



Metropolitan Transportation Authority

February 2017

MTA Board Action Items



MTA Board Meeting

2 Broadway - 20th Floor Board Room, New York, N.Y. 10004

Thursday, 2/23/2017

10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Regular Board Minutes - January 25, 2017

MTAHQ Minutes - January 25, 2017 - Page 5

NYCT/MaBSTOA/SIRTOA/Bus Company Regular Board Minutes - January 25, 2017

NYCTA Minutes - January 25, 2017 - Page 11

MTA Metro-North Railroad Regular Board Minutes - January 25, 2017

Metro-North Minutes - January 25, 2017 - Page 15

MTA Long Island Rail Road Regular Board Minutes - January 25, 2017

LIRR Minutes - January 25, 2017 - Page 20

Triborough Bridge & Tunnel Authority Regular Board Minutes - January 25, 2017

TBTA Minutes - January 25, 2017 - Page 30

MTA Capital Construction Regular Board Minutes - January 25, 2017

MTACC Minutes - January 25, 2017 - Page 36

3. COMMITTEE ON FINANCE

Action Items

i. Mortgage Recording Tax - Escalation Payment to Dutchess, Orange and Rockland Counties

Mortgage Recording Tax - Escalation Payments to Dutchess, Orange and Rockland Counties - Page 38

ii. TBTA Operating Surplus

TBTA Operating Surplus - Page 40

MTAHQ Procurements Report

MTAHQ Procurement Report - Page 52

i. Non-Competitive (no items)

ii. Competitive

MTAHQ Competitive Procurements - Page 54

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Agenda and Staff Summaries - Page 60

4. COMMITTEE ON NYCT & BUS

NYCT & Bus Procurements Report

NYCT February Procurement Staff Summary and Resolution - Page 67

i. Non-Competitive

NYCT Non-Competitive Actions - Page 71

ii. Competitive (no items)

iii. Ratifications

NYCT and MTACC Ratifications - Page 74

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

Metro-North Action Item

i. Westchester County DOT Fare Increase

Westchester County DOT Fare Increase - Page 78

MNR Procurements Report

MNR Procurements - Page 81

i. Non-Competitive

MNR Non-Competitive - Page 85

ii. Competitive

MNR Competitive - Page 89

iii. Ratification

MNR Ratifications - Page 96

LIRR Procurements Report

LIRR Procurements - Page 99

i. Non-Competitive (no items)

ii. Competitive

LIRR Competitive Procurements - Page 103

iii. Ratifications (no items)

MTACC Procurements Report

CC Procurements - Page 106

i. Non-Competitive (no items)

ii. Competitive

CC Competitive Procurements - Page 109

iii. Ratifications

CC Ratifications - Page 111

6. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

B&T Procurements Report

BT Procurements - Page 115

i. Non-Competitive (no items)

ii. Competitive

BT Competitive - Page 118

iii. Ratifications (no items)

7. CAPITAL PROGRAM AMENDMENT

MTA 2015-2019 Capital Program Amendment (Materials to be distributed.)

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

9. EXECUTIVE SESSION

Date of next meeting: Wednesday, March 22, 2017

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004
Wednesday, January 25, 2017
10:30 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman**

The following members were absent:

**Hon. John J. Molloy
Hon. James Vitiello**

Hon. David Jones participated in the meeting via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

Donna Evans, Chief of Staff, James Henly, General Counsel MTA NYCT, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

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

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

1. **PUBLIC SPEAKERS.** There were twenty-five (25) public speakers. The following speakers 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 content of speakers' statements.

Anthony Simon, SMART Transportation
James Fahey, General Chairman, Director of Executive Board, ACRE
Council Member I. Daneek Miller, 22nd District, Queens, N.Y.
Mary Parisen, Chair of Civics United for Railroad Environmental Solutions
John Mooney, TWU Local 100
Council Member Ydanis A. Rodriguez, 10th District, New York, N.Y.
Bradley Brashears, PCAC
Lisa Hamner, private citizen
Marty Goodman, TWU L100
Mr. X, private citizen
Jonathan Boeb, private citizen
Neile Weissman, Complete George
Rebecca Bailin, Riders Alliance
Pedro Rivera, Riders Alliance
Sharon Bardales, NYPERG
Xavier Maisonet, NYPERG
Samuel Santaella, Riders Alliance
Norma Ginez, Riders Alliance
Zach Accuardi, Transit Center
Joseph Rapport, Brooklyn Center for the Independence of the Disabled
Jason Pineiro, private citizen
Omar Vera, private citizen
Anthony Drummond, Representative, Brooklyn Borough President Eric Adams
Vanessa Agudelo, private citizen
Ellyn Shannon, PCAC

Following the Public Speakers' Session, Chairman Prendergast called for a brief recess, thereupon the meeting resumed at 12:10 p.m.

2. **CHAIRMAN'S REMARKS.**

Chairman Prendergast welcomed everyone to the first Board meeting of the year. The Chairman announced that Board Member David Jones was joining the meeting via teleconference, noting the MTA By-Laws provision precluding voting via teleconference.

Chairman Prendergast expressed his pride in the MTA employees, who worked tirelessly on the Second Avenue Subway Project and who are responsible for its timely opening. The Chairman thanked Governor Cuomo, for both establishing clear expectations regarding

Regular Board Meeting
January 25, 2017

achieving a timely opening of the Project and providing MTA the support it needed to complete the first phase of the Project.

Chairman Prendergast announced that the Board will be asked to vote on a contract to expand and enhance MTA's existing sleep apnea program so that it covers every MTA operating agency, including New York City Transit, LIRR, Metro-North and MTA Bus. The Chairman stated that the new program will provide sleep apnea risk assessment to more than 20,000 railroad locomotive engineers, subway train operators, conductors and bus operators, making MTA the first transportation authority in the nation to systematically screen employees for obstructive sleep apnea and offer priority specialized treatment to employees. Chairman Prendergast stated that the two major reasons for establishing the program are to ensure the safety of customers, employees and the public; and to improve and save the lives of our employees.

Chairman Prendergast noted that the Board will be voting on the proposed Fare and Toll changes, as indicated in MTA's Financial Plan. The Chairman also noted that this was his last Board meeting as Chairman.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on December 14, 2016.
4. **FARE AND CROSSING CHANGES.**

Chairman Prendergast stated that the proposed fare and toll changes are necessary parts of the MTA's Financial Plan and the recommended changes are a result of extensive and valuable input from the public, MTA staff and Board members. The Chairman noted that the agency held eight (8) public hearings, hosted four (4) video sessions and reviewed all written comments from members of the public before deciding which of the two proposals to recommend for adoption. Chairman Prendergast noted that the recommendation is to approve Option #1 of the two proposals.

Chairman Prendergast stated that the proposal presented to the Board today puts forward the lowest fare and toll increases since 2009, which is when the MTA began the policy of biennial fare increases in an effort to keep necessary adjustments as small and predictable as possible. The Chairman stated that the MTA is holding to its commitment, especially focusing on keeping fares affordable for low-income riders and most frequent riders. The proposal includes an increase in monthly and weekly fares on the railroads, subways and buses by less than 2% a year on average, below the rate of inflation.

Chairman Prendergast stated that considering that the base fare increased in 2013 and 2015, it is recommended that the base fare remains unchanged at \$2.75, which benefits riders who pay cash on the bus or who load less than a round trip on their MetroCard, and these are more likely to be lower-income customers. This also benefits paratransit riders. The increase in railroad fares are capped at 3.75% and at \$15, which will benefit riders at the far end of the system. With respect to Bridges & Tunnels, the car toll will increase less than a quarter for those who have a New York Customer Service Center E-ZPass.

The Chairman stated that the MTA was able to hold tolls and fare increases down again this year because of the continued operational efficiencies and smart cost-cutting measures that have been in place over the past nine years, all while adding service and capacity along the busiest corridors, most notable was the on-time opening of the new Second Avenue subway line.

Chairman Prendergast noted that during the fare hearings, a number of people commented on a couple of other ideas that were not technically part of the proposal under consideration, which included the Freedom Ticket and a reduced fare for riders with very low incomes. In the case of a reduced fare for very low-income riders, the Chairman stated that social services are rightly the role of municipalities in caring for their residents, rather than the MTA's role. The Chairman stated that the Financial Plan does an excellent job of containing costs in an effort to keep fares affordable for all customers. With respect to the Freedom Ticket, the Chairman stated that he has asked staff to develop a field study for a discounted LIRR/ Metro-Card ticket to customers between Zone 3 and Atlantic Terminal. The limited-duration field study is intended to help MTA understand customer demand for Atlantic Terminal and any impact on services and operations, which will allow MTA to evaluate alternative pricing. The results of the study will be presented to the Board so that it can make an informed decision.

Chairman Prendergast noted that first the Board will vote on the fare increases followed by a vote on the toll increases. James Henly, General Counsel, NYCTA, noted an error in the staff summary on the proposed 2017 Fare Increase – the reference to \$69.50 in the 5th bullet on page 2 should instead read \$59.50.

Action Items.

Following a discussion and comments by Board members and upon motion duly made and seconded, the Board approved the following action items as set forth in the 2017 Fare Increases and Crossing Charge Increases resolutions and staff summaries. The specifics are set forth in the attached resolutions and staff summaries. The details of Board members' comments and questions with respect to these action items are included in the video recording of the meeting produced by the MTA and maintained in MTA records. Item #, below (the 2017 Fare Increases resolution), was approved, nine votes being cast in support of the resolution and no vote recorded in opposition. Pursuant to MTA By-Law Section 10(b) of Article II, the single collective vote of the Hudson Valley Members was not recognized on Item #1 because a unanimous vote was not cast by the two Hudson Valley Members present (Member Wortendyke voting in opposition and Member Metzger voting in favor of the Item). Items #2 and #3 below were pass unanimously.

1. 2017 Fare Increases. Approved a resolution authorizing proposed fare changes set forth in Attachment A to the resolution, and authorized the Presidents of each of MTA, NYCTA, MaBSTOA, SIRTOA, MTA Bus, Metro-North and LIRR and their designees to take all necessary and desirable steps to implement such fares and fare structures on the vehicles and facilities of their respective agencies.
2. 2017 Crossing Charge Increases: Environmental and "Just and Reasonable" Determination. Approved a resolution that (i) finds and determines that proposed

increases to the Crossing Charge Schedule will not have a significant adverse effect on the environment within the meaning of the State Environmental Quality Review Act (“SEQRA”), (ii) adopts and approves the Negative Declaration in accordance with SEQRA and authorizes and directs the President of the Triborough Bridge and Tunnel Authority or his designee to execute it, and (iii) finds that the Crossing Charges as increased in the new Crossing Charge Schedule are “Just and Reasonable” within the meaning of the General Bridge Act of 1946.

3. 2017 Crossing Charge Increases. Approved a resolution that (i) repeals the prior Crossing Charge Schedule and adopts a new Crossing Charge Schedule that increases Crossing Charges for use of the Triborough Bridge and Tunnel Authority facilities as set forth in Attachment 1 to the resolution, and (ii) authorizes the President of said 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 new Crossing Charge Schedule.

5. COMMITTEE ON FINANCE.

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

1. Municipal Finance Disclosure Policies and Procedures. Approved resolution adopting the Municipal Finance Disclosure Policies and Procedures.

- 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. New Canvas Digital, Inc. – Upgrade MTA Metro-North Train Time App – No. 90000000002024. Approved the award of a non-competitive, miscellaneous services contract to upgrade Metro-North Railroad’s Train Time Application in order to comply with current application technology standards and properly support current-general devices.
2. AFT Project at Five NYCT Subway Station on the Astoria Line. Approved the award of five (5) competitively negotiated contracts, to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials, with Sarah Morris (39 Avenue Station), Maureen McQuillan (36 Avenue Station), Diane Carr (Broadway Station), Stephen Westfall (30 Avenue Station), and Elizabeth Condon (Ditmars Blvd.)
3. All-Agency Obstructive Sleep Apnea Testing – Nos. 16139-0100 thru 0400. Approved the award of four (4) competitively negotiated personal services contracts with ENT & Allergy/Night & Day Sleep Services, Respira, Inc., Northwell Health, Inc. and CHSLI to provide medical services to screen, manage, coordinate and monitor medical treatment for select employees for obstructive

sleep apnea testing and treatment (“Sleep Medicine”) for MTA agencies’ employees.

4. Armed, Unarmed and Security Operations Center Monitoring Security Services – Nos. 15264-0100 thru 0200. Approved competitively negotiated contracts with Universal Protection Services, LLC d/b/a Allied Universal Security Services and Summit Security Services, Inc. for Unarmed, Armed and Security Operations Center Monitoring Security Services for a period of five years from February 1, 2017 to January 31, 2022.

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.

Long Island Rail Road

1. License agreement with L&W Yellow, LLC for six (6) taxi parking spaces at Wantagh Station, Nassau County.
2. Lease agreement with Robert Nidzyn’s Scales & Tails Inc. for a café at Speonk Station, Suffolk County.

5. **CHAIRMAN’S FARWELL COMMENTS.**

Chairman Prendergast commented on his service at the MTA, noting that he had loved the years he served at the MTA, and that his primary reason for retiring was to spend more time with his family. The Chairman expressed his gratitude to Governor Cuomo for appointing him Chairman and CEO of the MTA and he thanked and praised the many people with whom he had the opportunity to work throughout the years. Chairman Prendergast also thanked the members of the MTA Board, stating that no chief executive can succeed without a Board that is as well-informed, dedicated, courageous and supportive as the current Members.

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

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 1:13 p.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

Regular Board Meeting
January 25, 2017

**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, January 25, 2017
10:00 a.m.**

The following members were present:

**Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman**

The following members were absent:

**Hon. John J. Molloy
Hon. James Vitiello**

Hon. David Jones participated in the meeting via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

Donna Evans, Chief of Staff, James Henly, General Counsel MTA NYCT, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

1. CHAIRMAN PRENDERGAST CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

There were twenty-five (25) public speakers. The following speakers spoke on MTA NYC Transit/Staten Island Rapid Transit Operating Authority /MTA Bus Company matters. Please refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of speakers' statements.

Anthony Simon, SMART Transportation
James Fahey, General Chairman, Director of Executive Board, ACRE
Council Member I. Danek Miller, 22nd District, Queens, N.Y.
Mary Parisen, Chair of Civics United for Railroad Environmental Solutions (LIRR)
John Mooney, TWU Local 100
Council Member Ydanis A. Rodriguez, 10th District, New York, N.Y.
Bradley Brashears, PCAC
Lisa Hamner, private citizen
Marty Goodman, TWU L100
Mr. X, private citizen
Jonathan Boeb, private citizen
Neile Weissman, Complete George
Rebecca Bailin, Riders Alliance
Pedro Rivera, Riders Alliance
Sharon Bardales, NYPERG
Xavier Maisonet, NYPERG
Samuel Santaella, Riders Alliance
Norma Ginez, Riders Alliance
Zach Accuardi, Transit Center
Joseph Rapport, Brooklyn Center for the Independence of the Disabled
Jason Pineiro, private citizen
Omar Vera, private citizen
Anthony Drummond, Representative, Brooklyn Borough President Eric Adams
Vanessa Agudelo, private citizen
Ellyn Shannon, PCAC

Following the Public Speakers' Session, Chairman Prendergast called for a brief recess, thereupon the meeting resumed at 12:10 p.m.

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 December 14, 2016.

5. 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 two-thirds vote (Schedule A in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring a majority vote (Schedules H and L 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.

6. FARE AND CROSSING CHANGES.

Action Item:

2017 Fair Increases: Following a discussion and comments by Board members, and upon motion duly made and seconded, the Board approved a resolution authorizing proposed fare changes set forth in Attachment A to the resolution located on pp. 3-4 of the 2017 Fare Increases and Crossing Charge Increases book (distributed separately to the Board), and authorized the President of MTA NYC Transit, MaBSTOA SIR and MTA Bus and his/her designees to take all necessary and desirable steps to implement such fares and fare structures on the vehicles and facilities of their respective agencies.

The resolution authorized changes to the applicable tariffs, incorporating modifications in fares to take effect on or about March 19, 2017 as applicable to MTA NYC Transit, MaBSTOA SIR and MTA Bus, summarized as follows:

- **Base Fare:** No change in \$2.75 base fare for coin on bus and Pay-Per-Ride MetroCard.
- **Single Ride Ticket:** No change in \$3.00 Single Ride Ticket.
- **Express Bus Fare:** No change in \$6.50 express bus fare.
- **Bonus:** Decrease the bonus on Pay-Per-Ride MetroCard from 11% to 5%; the threshold remains unchanged at \$5.50.

- Unlimited Ride MetroCard: Increase the price of unlimited ride cards: 7-Day Unlimited Ride MetroCard increases from \$31 to \$32; 30-Day and Calendar Monthly Unlimited Ride MetroCard increases from \$116.50 to \$121; 7-Day Express Bus Plus Unlimited Ride MetroCard increases from \$57.25 to \$59.50.

Chairman Prendergast noted that the recommended changes were the result of extensive and valuable input from the public, MTA staff and Board members. The Chairman noted that the agency held eight (8) public hearings, hosted four (4) video sessions and reviewed all written comments from members of the public before deciding which of the two proposals to recommend for adoption. Chairman Prendergast noted that the recommendation was to approve Option #1 of the two proposals. With respect to Option #1, prior to the adoption of the fare resolution by the Board, the Board members were advised that the staff summary accompanying the resolution contained a typographical error in the 5th bullet on page 2, relating to the 7-Day Express Plus Unlimited Ride MetroCard fare, which was incorrectly stated in the staff summary as a fare of \$69.50 rather than the intended \$59.50, as set forth in the accompanying tariff annexed to the resolution.

The 2017 Fare Increases resolution was approved, nine votes being cast in support of the resolution and no vote recorded in opposition. Pursuant to MTA By-Law Section 10(b) of Article II, the single collective vote of the Hudson Valley Members was not recognized on the 2017 Fare Increases resolution because a unanimous vote was not cast by the two Hudson Valley Members present (Member Wortendyke voting in opposition and Member Metzger voting in favor of the Item).

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

7. ADJOURNMENT

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 1:13 p.m.

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

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
2 Broadway – 20th Floor
New York, NY 10004
Wednesday, January 25, 2017
10:30 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

The following members were absent:

Hon. John J. Molloy
Hon. James Vitiello

Hon. David Jones participated in the meeting via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

Donna Evans, Chief of Staff, James Henly, General Counsel MTA NYCT, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Chairman Prendergast called the meeting to order.

1. Public Speakers:

There were 25 public speakers, none of whom spoke on Metro-North agenda items. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the names of the speakers and the content of speakers' statements.

Following the Public Speakers' Session, Chairman Prendergast called for a brief recess, thereupon the meeting resumed at 12:10 p.m.

2. Chairman's Opening Remarks:

Chairman Prendergast welcomed everyone to the first Board meeting of the year. The Chairman announced that Board Member David Jones was joining the meeting via teleconference, noting the MTA By-Laws provision precluding voting via teleconference.

Chairman Prendergast announced that the Board will be asked to vote on a contract to expand and enhance MTA's existing sleep apnea program so that it covers every MTA operating agency, including New York City Transit, LIRR, Metro-North and MTA Bus. The Chairman stated that the new program will provide sleep apnea risk assessment to more than 20,000 railroad locomotive engineers, subway train operators, conductors and bus operators, making MTA the first transportation authority in the nation to systematically screen employees for obstructive sleep apnea and offer priority specialized treatment to employees. Chairman Prendergast stated that the two major reasons for establishing the program are to ensure the safety of customers, employees and the public; and to improve and save the lives of our employees.

Chairman Prendergast noted that the Board will be voting on the proposed Fare and Toll changes, as indicated in MTA's Financial Plan. The Chairman also noted that this was his last Board meeting as Chairman.

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 December 14, 2016 were approved.

4. Fare and Crossing Changes:

Chairman Prendergast stated that the proposed fare and toll changes are necessary parts of the MTA's Financial Plan and the recommended changes are a result of extensive and valuable input from the public, MTA staff and Board members. The Chairman noted that the agency held eight (8) public hearings, hosted four (4) video sessions and reviewed all written comments from members of the public before deciding which of the two proposals to recommend for adoption. Chairman Prendergast noted that the recommendation is to approve Option #1 of the two proposals.

Chairman Prendergast stated that the proposal presented to the Board today puts forward the lowest fare and toll increases since 2009, which is when the MTA began the policy of biennial fare increases in an effort to keep necessary adjustments as small and predictable as possible. The Chairman stated that the MTA is holding to its commitment, especially focusing on keeping fares affordable for low-income riders and most frequent riders. The proposal

includes an increase in monthly and weekly fares on the railroads, subways and buses by less than 2% a year on average, below the rate of inflation.

Chairman Prendergast stated that the increase in railroad fares are capped at 3.75% and at \$15, which will benefit riders at the far end of the system.

The Chairman stated that the MTA was able to hold tolls and fare increases down again this year because of the continued operational efficiencies and smart cost-cutting measures that have been in place over the past nine years, all while adding service and capacity along the busiest corridors.

Chairman Prendergast noted that first the Board will vote on the fare increases followed by a vote on the toll increases. James Henly, General Counsel, NYCTA, noted an error in the staff summary on the proposed 2017 Fare Increase – the reference to \$69.50 in the 5th bullet on page 2 should instead read \$59.50.

Action Item:

Following a discussion and comments by Board members and upon motion duly made and seconded, the Board approved the following action item that relates to Metro-North as set forth in the 2017 Fare Increases and Crossing Charge Increases resolutions and staff summaries. The specifics are set forth in the attached resolution and staff summary. The details of Board members' comments and questions with respect to the action item are included in the video recording of the meeting produced by the MTA and maintained in MTA records. The item below (the 2017 Fare Increases resolution), was approved, nine votes being cast in support of the resolution and no vote recorded in opposition. Pursuant to MTA By-Law Section 10(b) of Article II, the single collective vote of the Hudson Valley Members was not recognized on the item because a unanimous vote was not cast by the two Hudson Valley Members present (Member Wortendyke voting in opposition and Member Metzger voting in favor of the Item).

2017 Fare Increases:

Approved a resolution authorizing proposed fare changes set forth in Attachment A to the resolution, and authorized the Presidents of each of MTA, NYCTA, MaBSTOA, SIRTOA, MTA Bus, Metro-North and LIRR and their designees to take all necessary and desirable steps to implement such fares and fare structures on the vehicles and facilities of their respective agencies.

Board member Albert stated that there should be a different way to fund public transportation rather than balancing the budget on the backs of commuters. Board member Vanterpool supports bi-annual fare increases as a way to avoid exorbitant fare increases. She noted that it is difficult to decide which option is best because the agency must look at the fiscal impact of a state budget that has yet to be finalized. She suggested that the process be moved outside of the state budget season so that the agency can make better decisions. Board member Vanterpool noted that, while some of the services have deteriorated, the MTA has opened new stations and is using new technologies, for example, Wi-Fi. Board member Pally stated that consideration should be given to those in the suburbs who have the highest fares. He is glad to see that the increase to these areas is capped at a certain dollar amount. He stated that there

should be marketing improvements that would inform those who use the commuter railroads of the bonuses available to them. Board member Metzger noted that west of Hudson riders do not have the same services as east of Hudson. In addition, these riders have to use more than one transportation agency. Board member Wortendyke stated that Rockland County is not getting full value for the fare it pays. Board member Metzger agrees with Mr. Wortendyke and believes there should be a new investigation of the value gap. Board member Ferrer does not like to see fare increases but believes they are necessary.

5. Committee on Finance:

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 a non-competitive, Miscellaneous Services Contract to New Canvas Digital, Inc. in the total amount of \$194,600.00 to upgrade Metro-North Railroad's Train Time Application in order to comply with current application technology standards and properly support current-generation devices.

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

- Approval of four (4) competitively negotiated, all-agency, personal services contracts to provide medical services to screen, manage, coordinate and monitor medical treatment for select employees for obstructive sleep apnea testing and treatment ("Sleep Medicine") for MTA agencies' employees. Each contract will be awarded on a zero-dollar basis. The firms will perform monitoring of medical treatment for select employees for obstructive sleep apnea testing and treatment ("Sleep Medicine") based on geographic coverage areas for MTA agencies' employees on an as-needed basis for the period of 3 years (with a 2 year option) for a not-to-exceed amount of \$7,500,000.
- Approval of two competitively negotiated All-Agency Miscellaneous Service Contracts to Universal Protection Services, LLC d/b/a Allied Universal Security Services and Summit Security Service, Inc. for Unarmed, Armed and Security Operations Center Monitoring Security Services for a period of five years from February 1, 2017 to January 31, 2022, in an amount not to exceed \$172,120,487 which includes a 10% contingency.

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.

6. Committee on Metro-North Railroad:

The Board was presented with one action item:

- Memorandum of understanding between Metro-North and the City of Newburgh for reimbursement of ferry landing/parking lease – Approval for Metro-North to enter into a Third Memorandum of Understanding (MOU) with the City of Newburgh, New York for Metro-North to reimburse the City for lease payments for the parking and ferry landing facilities used by the Newburgh-Beacon ferry for the period February 1, 2017 through December 31, 2018.

Upon motion duly made and seconded, the Board approved the foregoing action item. Board member Wortendyke abstained from vote. The details of the above item are contained in a staff summary filed with the records of this meeting and in the video recording of the meeting produced by the MTA and maintained in the MTA records.

7. Chairman Prendergast's Farewell Comments:

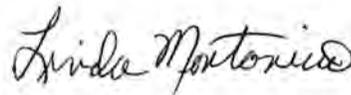
Chairman Prendergast commented on his service at the MTA, noting that he had loved the years he served at the MTA, and that his primary reason for retiring was to spend more time with his family. The Chairman expressed his gratitude to Governor Cuomo for appointing him Chairman and CEO of the MTA and he thanked and praised the many people with whom he had the opportunity to work throughout the years. Chairman Prendergast also thanked the members of the MTA Board, stating that no chief executive can succeed without a Board that is as well-informed, dedicated, courageous and supportive as the current Members.

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

8. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 1:13 p.m.

Respectfully submitted,



Linda Montanino
Assistant Secretary

**Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004
Wednesday, January 25, 2017
10:30 a.m.**

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

The following members were absent:

Hon. David Jones (Joined the Meeting via Phone/MTA By-laws preclude voting by phone)
Hon. John J. Molloy
Hon. James Vitiello

Donna Evans, Chief of Staff, James Henly, General Counsel MTA NYCT, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Chairman & CEO Thomas F. Prendergast called the meeting to order.

1. Public Speakers:

Stephen Morello, Counselor to the Chairman, stated that the meeting had been delayed due to the large number of people registering to speak. He further stated that there were twenty five (25) public speakers and he asked all speakers to keep to the two-minute time limit for comments.

Three (3) of the speakers commented on matters related to the Long Island Rail Road.

Councilman Daneek Miller, Member of the New York City Council, commented on the lack of transportation options in Southeast Queens, noting that the federal government had designated the area as a “transit desert.” He stated that a trip to Manhattan from this area could take 1-1/2 to 2 hours. He further stated that the Long Island Rail Road (LIRR) has stations in the area, but the fares are not cost effective.

Mary Parisen, from Civics United for Railroad Environmental Solutions (CURES) asked the Board to support seeking new Tier IV locomotives to service the Long Island Rail Road’s freight concession. She stated that she had spoken to LIRR President Patrick Nowakowski, who told her that the current Transfer Agreement for freight service was being reconsidered. She further stated that the New York & Atlantic Railway (NYA), the current freight operator, had violated safety standards and the Agreement, and had been found by the Federal Railroad Administration (FRA) to have used uncertified people to run trains. She asked how the LIRR could consider renewing an Agreement with NYA after accidents such as Hicksville and Maspeth, where an NYA train ran through three grade crossings. Ms. Parisen stated that NYA uses contractors to operate its trains who are not properly qualified. She also stated that under the Second Amendment to the Transfer Agreement, dealing with movement of waste by rail, there was not supposed to be any rail-served waste transfer stations in New York City, but there are. Ms. Parisen said that NYA was untrustworthy and unsafe.

Anthony Drummond, representing Brooklyn Borough President Eric Adams, read a statement from the Borough President in which he expressed support for the “Freedom Ticket”, and asked for a pilot program along the LIRR Atlantic Branch. The Borough President also stated that the Freedom Ticket would spur growth and development in East New York, and would mitigate strain on the subway system caused by the two-year closure of the Canarsie tube and the shutdown of the M train between Myrtle/Wyckoff and Middle Village. The Borough President noted that the LIRR peak fare from East New York to Atlantic Terminal was \$8.25 versus \$2.75 for the subway, but that the subway takes twice as long. He asked for an affordable LIRR ride and stated that this was a transit equity issue in light of the area dealing with a 3-year loss of rail transit service due to infrastructure upgrades.

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 David Jones was joining the meeting via conference call. Under the MTA By-laws, he may not vote, but we welcome him as a participant.

Chairman Prendergast expressed his pride in the MTA workers who worked to get the Second Avenue Subway open on time. He thanked Governor Andrew Cuomo for his support of this project.

Chairman Prendergast noted that the Board would be voting today on a contract to enhance MTA's sleep apnea program to cover all MTA agencies, and that MTA is the first transportation authority in the nation to systematically screen employees for sleep apnea and offer specialized treatment. He stated that MTA was pursuing this for two reasons, in advance of any mandate to do so: it is the right thing to do, to ensure the safety of our customers, our employees, and the public; and it can improve the lives and save the lives of employees.

Chairman Prendergast stated that, in light of the delay in the start of the meeting, the first order of business would be the proposed fare and toll increase. He also noted that this was going to be his last MTA Board meeting and that he would have more to say about that later.

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 December 14, 2016 were approved.

4. Fare and Toll Increases:

Chairman Prendergast stated that the proposed fare and toll increases were a necessary part of MTA's financial plan. He noted that MTA had conducted eight public hearings and hosted 4 video sessions to solicit public comments, and that all public comments had been reviewed. He noted that the proposed fare increase is the lowest increase since 2009, and that increases have been implemented bi-annually, with an average increase of less than 2% per year.

Chairman Prendergast stated that two options for fare and toll increases were considered, and the recommendation is to approve Option 1.

Chairman Prendergast noted that the proposed increase keeps the base fare at \$2.75, which will benefit riders who pay cash on the bus or who load less than a Round Trip on their Metrocard, and these are likely to be lower income customers. This also benefits our paratransit riders who are subject to the base fare. The increase in railroad fares has been capped at 3.75% and at \$15, which will benefit riders at the far end of the system. The increase in the tolls for bridges and tunnels is less than a quarter (25 cents) for EZ Pass users. The Chairman stated that MTA had been able to hold down the fare increases due to strict controlling of costs over the past nine years.

Chairman Prendergast stated that, with respect to a reduced fare for certain lower income riders, social services was properly a matter for the local municipality to take up, rather than the MTA. He further stated that, with respect to the Freedom Ticket, he had asked staff to develop a field study of a reduced fare on the LIRR between Zone 3 and Atlantic Terminal. The results of the study will be brought back to the Board so that it can make an informed decisions going forward.

NYCT General Counsel James Henly noted an error in the staff summary on the proposed 2017 Fare Increases: the reference to \$69.50 in the 5th bullet on page 2 should instead be \$59.50.

Board Member Andrew Albert stated that he was generally in favor of the fare increases, but that balancing the budget on the backs of riders was not a good thing; a new way to finance mass transit must be found, perhaps a gas tax increase, or a way to capture part of increases in real estate value. Option B would have been better for most of our riders as bonus Metrocards are used by huge numbers of all income groups. Board member Albert stated that perhaps Access-A-Ride should be treated separately, but Option B would be better for the majority of our riders.

Board Member Veronica Vanterpool stated her support for bi-annual fare increases. She stated that in New Jersey, because of a lack of this structure, riders have been confronted with fare increases of up to 22%. In Connecticut, fares went up for railroad users by 6%. We have been able to avoid this type of dramatic increase. Board Member Vanterpool stated her agreement with Board Member Albert that Option B was better for the majority of our users, but not at the expense of those using our paratransit services. She commended MTA staff for their work in developing the two options that were considered, but felt that neither option was the best choice. We have a responsibility to ensure the fiscal stability of the MTA but we also have to be responsive to our riders.

Board Member Vanterpool stated that we should look carefully at all fiscal stakeholders who have a role in MTA finances, including the State Legislature. She further stated that we need to pay special attention to the State budget and its impact on the MTA, and noted that the proposed budget contained a \$65 million reduction in the Payroll Mobility Tax. She added that it was unfair to ask the Board to consider increases in fares during the State budget season. Board Member Vanterpool also stated that the notion of “fair fares” is an idea long overdue. She expressed her concern that we need to focus not only on the impacts of increases on drivers, but also on the impacts on transit users as well. She noted that the proposed budget included a permanent rebate for Staten Island users of the Verrazano Narrows Bridge, which she opposes, and that the budget last year allocated \$1 billion to forestall a toll hike on the New York State Thruway for four years. She also stated that the MTA needed to reduce reliance on debt.

Board Member Vanterpool stated that this was not a time for anyone to say “fares are increasing, but we didn’t get anything for it.” We are getting a lot, including new buses and subway cars, and WiFi availability. However, deterioration in service is an issue, and the benefits we are getting from these new investments are not being shared equally by all; there is a disparity in the benefits received across the system.

Board Member Ira Greenberg stated that he concurs with Board Member Albert’s comments. The monthly ticket is going up almost 4%. If all you can muster is a one-way fare on your Metrocard, we’re keeping your fare where it is. If you have enough money for a monthly ticket, you’re going to get the increase. What we are saying is that once you get a better job, we’re going to increase your fare to subsidize someone who doesn’t have a job. This is why Option B was the better choice. Perhaps the City should have taken up its responsibility in terms of helping to reduce fares for lower income riders.

Board Member Greenberg stated that he wished he had heard about the impacts of the fare increases on paratransit riders during the public hearings. He expressed his support for the field study of a reduced fare on LIRR's Atlantic Branch.

Board Member Mitchell H. Pally stated that he glad to see that some consideration was given to people who live far out on the system. He noted that the maximum increase was capped, and that this was an important signal to people who live Suffolk. Board Member Pally stated that the cap is not a percentage, it is a dollar amount. When you are already paying \$200-\$300-\$400 for tickets, the cap is reasonable.

Board Member Pally stated that in terms of discounts --- the bonuses people get --- it's not just subway riders, but railroad riders too. We need to do a better job of telling people what their options are. With EZ Pass, you pay less. We need to improve our marketing to help people understand what bonuses are available so they can choose what tickets to buy.

Board Member Pally stated that the Freedom Ticket will impact LIRR riders, and that it is very important to a constituency in this region. He further stated he was glad the MTA would initiate a field study of the idea, and not just think about it.

Board Member Metzger stated that no one wants to raise fares but inflation moves on. The 2-year cycle for increases reflects inflation. She further stated that we all agree at the beginning of the cycle, but at the end we are never satisfied. West of Hudson has a lot of pressure to say no to the increase; it is a captive to two agencies, MTA and New Jersey Transit. MTA to its credit has been innovative and has tried to help through keeping parking charges down and offering extra Tappan Zee Express service. Board Member Metzger thanked the MTA Board and noted that while she represents West of Hudson, she has a fiduciary responsibility to the agency. She feels the 2-year cycle for fare increases is right, and she plans to vote yes.

Board Member Albert stated that he supports bi-annual fare increases but at some point we will have \$10 fares ad \$50 tolls. There needs to be another mechanism to finance mass transit.

Vice Chairman Fernando Ferrer stated that he did not like to raise fares, but when we add service, or negotiate a new contract, we need to find the funds to pay. Vice Chairman Ferrer further stated that one thing he repeatedly heard at the public hearings was a plea not to raise the base fare. He added that we need to remain focused; this is one of the most consequential actions that the Board will take. He expressed his support for Option1, stating that it was the right way to go.

Chairman Prendergast referred to the staff summary for the 2017 Fare Increases and the additional materials related thereto distributed to the Board. Upon motion duly made and seconded, the Board approved the 2017 fare increases for New York City Transit, MaBSTOA, Staten Island Railway, MTA Bus, and the Commuter Railroads, 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.

Chairman Prendergast then referred to the staff summary for Crossing Charge Increases – Environmental and “Just and Reasonable Determination”, and the additional materials related

thereto distributed to the Board, including the Type II Determination and Negative Declaration, concluding that the proposed increases will have no significant adverse environmental impacts, and the Report to the MTA Board and the Board of the Triborough Bridge and Tunnel Authority (TBTA), concluding that the proposed increases were just and reasonable. Upon motion duly made and seconded, the Board approved the actions described in such staff summary including approval of (a) a finding and determination that the proposed increases will have no significant adverse environmental impacts within the meaning of the State Environmental Quality Review Act (SEQRA), (b) adoption of such Negative Declaration in accordance with SEQRA, and (c) a finding that that such proposed increases are “just and reasonable” within the meaning of the General Bridge Act of 1946. The details of the foregoing actions 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.

Chairman Prendergast then referred to the staff summary for Crossing Charge Increases, and the related materials distributed to the Board. Upon motion duly made and seconded, the Board approved the actions described in such staff summary, including (a) repeal of the prior Crossing Charge Schedule and adoption of a new Crossing Charge Schedule that increases Crossing Charges for use of TBTA’s facilities, and (b) authorizing the President of TBTA or his designee to take all such steps as may be necessary and desirable to establish, implement and permanently adopt, pursuant to law, such new Crossing Charge Schedule. The details of the foregoing actions 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.

4. Committee on Finance:

Action Item

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

- Approval of the attached resolution adopting the annexed Municipal Finance Disclosure Policies and Procedures (the “Disclosure Policies and Procedures”). The Disclosure Policies and Procedures primarily formalize existing disclosure practices of MTA and TBTA that are followed in connection with issuances and re intended to reinforce best practices relating to disclosures made in connection with municipal finance offerings and required periodic filings.

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.

Procurement Items

The Board was presented with eight (8) procurement items recommended to it by the Committee on Finance, six (6) of which related to Long Island Rail Road:

- All Agency Obstructive Sleep Apnea Testing – ENT & Allergy / Night & Day Sleep Services; Respira, Inc.; Northwell Health, Inc; and CHSLI - To recommend that the Board approve the award of four (4) competitively negotiated, all-agency, personal services contracts to provide medical services to screen, manage, coordinate and monitor medical treatment for select employees for obstructive sleep apnea testing and treatment (“Sleep Medicine”) for MTA agencies’ employees. Each contract will be awarded on a zero-dollar basis. The firms will perform monitoring of medical treatment for select employees for obstructive sleep apnea testing and treatment (“Sleep Medicine”) based on geographic coverage areas for MTA agencies’ employees on an as-needed basis for the period of 3 years (with a 2 year option) for a not-to-exceed amount of \$7,500,000.
- Armed, Unarmed and Security Operations Center Monitoring Security Services – Universal Protection Services, LLC d/b/a Allied Universal Security Services; Summit Security Service, Inc. – To recommend the Board approve the award of two competitively negotiated, All-Agency Miscellaneous Service Contracts to Universal Protection Services, LLC d/b/a Allied Universal Security Services and Summit Security Service, Inc. for Armed, Unarmed and Security Operations Center Monitoring Security Services for a period of five years from February 1, 2017 to January 31, 2022, in an amount not to exceed \$172,120,487 which includes a 10% contingency. As a result of negotiations, Procurement obtained a savings of \$12.7 million or 7.5% off the projected costs over the next five years. Procurement negotiated fixed pricing for each year of the five-year term.

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 two (2) real estate items recommended to it by the Committee on Finance, both of which related to the Long Island Rail Road:

- License with L&W Yellow, LLC for 6 taxi parking spaces at Wantagh Station, Nassau County. Term: 10 years, terminable on 60 days’ notice. Compensation: \$5,700 first year, with 3% increases annually thereafter during the term.
- Lease with Robert Nidzyn’s Scales and Tails, for a café at Speonk Station, Suffolk County. Term: 10 years. Compensation: \$3,600 first year, with 3% increases annually thereafter during the term.

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

5. Long Island Rail Road Committee:

The Board was presented with one (1) procurement item related to MTA Capital Construction, recommended to it by the Long Island Rail Road Committee:

- A request that Board adopt a resolution declaring competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals for Contract MC-852 for On-Call Miscellaneous Construction Services for the ESA project.

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

6. Chairman's Remarks upon His Retirement from the MTA.

Chairman Prendergast made the following remarks in connection with his recently announced retirement from the MTA:

Chairman Prendergast noted that he had spent 25 years out of his 42-year career at MTA, and that these years represented some of the most challenging and enjoyable times. He stated there were three reasons why he was leaving: his wife, his son and his daughter. He further stated that he was seeking a better work-life balance and that he was melancholy about leaving, but he felt he needed to do something else. He thanked Governor Cuomo for having confidence in him, and he thanked the Board for its support, with special thanks to Vice Chairman Fernando Ferrer. He stated that the MTA executive staff was composed of consummate professionals, and he extended special thanks to Chief Financial Officer Robert Foran. Chairman Prendergast praised MTA's 71,000 employees for their hard work and willingness to sacrifice, and stated that this is what distinguishes MTA from a lot of other agencies.

Chairman Prendergast highlighted several recent accomplishments by the MTA including adoption of the largest Capital Program in MTA history, the accelerated introduction of new technology, and true expansion of the system for the first time, through projects such as the 7 Line Extension, the Fulton Center, and the Second Avenue Subway. He added that MTA has embraced fiscal control over costs, which has resulted in the lowest fare increase in years.

Chairman Prendergast concluded by noting this is a system that never stops, because the City and the region never sleep, and that he feels honored by having had the opportunity to lead it.

Several Members of the Board expressed their thanks and appreciation to the Chairman for Chairman's his leadership.

Vice Chairman Ferrer noted that Chairman Prendergast's tenure began with dealing with Hurricane Sandy and now it is ending at a very consequential meeting. He said to the Chairman that people know how dedicated you are to the system, to the people who work it, and to the people who use it. He added that because of the Chairman's actions in promoting transparency, the MTA is now known as the "Mother Theresa" of public agencies. He expressed his gratitude for the Chairman's leadership.

Board Member Vanterpool noted that the Chairman's relationship with the transportation advocacy community was at times adversarial, but never disrespectful. This continued from the Chairman's time at New York City Transit and continued through his tenure as Chairman. She expressed the hope that the Chairman's successor would continue in this vein.

Board Member Albert said to the Chairman that he was the longest serving member of the Board and he does not use the term "irreplaceable" lightly – but you are. He stated that the Chairman, along with his senior staff, was always approachable, and he wished the Chairman the best of luck in the future.

Board Member Moerdler said to the Chairman that labor and transit advocates alike know how dedicated and devoted you are. He added that he had served in government for 50 years, and he has never met another public servant who is equal to the Chairman in ability and integrity.

Board Member Vincent Tessitore stated that he started out at MTA as an Assistant Conductor in 1984. He said to the Chairman that we truly value your expertise in operations, and that you are irreplaceable. He added that your treatment of MTA's employees is truly appreciated. He extended his best wishes to the Chairman.

Board Member Pally stated that he and the Chairman go back 30 years to a time when he was Counsel to the Senate Transportation Committee and the Chairman was then President of the LIRR. He said to the Chairman that you always understood that we are a region, and that Long Islanders sometimes feel that no one cares about them, but we know that you do. He thanked the Chairman on behalf of 2.8 million Long Islanders.

Board Member Norman Brown stated that he had been arguing with the Chairman for 30 years, but that the Chairman was always respectful. He said to the Chairman that you stood behind your people, but you were always fair and just. He added that you are a "stand up" guy. He wished the Chairman luck.

Board Member Polly Trottenberg said to the Chairman that we will miss you as a colleague, and she wished the Chairman the best.

Board Member Metzger said she was pleased to see so many people honor the Chairman. She said to the Chairman that your personal ethic shines through, and that your undying belief that MTA employees can meet any challenge was proven right again and again. She also said to the Chairman you made it fun.

Board Member Greenberg expressed thanks to the Chairman on behalf of LIRR riders. He said to the Chairman that through it all, your temperament gave you the edge, and not everyone has it. He added that people will always ask “What would Tom do?” and that the Chairman was the best to hold that position since MTA’s inception.

Board Member Lawrence Schwartz noted that he worked with the Chairman in two capacities. He said that in terms of competence, no one comes close; in terms of passion, he is unmatched. He added that as Secretary to the Governor, he never worried about the Chairman. He said to the Chairman that you epitomize the definition of public service – it’s not about getting rich, it’s about enriching the lives of others.

7. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 1:15 p.m.

Respectfully submitted,



Mark D. Hoffer,
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

January 25, 2017

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
January 25, 2017

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

10:30 a.m.

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelsen
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

The following members were absent:

Hon. John J. Molloy
Hon. James Vitiello

Hon. David Jones participated in the meeting via teleconference in accordance with, and subject to the limitations set forth in, Article II, Section 7(a) of the MTA By-laws.

Donna Evans, Chief of Staff, James Henly, General Counsel, New York City Transit, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira Greenberg, Board Member Vincent Tessitore, Veronique Hakim, President, New York City Transit, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, Triborough Bridge and Tunnel Authority, Darryl Irick, Senior Vice President, New York City Transit Department of Buses/President, MTA Bus Company, Michael Horodniceanu, President, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

The Board of the Metropolitan Transportation Authority also met as the Board of the New York City Transit Authority, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Rapid Transit Operating Authority, the Metropolitan Suburban Bus Authority, the Triborough Bridge and Tunnel Authority, the Long Island Rail Road 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 25 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 commending the MTA employees who worked on the Second Avenue Subway, which has improved commutes and has spurred economic development. He stated that the MTA Board would vote on a contract to expand and enhance the existing sleep apnea program so that it covers every MTA operating agency and it will provide sleep apnea risk assessments to systematically screen employees for obstructive sleep apnea and offer priority, specialized treatment to employees. Chairman and CEO Prendergast also stated that the Board would be voting on increasing fares and tolls. He closed his remarks by stating that this would be his last MTA Board meeting.

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 December 14, 2016

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on December 14, 2016 were approved.

4. Crossing Charge Increases

At the outset, it should be noted that during the fare increase discussion, Commissioner Vanterpool stated that she does not support the permanent rebate for Staten Island residents who use the Verrazano-Narrows Bridge. Commissioner Pally stated that customers get a bonus when utilizing E-ZPass and pay a lower toll than they would without it. He noted that the MTA needs to make sure that customers are aware that these bonuses exist.

With regard to the crossing charge increases, Chairman and CEO Prendergast presented two (2) Resolutions regarding the proposed increase in the crossing charges at TBTA's Bridges and Tunnels. The first Resolution concerned analyses and determinations under the State Environmental Quality Review Act (SEQRA) and the "just and reasonable" requirements of the General Bridge Act of 1946. The other Resolution was to repeal the prior Crossing Charge Schedule and adopt the proposed increase in the crossing charges.

Upon a motion duly made and seconded, the Board approved and adopted a Resolution which: (i) found that, for the reasons stated in the Environmental Assessment and Negative Declaration prepared under SEQRA, the proposed increases to the Crossing Charge Schedule will have no significant adverse impact on the environment; (ii) adopted and approved the Negative Declaration prepared under SEQRA and authorized and directed the President of the Authority or his designee to execute it; and (iii) found the proposed Crossing Charge increases are "just and reasonable" within the meaning of the General Bridge Act of 1946. The Resolution passed unanimously.

Thereafter, upon a motion duly made and seconded, the Board adopted and approved a Resolution which repealed the prior crossing charges for use of the Authority's facilities; and authorized 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 the law, the new Crossing Charge Schedule. The new charges contained in the Schedule are planned for implementation on or about March 19, 2017. The Resolution passed unanimously.

Copies of the staff summaries and resolutions setting forth the details of the above items are filed with the minutes of the Triborough Bridge and Tunnel Authority held this day.

5. Committee on MTA Bridges and Tunnels Operations

Action Item

Commissioner Moerdler stated that there is one (1) action item as follows:

- Adopt the revised toll violation enforcement regulations and authorize the President of the Authority or his designee to take all steps necessary and desirable to establish and implement the revised regulations as described in the Staff Summary and related attachments.

Upon a motion duly made and seconded, the Board unanimously voted to adopt the action item.

Procurements

Commissioner Moerdler stated that there are five (5) procurements totaling \$53.3 million.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Moerdler stated that there are four (4) competitive procurements totaling \$52.9 million.

Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)

Tully Construction Co. Inc.	Contract No. RK-21 B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to award a competitively solicited public work contract for Design/Build Services for the Installation of Fire Standpipe and Upgrade to the Fire Protection System at the Robert F. Kennedy Bridge (RFK) to Tully Construction Co. Inc.	\$18,500,000.00
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Personal Service Contracts

EnTech Engineering, P.C.	Contract No. PSC-15-2983 B&T is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to award personal service contract, PSC-15-2983 Construction Administration and Inspection Services, for Project HH-88B, Reconstruction of the Upper and Lower Level Toll Plazas and Southbound Approach at the Henry Hudson Bridge.	\$7,199,171.00
HAKS Engineers, Architects & Land Surveyors, P.C.	Contract No. PSC-16-2992 B&T is seeking Board Approval under the All Agency Service Contract Procurement	\$2,967,601.87

Guidelines to award a personal service contract for Design/Build Quality Oversight for Project TUN-MIT-01, Flood Mitigation for Hugh L. Carey and Queens Midtown Tunnel.

Modifications to Purchase & Public Works Contracts

DeFoe Corp.	Contract No. RK-23A B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract RK-23A, for the necessary civil, structural and electrical infrastructure for Open Road Tolling (ORT) at the Manhattan approach to the Robert F. Kennedy Bridge.	\$24,200,000.00
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Upon a motion duly made and seconded, the Board approved the procurements recommended to it by the Committee for MTA Bridges and Tunnels Operations.

Ratifications

Commissioner Moerdler stated that there is one ratification totaling \$470,000.

Ratification of Completed Procurement Actions

ANC Sports Enterprises, LLC	Contract No. 16-MNT-2962 B&T is seeking to inform the Board and obtain its ratification for the award of a contract for the purchase and installation of a prototype LED roadway display sign on the Bronx Truss of the Robert F. Kennedy Bridge (RFK) with ANC Sports Enterprises, LLC.	\$469,662.00
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6. Farewell Comments

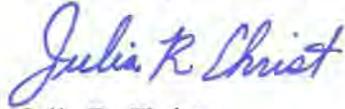
Chairman and CEO Prendergast closed the meeting by announcing that this would be his final Board meeting. He stated that he has loved the time at this job but is retiring primarily due to his family. He is grateful that Governor Cuomo appointed him to this position and he thanked the Board, the executive staff and employees for their work.

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.

7. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 1:13 p.m.

Respectfully submitted,



Julia R. Christ
Secretary

Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, January 25, 2017
10:30 AM

The following members were present:

Hon. Thomas F. Prendergast, Chairman & CEO
Hon. Fernando Ferrer, Vice Chairman
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Andrew Saul
Hon. Lawrence Schwartz
Hon. Polly Trottenberg
Hon. Veronica Vanterpool
Hon. Peter Ward
Hon. Carl V. Wortendyke
Hon. Neal Zuckerman

The following member(s) were absent:

Hon. David Jones (Joined the Meeting via Phone/MTA By-laws preclude voting via phone)
Hon. John J. Molloy
Hon. James Vitiello

Board Member Andrew Albert, Board Member Norman Brown, 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, James Henly, General Counsel NYCT, Robert Foran, Chief Financial Officer, MTA, Stephen Morello, Counselor to the Chairman, MTA, Veronique Hakim, President, NYCT, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Darryl Irick, SVP, NYCT DoB/President, MTA Bus Company, Evan M. Eisland, Sr. Vice President, General Counsel and Secretary, MTA Capital Construction Company and David K. Cannon, Sr. Director, Chief Procurement Officer & Assistant Secretary, MTA Capital Construction Company.

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

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

Public Comment Period

There were twenty five public speakers.

Ellyn Shannon, Associate Director of the Permanent Citizen Advisory Committee expressed her appreciation for the opening of the Second Avenue Subway.

Ms. Shannon’s remarks and, the names and remarks of the other public speakers 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 Opening Remarks

In his opening remarks the Chairman spoke about the opening of the new Second Avenue Subway. The Chairman's opening remarks are contained in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority 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 December 14, 2017.

Committee on Long Island Railroad

Procurement

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

A resolution declaring competitive bidding impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposal for Contract MC-852 for On-Call Miscellaneous Construction Services for the East Side Access Project.

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 of this date.

Board Member Saul and Board Member Zuckerman were not present for this vote.

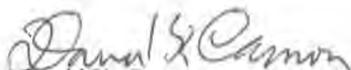
Chairman's Closing Remarks

The Chairman announced that he would be retiring from public service at the end of January and thanked the Board and the MTA's employees for their work during his tenure as Chairman. Several Board members spoke about the Chairman and his time at the MTA. The Chairman's remarks and those of the Board members are more fully noted in the minutes of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

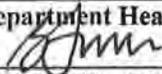
Adjournment

Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 1:13 p.m.

Respectfully submitted,


David K. Cannon
Assistant Secretary

Staff Summary

Subject Mortgage Recording Tax – Escalation Payments to Dutchess, Orange and Rockland Counties					
Department Chief Financial Officer / Treasury Department					
Department Head Name Robert E. Foran , Chief Financial Officer					
Department Head Signature 					
Division Head Name Josiane P Codio					
Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	2/21/2017	X		
2	Board	2/23/2017	X		

Date February 21, 2017			
Vendor Name			
Contract Number			
Contract Manager Name			
Table of Contents Ref #			
Internal Approvals			
Order	Approval	Order	Approval
1	Legal <i>HZ</i>	2	Chief of Staff <i>[Signature]</i>

I. Purpose

To seek Finance Committee and MTA Board approval to authorize MRT-2 escalator payments to Dutchess, Orange and Rockland counties.

II. Discussion

The MTA statute requires that certain “mass transportation operating assistance” payments be made by the MTA to Dutchess, Orange and Rockland counties from MTA’s MRT-2 receipts. (These payments are made from funds established by PAL §1270-a, the Metropolitan Transportation Authority Special Assistance Fund, from which monies are transferred to the Metropolitan Transportation Authority Dutchess, Orange and Rockland Fund created by PAL §1270-b.) Under the statute, Dutchess and Orange Counties are each to receive no less than \$1.5 million annually, and Rockland County is to receive no less than \$2.0 million annually. The counties were paid these amounts in quarterly installments during 2016.

In addition to providing these minimum mass transportation operating assistance payments, the statute provides for an “escalator payment” based on the percentage by which total MRT-1 and MRT-2 receipts attributable to such county exceeds the receipts received in 1989 from such county. Pursuant to PAL §1270-a (4)(c), the MRT-1 increase is to be calculated as if the MRT-1 tax was 25 cents per \$100 of mortgage recorded and not the current 30 cents per \$100 of mortgage recorded. The escalator payment due each county based on the FY 2016 MRT receipts is determined as follows:

$$\text{(FY2016 MRT Receipts - FY1989 Base Year MRT Receipts)/FY1989 Base Year MRT Receipts} = \text{Escalator Rate}$$

$$\text{Escalator Rate X Minimum Mass Transit Operating Assistance Payment} = \text{Escalator Payment}$$

The results of the above formulas for each county are:

<u>County</u>	<u>1989 Base Year MRT Receipt</u>	<u>2016 MRT Receipts Adj.¹</u>	<u>Escalator Rate</u>	<u>Escalator Payments</u>
Dutchess Cty	\$3,569,702.51	\$5,717,230.50	60.16%	\$ 902,397.88
Orange Cty	\$4,433,935.06	\$6,943,419.48	56.60%	\$ 848,958.45
Rockland Cty	\$4,524,064.27	\$8,759,894.14	93.63%	<u>\$ 1,872,577.23</u>
			Total	<u>\$3,623,933.56</u>

III. Recommendations

It is recommended that the Board authorize escalator payments totaling \$3,623,933.56 to Dutchess, Orange and Rockland counties from available funds on deposit in the MRT-2 Corporate Transportation Account.

¹ The actual 2016 gross receipts for each of the counties was:

Dutchess Cty	\$6,442,378.65
Orange Cty	\$7,748,404.85
Rockland Cty	\$9,764,420.86

Staff Summary

Subject: 2016 TBTA Operating Surplus
Department: Finance
Department Head Name Mildred Chua
Department Head Signature
Project Manager Name Angelo Cerbone

Date February 14, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	MTA B&T Committee	02/21/17			
2	MTA Finance Committee	02/21/17			
3	MTA Board	02/22/17			

Internal Approvals			
Order	Approval	Order	Approval
2	President		VP Staff Services
	Executive Vice President		VP Procurement & Materials
	General Counsel		VP Labor Relations
	VP Operations		VP & Chief Engineer

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

PURPOSE:

To obtain MTA Board approval of resolutions which will:

- Certify and transfer \$742,908,947 operating surplus to the MTA and NYCTA pursuant to Section 1219-a(2)(b) of the Public Authorities Law of the State of New York.
- Transfer \$634,951 representing 2016 investment income to the MTA pursuant to Section 569-c of the Public Authorities Law of the State of New York.
- Deduct from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2016 the amount of \$27,515,186, which amount shall be paid into the Necessary Reconstruction Reserve established by the Authority by resolution adopted March 29, 1968.
- Advance the 2017 TBTA Surplus as per attached Resolution.

DISCUSSION:

The attached calculation and letter from Deloitte & Touche LLP represents the Triborough Bridge and Tunnel Authority's operating surplus for fiscal year ending December 31, 2016. The amount of surplus available for transfer to the MTA and NYCTA is \$742,908,947. The amount of investment income that is surplus funds and available to transfer to MTA for fiscal year 2016 is \$634,951. It is also requested to set aside \$27,515,186 from operating revenues of the Triborough Bridge and Tunnel Authority for fiscal year ending December 31, 2017. This money will be used to pay for the cost and expense of current and anticipated necessary construction for the TBTA facilities.

BUDGET IMPACT: None.

ALTERNATIVES: None.

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

RESOLVED, that the Acting Chairman and the interim Executive Director be, and they hereby are, authorized to certify to the Mayor of the City of New York and to the Acting Chairman of the Metropolitan Transportation Authority, that for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York, the amount of the Authority's operating surplus for its fiscal year ending December 31, 2016 is \$742,908,947.

RESOLVED, that this Authority hereby makes the following determination in respect of its operating surplus for its fiscal year ending December 31, 2016, for the purposes of Section 1219-a (2) (e) of the Public Authorities Law of the State of New York:

Operating Revenue	\$1,903,487,407
Operating Expense	<u>464,854,925</u>
	\$1,438,632,482
Establishment of Necessary Reconstruction Reserve Account	(26,880,799)
GASB Reserve	(0)
Debt Service on Bonds	(649,184,647)
Interest Income on Unexpended Bond Proceeds and Debt Service Fund	865,342
Purchase of Capital Assets Funded from Operations	(19,900,094)
Increase/(Decrease) in Prepaid Expenses and other Adjustments	<u>(623,337)</u>
Operating Surplus	<u>\$ 742,908,947</u>

February 22, 2017

RESOLVED, that the amount of \$634,951 representing the Authority's investment income for the year 2016 is determined to be surplus funds of the Authority; and be it further

RESOLVED, that the amount of \$634,951 be transferred and paid over to Metropolitan Transportation Authority in a lump sum as soon as practicable pursuant to Section 569-c of the Public Authorities Law.

RESOLVED, that there be set aside and deducted from the operating revenues of the Triborough Bridge and Tunnel Authority for its fiscal year ending December 31, 2017 the amount of \$27,515,186 which amount shall be paid into the Necessary Reconstruction Reserve established by the Authority by resolution adopted March 29, 1968. Money credited to the Reserve, together with interest income earned thereon, are to be applied to the payment of the cost and expense of current and anticipated necessary construction of each of the TBTA Facilities within the meaning of the General Resolution Authorizing General Revenue Bonds (the "General Revenue Bond Resolution") of the Authority adopted on March 26, 2002.

RESOLVED, that the monies thus authorized will be advanced monthly during the fiscal year ending December 31, 2017 and used for the purposes of payment of the cost and expense of necessary construction of each of the TBTA Facilities.

RESOLVED, pursuant to the provisions of paragraphs (b), (c), and (d) of subdivision 2 of Section 1219-a of the Public Authorities Law, that the Chairman and Chief Executive Officer is authorized in his discretion, to advance to Metropolitan Transportation Authority and New York City Transit Authority monthly, out of funds in the General Fund created by the General Revenue Bond Resolution which are attributable to the operations of the 2017 fiscal year (other than funds arising out of the investment of monies of the Authority) and which have been released and paid over to the Authority free and clear of the lien and the pledge of the General Revenue Bond Resolution as provided in Section 506 thereof, an aggregate amount not to exceed 90% of the Chairman's estimate of the sum which that month's operations, if available, will contribute to the "operating surplus" of the Authority which he anticipates will or may be certified and transferred for the fiscal year in which such month falls; and

February 22, 2017

RESOLVED, that the monies thus authorized to be advanced monthly shall be apportioned between Metropolitan Transportation Authority and New York City Transit Authority and paid as follows:

1. The first \$1.8 million to New York City Transit Authority;
2. Fifty percentum of the remainder to New York City Transit Authority (less applicable bond service); and
3. The remainder to Metropolitan Transportation Authority (less applicable bond service).

Triborough Bridge and Tunnel Authority

(Component Unit of the Metropolitan Transportation
Authority)

Agreed-Upon Procedures Performed
In Connection with the Schedule of
Operating Surplus Year Ended December 31, 2016



Deloitte & Touche LLP
30 Rockefeller Plaza
New York, NY 10112-0015
USA

Tel: +1 212 492 4000
Fax: +1 212 489 1687
www.deloitte.com

INDEPENDENT ACCOUNTANTS' REPORT ON APPLYING AGREED-UPON PROCEDURES

To Members of the Board
Metropolitan Transportation Authority
New York, New York

We have performed the procedures enumerated in Exhibit B, which were agreed to by the Triborough Bridge and Tunnel Authority (the Authority), a component unit of the Metropolitan Transportation Authority (MTA), the MTA, and the New York City Transit Authority, solely to assist you in agreeing financial information presented in the Schedule of Operating Surplus for the year ended December 31, 2016 (Exhibit A), to the accounting records of the Authority. The Authority's management is responsible for the Authority's accounting records and the preparation of the Schedule of Operating Surplus (Exhibit A) and the Supporting Schedule to the Schedule of Operating Surplus (Exhibit C) for the year ended December 31, 2016. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of those procedures is solely the responsibility of the specified parties. Consequently, we make no representation regarding the sufficiency of the procedures described in Exhibit B either for the purpose for which this report has been requested or for any other purpose.

We were not engaged to, and did not, conduct an audit, the objective of which would be the expression of an opinion on the specified elements, accounts, or items contained within the Schedule of Operating Surplus set forth in the accompanying Exhibit A and the Supporting Schedule to the Schedule of Operating Surplus set forth in the accompanying Exhibit C. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of specified parties listed above and is not intended to be, and should not be, used by anyone other than these specified parties.

February 13, 2017

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016

OPERATING REVENUES (Procedure 1)	\$ 1,903,487,407
OPERATING EXPENSES (Procedure 2)	<u>(464,854,925)</u>
NET OPERATING REVENUE	1,438,632,482
INCREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Procedure 2)	(623,337)
DEBT SERVICE ON BONDS (Procedure 3)	(649,184,647)
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS (Procedure 4)	865,342
ESTABLISHMENT OF GASB 43 RESERVE ACCOUNT (Procedure 7)	-
PURCHASE OF CAPITAL ASSETS FUNDED FROM OPERATIONS (Procedure 5)	(19,900,094)
ESTABLISHMENT OF NECESSARY RECONSTRUCTION RESERVE ACCOUNT (Procedure 6)	<u>(26,880,799)</u>
OPERATING SURPLUS	<u>\$ 742,908,947</u>

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

**NOTES TO THE SCHEDULE OF
OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016 (EXHIBIT A)**

1. OPERATING SURPLUS CALCULATION REQUIREMENTS

The operating surplus is calculated based upon Section 1219-a (2)(e) of the New York Public Authorities Law ("PAL") and various bond resolutions. This surplus is transferred to the Metropolitan Transportation Authority ("MTA") and the MTA, and New York City Transit Authority ("Transit"). The initial \$24 million in operating surplus is provided to Transit and the balance is divided equally between Transit and the MTA. Transit and the MTA are operationally and legally independent of the Triborough Bridge and Tunnel Authority (the "TBTA"), however, Transit and the TBTA are included in the MTA's consolidated financial statements because they operate under the direction of the MTA Board and the MTA is financially accountable for these entities.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

**AGREED-UPON PROCEDURES PERFORMED
IN CONNECTION WITH THE SCHEDULE OF
OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016 (EXHIBIT A)**

1. OPERATING REVENUES

We agreed "Operating Revenues" (net of other revenues) of the TBTA appearing in the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA noting no differences. We discussed with management their policy for recording operating revenue and they indicated that operating revenues were recorded using the accrual basis of accounting. We have been informed that operating revenues excluded interest income.

2. OPERATING EXPENSES

We agreed the aggregated "Operating Expenses" of the TBTA appearing in the Schedule of Operating Surplus (Exhibit A) to the general ledger of the TBTA noting no differences. We discussed with management their policy for recording operating expenses and they indicated that operating expenses were recorded using the accrual basis of accounting.

We agreed the following expense items to the general ledger: "Interest Expense on Bond Indebtedness" and "Reimbursement of Personnel Costs," as noted in Exhibit C and noted no differences.

We recalculated the "Increase in Prepaid Expenses and Other Adjustments" appearing in the general ledger and agreed it to the Schedule of Operating Surplus (Exhibit A). We inquired if the operating expense was adjusted to include amounts charged to prepaid expenses and deferred charges on a cash basis of accounting and we have been informed that the operating expenses were adjusted to include amounts charged to prepaid expenses and deferred charges on a cash basis of accounting. We inquired whether any cash adjustments were made for changes in accounts payable, accrued expenses, or accounts receivable and we have been informed that no cash adjustments were made for changes in accounts payable, accrued expenses, or accounts receivable.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

AGREED-UPON PROCEDURES PERFORMED IN CONNECTION WITH THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016 (EXHIBIT A)

3. DEBT SERVICE ON BONDS

We agreed "Debt Service on Bonds" appearing in the Schedule of Operating Surplus (Exhibit A) for the following bonds to the TBTA debt service schedules:

- General Revenue Bonds, and
- Subordinate Revenue Bonds.

We agreed "Debt Service on Bonds" on the TBTA's portion of debt service on the 2 Broadway Certificates of Participation to the TBTA debt service schedules.

We noted that in all cases the debt service represents interest paid and/or accrued applicable to calendar year 2016 and the principal payment due January 1, 2017, on all bond indebtedness and certificates.

4. INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS

We agreed the aggregated amount of "Interest Income on Unexpended Bond Proceeds and Debt Service Funds" appearing in the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We inquired if interest income is excluded from operating revenue in the Schedule of Operating Surplus and we have been informed that interest income is excluded from "Operating Revenues" in the Schedule of Operating Surplus.

We inquired if interest income on the debt service fund consists of income from (1) the debt service funds established in connection with the 2 Broadway Certificates of Participation to the extent attributable to the TBTA's portion of debt service thereon and (2) the debt service funds established in connection with the TBTA Bonds from their respective dates of issuance and we have been informed that interest income on the debt service fund investments consists of income from (1) the debt service funds established in connection with the 2 Broadway Certificates of Participation to the extent attributable to the TBTA's portion of debt service thereon, and (2) the debt service funds established in connection with the TBTA bonds from their respective dates of issuance. We inquired whether this amount was included in the computation of operating surplus as a reduction of debt service cost (therefore increasing operating surplus) and we were informed that this amount was included in the computation of operating surplus as a reduction of debt service cost, therefore, increasing operating surplus. We inquired whether unexpended bond proceeds consist of bond moneys on deposit with the TBTA until expended for either transit or commuter projects or on the TBTA's bridges and tunnels and we were informed that unexpended bond proceeds consist of bond moneys on deposit with the TBTA until expended for either transit or commuter projects or on the TBTA's bridges and tunnels.

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

**AGREED-UPON PROCEDURES PERFORMED
IN CONNECTION WITH THE SCHEDULE OF
OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016 (EXHIBIT A)**

5. CAPITAL ASSETS FUNDED FROM OPERATIONS

We agreed the amount of "Purchase of Capital Assets Funded From Operations," which represents amounts paid and capitalized for vehicles and other fixed assets, appearing in the Schedule of Operating Surplus (Exhibit A) to the general ledger and noted no differences. We inquired whether these amounts were funded from operations and that such amounts represent a reduction of operating surplus appearing in the Schedule of Operating Surplus and we were informed that these amounts were funded from operations and that such amounts represent a reduction of operating surplus appearing in the Schedule of Operating Surplus (Exhibit A).

6. NECESSARY RECONSTRUCTION RESERVE

We agreed the amount appearing in the Schedule of Operating Surplus (Exhibit A) as "Establishment of Necessary Reconstruction Reserve Account" to the MTA Bridges and Tunnels Financial Plan 2017–2020 to set aside and reduce the operating surplus by \$26,880,799 and noted no differences. The Necessary Reconstruction Reserve Account was established by the TBTA by resolution adopted March 29, 1968. We inquired whether this amount, together with interest income thereon, is to be used to fund reconstruction of present facilities within the meaning of TBTA's General Revenue Bond Resolution and we were informed that this amount, together with interest income thereon, is to be used to fund reconstruction of present facilities within the meaning of the TBTA's General Revenue Bond Resolution.

7. GASB STATEMENT NO. 43 RESERVE

We agreed the amount appearing in the Schedule of Operating Surplus (Exhibit A) as "Establishment of GASB Statement No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, Reserve Account" of \$0 to the MTA Bridges and Tunnels Financial Plan 2017–2020, which was approved by the Finance Committee.

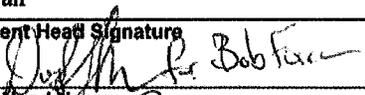
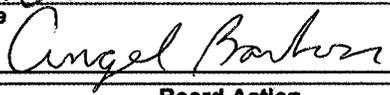
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TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

SUPPORTING SCHEDULE TO THE SCHEDULE OF OPERATING SURPLUS YEAR ENDED DECEMBER 31, 2016

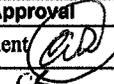
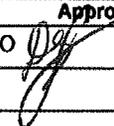
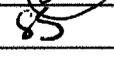
TOTAL REVENUES		\$ 1,904,122,358
LESS INTEREST INCOME		<u>634,951</u>
OPERATING REVENUES (Exhibit A)		<u>\$ 1,903,487,407</u>
TOTAL EXPENSES		\$ 810,174,260
LESS:		
Interest Expense on Bond Indebtedness	\$ 324,251,006	
Reimbursement of Personnel Costs	<u>21,068,329</u>	<u>345,319,335</u>
OPERATING EXPENSES (Exhibit A)		<u>\$ 464,854,925</u>
PREPAID EXPENSES AND OTHER ADJUSTMENTS:		
Balance December 31, 2015	\$ 25,584,817	
Balance December 31, 2016	<u>26,208,154</u>	
INCREASE IN PREPAID EXPENSES AND OTHER ADJUSTMENTS (Exhibit A)		<u>\$ 623,337</u>
DEBT SERVICE:		
TBTA	\$ 265,786,190	
MTA	120,713,112	
NYCTA	<u>261,820,003</u>	
Subtotal	648,319,305	
INTEREST INCOME ON UNEXPENDED BOND PROCEEDS AND DEBT SERVICE FUNDS	<u>865,342</u>	
TOTAL DEBT SERVICE ON BONDS (Exhibit A)		<u>\$ 649,184,647</u>

Staff Summary

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

Date February 7, 2017
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	2/21/2017	X		
2	Board	2/23/2017	X		

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

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

DISCUSSION:

	<u># of Actions</u>	<u>\$ Amount</u>
MTAHQ proposes to award Non-competitive procurements in the following categories:	None	None
MTAHQ proposes to award Competitive procurements in the following categories:		
<u>Schedules Requiring Majority Vote</u>		
Schedule E: Miscellaneous Procurement Contracts	1	\$14,027,149.00
Schedule F: Personal Services Contracts	1	\$ 7,800,000.00
Schedule G: Miscellaneous Service Contracts	1	\$ 250,000.00
Schedule H: Modification to Personal Service/Miscellaneous Service Contracts	1	\$ 1,747,667.00
SUBTOTAL	4	\$23,824,816.00

MTAHQ presents the following procurement actions for Ratification:

	None	None
TOTAL	4	\$23,824,816.00

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

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

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

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

LIST OF PROCUREMENTS FOR BOARD APPROVAL, FEBRUARY 2017
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

E. Miscellaneous Procurement Contracts

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

- | | | |
|---|---------------------|--------------------------------------|
| 1. Dell Marketing LP
VMware /AirWatch Enterprise License
Agreement and Maintenance
Contract No. 16425-0100 | \$14,027,149 | <u>Staff Summary Attached</u> |
|---|---------------------|--------------------------------------|

Ride NY State Competitive Contract No. PM67310 – 60 months

To recommend that the Board approve the award of a competitively bid, all-agency miscellaneous procurement contract to Dell Marketing LP for software and services providing virtualization, disaster recovery capabilities, cloud brokering, and enterprise mobility management for a period of five years from February 28, 2017 through February 28, 2022, including two option years, in an amount not to exceed \$14,027,149. (The cost of the software and support is \$9,100,000 over a five year period. The cost of implementation is \$4,927,149 totaling \$14,027,149). The Dell Marketing LP solution of VMware / AirWatch is a critical component of the MTA environment for virtualization, disaster recovery capabilities, cloud brokering, and enterprise mobility management within our highly secure environment. VMware will provide cloud and automation capabilities enabling cloud broker services for MTA IT teams. In order to acquire this software a bid solicitation was released through the NY State Office of General Services to 16 firms. Four (4) proposals were received with Dell Marketing LP being the winning proposer. The original proposed list price of \$39,100,000 was reduced to \$14,027,149 representing a negotiated savings of \$25,072,851 with a 6 year price protection on support. Based on the savings, the total combined cost of \$14,027,149 is deemed fair and reasonable.

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

F. Personal Service Contracts

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

- | | | |
|---|--|---|
| <p>2. All-Agency Employee Organization Development and Professional Training Programs
Contract Nos. 15493-0100 thru -1600</p> <ol style="list-style-type: none">1. Center for Strategy Realization, LLC.2. Contract Trainers, Inc.3. Corp Consulting Associates, Inc.4. Empire State Training Associates, Corp.5. French & Associates6. Gotham Culture, LLC.7. IRP Limited Training as Interact8. Knowledge Architects, LLC. | <p>\$7,800,000
(not-to-exceed)</p> <ol style="list-style-type: none">9. Krieger Solutions, LLC.10. Mind Gym USA, Inc.11. New Legends, Corp.12. Phillip Vassallo, ED.D.13. Scimia Consulting Group, Inc.14. Stephanie Twin, Ph.D.15. The Punch Point Group, LLC.16. Thomas Coaching Company, Inc. | <p><u>Staff Summary Attached</u></p> |
|---|--|---|

Competitively negotiated – 35 proposals –36 months

MTA HQ Procurement recommends that the Board approve the award of the above sixteen (16) competitively-negotiated, all-agency personal services contracts to provide organizational development, management development and professional training services for employees, as required, during a period of thirty-six (36) months from April 1, 2017 through March 31, 2020 in not-to-exceed amount of \$7,800,000 for the three year period. These personal service contracts will be utilized in a shared service strategy and will enable the agencies to provide the needed professional and leadership development training in significant areas of the identified learning content such as: i) strategic leadership: creativity and innovation; ii) coaching for results; iii) interpersonal dynamics: building partnerships; iv) communication and customer engagement; v) project management; vi) emotional intelligence, vii) implementation and integration of technological solutions into the emerging areas of enterprise asset management, performance management and succession planning; and, viii) human capital management: strategic workforce planning. As a result of negotiations, the negotiated daily rates range from \$1,600 to \$3,200 and the negotiated hourly rates for design and organizational development consulting range from \$125 to \$375. These are the same rates as provided for in the previous contract. Based on the foregoing the total not-to-exceed amount of \$7,800,000 is deemed to be 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)

3. **Veterinarian Services for MTA Police K9 Unit** **\$250,000**
Contracts Nos. 16078-0100 thru 0600 (not-to-exceed)
- 1) **Flannery Animal Hospital**
 - 2) **Hudson Highlands Veterinary Medical Group**
 - 3) **Long Island Veterinary Specialists**
 - 4) **Snowflake Pet Center**
 - 5) **The Animal Medical Center**
 - 6) **Veterinary Medical Center of Long Island**

Competitively negotiated – 6 proposals – 36 months

Contractor will provide as-needed veterinary services for the MTA Police Canine Unit, which currently consists of fifty (50) canines. Veterinary services will consist of preventative health care services, medical and surgical emergencies, dental care and medications. The negotiated rates for regular visits ranging from \$0 to \$57.60 are the same or \$5.6 higher than the rates under the MTA current contract for these services ranging from \$0 to \$52, these rates were in effect for the past three years. Negotiations for other services such as dental, surgery, emergencies, etc. resulted in discounts ranging from 10% to 94.2% off the veterinaries' published price list. The current contract discounts are 10% to 50%, the negotiated discounts are larger than the discounts provided under the current contract. The above rates and discounts will remain the same for the three-year term of these contracts and are thus considered to be fair and reasonable

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.)

4. **Greystone Management Solutions** **\$1,747,667**
Tenant Management and Accounting Services (not-to-exceed)
Contract No. 10116-0100, S/A#4

Base plus previous change orders = \$15,948,667

To recommend the Board approve an amendment to a previously competitively negotiated MTA HQ personal services contract to Greystone Management Solutions to provide Tenant Management and Accounting Services through October 31, 2017. In October 2011 MTA HQ presented to the Board a competitively negotiated, personal services contract to Greystone Management Solutions to provide Tenant Management and Accounting Services for a period of sixty (60) months, which totaled in the aggregate, \$14,950,000. Subsequently, in September 2016 MTA Procurement amended the current agreement extending the contract by 3 months to January 31st 2017. Using existing monies remaining in the contract we extend an additional month to cover February and March 2017. This amendment will allow sufficient time to complete a competitive RFP and allow a transition period to a new supplier(s), if required. It is anticipated that the competitive RFP for the new agreement will be issued by the middle of March 2017. The fee established in the base contract will remain the same and are deemed fair and reasonable.

Staff Summary

Schedule E: Miscellaneous Procurement Contracts

Item Number:

Vendor Name (& Location): Dell Marketing LP
Description: VMware / AirWatch Enterprise License Agreement and Maintenance
Contract Term (including Options, if any): February 28, 2017 through February 28, 2022
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type: <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:OGS

Contract Number: 16425-0100	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$14,027,149
Funding Source: <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Executive/MTA IT & Wael Hibri/ Sidney Gellineau	
Contract Manager: Feroze Khan	

DISCUSSION:

To recommend that the Board approve the award of a competitively bid, all-agency miscellaneous procurement contract to Dell Marketing LP for software and services providing virtualization, disaster recovery capabilities, cloud brokering, and enterprise mobility management for a period of five years from February 28, 2017 through February 28, 2022, including two option years, in an amount not to exceed \$14,027,149. (The cost of the software and support is \$9,100,000 over a five year period. The cost of implementation is \$4,927,149 totaling \$14,027,149.)

The Dell Marketing LP solution of VMware / AirWatch is a critical component of the MTA environment for virtualization, disaster recovery capabilities, cloud brokering, and enterprise mobility management within our highly secure environment. VMware will provide cloud and automation capabilities enabling cloud broker services for MTA IT teams. This solution will allow MTA to develop a more seamless integration of the VMware environment with cloud service providers such as Amazon and Microsoft. AirWatch is an Enterprise Mobility Management (EMM) suite that connects mobile devices to enterprise infrastructure. MTA will use the AirWatch EMM tool to configure devices and applications for enterprise wide deployment allowing for auditing, tracking, and reporting functionality. In addition AirWatch adds system controls that mitigate data loss and theft while monitoring employee terminations and other similar incidents. Current VMware clients with similar scope are NYC DOITT and NYS ITS.

This solution has additional key features:

1. Development of cloud broker capabilities to automatically provision virtual machines via an approval workflow improving MTA responsive to requests for resources as well as migration to cloud servers.
2. Ability to dynamically turn up or down virtual resources based on the demands of the applications that run in our environment. This will allow MTA to meet usage demands of our application at peak usage times.
3. Automating the migration of virtual machines to MTA disaster recovery environments across the data centers and to the cloud improving MTA resiliency and recovery capabilities.

In order to acquire this software a bid solicitation was released through the NY State Office of General Services to 16 firms. Four (4) proposals were received with Dell Marketing LP being the winning proposer. The original proposed list price of \$39,100,000 was reduced to \$14,027,149 representing a negotiated savings of \$25,072,851 with a 6 year price protection on support. Based on the savings, the total combined cost of \$14,027,149 is deemed fair and reasonable.

MTA Department of Diversity and Civil Rights have assigned goals of 15% WBE and 15% MBE. Dell Marketing LP has not completed any MTA contracts with goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

MTA has conducted a responsibility review and other due diligence on Dell Marketing LP / VMware. In connection with the review of the Contractor's responsibility pursuant to the All-Agency Responsibility Guidelines, the Contractor was found to be responsible notwithstanding significant adverse information and such responsibility finding was approved by the MTA Interim Executive Director in consultation with the MTA Acting General Counsel.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: Chief Employee Relations & Administrative Officer/Anita Miller					
Division & Division Head Name:					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	2/21/2017	X		
2	Board	2/23/2017	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>[Signature]</i>	4	DDCR <i>[Signature]</i>		
2	Human Resources <i>[Signature]</i>	5	Legal <i>[Signature]</i>		
3	Labor Relations <i>[Signature]</i>	6	CFO <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name: Various	Contract Number: 15493-0100 thru 1600
Description: All-Agency Employee Organization Development and Professional Training Programs	
Total Amount: \$7,800,000	
Contract Term (including Options, if any) April 1, 2017 through March 31, 2020	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

MTA HQ Procurement recommends that the Board approve the award of the following sixteen (16) competitively-negotiated, all-agency personal services contracts to provide organizational development, management development and professional training services for employees, as required, during a period of thirty-six (36) months from April 1, 2017 through March 31, 2020 in not-to-exceed amount of \$7,800,000 for the three year period.

- | | |
|--|-----------------------------------|
| 1. Center for Strategy Realization, LLC. | 9. Krieger Solutions, LLC. |
| 2. Contract Trainers, Inc. | 10. Mind Gym USA, Inc. |
| 3. Corp Consulting Associates, Inc. | 11. New Legends, Corp. |
| 4. Empire State Training Associates, Corp. | 12. Phillip Vassallo, ED.D. |
| 5. French & Associates | 13. Scimia Consulting Group, Inc. |
| 6. Gotham Culture, LLC. | 14. Stephanie Twin, Ph.D. |
| 7. IRP Limited Training as Interact | 15. The Punch Point Group, LLC. |
| 8. Knowledge Architects, LLC. | 16. Thomas Coaching Company, Inc. |

II. DISCUSSION

These personal service contracts will be utilized in a shared service strategy and will enable the agencies to provide the needed professional and leadership development training in significant areas of the identified learning content such as: i) strategic leadership: creativity and innovation; ii) coaching for results; iii) interpersonal dynamics: building partnerships; iv) communication and customer engagement; v) project management; vi) emotional intelligence, vii) implementation and integration of technological solutions into the emerging areas of enterprise asset management, performance management and succession planning; and, viii) human capital management: strategic workforce planning.

Staff Summary

Schedule F: Personal Service Contracts

Contract No. 15493-0100 thru 1600

Page 2 of 2

For the past 25 years, the MTA Board has approved competitively-awarded contracts that have provided professional development and leadership training to supervisors and managers on an as-needed basis at the MTA. These services have been expanded to include the growing provision of new and enhanced training and the requisite changes in organizational development of Bridges and Tunnels and Metro-North Railroad. The foregoing training has played a vital role in developing and strengthening the business acumen, skills and competency levels of managers and other professional work groups so that they are equipped to provide the necessary leadership to those they supervise and to the rising millennial workforce. Given the aging of our workforce, and the unprecedented number of retirements anticipated by the MTA agencies (EOY at 53%), in particular NYCT and Metro-North over the next 3-5 years, it is imperative that we continue our ongoing efforts and investment, and increase our focus on developing employee talent and improving the skills of our workforce in order to meet the emerging challenges and transitions that the MTA, as a transportation agency, will face during the coming years.

The eighteen (18) currently Board-approved contracts that were competitively awarded to provide as-needed organizational and professional development and leadership training services for MTA expires on March 31, 2017. In order to continue to provide these services and to offer professional development and leadership training among each of the agencies, a Request for Proposal (RFP) was publicly advertised and letters informing potential proposers of the RFP's availability were mailed to a total of one hundred fifty-four (154) firms, twenty-four (24) of which are NYS Certified M/WBEs. Thirty-five (35) proposals were received. The firms were evaluated on their program content, faculty references, project coordination and oversight, responsiveness to the RFP and cost. The Selection Committee, consisting of representatives from HQ, New York City Transit, Metro-North Railroad, Long Island Rail Road, Bridges and Tunnels, Capital Construction Company, The Bus Company, and a representative of the Department of Diversity and Civil Rights, evaluated the proposals and determined that the sixteen (16) firms listed above were the most technically qualified and in accordance with the prevailing industry standards, best suited to perform the services identified in the RFP.

As a result of negotiations, the negotiated daily rates range from \$1,600 to \$3,200 and the negotiated hourly rates for design and organizational development consulting range from \$125 to \$375. These are the same rates as provided for in the previous contract. Based on the foregoing the total not-to-exceed amount of \$7,800,000 is deemed to be fair and reasonable.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights (DDCR) has established a 0% MWBE goal on this procurement due to the single-trade and lack of subcontracting opportunities. Of the sixteen (16) pre-qualified firms, the following six (6) certified MWBE firms will be solicited from the pool of pre-qualified firms to maximize the MWBE prime contracting participation:

- Center for Strategy Realization, LLC.
- Contract Trainers, Inc.
- Empire State Training Associates, Corp.
- Knowledge Architects, LLC.
- Scimia Consulting Group, Inc
- Thomas Coaching Company, Inc

IV. IMPACT ON FUNDING

Funding is allocated in each agency's operating budgets.

V. ALTERNATIVES:

1. Use of in-house staff: This alternative is not feasible. MTA does not have sufficient in-house subject matter experts to develop and/or facilitate all of the required training. Consequently, utilizing external training resources is a more cost-effective manner to deliver these essential organizational and training development services.
2. Do not approve the award of these contracts. This would curtail MTA's ability to foster growth and succession in organizational and training development for its employees.

FEBRUARY 2017
MTA REAL ESTATE
LIST OF ACTION ITEMS FOR BOARD APPROVAL

MTA NEW YORK CITY TRANSIT

Lease agreement with 96-01/09 Springfield Blvd, LLC for a swing room at 96-09 Springfield Boulevard, Queens

MTA METRO-NORTH RAILROAD

License agreement with Prospect Hill Realty, LLC for 32 parking spaces at Southeast, Putnam County

MTA BRIDGES & TUNNELS

License agreement with General Services Administration for parking at Battery Parking Garage, Manhattan

Staff Summary

Subject LEASE
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name MICHAEL DANIELS

Date FEBRUARY 21, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/21/17	X		
2	Board	2/23/17	X		

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

AGENCY: MTA New York City Transit Authority

LANDLORD: Estate of Yawantraj Jain

LOCATION: Building at 96-09 Springfield Boulevard (subunit for retail store is 96-07 Springfield Boulevard), Queens

USE: Swing room for bus operators and dispatchers

ACTION REQUESTED: Approval of terms

TERM: Ten years; plus two additional 5-year renewal options

SPACE: Approximately 700 square feet - 1st floor retail space

BASE RENT: 1st year \$30,000 annum / \$ 2,500.00 monthly

RENT ABATEMENT: 30 days from lease commencement because

RENT ESCALATION: 3% per annum rent escalations starting 2nd year

TAX ESCALATION: Tenant to pay proportionate share over base year (2017/2018)

OPERATING EXPENSES: Tenant will not be subject to any building operating expenses

ELECTRICITY: Tenant expense via direct meter (meter is already installed)

WATER & SEWER: Landlord expense (no separate meter)

HEAT & AIR CONDITIONING: Landlord to provide heat at Landlord's expense during scheduled business hours Tenant allowed to install a separate air conditioning unit in the Space at its own cost and expense.

ALTERATIONS: Tenant to accept Space in "as-is" condition with exception that Landlord will provide a drain with associated piping for Tenant's kitchenette sink and cabinets.

REPAIRS and MAINTENANCE: Tenant responsible for all repairs and maintenance costs within the Space. Landlord responsible repair and maintenance of building structural and building components, slab repairs and maintenance at the Location.

SNOW and ICE REMOVAL: Tenant responsible (similar to other tenants occupying retail spaces at the Location).

Staff Summary

FINANCE COMMITTEE MEETING

Lease Agreement with Estate of Yawantraj Jain (Cont'd.)

COMMENTS:

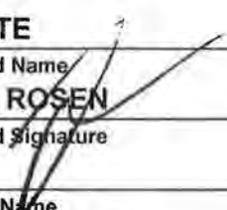
The Space will be utilized as a swing room (comfort / relief space) as outlined in the current Collective Bargaining Agreement (CBA), which requires provision of adequate comfort /relief accommodations. The swing room will serve operators and dispatchers for five bus lines: Q1, 027, 036, Q83 and Q88 from the Queens Village and Casey Stengel Bus Depots.

There are no Agency properties available in this area, and a search revealed no suitable alternative spaces in the immediate area. This space is well-situated at the end of the applicable route.

The Space will be utilized between the hours of 6:00 AM to 10:00 PM, seven days per week. Approximately 100 bus operators and dispatchers will be using the Space throughout the day for comfort relief.

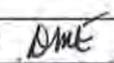
Based on the foregoing, MTA Real Estate requests authorization to enter into a lease on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name ANTHONY CAMPBELL

Date FEBRUARY 21, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/21/17	X		
2	Board	2/23/17	X		

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

AGENCY: MTA Metro-North Commuter Railroad Company ("Metro-North" or "Licensee")

LICENSOR: Prospect Hill Realty, LLC. ("Licensor")

LOCATION: 50 Prospect Hill Road, Town of Southeast, Putnam County

ACTIVITY: Employee parking during Prospect Hill Road Bridge Replacement Project ("Project")

ACTION REQUESTED: Approval of terms

TERM: 21 months; month-to-month option to extend for duration of Project

SPACE: 32 parking spaces

COMPENSATION: \$2,333.33 per month

COMMENTS:

Metro-North Capital Programs is planning to replace the Prospect Hill Road Bridge (the "Bridge") on the Harlem Line right-of-way (ROW) in the Town of Southeast. The work is anticipated to commence during 2017 and expected to take approximately 21 months.

The Bridge crosses over the northern end of Metro-North's Brewster Yard (the "Yard") at milepost 53.04. Currently, Metro-North's Transportation Group employees utilize a parking area situated below and north of the Bridge for parking. The Project will displace 32 employee parking spaces to accommodate on-site construction staging, material and equipment laydown. The attached aerial photo shows the area in question.

MTA Real Estate and Metro-North looked at available land surrounding the Yard and determined the Location to be suitable for the temporarily displaced employee parking. The majority of the Location is already paved, requires very little preparation and is within comparable walking distance from both the Yard and Metro-North's Southeast Station. Metro-North will have access to this area 24 hours per day, 7 days per week. Licensor will install barriers to delineate the Location, as well as provide adequate lighting and maintenance.

As an alternative, consideration was given to using spaces at the adjacent Southeast Station commuter parking lot. However, the negotiated monthly Compensation is approximately 48% lower than the \$6.75 daily customer parking fee at Southeast. By not relocating employees into the commuter parking facility, the Project will save the cost difference and no Metro-North customer parking will be impacted.

Staff Summary

FINANCE COMMITTEE MEETING Prospect Hill Realty, LLC (Cont'd.)

This transaction is a temporary use of real estate in support of construction and maintenance work associated with the Prospect Hill Road Bridge Replacement Project. As such, it is exempt from SEQRA pursuant to PAL §1266. In addition, it is to be on property contiguous to real property being used for a transportation purpose and it does not change, in a material respect, the general character of that transportation use.

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

EXHIBIT A – PARKING AREAS AT 50 PROSPECT HILL ROAD, SOUTHEAST, NY

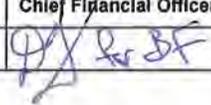


Staff Summary

Subject LICENSE AGREEMENT
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name PAUL M. FITZPATRICK

Date FEBRUARY 21, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	2/21/17	X		
2	Board	2/23/17	X		

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

AGENCY: MTA Bridges and Tunnels ("B&T")

LICENSEE: The General Services Administration ("GSA"), on behalf of the United States of America

LOCATION: B&T's Battery Parking Garage ("BPG") at 56-80 Greenwich Street, Manhattan

ACTIVITY: Parking of federal government vehicles

ACTION REQUESTED: Approval of terms

TERM: 10 years; terminable upon 60 days' notice

SPACE: 15 parking spaces

COMPENSATION: Monthly rate, as determined by Licensor (currently \$439.28 per space), to be adjusted in conformance with rate increases at the BPG

COMMENTS:

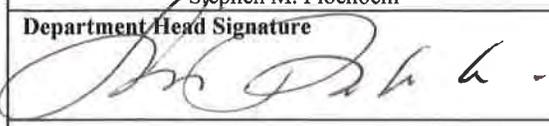
In 2007, GSA was granted a license on the above-stated terms and conditions. GSA has now requested another 10-year license to continue using 15 parking spaces at the BPG for the parking of federal government vehicles. GSA currently uses 14 spaces, but will increase its use by one parking space. GSA needs to enter into a term agreement to comply with certain federal requirements.

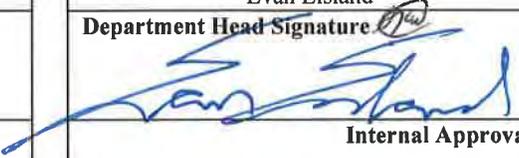
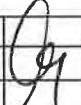
Compensation for each license year will be based on the standard rates charged by the BPG manager for the parking spaces, and upon 30 days' notice to GSA that rate subject to increases from time to time according to current market rates for parking in the area. GSA may increase or reduce spaces in the agreement (up to a maximum of 20 parking spaces) upon notice to B&T, and compensation will be prorated accordingly.

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

PROCUREMENTS

The Procurement Agenda this month includes 5 actions for a proposed expenditure of \$17.0M.

Subject Request for Authorization to Award Various Procurements					
Department Materiel – NYCT					
Department Head Name Stephen M. Plochochi					
Department Head Signature 					
Project Manager Name Rose Davis					
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	2/21/17			
2	Board	2/23/17			

February 10, 2017			
Department Law and Procurement – MTACC			
Department Head Name Evan Eisland			
Department Head Signature 			
Internal Approvals			
	Approval		Approval
	President NYCT		President MTACC
	Executive VP		President MTA Bus
X	Capital Prog. Management	X	Subways
	Law	X	Diversity/Civil Rights

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

PURPOSE:

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

DISCUSSION:

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

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule A: Noncompetitive Purchases and Public Work Contracts	1	\$ 9.0 M
• Kawasaki Rail Car, Inc. \$ 9.0 M		
<u>Schedules Requiring Majority Vote:</u>		
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$ 1.8 M
• Ericsson, Inc. \$ 1.8 M		
SUBTOTAL	2	\$ 10.8 M

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: NONE

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

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

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

NYC Transit proposes to award Ratifications in the following categories:

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	2	\$	1.7 M
SUBTOTAL	2	\$	1.7 M

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$	4.5 M
SUBTOTAL	1	\$	4.5 M
TOTAL	5	\$	17.0 M

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

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

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

BOARD RESOLUTION

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

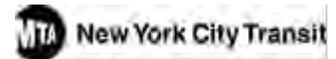
WHEREAS, in accordance with the All-Agency Procurement Guidelines, the Board authorizes the award of certain noncompetitive miscellaneous service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts,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

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

NOW, the Board resolves as follows:

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

Schedule A: Noncompetitive Purchases and Public Work Contracts



Item Number: 1

Vendor Name (Location) Kawasaki Rail Car, Inc. (Yonkers, New York)
Description Purchase of inventory and non-inventory replacement truck components and subway car body parts
Contract Term (including Options, if any) April 1, 2017–March 31, 2020
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Omnibus Sole-Source Approval

Contract Number NONE	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount:	\$9,000,000 (Est.)
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: Department of Materiel, Stephen M. Plochochi	

Discussion:

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

There are approximately 17,636 items covered by this approval for the purchase of replacement truck components and car body parts supplied by Kawasaki, and, to a lesser extent, aftermarket spare parts used on NYC Transit subway cars from Toshiba International Corporation (“Toshiba”), Fuji Electric Corporation of America (“Fuji”), and Koito Industries (“Koito”), for which Kawasaki is the sole distributor and reseller. [Toshiba is a manufacturer of the Auxiliary Power Electric systems for the R142A, R143, R160, and R188 subway cars; Fuji is a manufacturer of the Door system for the R160 subway cars; and Koito is a manufacturer of the Monitoring and Diagnostics systems for the R142A, R143, R160, and R188 subway cars.] These items are identified as obtainable only from Kawasaki for the following reasons: sole pre-qualified item on the Qualified Products List and not available from any distributors or other sources; publicly advertised within a 12-month period without an acceptable alternate supplier; or proprietary to Kawasaki. These items are advertised a minimum of once every 12 months to seek competition. A list of Kawasaki’s sole-source items, as well as NYC Transit’s intention to buy items on the list without competitive bidding, is available for download from the NYC Transit website at any time by any prospective vendor. These sole source replacement parts will be used by the Division of Car Equipment (“DCE”) for Scheduled Maintenance System (“SMS”) and normal maintenance for 3,115 subway cars (315 R62, 200 R68A, 220 R142A, 212 R143, 1,662 R160, and 506 R188) in the NYC Transit fleet.

The existing Kawasaki omnibus approval for \$25,000,000 was approved by the Board in March 2014, and will expire on March 31, 2017. There is a remaining balance of \$10,799,785 of unexpended funds on the existing omnibus approval.

Procurement performed an analysis on the 77 contracts issued during the term of the existing omnibus approval that exceeded the small purchase threshold, which represents a total contract value of \$12,382,773. Of the 77 contracts, 38 items have comparative price history and represent 86.63%, or \$10,727,410, of the total dollar value of the contracts. A comparative price analysis of 33 items (five outliers were excluded) revealed an annual weighted average price decrease of 0.53%, which compares favorably with the Producer Price Index over the same time period, which showed an annual average price increase of 0.11%. Had these five outliers been included in the analysis, the annual weighted average price decrease would have been 2.86%.

Based on the current forecasts, as well as projections for 2017 through 2020, it is anticipated that DCE will require approximately \$9,000,000 for the purchase from Kawasaki of sole-source items exceeding the small purchase threshold. During the term of this new omnibus approval, the heavy overhaul (14-year SMS) on 100 R62, 152 R142A, and 196 R160 subway cars; and the overhaul (seven-year SMS) on 100 R68A, 582 R160, and 55 R188 subway cars will be performed. Procurement believes that the amount requested will be sufficient to procure all sole-source materials that exceed the small purchase threshold from Kawasaki for the next three-year period. Procurement and DCE will continue to research alternate sources of supply wherever possible. Under this new omnibus approval, pricing for any procurement is established by requesting a quote for each item from Kawasaki on an as-required basis. Each item to be purchased under this new omnibus approval will be subject to a cost and/or price analysis, and determination that the price is found to be fair and reasonable.

Item Number: 2

Vendor Name (Location) Ericsson, Inc. (Plano, Texas)
Description Support Services for the Network Maintenance Management System for the Asynchronous Fiber-Optic Network
Contract Term (including Options, if any) May 15, 1999–March 31, 2017
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Department of Subways, Wynton Habersham

Contract Number W-32314/99F7546	AWO/Mod.#: 9
Original Amount:	\$ 9,545,400
Prior Modifications:	\$ 7,347,473
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 16,892,873
This request:	\$ 1,829,481 (Est.)
% of This Request to Current Amount:	10.8%
% of Modifications (including This Request) to Original Amount:	96.1%

Discussion:

This modification will extend the contract term for an additional thirty-three months, from April 1, 2017 to December 31, 2019, for Ericsson, Inc. (“Ericsson”) to continue to provide maintenance support for the Network Maintenance Management System (“NMMS”), which monitors NYC Transit’s asynchronous fiber-optic network. The asynchronous fiber-optic network is an older network that existed prior to NYC Transit’s newer SONET/ATM fiber-optic network.

The base contract was awarded to Telcordia Technologies (“Telcordia”) in 1999 to replace the previous NMMS, which was not Year 2000 compliant. In addition to the replacement, the base contract included one year of warranty and three years of maintenance. The base contract was awarded as a result of an informal request for proposals on an emergency basis and required Telcordia to upgrade the existing NMMS to be Year 2000 compliant prior to January 1, 2000. In 2014, the contract was assigned to Ericsson, when Ericsson purchased Telcordia. In addition, several modifications have been issued to extend the contract and to enhance the system to provide automated notifications of network problems.

The NMMS automates the management of the NYC Transit asynchronous fiber-optic communication network by providing remote monitoring and control of over six hundred pieces of communication equipment that comprise the network from a single network control center. The NMMS monitors alarms from the communication equipment and diagnoses the root cause of problems. It enables NYC Transit to respond to trouble calls in real time, and maintain the network centrally with minimal staffing. The asynchronous fiber-optic network supports (1) the Automatic Fare Collection system, (2) the Automatic Train Supervision system, (3) Communications-Based Train Control, (4) Public Address/Customer Information Screens, (5) the Emergency Booth Communication System, and (6) the Police Radio system.

The NMMS contains software originally developed by Telcordia. Today that software is proprietary to Ericsson, due to Ericsson’s above mentioned acquisition of Telcordia. Therefore, only Ericsson has the necessary technical expertise and rights to maintain the system.

The price for this extension is approximately 1% less than the price for the previous extension. This compares favorably with the relevant Bureau of Labor Statistics Producer Price Index which is increasing at approximately 1.6% per year. The price has been found to be fair and reasonable.

In connection with the review of Ericsson’s responsibility pursuant to the All-Agency Responsibility Guidelines, Ericsson was found to be responsible notwithstanding significant adverse information and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in January 2017.

FEBRUARY 2017

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

Siemens Industry, Inc.		<u>Staff Summary Attached</u>
1. Contract# C-52127.3	\$800,000	↓
2. Contract# C-52127.28	\$850,000	↓
Modification to the contract for the integration and testing of a Connection Oriented Ethernet Network, in order to upgrade the power cabinet in six communications rooms and upgrade the power distribution infrastructure associated with the power cabinets in 62 communications rooms.		

Item Number: 1–2

Vendor Name (Location) Siemens Industry, Inc. (New York, New York)
Description Connection-Oriented Ethernet Network
Contract Term (including Options, if any) May 10, 2013–November 10, 2014
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Capital Program Management, John O’Grady

Contract Number C-52127	AWO/Mod. # 3 and 28
Original Amount:	\$ 28,777,000
Prior Modifications:	\$ 2,228,598
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 31,005,598
This Request:	1,650,000
Mod 3: \$800,000	\$
Mod 28: \$850,000	
% of This Request to Current Amount:	5.3%
% of Modifications (including This Request) to Original Amount:	13.5%

Discussion:

These retroactive modifications are for the upgrade of the power cabinet in six communications rooms, and for the upgrade of the power distribution infrastructure associated with the power cabinets in 62 communications rooms.

The contract calls for the furnishing, installation, integration, and testing of a Connection-Oriented Ethernet (“COE”) network at various core sites, outer-agency sites, and passenger stations. COE technology increases connectivity across the fiber-optic network and allows for all security applications, including video, to be supported and transmitted to security command centers.

Modification 3:

Each communications room has a data cabinet and a power plant. The contract calls for the COE equipment to be installed in the existing data cabinets and supported by the existing power plants (manufactured by APC). During construction, the Department of Subways (“Subways”) introduced a requirement that the power plant must have 10 amps spare capacity. The existing APC power plants in six of the 62 rooms do not meet the new requirement. This modification provides new, upgraded power plants (manufactured by Benning Power Solutions) at the six communications rooms. The balance of 56 communications rooms do not need upgraded power plants because the existing APC power plants in those rooms have at least 10 amps spare capacity. Siemens Industry, Inc.’s (“Siemens”) proposal was \$1,881,386. NYC Transit’s final estimate was \$731,804. Negotiations resulted in a lump-sum price of \$800,000, which is considered fair and reasonable. Savings of \$1,081,386 were achieved.

Modification 28:

The contract calls for the COE equipment to be installed in the existing data cabinets and to be powered by the existing power plants. After the project was designed, Subways installed a network access controller (“NAC”) in the data cabinet of each room. The NAC is electronic equipment that transmits information such as communications room door entry, DC-powered emergency lights use, data cabinet door open/close information, and backup battery health. This information allows Subways to monitor the communications room and dispatch personnel as needed. This modification provides for the enhancement of the infrastructure in the 62 communications rooms, including additional and heavier-gauge cables and wires, and larger circuit breakers needed to accommodate the new NAC installed by Subways and the new COE equipment that was installed by Siemens. Siemens’s proposal was \$2,580,926. NYC Transit’s final estimate was \$784,138. Negotiations resulted in a lump-sum price of \$850,000, which is considered fair and reasonable. Savings of \$1,730,926 were achieved.

On March 12, 2014, the SVP and Chief Engineer approved a retroactive waiver for Modification #3, and on December 21, 2015, the Acting SVP, Capital Program Management approved a retroactive waiver for Modification #28 and Siemens was directed to proceed in order to mitigate delay.

The Vice President, Materiel authorized payments to Siemens prior to approval of the modifications. The contract was declared substantially complete on December 31, 2016.

In connection with a previous contract awarded to Siemens, Siemens 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 August 2016. No new SAI has been found relating to Siemens and Siemens has been found to be responsible.

FEBRUARY 2017

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

- | | | |
|---|---------------------------|---|
| <p>1. Hill International, Inc.</p> <p>LiRo Engineering, Inc.</p> <p>Henningson, Durham & Richardson</p> <p>Architecture and Engineering, P.C. JV</p> <p>Contract# CM-1311.17</p> | <p>\$4,536,327</p> | <p><u>Staff Summary Attached</u></p> <p>↓</p> <p>↓</p> <p>↓</p> |
|---|---------------------------|---|
- Modification to the contract for Consultant Construction Management Services for the No. 7 Subway Line Extension, in order to extend the term of the contract and provide additional Consultant Construction Management services.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

Vendor Name (Location) Hill International, Inc., LiRO Eng., Inc., & Henningson, Durham & Richardson, Architecture and Engineering, P.C., JV (New York, New York)	
Description Consultant Construction Management Services for the No. 7 Line Extension Project	
Contract Term (including Options, if any) April 23, 2007–December 31, 2016	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Mod. #
CM-1311	17
Original Amount:	\$ 35,842,302
Prior Modifications:	\$ 30,880,774
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 66,723,076
This Request:	\$ 4,536,327
% of This Request to Current Amount:	6.8%
% of Modifications (including This Request) to Original Amount:	98.8%

Discussion:

This retroactive modification will extend the contract term by 16 months, from January 1, 2017 to April 30, 2018, for additional Consultant Construction Management (“CCM”) services. This modification will be funded by Hudson Yards Development Corporation (“HYDC”).

The original contract is for CCM services for the No. 7 Subway Line Extension (“No. 7”) project. In April 2007, the contract for CCM services was awarded to Hill International, Inc.; LiRo Engineers, Inc.; and Henningson Durham & Richardson Architecture and Engineering P.C., Joint Venture (“HLH7”). Under this modification, HLH7 will continue to provide CCM services needed to oversee construction contract C-26512 (Site P). When completed, Site P will be a secondary entrance to the new 34th Street-Hudson Yards subway station. The entrance is being built to accommodate the expected increase in peak passenger ridership due to the major population growth in the surrounding area.

This modification will extend CCM services through April 2018 to accommodate activities for the overall No. 7 Subway Line Extension program. The term of the CCM was to expire in December 2016 and CCM funding is projected to be exhausted in February 2017. Accordingly, the MTA Capital Construction President granted retroactive approval to continue CCM services beyond January 1, 2017, for a not-to-exceed amount of \$850,000, pending Board approval of this modification.

Currently staffing is at 16 Full Time Equivalent (“FTE”) employees. This modification contemplates a reduction to 14 FTEs and a further reduction to 12 FTEs for activities through April 2018. A subsequent modification will be issued for the remaining CCM closeout services when more precise staffing projections can be made.

HLH7’s initial proposal was in the amount of \$4,800,565. MTA Capital Construction’s revised estimate was \$4,781,759. Negotiations with HLH7 resulted in a Best and Final Offer (“BAFO”) of \$4,536,327, or 5.5% lower than its initial proposal. HLH7’s BAFO of \$4,536,327 was deemed fair and reasonable.



Metro-North Railroad

ACTION ITEMS

Staff Summary

Subject Westchester County DOT Fare Increase		Date February 13, 2017	
Department Operations Planning and Analysis		Vendor Name N/A	
Department Head Name James McCormack		Contract Number N/A	
Department Head Signature 		Contract Manager Name N/A	
Project Manager Name Frank Lennon	Program Manager Name	Table of Contents Ref#	

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	2/21/17	X		
2	MTA Finance Mtg	2/21/17	X		
3	MTA Board Mtg.	2/23/17	X		

Internal Approvals			
Order	Approval	Order	Approval
4	President		Budget
	VP Operations		Capital Programs
3	VP Financial Admin		Engr/Const
	Controller		Project Reporting

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

NARRATIVE

I. Purpose and Recommendation:

To obtain MTA Board approval for Metro-North to increase its per ticket subsidy for Westchester County Department of Transportation (WCDOT) Bus and Shuttle UniTickets. This action is effective with the sale of April 2017 monthly tickets.

II. Discussion:

WCDOT bus service provides connecting service to/from Metro-North train stations throughout Westchester County. This includes both regular bus service and dedicated shuttle service. The proposed subsidy increases, described below, are consistent with the existing contractual arrangement between WCDOT and Metro-North. The subsidy increases will take effect at the same time as UniTicket price increases, which are being put into effect following a fare hearing held by WCDOT on January 23, 2017. The UniTicket fare increases are consistent with similar increases being instituted with respect to other Metro-North UniTicket arrangements (that is, \$1.50 per monthly UniTicket).

WCDOT Bee Line UniTicket

Under the current agreement with WCDOT, monthly UniTicket customers pay 50% of the cost of a 30-day unlimited MetroCard while Metro-North and WCDOT split the \$58.25 subsidy per ticket (MNR \$29.13 and WCDOT \$29.12). Under this proposal, in conjunction with the \$1.50 per month increase to the cost of the UniTicket, the Metro-North and WCDOT subsidies will each increase to \$30.63, or \$1.50 per ticket.

WCDOT Bee-Line - Rte 39

Currently, WCDOT monthly UniTicket customers pay \$50.00 with a subsidy of \$66.50, split between MNR and WCDOT; Metro-North's subsidy is 50% (\$33.25) and WCDOT pays the other 50% share (\$33.25). Under this proposal, in conjunction with the \$1.50 per month increase to the cost of the UniTicket, the Metro-North subsidy and WCDOT subsidies will each increase by \$1.50, to \$34.75.

WCDOT Shuttle

Currently, the customer price for the WCDOT Shuttle UniTicket is 33% of the monthly MetroCard price, and by contract with WCDOT, Metro-North subsidizes the entire balance of the MetroCard price. The new customer price will be \$40.25 - an increase of \$1.50. The Metro-North subsidy will be \$80.75 - a per ticket subsidy increase of \$3.00.

Staff Summary

Alternatives:

This recommendation is in line with existing agreements and current formulas. No alternative is proposed.

III. Budget Impact:

The bottom-line financial impact of higher subsidies for monthly UniTickets would be as follows:

- Bee-line & Bee Line Rte 39: \$8,370 increase in 2017, or \$11,160 each full year.
- Shuttle: \$1,080 increase in 2017, or \$1,440 each full year.

Total 2017 Financial Impact = \$9,450, which will be absorbed in the 2017 Operating Budget.

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



Metro-North Railroad

Procurements

Subject Request for Authorization to Award Various Procurements					
Department Procurement and Material Management					
Department Head Name Alfred Muir, Sr. Director					
Department Head Signature 					
Project Manager Name					
Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	2-21-17	X		
2	MTA Board Mtg.	2-23-17	X		

Date February 10, 2017			
Vendor Name Various			
Contract Number Various			
Contract Manager Name Various			
Table of Contents Ref #			
Internal Approvals			
	Approval		Approval
X		X	V.P. Planning
X	Executive V.P.	X	V.P. Capital Programs
X	Sr. V.P. Operations	X	V.P. & General Counsel
X	V.P. Finance & IT		
Internal Approvals (cont.)			
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:

	# of Actions	\$ Amount
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE	
<u>Schedules Requiring Majority Vote</u>		
Schedule G: Miscellaneous Service Contracts	1	\$7,828,160
• Bombardier Transportation, Inc. \$7,828,160		
SUB TOTAL:	1	\$7,828,160

MNR proposes to award competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	TBD
• Request to Use RFP Process		TBD
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$3,980,000
• Brandt Road Rail Corporation		\$3,980,000

Schedules Requiring Majority Vote

Schedule G: Miscellaneous Service Contracts	1	\$813,071
• Bowne Management Systems, Inc.		\$813,071
SUB TOTAL:	3	\$4,793,071

MNR presents the following procurement actions for Ratification:

Schedules Requiring Two-Thirds Vote (or more, where noted) NONE

Schedules Requiring Majority Vote

Schedule K: Ratification of Completed Procurement Actions	2	\$1,812,990
• Hitran Corporation		\$358,301
• Amman & Whitney Group		\$1,454,689
SUB TOTAL:	2	\$1,812,990
TOTAL:	6	\$14,434,221

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.

FEBRUARY 2017

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. Bombardier Transportation, Inc. \$7,828,160 Staff Summary Attached
Installation of On Board cameras on M-7 Railcars

Approval is requested to award a non-competitive negotiated miscellaneous service contract in the total not-to-exceed amount of \$7,828,160 to the firm, Bombardier Transportation Inc., for the installation of On Board Camera Kits for the MNR M-7 Fleet. This work will be conducted at the MTA's Arch Street facility, which had previously been subleased to Bombardier for the purposes of PTC Kit installations. Bombardier, the Original Equipment Manufacturer (OEM) of the M-7 Railcar fleet, shall furnish all labor necessary to install the On Board camera kits as provided by MNR and as delivered by Sepsa North America. MNR owns and operates 334 M-7 Railcars.

In September 2015, Bombardier was awarded a non-competitive contract to install On Board Vehicle PTC kits to MNR's M-7 Fleet of Railcars. The award was based upon Bombardier's unparalleled knowledge of the M-7 equipment that will allow MNR to increase its installation productivity rates to meet its targeted full implementation deadline. The program is currently progressing successfully in achieving those installations. In addition to the implementation of PTC and as a result of recommendations from the National Transportation Safety Board (NTSB), the Chairman/CEO of the Metropolitan Transportation Authority (MTA) directed the MTA's Commuter Railroads to begin the process of designing and installing inward and outward facing video and audio recorders in the cabs of its rolling stock. MNR currently has 1,256 various rolling stock equipment requiring PTC and On Board camera systems. It is therefore recommended that Bombardier complete both installations. The addition of the camera systems will not negatively impact the installation of PTC. MNR does not have the labor or on-site resources to accomplish PTC and on board camera equipment installations on multiple fleets concurrently and accordingly requires the use of a third party contractor to install camera kits on its 334 car M-7 Fleet.

In an effort to expedite the installation of the PTC Kits, LIRR has made its Arch Street Facility (owned by MTA) available for the performance of the MNR work. Following Board approval, MTA, on behalf of Long Island Rail Road and MNR, executed a license with Bombardier for the use the Arch Street Facility. The camera installation shall be completed at the Arch Street facility.

Bombardier submitted a total cost proposal of \$7,828,160 for the installation of 334 Kits. The unit cost for the installation of these kits is 6.5% less than the engineer's estimate. In addition to the cost savings associated with using the OEM for these installations, there are considerable advantages in combining PTC and On Board camera kits concurrently. The price submitted is deemed fair and reasonable. The total award amount for this agreement shall not exceed \$7,828,160 over the eighteen month period and is to be funded by the MNR Operating Budget.

Staff Summary

Item Number G					
Dept. & Dept. Head Name: Procurement & Material Management, Alfred Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	2-21-17	X		
2	MTA Board Mtg.	2-23-17	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	V.P. Finance & IT		V.P. Capital Programs		
X	V.P. & General Counsel				

SUMMARY INFORMATION	
Vendor Name Bombardier Transportation Inc.	Contract Number TBD
Description Installation of On Board Vehicle Camera Kits for the MNR M-7 Fleet.	
Total Amount \$7,828,160 (not-to-exceed)	
Contract Term (including Options, if any) 18 months	
Option(s) included in Total Amount? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
Renewal? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
Procurement Type Competitive <input checked="" type="checkbox"/> Non-competitive <input type="checkbox"/>	
Solicitation Type RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: sole source <input type="checkbox"/>	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: <input type="checkbox"/>	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to award an 18 month non-competitive, negotiated, miscellaneous service agreement in the total not-to-exceed amount of \$7,828,160 to the firm, Bombardier Transportation Inc. (Bombardier), for the installation of On Board Vehicle Camera (OBV) Kits on the 334 Railcars in the MNR M-7 Fleet. Combining the current PTC kit installation with the On Board camera system installation will not only create efficiencies but will also maximize fleet availability.

II. DISCUSSION:

In September 2015, Bombardier was awarded a non-competitive contract to install On Board Vehicle PTC kits to MNR's M-7 Fleet of Railcars. The award was made based upon Bombardier's unparalleled knowledge of the M-7 equipment that will allow MNR to increase its installation productivity rates to meet its targeted full implementation deadline. The program is currently progressing successfully in achieving those installations. In addition to the implementation of PTC and as a result of recommendations from the National Transportation Safety Board (NTSB), the Chairman/CEO of the Metropolitan Transportation Authority (MTA) directed the MTA's Commuter Railroads to begin the process of designing and installing inward and outward facing video and audio recorders in the cabs of its rolling stock. It is therefore recommended that Bombardier complete both installations. The addition of the camera system installation will not negatively impact the installation of PTC. MNR does not have the labor or on-site resources to accomplish PTC and on board camera equipment installations on multiple fleets concurrently and accordingly requires the use of a third party contractor to install camera kits on its 334 car M-7 Fleet.

In an effort to expedite the installation of the PTC Kits, LIRR has made its Arch Street Facility (owned by MTA) available for the performance of the MNR work. Following Board approval, MTA, on behalf of Long Island Rail Road and MNR, executed a license with Bombardier for the use the Arch Street Facility. The camera installation shall be completed at the Arch Street facility.

III. COST/PRICE ANALYSIS

Bombardier submitted a total cost proposal of \$7,828,160 for the installation of 334 Kits. The unit cost for the installation of these kits is 6.5% less than the engineer's estimate. In addition to the cost savings associated with using the OEM for these installations, there are considerable advantages in combining PTC and On Board Camera kits concurrently. The price submitted is deemed fair and reasonable.

III. IMPACT ON FUNDING:

The total award amount for this agreement shall not exceed \$7,828,160 over the 18 month period and is to be funded by the MNR Operating Budget.

IV. ALTERNATIVES:

There are no recommended alternatives. MNR does not have the resources to perform these services in-house. Performing this work with another vendor at a different time will reduce fleet availability to unacceptable levels and impact service.

FEBRUARY 2017

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

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

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

1. **Request to Use RFP Process** **TBD** **Staff Summary Attached**

Design/Build Harmon Shop Improvements Phase V – Stage 2

Approval is requested to use the Request for Proposal (RFP) solicitation process to solicit a team of Architects/Engineers/Contractors to design and construct improvements under the Harmon Shop Replacement Program, Phase V-Stage 2.

The Stage 2 project will replace the westerly portion of the existing facility in its entirety. Replacement of the maintenance facility in the same location as the existing structure will facilitate the efficient movement of cars between the North Yard and the EMU Shop for maintenance. This Stage 2 Design-Build request includes the final design and build out of the Running Repair and Support Shop, including the demolition and replacement of the west portion of the building. The existing shop will be replaced with a new Electric Car Shop/Running Repair/Support Shop with pits and hoist tracks directly adjacent and functionally connected to the Consist Shop Facility (Stage 1) and the EMU Annex (Stage 1-2) via an overpass bridge.

MNR currently has the 30% design-build documents for Stage 2. The design/build teams will be evaluated on their technical ability, past performance, organizational resources, and cost. This procurement is to be funded 100% by the 2015-2019 MNR Capital Program.

C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)

(Staff Summaries required for items requiring Board approval)

2. **Brandt Road Rail Corporation \$3,980,000 (not-to-exceed)** **Staff Summary Attached**

Design, Build and Deliver a Powered Continuous Work Platform with a Steel Track Excavator

Approval is requested to award a competitively solicited (RFP process, one proposal received) 20 month contract to the firm, Brandt Road Rail Corporation (“Brandt”) for the design, manufacture and delivery of one Powered Continuous Work Platform (“PCWP”) with a Steel Track Excavator.

A PCWP is a nine car articulated consist, suitable for hauling and distributing ballast, maintenance of way materials and rails up to 250 ft. in length. A brief description is as follows:

- An enclosed weather tight powered platform housing an operator’s cab with full consist operational controls, HVAC and occupant capacity of two with additional jump seat. Diesel engine/alternator gen set present in separate enclosure.

- Diesel engine meeting all federal emissions standards.
- Consist shall be equipped with braking system designed to meet the current requirements of the AAR (Association of American Railroads).
- Rear gondola will have provisions to incorporate a removable rear operator's cab. This cab will provide a point of control through a remote, as well as necessary safe operational controls and displays that will be train lined with a removable plug in connection to the removable rear cab.

MNR requested and received a Buy America non-availability waiver for the procurement of this PCWP. The Federal Transit Administration (FTA) waived its Buy America requirements, finding that the material for which the waiver was requested is not produced in the United States in sufficient and reasonably available quantities and of satisfactory quality. This waiver is limited to this single procurement by MNR for the PCWP.

In March 2016, the Board approved use of the RFP and in May, 2016 MNR RFP No. 9839-A was advertised in the New York State Contract Reporter, El Diario, The Daily Challenge, NY Post) and posted on the MNR website. An extensive contractor outreach was conducted to ensure competition however on the proposal due date of July 11, 2016 only one proposal was received from Brandt Road Rail Corporation ("Brandt").

The program schedule of 20 months by Brandt was found to be aggressive but attainable for this project. Brandt's final BAFO cost of \$3,980,000 is 12% lower than the Engineers estimate. A cost analysis was conducted and was found to be acceptable. This price is considered fair and reasonable.

MNR completed a Responsibility review of Brandt in connection with this award recommendation. There is no significant adverse information concerning Brandt, and has been determined to be a responsible contractor.

Accordingly, it is recommended that the Board approve the selection of Brandt Road Rail Corporation for the design, manufacture and delivery of one Powered Continuous Work Platform ("PCWP") with a Steel Track Excavator. This procurement is to be federally funded.

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.)

3. Bowne Management Systems, Inc. \$813,071 (not-to-exceed)

Geographic Information System (GIS) Integration Services for Railroad Property Management

Approval is requested to award a 12 month, competitively solicited miscellaneous service contract (RFP process, nine proposals received, four firms short-listed), in the not-to-exceed amount of \$813,071 to Bowne Management Systems, Inc. ("Bowne") to provide electronic GIS integration services to accurately measure property lines along MNR's right-of-way, stations, leases, yards, easements, encumbrances, and other real estate holdings for MNR to support business operations.

In accordance with MTA procurement guidelines, an advertisement for the subject service was placed in the New York State Contract Reporter, New York Post, El Diario, Daily Challenge, and posted on the MNR website.

A total of fifty vendors were provided the RFP and nine proposals were received. The Selection Committee evaluated nine proposals and short-listed four firms. Bowne demonstrated the highest degree of understanding of the scope of work. In addition, Bowne provided an excellent oral presentation and proposed the lowest cost proposal of the four short listed firms. Bowne's cost proposal was 22% below the engineers estimate. The Committee unanimously determined that Bowne was the best qualified to perform the subject services.

MNR conducted Responsibility and Financial reviews of Bowne and found no significant adverse information. Bowne has been determined to be a responsible firm and a review of their price found costs to be fair and reasonable contractor.

It is recommended that the MTA Board approve the selection of Bowne Management Systems, Inc. to provide electronic GIS integration services to measure property lines of MNR's right-of-way, stations, leases, yards, easements, encumbrances, and other real estate holdings for MNR to support business operations in the not-to-exceed amount of \$813,071 and is to be funded by the MNR Operating Budget.

Staff Summary

Item Number B					
Dept & Dept Head Name: Procurement & Material Management, Alfred Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	2-21-17	X		
2	MTA Board Mtg.	2-23-17	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
X	V. P. Capital Programs	X	V.P. Planning		
X	V.P. Finance & IT	X	V.P. & General Counsel		

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number 81933
Description Request to use the RFP Process- Design/Build Harmon Yard Improvements Phase V – Stage 2	
Total Amount TBD	
Contract Term (including Options, if any) 48 months	
Option(s) included in Total Amount? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
Renewal? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
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:	

I. PURPOSE:

To obtain MTA Board approval to use the RFP process to solicit and evaluate proposals from a prospective team of Architects/Engineers/Contractors to design and construct improvements at MNR’s Harmon Yard, on the Hudson Line, located in Croton-on-Hudson, NY. The contract shall be for the replacement of the remaining western portion of the current maintenance facility with an Electric Multiple Unit (EMU) Running Repair and Support Shop building.

II. BACKGROUND & DISCUSSION:

The Harmon Phase V project is a two-stage program to design and construct a new Electric Car Shop with a Consist Shop Facility (Stage 1) and new Running Repair and Support Shop (Stage 2) to replace the existing Harmon Old Main Shop Building. When both stages have been completed they will create one large maintenance facility for MNR’s Harlem and Hudson Lines electric car fleet. The Stage I contract is now in progress and will be completed in the 1st Qtr. of 2018. MNR has an immediate requirement to retain a design/build team to design and construct improvements for Stage 2 in an effort to complete the overall project in the most efficient and timely manner.

The work that will be accomplished in Stage 2 shall include the replacement of the western portion of the existing running repair shop. Replacement of the maintenance facility within the same foot print will facilitate the efficient movement of cars between the North Yard and the EMU Shop for maintenance. This Stage 2 Design-Build request also includes the final design and build out of the Running Repair and Support Shop, including the demolition and replacement of the western portion of the building. The existing shop will be replaced with a new Electric Car Shop/Running Repair/Support Shop with maintenance pits and hoist tracks directly adjacent and functionally connected to the Consist Shop Facility (Stage 1) and the EMU Annex (Stage 1-2) via an overpass bridge.

It is in the best interest of MNR to utilize the Request for Proposal process for the Stage 2 procurement. The successful design/build team will be selected on an evaluation of architectural/engineering/construction technical ability, past performance, organizational resources, experience of team members, and cost.

Staff Summary

III. RECOMMENDATION:

MNR requests the Board adopt a resolution declaring that competitive bidding is impractical and/or inappropriate and that it is in the public interest to use the design/build RFP process for Harmon Phase V, Stage 2 to design and construct improvements at MNR's Harmon Shop.

IV. D/M/WBE INFORMATION:

TBD

V. IMPACT ON FUNDING:

Funding for this contract is included in the 2015-2019 MNR Capital Program.

VI. ALTERNATIVES:

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

Staff Summary

Item Number C					
Dept. & Dept. Head Name: Procurement & Material Management, Al Muir, Sr. Director					
Division & Division Head Name: Executive Vice President, Catherine Rinaldi					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	2-21-17	X		
2	MTA Board Mtg.	2-23-17	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President				
X	Sr. V.P. Operations		V.P. Planning		
X	V.P. Finance & IT	X	V. P. & General Counsel		
X	V. P. Capital Programs				

SUMMARY INFORMATION	
Vendor Name Brandt Road Rail Corporation	Contract Number 9839-A
Description Design, Build, Deliver a Continuous Work Platform with a Steel Excavator	
Total Amount \$3,980,000	
Contract Term (including Options, if any) N/A	
Option(s) included in Total Amount?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Renewal?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

To obtain MTA Board approval to award a competitively solicited (RFP process, one proposal received) contract to the firm, Brandt Road Rail Corporation (“Brandt”) for the design, manufacture and delivery of one Powered Continuous Work Platform (“PCWP”) with a Steel Track Excavator.

II. DISCUSSION:

The project consists of the design, manufacture and delivery of one Powered Continuous Work Platform (“PCWP”) with a Steel Track Excavator for use on MNR’s operating territory. A PCWP is a nine platform articulated consist used for hauling and distributing maintenance of way materials such as ballasts and rails up to 250 ft. in length. The PCWP complies with MNR’s territorial clearance restrictions without interference to electrical operations. The PCWP will be delivered also with a Steel Track Excavator, heavy construction equipment consisting of a boom, dipper (or stick), bucket and cab on a rotating platform which sits atop an undercarriage with tracks or wheels. The excavator will have a reduced tail swing design that allows the PCWP to work in the MNR locations with minimum disruption to railroad traffic, be capable of negotiating all of MNR’s track, tunnels and structures, and stay within the dynamic envelope. The requirements of the PCWP and Steel Track Excavator include:

- An enclosed weather tight powered platform housing an operator’s cab with full consist operational controls, HVAC and occupant capacity of two with additional jump seat. Diesel engine/alternator gen set present in separate enclosure.
- Diesel engine meeting all federal emissions standards.
- The Consist will be equipped with braking system designed to meet the current requirements of the AAR (Association of American Railroads).
- A Gondola with provisions to incorporate a removable rear operator’s cab. This cab will provide a point of control through a remote, as well as necessary safe operational controls and displays that will be train lined with a removable plug in connection to the removable rear cab.

MNR received Board approval to use the Request for Proposal (RFP) process for this procurement at the March 2016 MTA Board Meeting.

On June 9, 2016 MN R RFP No. 9839-A was advertised in the New York State Contract Reporter, El Diario, The Daily Challenge, NY Post and posted on the MNR website. On the proposal due date of September 29, 2016, one proposal was received from Brandt Road Rail Corporation (“Brandt”).

A Selection Committee comprised of five voting members representing MNR’s Maintenance of Way, Track and Structure and Procurement & Material Management Departments evaluated the proposals using a two phase approach.

The Selection Committee agreed that Brandt could perform the scope of work provided in the contract and their proposal met the requirement of the RFP. Brandt’s Best and Final Offer (BAFO) cost is \$3,980,000. After a detailed review of the M of W Track and Structures’ estimated cost for this unique track hardware required under the RFP, Brandt’s proposal was 12% below engineering’s estimated budget of \$4,500,000. The program schedule of 20 months by Brandt was found to be favorable for the level of effort required for this project.

MNR completed a Responsibility review of Brandt in connection with this award recommendation. There is no significant adverse information concerning Brandt, and has been determined to be a responsible contractor. Accordingly, it is recommended that the MTA Board approve the selection of Brandt Road Rail Corporation for the design, manufacture and delivery of one Powered Continuous Work Platform (“PCWP”) with a Steel Track Excavator.

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights canvassed the industry to determine the availability of qualified Disadvantage Business Enterprises (DBE) for participation as prime or subcontractors. DDCR was unable to identify eligible DBE firms providing related services therefore, no DBE subcontracting goal could be established for this contract.

IV. IMPACT ON FUNDING:

The total cost for this procurement is not-to-exceed \$3,980,000. This contract is to be federally funded through MNR’s Capital Program Budget.

V. ALTERNATIVES:

MNR does not have the capability to design, manufacture and deliver this unique equipment.

FEBRUARY 2017

METRO-NORTH RAILROAD

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

K. Ratification of Completed Procurement Actions

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

1. Hitran Corporation \$358,301

Purchase of Main Line Filter Reactors for MNR's Genesis Locomotives

Ratification of emergency purchase for five main line filter reactors for MNR's P32 Locomotives which currently have out-of-service locomotives awaiting these reactors.

The absence of P32 Locomotives in service will significantly detract from MNR's overall locomotive service. General Electric, the locomotive Original Equipment Manufacturer (OEM) has elected to no longer provide this equipment. MNR determined the material was originally supplied to General Electric by Hitran, who is the OEM for the reactors. Hitran is now the only available source of these reactors. The immediate need is two main line filter reactors; the remaining three are to ensure critical spares are available.

The cost of \$358,301 for this emergency purchase is deemed to be fair and reasonable and is to be funded by the MNR Operating Budget.

2. Amman & Whitney Group \$1,454,689

Staff Summary Attached

Emergency Engineering & Design Services for Repairs to Park Ave. Viaduct

Ratification of emergency agreement for engineering and design services for the Park Avenue Viaduct. This work is being performed under the current Professional Services Contract No. 1000041940 for Engineering Services for the Inspection and Load Rating of All Under grade Bridges Located in NY State.

On May 17th, a fire caused significant damage to the Park Avenue Viaduct in the area of 117th and 118th Streets in Manhattan. To ensure commuters safety and address immediate and long term repairs as well as minimize the adverse operational impacts to the railroad, it was necessary to engage the services of an engineering consultant familiar with the Viaduct structure. As A&W was performing inspection of the Park Avenue Viaduct at that time, MNR requested A&W perform the necessary engineering and design work.

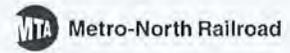
Under a "Declaration of Emergency" expedited procurement, actions were initiated and A&W was called upon during the night of the fire (and the subsequent days thereafter) to provide engineering consultation to MNR. A&W was asked to provide inspection, structural assessment of the fire damage and design services for emergency temporary supports. A&W was also tasked to develop a preliminary and final design document for an emergency construction contract. The preliminary repair designs allowed MNR crews to make repairs allowing the railroad to lift temporary speed and operational

restrictions through the area.

While the temporary repairs enabled prompt restoration of limited service, it did not completely correct the structural damages. As such, it was necessary to make permanent repairs to the viaduct at 118th street and ensure the riding public's safety. A&W's efforts in developing a final repair design document allowed MNR to obtain a contractor within one month of the fire. Due to the extremely limited timeline, A&W was also tasked to provide resident engineering and inspection services during construction. The final negotiated cost for the aforementioned work is \$1,454,689, which is less than the MNR in-house estimate of \$1,551,000.

This ratification in the not-to-exceed amount of \$1,454,689 is to add funding to the existing A&W contract to compensate for the additional design and engineering efforts which enabled MNR to complete the final repairs to structures damaged by the viaduct fire without delay. This additional funding is provided by the MNR Capital Program. Reimbursement of the costs is being pursued as part of the legal claims asserted by MTA and MNR against responsible parties.

Schedule K: Ratification



Item Number: K

Vendor Name (& Location) Ammann & Whitney Group	
Description Engineering Services for the Inspection and Load Rating of All Undergrade Bridges Located in NY	
Contract Term (including Options, if any) 36 month	
Option(s) included in Total Amount? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	
Procurement Type Competitive <input type="checkbox"/> Non-competitive <input checked="" type="checkbox"/>	
Solicitation Type RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: <input checked="" type="checkbox"/>	

Contract Number 1000041940	AWO/Modification # 1
Renewal?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
Total Amount:	\$1,454,689 (not to exceed)
Funding Source Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: <input type="checkbox"/>	
Requesting Dept./Div. & Dept./Div. Head Name: Procurement & Material Management, Al Muir, Sr. Director	

DISCUSSION:

Ratification of emergency agreement for engineering and design services for the Park Avenue Viaduct. This work is being performed under the current Professional Services Contract No. 1000041940 for engineering services for the inspection and load rating of all undergrade bridges located in NY State.

The original 36 month contract was competitively solicited and awarded to the Ammann & Whitney Group (“A&W”) in March of 2015 in the not-to-exceed amount of \$6,840,000. The purpose of this project was to provide engineering services for the inspection and load rating of all undergrade bridges in NY. The scope of work consisted of 1) data collection; 2) load rating field inspection; 3) strain gage test, non-destructive testing and analysis of selected bridges; 4) live load rating and reports; 5) Seismic Screening; and 6) emergency repair designs.

On May 17th, a very serious fire caused significant damage to the Park Avenue Viaduct in the area of 117th and 118th Streets in Manhattan. To ensure commuters safety and to address immediate and long term repairs as well as minimize the adverse operational impacts to the railroad, it was necessary to engage the services of an engineering consultant familiar with the viaduct structure. Coincidentally; at that time, A&W was performing inspection of the Park Avenue Viaduct as part of their contract work. A&W’s familiarity with the structure and the ability to use their previously developed structural analysis models was very beneficial given the extremely critical nature of the damages to the viaduct support structures.

Under a “Declaration of Emergency” expedited procurement actions were initiated and A&W was called upon during the night of the fire (and the subsequent days thereafter) to provide engineering consultation to MNR. A&W was asked to provide inspection, structural assessment of the fire damage and design services for emergency temporary supports. A&W was also tasked to develop a preliminary and final design document for an emergency construction contract. The preliminary repair designs allowed MNR crews to make repairs allowing the railroad to lift temporary speed and operational restrictions through the area. While the emergency temporary repairs enabled prompt restoration of limited service, they did not completely correct the structural damages. As such, it was necessary to perform permanent repairs to the viaduct at 118th Street and ensure the riding public’s safety. A&W’s efforts in developing a final repair design document allowed MNR to obtain a contractor within one month of the fire. Due to the extremely limited timeline, A&W was also tasked to provide resident engineering and inspection services during construction. The final negotiated cost for the aforementioned work is \$1,454,689, which is less than the MNR in-house estimate of \$1,551,000.

This ratification in the not-to-exceed amount of \$1,454,689 is to add funding to the A&W contract to compensate for the additional design and engineering efforts which enabled MNR to complete the final repairs to structures damaged by the fire faster than anticipated. This additional funding is provided by the MNR Capital Program. Reimbursement of the costs is being pursued as part of the legal claims asserted by MTA and MNR against responsible parties.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

February 23, 2017

Staff Summary



Subject : Request for Authorization to Award Various Procurements						Date February 24, 2017			
Department Procurement and Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement and Logistics Officer									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	02.21.17				1	President		
2	MTA Board	02.24.17				2	Executive VP		

PURPOSE:

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

DISCUSSION:

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

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

LIRR proposes to award Competitive Procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
	2	\$5,925,000

Schedules Requiring Majority Vote

Schedule G:	Miscellaneous Service Contract	1	\$1,725,000
Schedule I:	Modification to Purchase and Public Works Contracts	1	\$4,200,000
SUBTOTAL:		2	\$5,925,000

LIRR proposes to award Ratifications in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>	
	None		
<u>TOTAL:</u>		<u>2</u>	<u>\$5,925,000</u>

BUDGET IMPACT:

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

RECOMMENDATION:

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

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

Schedule G: Miscellaneous Service Contracts

Staff Summary



Item Number: 2

Vendor Name (& Location) Frontier Industrial Corp., Buffalo, NY	
Description Removal & Disposal Obsolete Railcars & Miscellaneous Scrap	
Contract Term (including Options, if any) March 1, 2017 – December 31, 2018	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	

Contact Number *TBD	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Total Amount:	\$1,725,000 NTE
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: James Allen – Director, Rolling Stock Programs <i>J. W. Allen</i>	
Contract Manager: Jackie Waddell – Sr. Manager, Procurement & Logistics <i>J. Waddell</i>	

Discussion:

The Long Island Rail Road (“LIRR”) requests MTA Board approval to Ride MTA Metro-North Railroad’s (MNR) competitively negotiated, five-year miscellaneous service, MTA Metro-North Railroad (MNR) Contract # 2010-001-C with Frontier Industrial Corp. (“Frontier”) for the removal and disposal of (i) obsolete electric propelled passenger coaches and (ii) additional miscellaneous equipment and rolling stock, including but not limited to locomotives, flatcars, boxcars and gondola cars. Under this contract, Frontier will provide removal and disposal services to LIRR in the not-to-exceed amount of \$1,725,000 for a period of 22 months through December 2018 – to be coterminous with MNR’s contract.

LIRR has electric propelled passenger coaches designated M-3 and M-1 railcars that are obsolete or long term out of service (LTOS) and need removal and disposal. The twenty-two (22) M-3 railcars, and two (2) M-1 railcars contain hazardous material and require handling in a manner approved by LIRR’s Safety Department and in accordance with all applicable federal, state, and local rules and regulations. In addition to the railcars, LIRR has a gondola, some flatbed cars and locomotives that require disposal. Frontier, as a full service, nationwide company specializing in removal/salvage operations, held MNR’s prior contract for railcar disposal including M-1 railcars and other miscellaneous rolling stock for the period 2004-2010, and performed satisfactorily. Under the current contract, Frontier has responsibly disposed of MNR’s obsolete M-2, M-4 and M-6 cars as well. As LIRR and MNR rolling stock are of similar configurations, Frontier is adequately qualified to provide these services for LIRR.

The total not-to-exceed value for the work is \$1,725,000, which covers up to a maximum of 24 railcars (M-1/3) plus disposal of additional miscellaneous rolling stock and equipment to be removed/disposed of throughout the contract term. Pricing includes a scrap credit per railcar calculated on a fixed basis throughout the contract term, and is consistent with MNR’s contract pricing and is deemed fair and reasonable. Removal of LIRR’s remaining 150 M-3 coaches will be accomplished under a new contract which will be publicly solicited and include requirements for all MTA Agencies, and be in place on or before the end of the current term of three contracts. The Department of Diversity and Civil Rights did not assign goals to the contract. Funding is included through the LIRR’s Operating Budget.

Staff Summary



Item Number: 2

Vendor Name (& Location) Kawasaki Railcar Inc., Yonkers, NY
Description M-9 Closed Circuit Television (CCTV)
Contract Term (including Options, if any) September 2013 – September 2022
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: Rolling Stock Programs, Dave Kubicek 

Contact Number	AWO/Modification #
929	
Original Amount:	\$ 289,441,810
Prior Modifications:	\$ 242,000
Prior Budgetary Increases:	\$
Current Amount:	\$ 289,683,810
This Request:	\$ 4,220,000
% of This Request to Current Amount:	% 1.4
% of Modifications (including This Request) to Original Amount:	% 1.5

Discussion:

LIRR requests approval to award a contract modification to Kawasaki Rail Car Inc. (KRC), in a negotiated firm fixed amount of \$4,220,000 for an Enhanced Closed Circuit Television (CCTV) system to be designed and installed on Long Island Rail Road’s M-9 Railcars, which are being designed and manufactured by Kawasaki at its facilities in Kobe, Japan.

In September 2013, the Long Island Rail Road (LIRR) on behalf of itself and Metro-North Railroad (MNR) requested and received approval to award the M-9 Car Procurement Contract to KRC in an amount not to exceed \$1,834,888,620 to design, test, furnish and deliver 92 LIRR self-powered married pair cars on a Base Order and up to 584 LIRR and MNR cars (including unpowered cars) on future options. The Base Order Contract for 92 M-9 Cars for LIRR, intended to replace a portion of LIRR’s aging M-3 Fleet of cars, was awarded on September 18, 2013 and has a current value of \$289,683,810.

As a result of MNR’s incident at Spuyten Duyvil and following the lead of other major transportation agencies nationwide, and the recommendations from the National Transportation Safety Board (NTSB), the Chairman/CEO of the Metropolitan Transportation Authority (MTA) directed the MTA’s Commuter Railroads to begin the process of designing and installing CCTV on their railcar fleets. Pursuant to this direction, LIRR and MNR requested and received MTA Board approval to award contracts to design, test and deliver retro-fit CCTV kits to be installed in both Railroad’s existing fleets of over 2,000 cars.

The M-9 base Technical Specifications at the time of award included a very limited CCTV system consisting only of one forward facing camera and some minimal provisions for future installation of cameras. The M-9 project has been closely monitoring the MNR and LIRR CCTV contracts to ensure that the M-9 Cars, when delivered, will have, at a minimum, the same enhanced features and capabilities as the other railcars in the respective fleets. Approval of this Change Order will allow the M-9 design continue as the cars are manufactured and delivered.

Staff Summary

Unlike the Railroad's retro-fit CCTV systems for its other fleets of cars, the enhanced M-9 CCTV design will be integrated into the onboard network and diagnostics system of the car, which will provide the "health" status of the CCTV system to onboard crews, as well as to maintenance personnel on the wayside.

The M-9 CCTV system will provide the capability to record digital video and audio (in cab only) for all onboard cameras and microphone, to include: (i) a forward-facing video camera located in the Operator's for recording the Engineer's view through the windshield, (ii) an Operator's Compartment video camera to record the train control console and train operating screens with an integrated microphone to record verbal communications in the cab, and (iii) eight passenger area video cameras that will provide video surveillance coverage of all on-board activates. The CCTV system will include a Network Video Recorder which will provide a minimum of thirty days internal storage capacity.

The cost of this change for which approval is requested herein has been negotiated at a total Firm Fixed Amount of \$4,220,000 (\$1,000,000 for Non-Recurring engineering and administrative costs and \$35,000 unit cost per car for material and installation labor). The Railroad's M-9 third party consultant has reviewed Kawasaki's proposal and has concluded that the proposed hours were found to be within a reasonable percentage of the consultant's estimate. Hourly rates proposed were in accordance with the M-9 contract. Further, mark up on material was consistent with industry standard markups. Additionally, Kawasaki has provided a proposal from its subcontractor for this Work. Lastly, Kawasaki has executed a Certificate of Current Cost or Pricing data certifying that the data provided are current, accurate and complete as of the date of the Proposal (December 23, 2016). As a result, the proposed prices have been determined to be fair and reasonable for the work to be performed. The funding for this change is to be provided through the existing approved M-9 Capital Budget contained in the 2010-2014 Capital program.

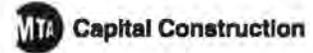
METRO NORTH RAILROAD LONG ISLAND RAIL ROAD JOINT COMMITTEE

MTA BOARD

PROCUREMENT PACKAGE

February 2017

Staff Summary



Subject Request for Authorization to Award Various Procurements					
Department Law and Procurement					
Department Head Name Evan M. Eisland					
Department Head Signature 					
Board Action					
Order	To	Date	Approval	Info	Other
1	Long Island Rail Road Joint Committee	2/21/17	X		
2	Board	2/23/17	X		

Date: February 8, 2017			
Vendor Name Various			
Contract Number Various			
Contract Manager Name Various			
Internal Approvals			
	Approval		Approval
4	President 	3	Executive Vice President
2	Vice President, Program Controls 	1	Chief Procurement Officer

PURPOSE

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

DISCUSSION

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

Schedules Requiring Majority Vote:

Schedule I Modifications to Purchase and Public Work Contracts

	<u># of Actions</u>	<u>\$ Amount</u>
	1	\$ 1,078,222
SUBTOTAL	1	\$ 1,078,222

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

Schedules Requiring Majority Vote:

Schedule K Ratification of Completed Procurement Actions

	<u># of Actions</u>	<u>\$ Amount</u>
	2	\$ 28,563,352
SUBTOTAL	2	\$ 28,563,352
TOTAL	3	\$29,641,574

Budget Impact:

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

Recommendation:

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

MTA Capital Construction Company

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

February 2017

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

Schedule I. Modifications To Purchase and Public Work Contracts

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

- | | | | |
|----|---|---------------------|--------------------------------------|
| 1. | GCT Constructors Joint Venture
Contract No. CM014B
Modification No. 60 | \$ 1,078,222 | <u>Staff Summary Attached</u> |
|----|---|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Guidelines, MTACC seeks Board approval to modify the Contract to add the requirement to repair and replace deteriorated portions of existing structural steel at the Grand Central Terminal ("GCT") Express Level under 48th Street between Madison Avenue and Park Avenue.

February 2017

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

2. **Parsons Brinckerhoff/STV/Parsons
Transportation Group, Joint Venture** \$ 27,000,000 **Staff Summary Attached**
Contract No. 98-0040-01R
Modification No. 136

In accordance with Article XI of the MTA All-Agency Service Contract Procurement Guidelines, MTACC request that the Board ratify a modification to the Contract to increase the Contract amount allocated to Construction Phase Services ("CPS") by \$27,000,000 to allow the Consultant to continue to provide CPS through the end of 2017.

3. **Yonkers Contracting Company, Inc.** \$ 1,563,352 **Staff Summary Attached**
Contract No. CM014A
Modification No. 55

In accordance with Article IX of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to provide labor for the operation and maintenance of Breaker 52-F6 of the B30 Substation.

Item Number: 2

Vendor Name (& Location) Parsons Brinckerhoff/STV/Parsons Transportation Group, JV (NY)	
Description East Side Access General Engineering Consultant Services	
Contract Term (including Options, if any) December 2017	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich	

Contract Number	AWO/Modification #
98-0040-01R	136
Original Amount:	\$ 140,000,000
Prior Modifications:	\$ 311,745,518
Prior Budgetary Increases:	\$ -0-
Current Amount:	\$ 451,745,518
This Request	\$ 27,000,000
% of This Request to Current Amount:	6.0%
% of Modifications (including This Request) to Original Amount:	242%

Discussion:

This Contract is for engineering, design and construction phase services for the LIRR East Side Access (ESA) project. This procurement item represents an annual modification to this Contract for Construction Phase Services (CPS). In accordance with Article XI of the MTA All-Agency Service Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to increase the Contract amount allocated to CPS by \$27,000,000 to allow the Consultant to continue to provide CPS through the end of 2017.

CPS is provided on a cost-plus-fixed-fee, level-of-effort, not-to-exceed basis. CPS is provided in support of third party and force account construction contracts/packages during construction and may include review of contractor’s submittals, shop drawings and requests for information; site inspections; resolution of technical issues; preparation of supplementary drawings; and preparation of record drawings for force account packages.

Given the long duration of this contract, the President has determined it best to evaluate CPS on an annual basis to ensure that the MTA is receiving the most efficient and cost effective services. In January 2016, the MTA Board approved a Modification increasing the Contract CPS amount by \$21,140,000, from \$122,110,635 to \$143,250,635, to allow CPS to continue through the end of 2016. The President later approved a retroactive memorandum authorizing the GEC to continue to provide CPS through March 2017 with a not-to-exceed cap of \$8,500,000. This request seeks ratification of that authorization and requests additional authorization to increase the Contract CPS amount by an additional \$18,500,000, for a total increase of the Contract CPS amount of \$27,000,000, to \$170,250,635, for CPS through the end of 2017.

At Contract inception in August 2004, the initial Contract amount for CPS was \$20,000,000. As the construction program progressed, the amount allocated to CPS was reviewed on a regular basis, new CPS estimates were prepared, and the amount added to the Contract for CPS was increased as needed. A CPS estimate was prepared in early 2014 in the amount of \$167,344,102.

A number of factors have contributed to an increase in CPS costs since the 2014 estimate was prepared. An increased number of highly technical contractor submittals for the systems designs have required more review and analysis by the GEC than was previously anticipated. Related to that, the hourly labor rates for more senior systems engineers has been higher than anticipated. In addition, the resequencing and repackaging of contract work into more construction packages to accommodate force account resource limitations in the Harold Interlocking and other unanticipated circumstances has increased the number of submittals that require review by the GEC. Also, GEC support of the integrated systems testing program has been greater than was anticipated. Finally, the budget estimates prepared in 2014 did not consider labor escalation associated with delayed work being performed in later time periods due to repackaging or the longer program duration. The CPS estimate prepared in early 2014 had a CPS-to-Construction cost ratio of 2.8%. The actual ratio is running at approximately 3.1%.

MTACC continues to review ESA program costs, including CPS services, in an effort to reduce program costs. MTACC intends to return to the Board at the end of 2017 to request additional CPS funding authorization for 2018 and beyond factoring in the results of this continuing effort.

Item No. 2

Page 2 of 2

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

Item Number: 3

Vendor Name (& Location) Yonkers Contracting Company, Inc. (Yonkers, New York)
Description GCT Concourse and Facilities Fit-Out for the ESA Project
Contract Term (including Options, if any) 1,399 Cal Days SC
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: East Side Access, W. Goodrich, P.E.

Contract Number CM014A	AWO/Modification # 55
Original Amount:	\$ 43,502,000
Prior Modifications:	\$ 15,321,841
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 58,823,841
This Request:	\$ 1,563,352
% of This Request to Current Amount:	2.7 %
% of Modifications (including This Request) to Original Amount:	39%

Discussion:

The work under this East Side Access (“ESA”) Contract is the fit-out of the lower portion of the new Long Island Rail Road (“LIRR”) Concourse located in the lower level of Grand Central Station. In accordance with Article IX of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to provide labor for the operation and maintenance of Breaker 52-F6 of the B30 Substation. The 52-F6 breaker provides temporary construction power for all of the East Side Access project work in the Grand Central Terminal (“GCT”) caverns and tunnels, including the work of Contracts CM005, CM006, CM007 and CS179.

The original plan for providing temporary construction power for the East Side Access project work in the GCT caverns and tunnels was to take that power from the existing substation located at 63rd Street and Second Avenue (the “Second Avenue” Substation) which is part of the NYCT 63rd Street Ventilation facility. However, Con Edison determined that it would not be able to provide uninterrupted service to the Second Avenue Station unless MTACC installed an additional feeder. Installing a third feeder, however, was not an option because of space limitations and other factors. Accordingly, MTACC opted to provide temporary construction power from its new B30 Substation, which eliminates the requirement of the third feeder but requires the additional operations and maintenance work for the 52-F6 breaker added by this Modification.

The Contractor submitted a cost proposal of \$1,566,154 based upon unit rates for crews of electricians and a not to exceed number of hours. MTACC’s estimate for the same crews and hours was \$1,770,007. Negotiations were held and the parties agreed to unit rates based upon a not to exceed number of hours and a total cost of \$1,563,352 assuming all hours are required. The negotiated amount is considered to be fair and reasonable. There is no time impact related to this change.

In order to continue the temporary electrical service required for critical life safety systems, the President approved a Retroactive Memorandum on February 8, 2017 and the Contractor was directed to provide services up to a not-to-exceed amount of \$510,000.

In connection with previous contracts awarded to Yonkers Contracting Company Inc. (“Yonkers”), they 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 in May 2013. In addition, as a result of the review of the Yonkers’ responsibility since the prior contract award, new significant adverse information was identified and Yonkers was found to be responsible notwithstanding such new significant adverse information and such responsibility finding was subsequently approved by the MTACC President with notification to the MTA’s Interim Chief Executive Officer on February 14, 2017.



Bridges and Tunnels

Procurements February 2017



Staff Summary

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

Date: 02/03/2017
Vendor Name:
Contract Number:
Contract Manager Name:
Table of Contents Ref #:

Board Action					
Order	To	Date	Approval	Info	Other
1	President	02/03/17			
2	MTA B&T Committee	02/21/17			
3	MTA Board	02/23/17			

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

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer <i>AS</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	\$60.00M
Schedule I: Modifications to Purchase & Public Works Contracts	3	\$60.90M
SUBTOTAL	4	\$120.90M

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

TOTAL	4	\$120.90M
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BUDGET IMPACT:

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

RECOMMENDATION:

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

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
FEBRUARY 2017

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)

- | | | |
|---|------------------------|--------------------------------------|
| 1. AECOM USA, Inc.
Contract No. PSC-16-2991A

Ammann & Whitney Consulting
Engineers
Contract No. PSC-16-2991B

Dewberry Engineers, Inc.
Contract No. PSC-16-2991C

Gannett Fleming Engineers and
Architects, P.C.
Contract No. PSC-16-2991D

HAKS Engineers, Architects and
Land Surveyors, P.C.
Contract No. PSC-16-2991E

Hardesty & Hanover Construction
Services, LLC
Contract No. PSC-16-2991F

Henningson, Durham & Richardson
Architectural and Engineering P.C.
Contract No. PSC-16-2991G

HNTB Corporation
Contract No. PSC-16-2991H

Jacobs Civil Consultants, Inc.
Contract No. PSC-16-2991I

KS Engineers, P.C./COWI
Contract No. PSC-16-2991J

Modjeski & Masters, Inc.
Contract No. PSC-16-2991K

Parsons Transportation Group
Contract No. PSC-16-2991L | \$60,000,000.00 | <u>Staff Summary Attached</u> |
|---|------------------------|--------------------------------------|

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2017

Syska Hennessy Group
Contract No. PSC-16-2991M

Thornton Tomasetti Inc.
Contract No. PSC-16-2991N

**T.Y. Lin International Engineering,
Architecture, and Land Surveying,
P.C./ Hatch Mott MacDonald
Group, Inc.**
Contract No. PSC-16-2991O

WSP/Parsons Brinckerhoff, Inc.
Contract No. PSC-16-2991P

6yr Contract- Competitive RFP

B&T is seeking Board approval under the All-Agency Service Contract Procurement Guidelines to award personal service contracts to the sixteen firms listed above.

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. Kiska Construction, Inc.
Contract No. MP-03/MP-16 | \$14,295,000.00 | <u>Staff Summary Attached</u> |
|---|------------------------|--------------------------------------|

3yr Contract- Competitive Bid

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works Contract MP-03/MP-16 with Kiska Construction, Inc. (Kiska) to perform civil, structural and electrical infrastructure construction work for Open Road Tolling (ORT) at the Marine Parkway-Gil Hodges Memorial Bridge (MPB) and Cross Bay Veterans Memorial Bridge (CBB).

- | | | |
|--|------------------------|--------------------------------------|
| 2. El Sol Contracting & Construction
Corp./ El Sol Limited Enterprises J.V.
Contract No. RK-65A | \$23,100,000.00 | <u>Staff Summary Attached</u> |
|--|------------------------|--------------------------------------|

4yr, 6months Contract- Competitive Bid

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract RK-65A, for the necessary civil, structural and electrical infrastructure construction work for Open Road Tolling (ORT) at the Bronx and Queens approaches to the Robert F. Kennedy Bridge.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
FEBRUARY 2017

3. **Tutor Perini Corp.**
Contract No. VN-80B

\$23,500,000.00

Staff Summary Attached

5yr Contract- Competitive Bid

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract VN-80B, for the necessary civil, structural and electrical infrastructure construction work for the initial phase (Phase 1) of Open Road Tolling (ORT) for both the Upper and Lower Levels within the Staten Island Plaza and Approach in the westbound direction at the Verrazano-Narrows Bridge.

Staff Summary

Item Number 1 (Final)					
Dept & Dept Head Name: Engineering and Construction, Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Engineering and Construction, Aris Stathopoulos, P.E.					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	2/3/17	<i>NS</i>		
2	MTA B&T Committee	2/21/17			
3	MTA Board	2/23/17			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>AK</i>	4	EVP		
2	SVP & General Counsel <i>MM</i>	5	President <i>01</i>		
3	VP & Chief Procurement Officer <i>GM</i>				

SUMMARY INFORMATION	
Vendor Name A) AECOM USA, Inc. B) Ammann & Whitney Consulting Engineers C) Dewberry Engineers, Inc. D) Gannett Fleming Engineers and Architects, P.C. E) HAKS Engineers, Architects and Land Surveyors, P.C. F) Hardesty & Hanover Construction Services, LLC. G) Henningson, Durham & Richardson Architectural and Engineering P.C H) HNTB Corporation I) Jacobs Civil Consultants, Inc. J) KS Engineers, P.C./COWI K) Modjeski & Masters, Inc. L) Parsons Transportation Group M) Syska Hennessy Group N) Thornton Tomasetti Inc. O) T.Y.Lin International Engineering, Architecture, and Land Surveying, P.C./Hatch Mott MacDonald Group, Inc. P) WSP/Parsons Brinckerhoff, Inc.	Contract Number PSC-16-2991A PSC-16-2991B PSC-16-2991C PSC-16-2991D PSC-16-2991E PSC-16-2991F PSC-16-2991G PSC-16-2991H PSC-16-2991I PSC-16-2991J PSC-16-2991K PSC-16-2991L PSC-16-2991M PSC-16-2991N PSC-16-2991O PSC-16-2991P
Description As-Needed Inspection and Design, Expert Engineering, and Engineering Support Services	
Total Amount Aggregate total: \$60,000,000	
Contract Term (including Options, if any) Six Years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Funding Source to be allocated by Work Order.	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to award personal service contracts to the sixteen firms listed above for the aggregate amount of \$60,000,000 and a contract duration of six years.

Staff Summary

II. DISCUSSION

B&T requires the services of multiple consultant firms to perform design services for various projects, which typically include inspection and design services, expert engineering services, biddability, constructability and operability reviews and technical assignments for supplemental engineering support services. The services under these contracts will be awarded via work orders as needs arise. These contracts are for “zero-dollar” with no minimum guarantee of any assignment and will replace fourteen contracts currently in place where remaining funding is limited.

The requirements were publicly advertised. Twenty-eight firms submitted qualification information for review and evaluation by the selection committee. Based on a review of those qualifications, seventeen firms were selected to receive the RFP as follows: AECOM USA, Inc. (AECOM), Ammann & Whitney Consulting Engineers, P.C. (A&W), Dewberry Engineers, Inc. Gannett Fleming Engineers & Architects, P.C., Goldman Copeland, HAKS Engineers, Architects, and Land Surveyors, P.C. (HAKS), Hardesty & Hanover Construction Services, LLC (H&H), Henningson, Durham & Richardson Architectural and Engineering P.C. (HDR), HNTB, Jacobs, KS Engineers, P.C./COWI (KSE/COWI), Modjeski and Masters Group, Parsons Transportation Group (PTG), Syska Hennessy Group, Thornton Tomasetti Group, T.Y.Lin International Engineering, Architecture and Land Surveying, P.C./Hatch Mott MacDonald Group (TyLin/MottMac), and WSP/Parsons Brinckerhoff Inc. (WSP/PB). Sixteen firms submitted proposals (all but Goldman Copeland), which 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. Costs were reviewed by the Committee through the use of sample tasks. All selected firms submitted a competitive proposal compared to the Engineering Estimate. Based on the committee’s review of all submittals and its consideration of proposed costs, the Agency is recommending all sixteen firms to receive contracts under the referenced RFP. The committee’s selections were based on the following:

Consultants have different areas of specialization (structural, civil, mechanical, electrical, geotechnical, etc) and all firms demonstrated strong capabilities in the various engineering tasks. As such, the committee decided to select all consultants due to their technical ratings, their understanding of the scope of work, and a cost review. Ten firms are incumbents and have satisfactory performances on the current as-needed Contract. The remaining firms have had satisfactory performance on other Authority work or other public agency work.

Services under these Contracts will be awarded via work orders utilizing the negotiated Contract labor, overhead and fixed fees. The cost elements for individual work orders will be reviewed separately to ensure that they are fair and reasonable. Depending on a variety of factors including type and estimated value of the services, most of the work will be issued based on competition between the firms being awarded these contracts. A comparison of the overhead, labor, and profit rates of the proposals to the existing contracts found the costs compare satisfactorily with the current contracts.

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

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

In connection with a previous contract awarded to the Consultant, Jacobs Civil Consultants, Inc. was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General

Staff Summary

Counsel on May 19th, 2013. No new SAI has been found relating to the consultant and Jacobs Civil Consultants, Inc. has been found to be responsible.

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

In connection with a previous contract awarded to the Consultant, HAKS was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on January 12th, 2017. No new SAI has been found relating to the consultant and HAKS has been found to be responsible.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has established goals of 15% MBE and 15% WBE for each of these contracts. All of the consultants listed have achieved their previous MWBE goals on previous MTA contracts.

IV. IMPACT ON FUNDING

Funding will be established for each individual work order under the Capital and/or Operating Budgets as appropriate, prior to their issuance.

V. ALTERNATIVES

Perform the work using in-house personnel. At this time, B&T lacks the sufficient available staff with the necessary expertise to perform all of the work in the specific tasks required under the scope of work.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 2 (Final)

Vendor Name (& Location) Kiska Construction, Inc., Long Island City, New York	Contract Number MP-03/MP-16	AWO/Modification #
Description Electrical and Mechanical Rehabilitation, Friction Mitigation, Miscellaneous Steel Repairs, Painting and Fire Standpipe Installation at the Marine Parkway-Gil Hodges Memorial Bridge	Original Amount:	\$98,500,000.00
Contract Term (including Options, if any) December 11, 2015 – December 10, 2018	Prior Modifications:	\$635,790.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	\$0.00
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$99,135,790.00
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request: \$14,295,000 (MPB-\$6,430,318 CBB-\$7,864,682)	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	14.4%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	15.2%

Discussion:

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works Contract MP-03/MP-16 with Kiska Construction, Inc. (Kiska) to perform civil, structural and electrical infrastructure construction work for Open Road Tolling (ORT) at the Marine Parkway-Gil Hodges Memorial Bridge (MPB) and Cross Bay Veterans Memorial Bridge (CBB) in the negotiated amount totaling \$14,295,000, inclusive of \$2,975,000 for ratification.

The Contract was awarded to Kiska in December 2015 in the amount of \$98,500,000 subsequent to competitive bidding with a duration of three (3) years. The Scope of Work requires the following: replacement of lift span motors and drives, PLCs, droop cables and barrier gates; other lift span electrical upgrades; mechanical replacements and upgrades for the machinery room; installation of new auxiliary counterweight ropes; installation of new fire line system and hydrants; architectural upgrades and repairs; various structural steel and grid deck repairs; furnish and install structural health monitoring system; rope socket enhancements; abatement of asbestos and lead containing materials; painting and maintenance and protection of traffic. Two amendments totaling \$635,790 have been issued.

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 to be completed at all facilities by no later than December 2017. This has been identified as a major priority of the MTA and the State of New York. 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 determined the most reliable means to accomplish the expedited implementation of ORT at the MPB and CBB, which are scheduled to be operational in April 2017 is to amend Contract MP-03/MP-16. Efficiencies realized by amending Contract MP-03/MP-16 include mobilization cost savings, early commitment for long lead items, enhanced coordination and overall reduction of project schedule and risk. As a result, B&T is embarking on the Work in an expedited manner and includes 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. An initial ORT amendment for the MPB has been executed in the amount of \$2,975,000 and B&T is requesting its ratification along with approval of the remaining work in the negotiated amount totaling \$11,320,000.

The proposals by Kiska for the remaining ORT infrastructure work total \$18,323,386 (\$9,208,297-MPB and \$9,115,089-CBB). The Engineer's estimates total \$10,335,426 (\$3,790,000-MPB and \$6,545,426-CBB). Negotiations resulted in B&T and Kiska agreeing to the amount of \$11,320,000 (\$4,150,000-MPB and \$7,170,000-CBB). Negotiations determined the estimate understated costs by approximately \$400,000 relating to mechanical, asbestos, civil and roofing work. Additionally, B&T deems it prudent to include allowances totaling \$300,000 (MPB-\$50,000 and \$250,000-CBB) for unforeseen conditions and unanticipated work due to the expedited design and scope modifications for the ORT program. The amount totaling \$14,295,000 (\$2,975,000 + \$11,320,000) is considered fair and reasonable.

Funding for the proposed ORT civil, structural and electrical infrastructure work at the Rockaway Crossings in the amount of \$14,295,000 is available in the 2015-2019 Capital Program (Project D703/AW65). Funds are being reallocated in the 2015-2019 Capital Program to establish Project D703MP63 (\$6,430,318 (\$2,280,318 + \$4,150,000)) and Project D703CB63 (\$7,864,682 (\$694,682 + \$7,170,000)). This action modifies B&T's 2015-2019 Capital Program to reflect these new projects. This is in line with the strategy for funding the ORT initiatives which 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 I: Modifications to Purchase and Public Works Contracts
Item Number: 3 (Final)

Vendor Name (& Location) El Sol Contracting & Construction Corp. / El Sol Limited Enterprises J.V. (Maspeth, NY)	Contract Number RK-65A	AWO/Modification # 9
Description Bronx Plaza/Structure Rehabilitation at the RFK Bridge		
Contract Term (including Options, if any) December 12, 2014 – June 11, 2019	Original Amount: \$213,400,793.50	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Modifications: \$4,580,710.52	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases: \$0.00	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount: \$217,981,504.02	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request: \$23,100,000.00	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of This Request to Current Amount: 10.6%	
% of Modifications (including This Request) to Original Amount: 13.0%		

Discussion:

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract RK-65A, with El Sol Contracting / El Sol Limited Enterprises, JV. (El Sol) for the necessary civil, structural and electrical infrastructure construction work for Open Road Tolling (ORT) at the Bronx and Queens approaches to the Robert F. Kennedy Bridge in the negotiated amount of \$23,100,000.00.

The Contract was awarded to El Sol in December 2014 in the amount of \$213,400,793.50 (inclusive of incentives totaling \$2,975,000) subsequent to a competitive sealed bid process. The Contract as awarded includes: (i) replacement of the bridge deck and some of the supporting superstructure elements of the Bronx Plaza to extend the service life another 50 years; (ii) partial replacement of bridge decks at the Manhattan-to-Queens ramp and the Queens-to-Manhattan ramp; (iii) reconstruction of the Bronx Toll Plaza to provide maximum flexibility for future advancements in toll collection technology; (iv) improved capacity, efficiency, and safety of the Bronx Toll Plaza; (v) bridge painting; and (vi) lead and asbestos abatement in isolated locations.

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 full implementation of ORT at Authority facilities 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.

B&T intends to implement ORT at all of its toll facilities in an expedited manner. The goals for the ORT implementation are to reduce customer travel time, congestion at B&T's facilities, and 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 Bronx and Queens approaches to the RFK Facility is to amend Contract RK-65A. Efficiencies realized by amending Contract RK-65A include mobilization cost savings, early commitment for long lead items, enhanced coordination and overall reduction of project schedule and risk. The work is integral to the scope of RK-65A since the existing toll plaza cannot be decommissioned until the new ORT gantries are commissioned. Additionally, including this work in an existing contract minimizes the duration of customer delays due to lane closures, ensures safe passage and restores the facility to a state of good repair and normal operations in an expedited manner.

El Sol submitted a cost proposal for the ORT work in the amount of \$23,769,339. The Engineer's estimate is \$22,615,778. Negotiations resulted in B&T and El Sol agreeing to the amount of \$22,600,000.00, which is .07% below the Engineer's estimate and is considered fair and reasonable. Additionally B&T deems it prudent to include an allowance of \$500,000 for unforeseen and unanticipated work due to the expedited design and implementation of the ORT program. It is noted that this change to toll collection methodology results in the deletion of some Contract Work. The net credit for Deleted Work, including payment for portions of the work completed prior to the change and adjustments to the Contract incentive for toll booth and plaza Work in this area, will be finalized via a future amendment.

Previously, B&T authorized El Sol to proceed in an amount not to exceed \$3,000,000 to commence procurement of long lead time items for this initiative and perform preliminary work.

Funding for the proposed ORT infrastructure and civil work at the Bronx and Queens approaches to the RFK in the amount of \$23,100,000 is available in the 2015-2019 Capital Program (Project D703/RK63/D03951). This is in line with the strategy for funding the ORT initiatives which 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 I: Modifications to Purchase and Public Works Contracts
Item Number: 4 (Final)

Vendor Name (& Location) Tutor Perini Corp., New Rochelle, NY	Contract Number VN-80B	AWO/Modification
Description Replacement of the Upper Level Roadway Deck Suspension Span at the Verrazano-Narrows Bridge	Original Amount:	\$235,728,000.00
Contract Term (including Options, if any) November 29, 2012 – November 28, 2017	Prior Modifications:	\$8,710,694.71
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	\$0.00
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$244,438,694.71
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$23,500,000.00
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	9.6%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	13.2%

Discussion:

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract VN-80B, with Tutor Perini Corp. (TPC) for the necessary civil, structural and electrical infrastructure construction work for the initial phase (Phase 1) of Open Road Tolling (ORT) for both the Upper and Lower Levels within the Staten Island Plaza and Approach in the westbound direction at the Verrazano-Narrows Bridge in the negotiated amount of \$23,500,000.00.

The Contract was awarded to TPC in November 2012 in the amount of \$235,728,000 (inclusive of an incentive totaling \$5,480,000) subsequent to a competitive sealed bid process. The Scope of Work required the removal and the replacement of the upper level roadway deck at the suspended spans of the Verrazano-Narrows Bridge (VNB) and addition of a 7th Bus/HOV lane.

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 full implementation of ORT at Authority facilities 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. Additionally, portions of the steel reinforced concrete roadway will be replaced to avoid interfering with ORT functioning and to maintain the roadway in a state of good repair, and Toll Booths will be demolished to move to a fully open road environment.

The goals for the ORT implementation are to reduce customer travel time, congestion at B&T's facilities, as well as 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 VNB Facility is to amend Contract VN-80B. Efficiencies realized by amending Contract VN-80B include mobilization cost savings, early commitment for long lead items, enhanced coordination and maximized mitigation of risks associated with an accelerated construction program. In addition, including this work in an existing contract where the contractor is mobilized at the site minimizes the duration of customer delays due to lane closures, ensures safe passage and restores the facility to a state of good repair and normal operations in an expedited manner.

Due to the extent of the work and the ongoing design work, this task will be performed in two phases: this amendment under Phase I entails all work associated with staged construction maintenance and protection of traffic, soil erosion and sediment control, drainage work, roadway removals, ORT Gantry fabrication and installation, and toll equipment building (TEB) work.

Approval of Phase 2 work, which includes electrical work, roadway restoration, toll booth demolition, final striping and permanent signage will be addressed and submitted to the Board in a subsequent amendment.

TPC proposed a cost of \$25,755,113.10 for Phase 1 work. The Engineer's estimate is \$21,510,466.16. Negotiations resulted in B&T and TPC agreeing to the amount of \$22,500,000.00 for the Phase 1 work. Additionally B&T deems it prudent to include an allowance of \$1,000,000 for unforeseen conditions and unanticipated work due to the expedited design and scope modifications for the ORT program. The aggregate amount of \$23,500,000 is 9.2% above the Engineer's estimate. This variance was primarily due to higher costs than estimated for: (i) traffic control requirements due to complexity of coordinating closures; (ii) staging required for the drainage system; (iii) requirement to dispose of excavated material off-site and (iv) higher labor costs due to labor contract requirements. Therefore, based on comparison to the estimate, the total negotiated amount of \$23,500,000.00 is considered to be fair and reasonable. In order to meet the aggressive ORT implementation schedule, TPC was authorized in January 2017 to proceed with the initial gantry fabrication, construction of drilled shaft footings, pavement demolition and demolition of tunnel utilities for Phase 1 in an amount not to exceed \$2,000,000.

Funding for the proposed ORT infrastructure and civil work for Phase 1 at the VNB in the amount of \$23,500,000.00 is available in the 2015-2019 Capital Program (Project D703/AW65). Funds are being reallocated in the 2015-2019 Capital Program to establish Project D703VN63. This action modifies B&T's 2015-2019 Capital Program to reflect this new project. This is in line with the strategy for funding the ORT initiatives which 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, TPC 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 February 11, 2017. No new SAI has been found related to the Contractor and TPC has been found to be responsible.