Sandy Capital Program of \$28,693,742.69 (Project ED010228) and a credit of \$2,450,000 against the 2010-2014 Core Capital Program (Project D601BB28).

Additionally, funding for the proposed ORT infrastructure and civil work at the HCT in the amount of \$4,413,033 is available in the 2015-2019 Capital Program (Project D703AW65). Funds are being reallocated in the 2015-2019 Capital Program to establish Project D703HC63 for the ORT work at the Hugh L. Carey Tunnel. Approval for other ORT related costs including system integration and ancillary work will be requested under a separate contract. This action modifies B&T's 2015-2019 Capital Program and the proposed modification seeks to add projects (including this one for the HCT – Project D703HC63) related to the implementation of Open Road Tolling (ORT) at all B&T facilities. The strategy for funding the ORT initiatives will be through a combination of efficiencies generated from other projects including existing toll plaza work that did not assume open road tolling as the means of toll collection. No critical state of good repair work is affected as a result of these programmatic modifications.