



Metropolitan Transportation Authority

April 2017

MTA Board Action Items



MTA Board Meeting

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

Wednesday, 4/26/2017

10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA Regular Board Minutes - March 22, 2017

MTAHQ Minutes - March 22, 2017 - Page 4

NYCT/MaBSTOA/SIRTOA/Bus Company Regular Board Minutes - March 22, 2017

NYCT Minutes - March 22, 2017 - Page 9

MTA Metro-North Railroad Regular Board Minutes - March 22, 2017

Metro-North Minutes - March 22, 2017 - Page 12

MTA Long Island Rail Road Regular Board Minutes - March 22, 2017

LIRR Minutes - March 22, 2017 - Page 17

Triborough Bridge & Tunnel Authority Regular Board Minutes - March 22, 2017

TBTA Minutes - March 22, 2017 - Page 24

MTA Capital Construction Regular Board Minutes - March 22, 2017

MTACC Minutes - March 22, 2017 - Page 30

3. COMMITTEE ON FINANCE

Action Items

i. Capital Markets-Based Reinsurance

Capital Markets-Based Reinsurance - Page 33

ii. MTA 2016 Annual Investment Report (Report available in Exhibit Book and MTA.Info)

MTA 2016 Annual Investment Report Staff Summary - Page 36

MTAHQ Procurements Report

MTAHQ Procurement Report - Page 38

i. Non-Competitive (no items)

ii. Competitive

MTAHQ Competitive Procurements - Page 40

iii. Ratifications (no items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Agenda and Staff Summaries - Page 47

4. COMMITTEE ON NYCT & BUS

NYCT & Bus Procurements Report

NYCT April Procurement Staff Summary and Resolution - Page 52

i. Non-Competitive

NYCT Non-Competitive Actions - Page 56

ii. Competitive

NYCT, MTACC Competitive Actions - Page 62

iii. Ratifications

MTACC Ratifications - Page 69

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

LIRR Action Item

LIRR Action Items - Page 72

i. LIRR - Adopt SEQRA Findings for LIRR Expansion Project

LIRR- Adopt SEQRA Findings for LIRR Expansion Project - Page 73

MNR Procurements Report

MNR Procurements - Page 107

i. Non-Competitive (no items)

ii. Competitive

MNR Competitive - Page 111

iii. Ratification (no items)

LIRR Procurements Report

LIRR Procurements - Page 118

i. Non-Competitive (no items)

ii. Competitive

LIRR Competitive - Page 122

iii. Ratifications (no items)

MTACC Procurements Report (no items)

6. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

B&T Procurements Report

BT Procurements - Page 126

i. Non-Competitive

BT Non-Competitive - Page 129

ii. Competitive

BT Competitive - Page 131

iii. Ratifications (no items)

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

8. EXECUTIVE SESSION

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004
March 22, 2017
10:00 a.m.**

The following members were present:

**Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelson
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman**

Veronique Hakim, Interim Executive Director, Donna Evans, Chief of Staff, Helene Fromm, Acting General Counsel, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Darryl Irick, Acting President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giuliatti, President, Metro-North Railroad, Donald Spero, President, TBTA, Stephen Vidal, Acting President, MTA Bus Company, Anthony D'Amico, VP and Chief Financial Officer, 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 Boards 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 nine (9) public speakers. None of the 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 names of the speakers and the content of speakers' statements.

Following the Public Speakers' Session, Acting Chairman Ferrer called for a brief recess, thereupon the meeting resumed at 10:40 a.m.

2. **CHAIRMAN'S REMARKS.**

Acting Chairman Ferrer introduced Phillip Eng, MTA's new Chief Operating Officer. Mr. Ferrer stated that Mr. Eng is a thirty-three year veteran of the New York State Department of Transportation, where he most recently served as Executive Deputy Commissioner and Chief Engineer, overseeing all aspects of engineering, operations and capital planning. Mr. Ferrer welcomed Mr. Eng to the MTA family.

Acting Chairman Ferrer announced the retirement of Craig Stewart, MTA Senior Director of MTA Capital Programs, who is retiring at the end of the month after thirty-one years of service at the MTA. Mr. Stewart, who began working at New York City Transit's Office of Planning and Budget as Manager of Infrastructure Projects, moved through the ranks to his current position where he oversees the MTA's \$2.5 billion five-year Program. Mr. Ferrer stated that Mr. Stewart has made tremendous contributions, not only to the MTA organization, but also to the City, State and many other entities through his work, which have advanced transportation overall. Acting Chairman Ferrer, on behalf of the entire MTA organization, thanked Mr. Stewart for his service and wished him well in his retirement.

Acting Chairman Ferrer, commenting on the snow storm that occurred on Tuesday, March 14th, commended and thanked the MTA employees on doing an outstanding job in preparing for the snow storm, mitigating damages during the storm and helping to get the region back to full speed following the storm.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on February 23, 2017.
4. **COMMITTEE ON FINANCE.**
 - A. **Action Item.** Upon motion duly made and seconded, the Board approved the following action item. The specifics are set forth in the staff summary and documentation filed with the meeting materials.
 1. **2016 Annual Procurement Report.** Authorized the filing with the State of New York of the annual MTA All Agency Procurement report for the period January 1, 2016 - December 31, 2016, as required under Section 2879 of the Public Authorities Law.

B. Information Item.

1. MTA Prompt Payment Annual Report 2016. The Board received the MTA Prompt Payment Annual Report that is required to be submitted to the State Comptroller, the State Director of the Budget, the Chairman of the Senate Finance Committee, and the Chairman of the Assembly Ways and Means Committee.

C. 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. Willis of New York, Inc. – Insurance Broker Services – No. 900000000002086. Authorized MTA Risk and Insurance Management (“RIM”) to utilize Owner Controlled Insurance Program (“OCIP”) coverage; and approved the award of a competitively negotiated, personal services contract to Willis of New York, Inc. as the Broker of Record for the OCIP 2015-2019 Capital Program and Sandy Related Projects for a period of eight (8) years from April 1, 2017 to March 31, 2025 at a total cost not to exceed \$7,433,725 for the eight-year term of the contract which includes an 18-month runoff period.
2. Various Contractors – AFT Projects. Approved the award of nine (9) competitively negotiated contracts to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at nine NYCT Subway Stations on the Sea Beach Line.
3. East Harlem Community Collaborators, JV – Outreach Services for Phase II of Second Avenue Subway Project – No. 16457-0100. Approved the award of a competitively negotiated, personal service contract to provide Outreach Services for Phase II of Second Avenue Subway Project for a period of sixty (60) months from April 1, 2017 through March 31, 2022 to East Harlem Community Collaborators, JV, (a joint venture formed by Sam Schwartz Engineering D.P.C. and Spectrum Personal Communications Corp.)
4. Willdan Homeland Solutions, Inc. – Multi-Agency Security and Emergency Response Training Consulting Services – No. 13306-0100, c/o #3. Approved an amendment to the previously Board-approved, competitively negotiated, personal services contract to increase the value of the current contract that is in effect from May 1, 2016 to April 30, 2018.
5. EyeMed Vision Care LLC – Vision Benefits – No. 11089-0100, c/o #2. Approved an amendment to a previously Board-approved competitively negotiated all-agency personal services contract with EyeMed Vision Care LLC to provide vision benefits for non-represented employees and some represented employees and retirees.
6. Metropolitan Life Insurance Company – Dental Benefits – No. 11089-0200, c/o #2. Approved an amendment to a previously Board-approved competitively

negotiated all-agency personal services contract to provide dental benefits for non-represented employees and certain represented and retired employees.

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

New York City Transit Authority

1. License agreement with Edison NY Parking, LLC for short-term construction staging at 167 Essex Street, Manhattan, N.Y.
2. Acquisition of fee simple title from Gregory Hernandez for the Myrtle Viaduct Reconstruction Project through eminent domain of property at Kings County Block 3193; Lot 12 a/k/a 13 Ditmars Street, Brooklyn, N.Y.
3. Modification of a license agreement with Transit Wireless, LLC for additional services in support of MTA IT initiatives.

Metropolitan Transportation Authority

4. Funding agreement with the New York State Urban Development Corporation d/b/a Empire State Development in connection with the Moynihan Train Station Project.
5. Revised and updated 2017 MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property and the 2017 All-Agency Guidelines for the Disposal of Personal Property, each promulgated in accordance with Section 2895-2897 of the New York Public Authorities Law.

5. COMMITTEE ON CORPORATE GOVERNANCE.

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

1. Mission Statement, Measurements and Performance Indicators Report. Approved the MTA's Mission Statement and authorized submission of the 2016 Mission Statement, Measurements and Performance Indicators Report to the Independent Authorities Budget Office, as required by Section 1269-f and Section 2824-a of the Public Authorities Law.
2. Policies Requiring Board Approval. Approved revisions to certain existing policies of the MTA and its Agencies, in order to comply with New York State and Federal laws and regulations.

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:50 a.m.

Respectively submitted,

Victoria Clement
Assistant Secretary

**Minutes of the
Regular Board Meeting
for the New York City Transit Authority,
Manhattan and Bronx Surface Transit Operating Authority,
Staten Island Rapid Transit Operating Authority and
MTA Bus Company**

**2 Broadway
New York, NY 10004**

**Wednesday, March 22, 2017
10:00 a.m.**

The following members were present:

**Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke**

The following members were absent:

**Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelson
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman**

Veronique Hakim, Interim Executive Director, Donna Evans, Chief of Staff, Helene Fromm, Acting General Counsel, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Darryl Irick, Acting President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Stephen Vidal, Acting President, MTA Bus Company, Anthony D'Amico, VP and Chief Financial Officer, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

1. ACTING CHAIRMAN FERRER CALLED THE MEETING TO ORDER

2. PUBLIC COMMENT PERIOD

There were nine (9) 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.

Jason Pineiro, Private Citizen
Yesenia Torres, BCID
Edwin Lopez, NYECA
Peter Rescigno, NYCEA
Stephanie Veras, Riders Alliance
Vincent Pellecchia, Tri State Campaign
Jackie Cohen, Straphangers Campaign
Tabitha Decker, TransitCenter
Russell Murphy, Chief of Staff for Councilmember Ydanis Rodriguez

3. ACTING CHAIRMAN FERRER'S COMMENTS

Details of Acting Chairman Ferrer'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 February 23, 2017.

5. COMMITTEE ON FINANCE

Real Estate Action Items:

Upon motion duly made and seconded, the Board approved: (i) a License agreement with Edison NY Parking, LLC for short-term construction staging at 167 Essex Street, Manhattan, N.Y.; (ii) the acquisition of fee simple title from Gregory Hernandez for the Myrtle Viaduct Reconstruction Project through eminent domain of property at Kings County Block 3193, Lot 12 a/k/a 13 Ditmars Street, Brooklyn, N.Y.; and (iii) the modification of a license agreement with Transit Wireless, LLC for additional services in support of MTA IT initiatives.

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

Procurements:

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

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

Due to an insufficient number of voting members present at the regular Board meeting, consideration of the Board agenda items requiring a two-thirds vote was postponed. Acting Chairman Ferrer stated that a Special Board meeting would be held as soon as practical to address these items.

7. **COMMITTEE ON CORPORATE GOVERNANCE.**

Action Items:

Mission Statement, Measurements and Performance Indicators Report. Upon motion duly made and seconded, the Board approved the MTA's Mission Statement and authorized submission of the 2016 Mission Statement, Measurements and Performance Indicators Report to the Independent Authorities Budget Office, as required by Section 1269-f and Section 2824-a of the Public Authorities Law.

8. **ADJOURNMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:50 a.m.

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

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
2 Broadway – 20th Floor
New York, NY 10004
Wednesday, March 22, 2017
10:00 a.m.

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke

The following members were absent:

Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelson
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman

Veronique Hakim, Interim Executive Director, Donna Evans, Chief of Staff, Helene Fromm, Acting General Counsel, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Darryl Irick, Acting President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Stephen Vidal, Acting President, MTA Bus Company, Anthony D'Amico, Executive VP and Chief Financial Officer, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Acting Chairman Ferrer called the meeting to order.

1. Public Speakers:

There were nine 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, Acting Chairman Ferrer called for a brief recess, thereupon the meeting resumed at 10:40 a.m.

2. Acting Chairman Ferrer's Remarks:

Acting Chairman Ferrer introduced Phillip Eng, MTA's new Chief Operating Officer. Mr. Ferrer stated that Mr. Eng is a thirty-three year veteran of the New York State Department of Transportation, where he most recently served as Executive Deputy Commissioner and Chief Engineer, overseeing all aspects of engineering, operations and capital planning. Mr. Ferrer welcomed Mr. Eng to the MTA family.

Acting Chairman Ferrer announced the retirement of Craig Stewart, MTA Senior Director of MTA Capital Programs, who is retiring at the end of the month after thirty-one years of service at the MTA. Mr. Stewart, who began working at New York City Transit's Office of Planning and Budget as Manager of Infrastructure Projects, moved through the ranks to his current position where he oversees the MTA's \$2.5 billion five-year Program. Mr. Ferrer stated that Mr. Stewart has made tremendous contributions, not only to the MTA organization, but also to the City, State and many other entities through his work, which have advanced transportation overall. Acting Chairman Ferrer, on behalf of the entire MTA organization, thanked Mr. Stewart for his service and wished him well in his retirement.

Acting Chairman Ferrer, commenting on the snow storm that occurred on Tuesday, March 14th, commended and thanked the MTA employees on doing an outstanding job in preparing for the snow storm, mitigating damages during the storm and helping to get the region back to full speed following the storm.

The details of Acting Chairman Ferrer's comments are contained in the video recording of this meeting, produced by the MTA and maintained in the MTA records.

3. Approval of Minutes:

Upon motion duly made and seconded, the members of the Board present approved the minutes of the Regular Board Meeting of February 23, 2017.

4. Committee on Finance:

Action Item:

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

- 2016 Annual Procurement Report – authorization to file with the State of New York the annual MTA All-Agency Procurement report for the period January 1, 2016-December 31, 2016 as required under Section 2879 of the Public Authorities Law. The report includes the following required material: (1) contracts awarded in 2016 as prepared by each agency with payments made in 2016 as prepared by each agency

and (2) contracts awarded prior to 2016 as prepared by each agency with payments made in 2016 as prepared by each agency.

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

Information Item:

- MTA Prompt Payment Annual Report 2016 – The Board received the MTA Prompt Payment Annual Report that is required to be submitted to the State Comptroller, the State Director of the Budget, the Chairman of the Senate Finance Committee, and the Chairman of the Assembly Ways and Means Committee.

MTAHQ Procurements:

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

- Authorization for the MTA Risk and Insurance Management to utilize Owner Controlled Insurance Program (“OCIP”) coverage and the award of a competitively negotiated, personal services contract to Willis of New York, Inc. as the Broker of Record for the OCIP 2015-2019 Capital Program and Sandy Related Projects for a period of eight (8) years from April 1, 2017 to March 31, 2025 at a total cost not to exceed \$ 7,433,725.
- Approval of an amendment to the previously Board-approved, competitively negotiated, personal services contract with Willdan Homeland Solutions, Inc. to increase the value of the current contract that is in effect from May 1, 2016 to April 30, 2018 by an additional \$950,000 from \$2,620,000 to \$3,570,000. The contract increase is fully funded through a 2016 Grant Award from the Department of Homeland Security. The additional contract value requested will be utilized to develop and fund continuing Security Awareness training for NYCT, MNR, LIRR and SIRT.
- Approval of an amendment to a previously Board-approved, competitively negotiated, all-agency personal services contract with EyeMed Vision Care LLC to provide vision benefits for non-represented employees and some represented employees and retirees. The modification amends the contract to extend it for a period of twenty one months from April 1, 2017 to December 31, 2018. During this time period additional funding in the amount of \$5,485,000 is needed to continue to provide vision benefits.
- Approval of an amendment to a previously Board-approved, competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company to provide dental benefits for non-represented employees and certain represented and retired employees. This modification retroactively extends the

contract for three (3) years from January 1, 2017 to December 31, 2019 at an additional cost of \$97,100,000.

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

Real Estate Items:

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

- Approval of revised and updated 2017 MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property (the “2017 Real Property Disposition Guidelines”) and the 2017 All-Agency Guidelines for the Disposal of Personal Property (the “2017 Personal Property Disposition Guidelines”), each promulgated in accordance with Sections 2895-2897 of the New York Public Authorities Law (the “Property Disposition Law”).

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

5. Committee on Metro-North Railroad:

The Board was presented with one competitive procurement requiring Majority Vote:

- Approval to award a three year, competitively solicited contract to Langan Engineering, Environmental, Surveying and Landscape Architecture, DPC in the not-to-exceed amount of \$1,807,143 to provide an enhanced Drawing Visual Retrieval System for Metro-North’s Capital Plan Room.

The Board was presented with one competitive procurement requiring Two-Thirds Vote:

- A competitively solicited 56 month contract in the amount of \$24,500,200 to Ansaldo STS USA, Inc. to perform application engineering/design prior to fabricating and delivering new pre-wired communications and signal houses and cases. These houses and cases will be located in Connecticut from Greenwich to East Norwalk and will be installed by MNR forces.

Upon motion duly made and seconded, the Board approved the contract with Langan Engineering, Environment, Surveying and Landscape Architecture, DPC. Due a lack of a sufficient quorum, the Board did not vote on the contract with Ansaldo.

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

6. Committee on Corporate Governance:

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

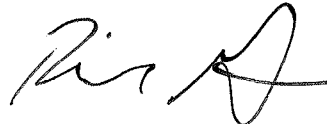
- Approval of the MTA's Mission Statement and authorization to submit the 2016 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office.
- Approval for revisions to certain existing policies of the MTA and its Agencies, in order to comply with New York State and Federal laws and regulations.

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

7. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:50 p.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Richard L. Gans', written in a cursive style.

Richard L. Gans
Secretary

Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004
Wednesday, March 22, 2017
10:00 a.m.

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. John Samuelson
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke

The following members were absent:

Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelson
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman

Veronique Hakim, Interim Executive Director, Donna Evans, Chief of Staff, Helene Fromm, Acting General Counsel, James Henly, General Counsel MTA NYCT, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Darryl Irrick, Acting President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giulietti, President, Metro-North Railroad, Donald Spero, President, TBTA, Stephen Vidal, Acting President, MTA Bus Company, Anthony D'Amico, Executive Vice President and Chief Financial Officer, MTA Capital Construction, and Stephen Morello, Counselor to the Chairman, also attended the meeting.

Acting Chairman Fernando Ferrer called the meeting to order.

1. Public Speakers:

Stephen Morello, Counselor to the Chairman, stated that nine (9) public speakers and he asked all speakers to keep to the two-minute time limit for comments, and to restrict their comments to matters on the meeting agenda.

One (1) of the speakers commented on matters related to the Long Island Rail Road (LIRR).

Jason Pineiro, expressed concern that if Positive Train Control (PTC) is going to be delayed, and East Side Access (ESA) is going to be delayed, then MTA will lose federal funding.

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. Recess:

Acting Chairman Ferrer asked for a motion to briefly recess the Board meeting. Upon motion duly made and seconded, the Board meeting was recessed.

3. Approval of Minutes:

Upon the Board coming out of recess and resuming the meeting, Acting Chairman Ferrer asked for a motion to approve the minutes of the Regular Board meeting of February 23, 2017. Upon motion duly made and seconded, the minutes of the Regular Board meeting of February 23, 2017 were approved.

4. Acting Chairman's Remarks:

Acting Chairman Ferrer welcomed Philip Eng as the new MTA Chief Operating Officer. He stated that Mr. Eng was a 33-year veteran of the New York State Department of Transportation, where he had served as Executive Deputy Commissioner and Chief Engineer. He further stated that Mr. Eng worked on many Governor's Transportation Initiatives, including Kosciuszko Bridge Replacement and Third Track, and that he will be working on many major MTA initiatives such as the New Fare Payment System and the Mobile Ticketing App.

Acting Chairman Ferrer also congratulated Craig Stewart, Senior Director of Capital Programs, on his retirement after a 31-year career at the MTA. He noted that Mr. Stewart had overseen MTA's \$29.5 billion, 5-year Capital Program, and had made tremendous contributions to the MTA and to the City of New York. He thanked Mr. Stewart for his dedicated and thoughtful service.

Finally, Acting Chairman Ferrer commended every MTA employee who came to work to fight the recent snowstorm. These individuals worked around the clock to clear tracks, stations and parking lots, and kept our system running. They did incredible work and we owe them our thanks and appreciation.

5. Committee on Finance:

Action Item

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

- Authorization of the filing with the State of New York of the annual MTA All-Agency Procurement Report for the period January 1, 2016 – December 31, 2016 as required under Section 2879 of the Public Authorities Law.

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 fourteen (14) procurement items recommended to it by the Committee on Finance, four (4) of which related to Long Island Rail Road:

- Willis of New York, Inc. – Insurance Broker Services - To recommend that the Board approve: i) the authorization of MTA Risk and Insurance Management (“RIM”) to utilize Owner Controlled Insurance Program (“OCIP”) coverage and ii) the award of a competitively negotiated, personal services contract to Willis of New York, Inc., as the Broker of Record for the OCIP 2015-2019 Capital Program and Sandy Related projects for a total of eight (8) years from April 1, 2017 to March 31, 2025 at a total cost not to exceed \$7,433,725 for the eight (8) year term of the contract which includes an 18 month runoff period. The OCIP and broker service contract will cover the balance of the 2015-2019 Capital program and Sandy Related Projects for NYCT, LIRR, MNR, and the Small Business Mentor Program (SBMP).
- Willdan Homeland Solutions, Inc. – Multi-agency Security and Emergency Response Training Consulting Services - To recommend that the Board approve an amendment to the previously Board-approved competitively negotiated, personal services contract to increase the value of the current contract that is in effect from May 1, 2016 to April 30, 2018. The base contract is being increased by an additional \$950,000 from \$2,620,000 to \$3,570,000. The contract increase is fully funded through a 2016 Grant Award from the Department of Homeland Security. This grant is time-sensitive, and must be spent before the grant

expiration date or the funds are forfeited. The additional contract value requested will be utilized to develop and fund continuing Security Awareness training for NYCT, MNR, LIRR and SIRT.

- EyeMed Vision Care LLC – Vision Benefits - To recommend that the Board approve an amendment to previously Board-approved, competitively negotiated, all-agency personal services contract with EyeMed Vision Care LLC (“EyeMed”) to provide vision benefits for non-represented employees and some represented employees and retirees. The modification amends the contract to extend it for a period of twenty one months from April 1, 2017 to December 31, 2018. During this time period additional funding in the amount of \$5,485,000 is needed to continue provide vision benefits. This extension allows MTA to evaluate the benefits and prepare to implement a self-insured vision plan, assess its need for internal MTA administrative resources to manage a self-insured plan, and to prepare and execute a full RFP.
- Metropolitan Life Insurance Company – Dental Benefits – To recommend that the Board approve an amendment to a previously Board-approved, competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company (“MetLife”) to provide dental benefits to non-represented employees and certain represented and retired employees. This modification amends to retroactively extend the contract for three (3) years from January 1, 2017 to December 31, 2019 for an additional cost of \$97,100,000. This extension will enable MTA to prepare to implement a self-insured dental plan, assess the need for internal MTA administrative resources to manage the self-insured plan, and prepare and execute a full request for Proposals (“RFP”).

Upon motion duly made and seconded, the Board approved the foregoing procurement items and ratifications, 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 five (5) real estate items recommended to it by the Committee on Finance, two (2) of which related to Long Island Rail Road:

- Approval of Funding Agreement for MTA 2015-2019 Capital Program Support of Moynihan Train Hall Development – To obtain MTA Board approval to enter into a funding agreement with the New York State Urban Development Corporation D/B/A Empire State Development (“ESD”) substantially in the form annexed to this staff summary with such changes as MTA staff may negotiate (the “Funding Agreement”) and to permit in accordance with such Funding Agreement the transfer to ESD of up to \$100 million to fulfill MTA’s 2015-2019 Capital Program commitment in support of the redevelopment of the James A. Farley Post Office Building (the “Building”) to include a new Moynihan Train Hall (the

“Project”), which was approved by the Board on February 23, 2017 and submitted to the Capital Program Review Board (the “CPRB”) on February 27, 2017. The Project will entail the redevelopment of the Building to include a world-class train hall to be shared by Amtrak, Long Island Rail Road and Metro-North Commuter Railroad (the “Train Hall”), as well as retail and office space.

- Property Disposition Guidelines – To obtain MTA Board approval of revised and updated 2017 MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property (the “2017 Real Property Disposition Guidelines”) and the 2017 All-Agency Guidelines for the Disposal of Personal Property (the “2017 Personal Property Disposition Guidelines”), each promulgated in accordance with Sections 2895-2897 of the New York Public Authorities Law (the “Property Disposition Law”).

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.

6. Postponement of Procurement Items Requiring a Two-Thirds (2/3) Vote:

Acting Chairman Ferrer stated that two Board members had been unexpectedly called away and that an insufficient number of Board members were present to vote on procurement items requiring a Two-Thirds (2/3) Vote. Accordingly, while the Board meeting will continue to handle other business, these items will be postponed and we will shortly announce the date and time of a Special Meeting of the Board to consider and vote on these items.

7. Long Island Rail Road Committee:

The Board was presented with two (2) procurement items, including one from MTA Capital Construction, and two (2) ratifications from MTA Capital Construction, all of which were recommended to it by the Long Island Rail Road Committee:

Procurement Items

Long Island Rail Road

- Ansaldo STS USA, Inc. (ASTS) – Design/Furnish/Deliver Switch Machine Kits and Equipment- West Side Yard – Request MTA Board approval to award a Public Works contract to Ansaldo STS USA, Inc. in the amount of \$325,851 to design, Furnish, and Deliver Switch Machine Kits and Equipment for LIRR’s West Side Yard. This work is part of the MTA/LIRR Super Storm Sandy recovery program (Project PNZD, Western Rail Yards).

MTA Capital Construction

- GCT Constructors Joint Venture – GCT Concourse and Facilities Fit-Out for the East Side Access Project (“ESA”) – This Contract is for the architectural, structural, mechanical and electrical fit-out for the new Long Island Rail Road (“LIRR”) Concourse within the Grand Central Terminal. In accordance with Article VIII of the All-Agency General Contract Guidelines, MTA Capital Construction (“MTACC”) seeks Board approval to modify the contract to increase the amount of Payment Item No. 11A, Allowance for Utilities Not Identified in the Contract Documents.

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 the MTA records (*).

(*) = Note: The first procurement item (Ansaldo STS USA, Inc.) item requires a Two-Thirds (2/3) Vote and will therefore be considered at a subsequent Special Meeting of the Board.

Ratifications

MTA Capital Construction

- Tutor Perini Corporation – Harold Structures Part 3 for the ESA Project – The CH057B Contract includes construction of the Track D Approach Structure, 48th Street MM2 Bridge, and Retaining Walls 48-S2 and 39-S6, site grading, demolition of the existing G02 Substation, demolition of Signal Bridges 18 and 22, and installation of electrical, sewer and communications utilities, catenary structures, and track work. In accordance with Article VIII of the All-Agency General Contract Guidelines, MTACC requests the Board ratify the following contract modifications:

Modification No. 18 – \$960,000 – This Modification is for the demolition and removal of the foundation of old Signal Bridge 23 and the installation of anew foundation and Signal Bridge 23.

Modification No. 20 - \$925,500 – This Modification is for the construction of 710 feet of concrete ductbank, installation of a 625 foot action block retaining wall and installation of 10 electrical pull boxes.

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

8. Corporate Governance Committee:

The Board was presented with two (2) action items which were recommended to it by the Corporate Governance Committee:

Actions Items

- Mission Statement, Measurements, and Performance Indicators Report – To obtain Board approval of the MTA’s Mission Statement and to authorize submission of the annexed 2016 Mission Statement, Measurements, and Performance Indicators Report (the “Report”) to the Independent Authorities Budget Office.
- Policies Requiring Board Approval – To obtain Board approval for revisions to certain existing policies of the MTA and its agencies, in order to comply with New York State and Federal laws and regulations.

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

9. Adjournment:

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:50 a.m.

Respectfully submitted,



Mark D. Hoffer,
Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

March 22, 2017

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
March 22, 2017

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

10:00 a.m.

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke

The following members were absent:

Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelsen
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman

Veronique Hakim, Interim Executive Director, Donna Evans, Chief of Staff, Helene Fromm, Acting General Counsel, Robert Foran, Chief Financial Officer, Board Member Andrew Albert, Darryl Irick, Acting 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, Stephen Vidal, Acting President, MTA Bus Company, Anthony D'Amico, Executive Vice President and Chief Financial Officer, 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 nine (9) 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. Board Recess

Upon a motion duly made and seconded, the Board members took a brief recess.

3. Acting Chairman Ferrer's Opening Remarks

Acting Chairman Ferrer opened his remarks by introducing Phil Eng as MTA Chief Operating Officer. He also announced that Craig Stewart, MTA Senior Director of Capital Programs, is retiring after 31 years of service. Finally, Acting Chairman Ferrer commended and thanked all MTA employees for their hard work in fighting the recent snow storm.

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

4. Approval of the Minutes of the Regular Meeting February 23, 2017

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on February 23, 2017 were approved.

5. Committee on Finance

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

(a) Action Item:

- Authorize the filing of the 2016 MTA All-Agency Procurement Report with the State of New York as required by Public Authorities Law §2879.

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 statements made regarding this matter.

6. Acting Chairman Ferrer's Statement Regarding Certain Procurements

Acting Chairman Ferrer stated that unfortunately two Board members were unexpectedly called away on short notice, which has impacted the Board's ability to vote on business that requires a two-thirds vote. He stated that a special Board Meeting would be held in the near future to consider the postponed business.

7. Committee on MTA Bridges and Tunnels Operations

Procurements

Commissioner Pally stated that there are seven (7) procurements totaling \$68.0 million.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Pally stated that there are seven (7) competitive procurements totaling \$68.0 million.

Personal Service Contracts

Hardesty & Hanover, LLC	Contract No. PSC-16-3000A	\$2,373,533.00
HAKS Engineers, Architects & Land Surveyors, P.C.	Contract No. PSC-16-3000B	\$2,038,963.00
HNTB New York Engineering and Architecture, P.C.	Contract No. PSC-16-3000C	\$1,971,358.00
WSP/Parsons Brinckerhoff	Contract No. PSC-16-3000D	<u>\$1,697,028.00</u> \$8,080,882.00
TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award four personal service contracts for the 2017 Biennial Bridge Inspections at the: (i) Throgs Neck Bridge to Hardesty & Hanover, LLC (H&H), (ii) Bronx-Whitestone Bridge to HAKS Engineers, Architects & Land Surveyors, P.C. (HAKS), (iii) Marine Parkway and Cross Bay Bridges to HNTB New York Engineering and Architecture, P.C. (HNTB), and (iv) Henry Hudson and Queens- Midtown Tunnel Approach Bridges to WSP/Parsons Brinckerhoff (WSP/PB).		
EnviroMed Services, Inc.	Contract No. PSC-16-3002	\$1,939,963.98
TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract to provide services for independent safety monitoring for ongoing B&T construction projects.		
AECOM USA, Inc.	Contract No. PSC-16-2997	\$1,543,753.37
TBTA is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Design Services for Project AW-28, Strategic Plan for Service Life Extension of Suspension Bridges.		

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

WSP/URS a Joint Venture	Contract No. PSC-12-2906 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to amend Contract PSC-12-2906, Design Services for Reconstruction of the Upper and Lower Level Toll Plazas and Southbound Approach at the Henry Hudson Bridge (HHB) for construction support services for Project HH-88B/HH-13A, Reconstruction of Upper and Lower Level Toll Plazas and Southbound Approach at HHB and Lighting Replacement at Northbound/Southbound Henry Hudson Parkways.	\$2,957,064.66
Ammann & Whitney Consulting Engineering, P.C.	Contract No. PSC-13-2929 TBTA is seeking Board approval in accordance with the All Agency Service Contract Procurement Guidelines to amend Contract No. PSC-13-2929, Design and Design Services During Construction for Project HH-89, Retrofit/Repair of Skewbacks, Approach Concrete Piers and North Abutment at the Henry Hudson Bridge to provide design quality assurance services.	\$1,528,424.00

Modifications to Purchase and Public Works Contracts

Halmar International, LLC	Contract No. BW-14/BW-84C TBTA is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend Contract BW-14/BW-84C for installation of the Open Road Tolling (ORT) system and associated civil, structural, electrical and demolition work at the Bronx-Whitestone Bridge.	\$19,311,211.44
Schiavone Construction Co., LLC	Contract No. TN-60 TBTA is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract (TN-60) to perform civil, structural and electrical infrastructure construction work for Open Road Tolling (ORT) at the Throgs Neck Bridge.	\$18,149,300.00

Upon a motion duly made and seconded, the Board approved the procurements recommended to it by the Committee for MTA Bridges and Tunnels Operations. Commissioner Vanterpool abstained from the vote on the procurement involving AECOM USA, Inc.

Ratifications

Commissioner Pally stated that there are no ratifications.

8. Corporate Governance

Acting Chairman Ferrer stated that the Committee members who were present at the Committee Meeting considered and voted in favor of two action items although a Committee Quorum was not present. Upon a motion duly made and seconded, the Board approved the following action item recommended to it by the Committee on Corporate Governance that pertained to the Triborough Bridge and Tunnel Authority:

(a) Action Item:

- Revisions to certain existing policies of the MTA and its Agencies in order to comply with New York State and Federal laws and regulations.

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 statements made regarding this matter.

9. Adjournment

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:50 a.m.

Respectfully submitted,



Julia R. Christ
Secretary

Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, March 22, 2017
10:00 AM

The following members were present:

Hon. Fernando Ferrer, Acting Chairman
Hon. Ira Greenberg
Hon. John J. Molloy
Hon. Mitchell H. Pally
Hon. Lawrence Schwartz
Hon. Veronica Vanterpool
Hon. James Vitiello
Hon. Peter Ward
Hon. Carl V. Wortendyke

The following member was absent:

Hon. David Jones
Hon. Susan Metzger
Hon. Charles G. Moerdler
Hon. John Samuelson
Hon. Andrew Saul
Hon. Polly Trottenberg
Hon. Neal Zuckerman

Board Member Andrew Albert and Anthony D'Amico, Executive Vice President and CFO, MTA Capital Construction Company also attended the meeting as did various other agency presidents and staff including Veronique Hakim, Interim Executive Director, MTA, Donna Evans, Chief of Staff, MTA, Helene Fromm, Acting General Counsel, MTA, Robert Foran, Chief Financial Officer, MTA, Stephen Morello, Counselor to the Chairman, MTA, Darryl Irick, Acting President, NYCTA, Patrick Nowakowski, President, Long Island Rail Road, Joseph Giuliatti, President, Metro-North Railroad, Donald Spero, President, TBTA, Stephen Vidal, Acting President, MTA Bus Company, Evan Eisland, Sr. Vice President, General Counsel and Secretary, MTA Capital Construction Company and, David Cannon, Chief Procurement Officer and 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.

Acting Chairman Ferrer called the meeting to order.

Public Comment Period

There were nine public speakers. Jason Pinerio expressed concern that a lack of Amtrak resources could delay the completion of the East Side Access Project and expressed his support for all of the Procurement Items on the Agenda.

The rest of Mr. Pinerio's comments and the comments made by the other eight 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.

Recess

Upon motion duly made and seconded, the Board voted to take a short recess.

Thereafter, the Board Meeting resumed.

Acting Chairman's Remarks

Acting Chairman Ferrer introduced Phil Eng, the MTA's new Chief Operations Officer. He also recognized and thanked Craig Stewart, MTA's Sr. Director of Capital Programs, who is retiring at the end of the month, for his 31 years of service with the MTA and for his leadership and contributions in managing the MTA's Capital Program and Budget. Acting Chairman Ferrer also recognized and thanked the MTA employees who came to work during the March 14th snow storm for their hard work and dedication.

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 February 23, 2017.

Committee on Finance

Action Item

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

The filing of the annual MTA All-Agency Procurement report for the period of January 1, 2016 – December 31, 2016 with the State of New York as required under Section 2879 of the New York Public Authorities Law.

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

Procurement

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

The award of a competitively negotiated, personal service contract (16457-0100) to provide Outreach Services for Phase II of Second Avenue Subway Project for a period of 60 months from April 1, 2017 through March 31, 2022 in the amount not to exceed \$7,268,759.38.

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.

Committee on NYCT and Bus

Procurement

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

1. A Modification to the 86th Street Station Finishes, Mechanical, Electrical and Plumbing Systems (C-26012) contract for the Second Avenue Subway Project for start-up/burn-in service for 13 escalators at the 86th Street Station in the amount of \$1,020,732.
2. A Modification to the 96th Street Station Finishes contract (C-26010) for the Second Avenue Subway Project for start-up/burn-in service for the nine escalators at 96th Street Station in the amount of \$1,020,732.
3. A Modification to the 72nd Street Station Finishes, Mechanical, Electrical and Plumbing Systems, Ancillary Buildings and Entrances contract (C-26011) for the Second Avenue Subway Project for start-up/burn-in service for all elevators at the 72nd, 86th and 96th Street Stations in the amount of \$1,810,804.
4. A Modification to the 72nd Street Station Finishes, Mechanical, Electrical and Plumbing Systems, Ancillary Buildings and Entrances contract (C-26011) for the Second Avenue Subway Project for start-up/burn-in service for ten escalators at the 72nd Street Station in the amount of \$1,504,850.

A copy of the Resolution and Staff Summaries for the above items is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

Committee on Long Island Rail Road

Procurement

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

A modification to the GCT Concourse and Facilities Fit-Out contract (CM014B) for the East Side Access Project to increase the amount of Payment Item No. 11A, Allowance for Utilities Not Identified in the Contract documents in the amount of \$3,000,000.

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

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

1. A modification to the Harold Structures Part III contract (CH057) for the East Side Access Project for the demolition and removal of the foundation of Signal Bridge 23 and the installation of a new foundation and new Signal Bridge 23 in the amount of \$960,000.
2. A modification to the Harold Structures Part III contract (CH057) for the East Side Access Project for the construction of 10 feet of concrete ductbank, installation of a 625 foot action block retaining wall and installation of 10 electrical pull boxes in the amount of \$952,500.

A copy of the Resolution and Staff Summaries for the above items is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

Corporate Governance Committee

Action Item

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

The MTA's 2016 Mission Statement and authorized submission of the 2016 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office.

The Staff Summary and associated documents for the above item is filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

Adjournment

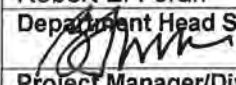
Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 10:50 a.m.

Respectfully submitted,


David K. Cannon
Assistant Secretary

Staff Summary

Page 1 of 3

Subject
Capital Markets-Based Reinsurance
Department
Finance
Department Head Name
Robert E. Foran
Department Head Signature

Project Manager/Division Head
Phyllis Rachmuth, Director of Risk and Insurance Management / Patrick J. McCoy, Director of Finance

Date
April 24, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	4/24			
2	Board	4/26			

Internal Approvals			
Order	Approval	Order	Approval
1	Chief Financial Officer 		
2	Legal 		

Purpose:

To obtain Board approval to allow First Mutual Transportation Assurance Company ("FMTAC") to undertake a capital markets-based reinsurance program by expanding FMTAC's current traditional capital markets-based reinsurance program to include catastrophe ("cat") bond-based reinsurance transactions and collateralized note reinsurance transactions placed through a capital markets-based online marketplace.

Discussion and Background:

Background:

In the wake of Superstorm Sandy, FMTAC confronted reduced capacity offers from the traditional property reinsurance marketplace with higher pricing in the annual renewal. Addressing the concern that MTA and its agencies might be exposed to reduced property risk coverage at higher cost, the Board authorized FMTAC to explore alternative means of obtaining reinsurance capacity through the capital markets, via insurance-linked securities ("ILS") or cat bond transactions. This effort to obtain capital markets-based reinsurance proved successful, culminating in FMTAC's entry into a \$200 million reinsurance agreement with MetroCat Re Ltd. ("MetroCat"), a Bermuda special purpose insurer, which fully collateralized the reinsurance policy through its issuance of cat bonds.

The reinsurance obtained from MetroCat through this inaugural ILS transaction augmented MTA's existing reinsurance program at a critical time; the inaugural transaction now also provides a model through which FMTAC can obtain future capital markets-financed property reinsurance coverage, in conjunction with coverage that may be obtained by FMTAC through traditional property reinsurance markets.

In addition to entering into another capital markets-based collateralized reinsurance transaction via MetroCat, FMTAC is seeking to obtain authorization to enter into a reinsurance contract with Eclipse Re Ltd. ("Eclipse Re"), a company organized and existing under the laws of Bermuda, licensed as a special purpose insurer. Eclipse Re is licensed to write collateralized insurance and reinsurance contracts and to issue notes supporting those contracts. Eclipse Re places these notes through Rewire Securities LLC ("Rewire"), a United States broker-dealer, an independent investment bank (FINRA/SIPC member) focused on structuring and distributing catastrophe risk and other insurance classes into the collateralized markets. Established in 2014, Rewire has structured and placed natural catastrophe deals on behalf of AIG, USAA, ACE, and other primary insurers.

Central to the services it provides, Rewire has developed rewireconnect, a fully integrated web-based platform that enables an efficient syndication of risk in both the primary and secondary insurance markets. Rewire has signed up more than 65 major collateralized capacity institutional investors onto its platform (these include asset managers, hedge funds, (re)insurers, pension funds, and global banks). The rewireconnect platform is the only online ILS marketplace in existence, thus allowing Eclipse Re full access to the collateralized markets in order to maximize competitive pricing. With the assistance and guidance of a Board-approved ILS advisor, FMTAC and MTA anticipate exploring one or more capital markets-based reinsurance transactions in 2017. Prior to executing any such future capital markets-based reinsurance transactions in 2017, FMTAC and MTA seek Board action granting authority to finalize such transactions.

Discussion:

On January 29, 2014, the Board approved FMTAC's use of a capital markets-based alternative, specifically ILS, to enhance its overall reinsurance portfolio. The ability to obtain capital markets-based reinsurance has proven to be an economically successful alternative for FMTAC because it is no longer dependent solely on traditional reinsurance brokers for its reinsurance needs. The reinsurance obtained through the inaugural ILS transaction augmented MTA's existing reinsurance program at a critical time; the inaugural transaction covered storm surge risk over a three-year period and expired in July 2016.

FMTAC is now seeking authorization to enter into a second MetroCat transaction covering windstorm, storm surge and earthquake catastrophic risks, augmenting the coverage that may be gained by FMTAC through traditional property reinsurance markets. The transaction is also estimated to result in rate-on-line savings for the MTA.

In addition, in order to continue maximizing the cost savings benefits of a capital markets-based approach to FMTAC reinsurance needs, FMTAC seeks authorization to enter into a reinsurance contract with Eclipse Re as a possible alternative to further enhance the existing competition and market access in connection to its reinsurance portfolio. FMTAC is seeking the most competitive pricing for its reinsurance program and will only use Eclipse Re if it yields such results. In the event Eclipse Re is not used for any portion of FMTAC's current reinsurance needs, FMTAC will not incur any costs.

Alternatives:

FMTAC and MTA could opt not to consider or pursue future capital markets-based insurance transactions sponsored by FMTAC. This alternative is undesirable, given the additional leverage that a capital markets-based insurance transaction will provide to FMTAC's overall insurance portfolio construction on an annual basis.

Recommendation:

As part of the continuing effort to reduce FMTAC's reinsurance portfolio costs and seek competitive solutions for its reinsurance needs, it is recommended that the Board adopt the annexed resolution authorizing placement of part of FMTAC's property insurance program through a (i) cat bond issuance and (ii) capital markets-based online marketplace.

RESOLUTION

WHEREAS, FMTAC's use of capital markets-based alternative for its reinsurance needs has enhanced its overall reinsurance portfolio by lowering the cost of its reinsurance and encouraging competition among traditional providers and capital markets-based providers; and

WHEREAS, FMTAC desires to explore the cost effectiveness, practicability and feasibility of possibly incorporating a wider range of capital markets-based reinsurance alternatives in FMTAC's property insurance program; and

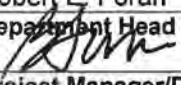
WHEREAS, reaching out to a broader group of capital markets-based reinsurance participants will enable FMTAC to better determine the extent to which an expansion of its capital markets-based reinsurance alternatives can yield further cost savings.

NOW THEREFORE, the Board resolves as follows:

1. In order to further allow FMTAC to seek cost effective, practical and feasible alternatives to traditional broker-based reinsurance and expand its capital markets-based reinsurance alternatives, the Interim Executive Director of FMTAC, is hereby authorized, consistent with the terms of this Resolution, to execute and deliver reinsurance agreements, and other necessary, desirable or appropriate agreements, contracts, documents, writings and other instruments with appropriate parties in connection with capital markets-based reinsurance transactions, and to take any other actions as may be deemed necessary, desirable or appropriate in connection therewith, provided, the Interim Executive Director of FMTAC, following consultation with the Chief Financial Officer and General Counsel, determines entry into such alternative capital markets-based reinsurance transactions is in the best interests of FMTAC and the MTA.

Staff Summary

Page 1 of 2

Subject 2016 Annual Investment Report and MTA All Agency Investment Guidelines
Department CFO/Treasury
Department Head Name Robert E. Foran
Department Head Signature 
Project Manager/Division Head Josiane P Codio

Date April 24, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	4/24	X		
2	Board	4/26	X		

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

Purpose:

Pursuant to the requirements of Public Authorities Law Section 2925, provide the MTA Board information on the MTA portfolio investment performance for the period 01/01/2016 to 12/31/2016, obtain Board approval of the MTA 2016 Annual Investment Report and obtain Board approval of the MTA All Agency Investment Guidelines ("Investment Guidelines or Guidelines").

Discussion:

Investment Performance Information

Investment Performance information is presented on the next page by types of funds and by bond resolution. Performance is based on book value.

MTA Annual Investment Report

The separate 2016 MTA Annual Investment Report contains the following additional information:

- The investment income record
- Commissions or other charges paid to each investment banker, broker, agent, dealer and advisor
- Investment Inventory
- Detail Transaction Report
- MTA All Agency Investment Guidelines

Recommendation(s):

It is recommended that the MTA Board re-approve the Board adopted Investment Guidelines and approve the MTA's submission of the 2016 Annual Investment Report.

**Metropolitan Transportation Authority
Investment Performance by Type of Fund
For the Period Jan. 1, 2016 to Dec. 31, 2016**

<u>Type of Fund</u>	<u>Net Earnings this Period</u>	<u>Average Daily Portfolio Balance</u>	<u>Net Portfolio Yield, 365-day Basis</u>
All Agency Investments	\$6,123,774	\$1,381,609,578	0.44%
MTA Special Assistance Fund	829,712	176,075,524	0.47%
TBTA Investments	786,103	144,319,498	0.54%
MTA Finance Fund	589,642	140,396,363	0.42%
MTA Transportation Resolution Funds	18,119,320	2,637,513,966	0.69%
MTA Hudson Rail Yards Funds	599,552	686,063,525	0.09%
State Service Contract Debt Service Fund	17,201	7,011,489	0.25%
MTA Dedicated Tax Fund Resolution Funds	1,154,789	406,485,145	0.28%
2 Broadway Certificates' Funds	45,671	15,215,976	0.30%
TBTA General Purpose Resolution Funds	1,224,121	373,463,434	0.33%
TBTA Subordinate Resolution Funds	158,921	47,154,896	0.34%
Other Restricted Funds	2,467,656	674,038,632	0.37%
Total	\$32,116,461	\$6,689,348,025	0.48%

Average Yield on 6 month Generic Treasury Bill
(1/1/16 – 12/31/16) 0.45%

Average Yield on 12 month Generic Treasury Bill
(1/1/16 – 12/31/16) 0.60%

Note 1: Table above only includes information on funds actively managed by MTA Treasury in accordance with the Board approved Investment Guidelines. It does not include defeasance investments for tax benefit lease transactions or insurance set asides.

Note 2: 'Other Restricted Funds' include:

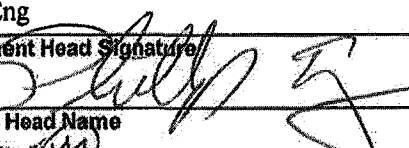

Fulton Street Maintenance	Hudson Yard ERY/WRY - From Related	Hudson Yard Infra Corp.
MTA Real Estate and Advertising Revenue	Relocation from Madison Ave.	SIRTOA - Capital

Note 3: Fund 2631 Earnings high due to sale of long-term US Govt. Strips originally purchased in 2002 @ 4.25% and sold at 2.95% on 3/17/2016 resulting in a one-time gain of \$5.1MM

Note 4: The new Fund 2607 MTA TRB BAN (Federally Taxable), which was opened in December 2015, is grouped together with the MTA Transportation Resolution Funds.




Note 5: The new Funds 2800s, which were opened in September 2016, are reported separately as the MTA Hudson Rail Yards Funds.

Staff Summary

Subject
Request for Authorization to Award Various Procurements
Department
Executive
Department Head Name
Philip Eng
Department Head Signature

Division Head Name
Wael Hibri 

Date
April 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	4/24/2017	X		
2	Board	4/26/2017	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:

MTAHQ proposes to award Non-competitive procurements in the following categories: # of Actions \$ Amount
None None

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

Schedule F: Personal Services Contracts	2	\$ 4,776,008.00
Schedule H: Modification to Personal Service/Miscellaneous Service Contracts	1	\$ 1,200,000.00
SUBTOTAL	3	\$ 5,976,008.00

MTAHQ presents the following procurement actions for Ratification:

	None	None
TOTAL	3	\$ 5,976,008.00

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, APRIL 2017
COMPETITIVE PROCUREMENTS

METROPOLITAN TRANSPORTATION AUTHORITY

Procurements Requiring Majority Vote:

F. Personal Service Contracts

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

- | | | | |
|----|---|--|--------------------------------------|
| 1. | PricewaterhouseCoopers LLC
Organizational Assessment Services
Contract No. 900000000002029 | \$776,008
(not-to-exceed) | <u>Staff Summary Attached</u> |
| | <p>Ride NY State Contract No. C000422 – 6 months
To recommend that the Board approve the award of a competitively negotiated, personal services contract to PricewaterhouseCoopers LLC (“PwC”), riding New York State Contract No. C000422 for consulting services for a period of approximately six (6) months, from May 22, 2017 to November 30, 2017 in the not-to-exceed amount of \$776,008. The Metropolitan Transportation Authority (“MTA”) Headquarters (“HQ”) requires the assessment of its Retirement Planning and Human Resources business unit’s processes, organizational structure, tools and technology applications to assist with the development of action plans to provide for efficiencies and effectiveness of future state processes. PricewaterhouseCoopers LLP (“PwC Team”) will conduct a detailed organizational assessment and provide future state recommendations. PWC proposed cost of \$915,930 was reduced to \$776,008 a negotiated savings of \$139,922. The hourly rate for these services, which range from \$124/hr. to \$399/hr are equal to or less than rates offered under the OGS contract; and thus are considered fair and reasonable.</p> | | |
| 2. | Siemens Industry, Inc.
Comprehensive Energy Consulting Services
Contract No. 16113-0100 | \$4,000,000
(not-to-exceed) | <u>Staff Summary Attached</u> |
| | <p>Competitively negotiated – 6 proposals – 36 months + two (2) one-year options
To recommend that the Board approve the award of a competitively-negotiated, All-Agency personal services contract to Siemens Industry, Inc. (Siemens) to provide Energy Consulting Services for current and future energy projects. The contract will be for a period of thirty-six (36) months, with two (2) one-year options to be exercised at the Authority’s sole discretion, at a total cost not-to-exceed \$4,000,000.00. Siemens is being sought for all-agency consulting services in the areas of electricity supply management support, fuel supply management support, energy sustainability support and additional energy studies support. The negotiated hourly rates for the different consulting roles that will be utilized for the four service categories range from a minimum of \$150.10 to \$319.20 at maximum. The weighted average hourly rate for all consultant roles in Service Category 1- Electricity Supply is \$214.56; Service Category 2- Fuel Supply is \$197.55; Service Category 3- Energy Sustainability is \$225.35; and Service Category 4- Other Studies is \$205.46. Travel expenses incurred will be billed back to the Authority at cost, in accordance with MTA policy and procedure. The ‘Analyst’ role, which will be billed at \$150.10 an hour, is projected to account for 44% of the utilization of this contract across the four (4) service categories. MTA HQ Procurement considers these costs fair and reasonable.</p> | | |

METROPOLITAN TRANSPORTATION AUTHORITY
COMPETITIVE PROCUREMENTS

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

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

- | | | |
|----|---|------------------------|
| 3. | IBM | \$1,200,000 |
| | MTA Business Service Center PeopleSoft 9.2 Upgrade | (not-to-exceed) |
| | Contract No. 14049-0100, S/A#4 | |

Base plus previous change orders = \$60,487,800

To recommend the Board approve an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM. The additional funds will provide for a one-time PeopleSoft Upgrade Manager (PUM) and People Tools update, which will overlap the move of the backup data center to Albany. The additional scope provides technical support for a one time PUM and People Tools update and sets the framework for MTA to continuously update the application. IBM's total proposed price for the additional scope is in line with the current pricing negotiated and established in the base agreement. Based on the above, the additional funds of \$1,200,000 is considered fair and reasonable.

Staff Summary

Schedule F: Personal Service Contracts



Metropolitan Transportation Authority

Page 1 of 2

Item Number:						SUMMARY INFORMATION	
Dept. & Dept. Head Name: Chief Employee Relations & Administrative Officer/Anita Miller						Vendor Name: PricewaterhouseCoopers LLC	
Division & Division Head Name: Human Resources/Margaret Connor <i>Margaret M. Connor</i>						Contract Number: 900000000002029	
						Description: Organizational Assessment Services	
						Total Amount: \$776,008	
						Contract Term (including Options, if any) May 22, 2017 to November 30, 2017	
						Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
						Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
						Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
						Solicitation Type: <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: New York State Ride	
						Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	4/24/2017	X		
2	Board	4/26/2017	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>				

Narrative

I. PURPOSE/RECOMMENDATION:

To recommend that the Board approve the award of a competitively negotiated, personal services contract to PricewaterhouseCoopers LLC ("PwC"), riding New York State Contract No. C000422 for consulting services for a period of approximately six (6) months, from May 22, 2017 to November 30, 2017 in the not-to-exceed amount of \$776,008.

II. DISCUSSION

The Metropolitan Transportation Authority ("MTA") Headquarters ("HQ") requires an assessment of its processes, organizational structure, tools and technology applications for its Retirement Planning and Human Resources business areas units ("BUs"). The goal of this project is to allow managers more insight into their own organization so that they can develop more effective action plans to accomplish MTA's business objectives.

PwC will conduct a detailed organizational assessment for MTA HQ in two releases focusing on the following business units:

Release 1

1. MTA Defined Benefits Pension Plan (DB) group
2. MaBSTOA (Manhattan and Bronx Surface Transportation Operating Authority) Plan group

Release 2

1. MTA HQ Human Resources
2. Deferred Compensation
3. Health Benefits
4. Compensation & Policy

Each Release will focus on qualitative and quantitative aspects of the in-scope business units in order to capture the most robust picture possible.

Release 1 and Release 2 will be overlapping and have three project phases ("Phases"):

- 1) Project Onboarding and Current State Assessment
- 2) Future State Recommendations
- 3) Roadmap Planning

Staff Summary

Schedule F: Personal Service Contracts

Contract No. 900000000002029

Page 2 of 2

Phase 1. Current State Organizational Assessment. PwC will perform its assessment analysis of the BUs across the following three areas:

- 1) Business Processes - Focuses on assessing the business processes, which execute the MTA's purpose and the policies and procedures to support the staff. This includes process flows, current/future state mappings, gap analysis and comparison to best practice of similar organizations.
- 2) Staffing - Focuses on assessing the organizational needs as they pertain to employees and customers' utilization, support, and development. This analysis includes the following: current state of the organization, strengths and gaps and recommendations to close the gaps.
- 3) Enabling Technologies – Focuses on assessing the technology used to enable and support the MTA's people and processes. This analysis includes the current list of tools, whether they are necessary, recommendations to phase them out as well as the replacements to support short and long term organizational strategy.

Phase 2. Future State Recommendation. The analyses for each of the above listed areas will include the following future recommendations:

- 1) Best Practices – Focuses on how similar organizations have completed this process and significantly improved the BUs listed in Release 1 and Release 2.
- 2) Key Performance Metric (KPIs) – Focuses on the key measures used within the assessments, organizationally, operationally and industry-wise that are applicable to MTA.
- 3) Change Management - Focuses on how recommendations can be implemented most efficiently to get the highest benefits.

Phase 3. Roadmap Planning. PwC will present its final assessment and recommendations, including knowledge transfer to the MTA.

PwC's proposed cost of \$915,930 was reduced to \$776,008 and includes a negotiated savings of \$139,922. The hourly rate for these services, which range from \$124/hr. to \$399/hr are equal to or less than rates offered under the OGS contract; and thus are considered fair and reasonable.

III. D/M/WBE INFORMATION

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

IV. IMPACT ON FUNDING

This contract is being funded by MTA Headquarters.

V. ALTERNATIVES

Perform the Services In-House: This alternative is not feasible. MTA does not possess the independent experts to assess the processes, organizational structure, tools and technology applications from an outside perspective.

Do not Approve the Award of the Contract: Without the ability to perform the services in-house, as explained above, MTA would be unable to identify improvements to its Retirement Planning and Human Resources business units.

Staff Summary

Schedule F: Personal Service Contracts

Item Number:					
Dept & Dept Head Name: CFO / Robert Foran					
Division & Division Head Name: Budget / Douglas Johnson					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	4/24/17	X		
2	Board	4/26/17	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement <i>(signature)</i>	3	DDCR <i>(signature)</i>		
2	Legal <i>(signature)</i>	4	CFO <i>(signature)</i>		

SUMMARY INFORMATION	
Vendor Name: Siemens Industry, Inc.	Contract Number: 16113-0100
Description: Comprehensive Energy Consulting Services	
Total Amount: \$4,000,000.00	
Contract Term (Including Options, if any): 5/1/17- 4/30/20, with two (2) one-year options	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: [e.g., Ride - Contract]	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capita <input type="checkbox"/> Federal <input type="checkbox"/> Other	

Narrative

I. PURPOSE/RECOMMENDATION

To recommend that the Board approve the award of a competitively-negotiated, All-Agency personal services contract to Siemens Industry, Inc. (Siemens) to provide Energy Consulting Services for current and future energy projects. The contract will be for a period of thirty-six (36) months, with two (2) one-year options to be exercised at the Authority's sole discretion, at a total cost not-to-exceed \$4,000,000.00.

II. DISCUSSION

The MTA's current, competitively awarded, four-year contract for all-agency Energy Consulting Services has been and is currently extended on a month-to-month basis. In order to continue these services and without disrupting the upcoming negotiations between the MTA and the New York Power Authority ('NYPA'), the MTA conducted a competitive Request for Proposal ("RFP") process, resulting in the proposed award to Siemens. Approval of a Siemens contract is being sought for all-agency consulting services in the following areas:

- Electricity Supply Management Support
- Fuel Supply Management Support
- Energy Sustainability Support
- Additional Energy Studies Support

The RFP was publicly advertised and letters, informing potential proposers of the RFP's availability, were emailed to 25 firms. Six (6) proposals were received on July 26, 2016. A selection committee comprised of representatives from MTA Headquarters Budget and Strategic Initiatives departments recommended that four (4) firms - Concentric Energy Advisors (incumbent), Luthin Associates, NORESO, and Siemens - be invited to make oral presentations. Upon conclusion of the oral presentations, the Selection Committee determined that Siemens was the most qualified firm to perform the services required by the RFP. Siemens was selected based on its qualifications, resourcing and proposal to the statement of work.

Siemens performs similar services for other federal, state and local agencies. This work includes NYISO Ancillary Services Evaluation for the New York Independent System Operator, Procurement Support and Risk Management Advisory for the Long Island Power Authority, Power and Rate Advisory Services for the Brooklyn Navy Yard, and various projects for the New York Power Authority. Siemen's proposal and oral presentation demonstrated more expertise than the other proposers.

The negotiated hourly rates for the different consulting roles that will be utilized for the four service categories range from a minimum of \$150.10 to \$319.20 at maximum. The weighted average hourly rate for all consultant roles in Service Category 1- Electricity Supply is \$214.56; Service Category 2- Fuel Supply is \$197.55; Service Category 3- Energy Sustainability is \$225.35; and Service Category 4- Other Studies is \$205.46. Travel expenses incurred will be billed back to the Authority at cost, in accordance with MTA policy and procedure. The 'Analyst' role, which will be billed at \$150.10 an hour, is projected to account for 44% of the utilization of this contract across the four (4) service categories. MTA HQ Procurement has determined that the abovementioned costs are fair and reasonable. Among other factors, MTA HQ Procurement compared Siemen's costs to the cost proposals of the other proposers, including the incumbent, Concentric Energy Advisors. On average, Concentric Energy Advisors's rate was 21.98% higher than Siemens even after MTA HQ Procurement negotiated a 5% discount for each proposed consultant role. For these reasons, MTA HQ Procurement considers these costs fair and reasonable.

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

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights assigned goals of 15% MBE and 15% WBE to this contract. Siemens Industry, Inc. is projected to achieve the assigned goals. Siemens Industry, Inc. has achieved its previous MWDBE goals on previous MTA contracts.

IV. IMPACT ON FUNDING

This contract will be funded through Operating Funds in an amount not-to-exceed \$4,000,000.00.

V. ALTERNATIVES

Do not provide the services: This alternative is not feasible, not cost effective and increases risk, as the MTA requires advisory assistance related to procurement, analyses, evaluations and sustainability within various areas of Electricity Supply Management, Fuel Supply Management, Energy Sustainability and other Energy Studies.

Perform the services in-house: This alternative is not feasible. The Authority has neither the staff nor the specialized expertise to fully provide these services.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

Item Number:

Page 1 of 1

Vendor Name (& Location): IBM	Contract Number: 14049-0100	AWO/Modification # 4
Description: MTA Business Service Center PeopleSoft 9.2 Upgrade		
Contract Term (including Options, if any): August 1, 2014 thru August 31, 2017	Original Amount:	\$33,150,000
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No	Prior Modifications:	\$26,137,800
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount:	\$59,287,800
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request:	\$ 1,200,000
Requesting Dept/Div & Dept/Div Head Name: BSC/MTA IT & W. Hibri/S. Gellineau	% of This Request to Current Amount:	2%
	% of Modifications (including This Request) to Original Amount:	82%

DISCUSSION:

To recommend the Board approve an amendment to a previously Board-approved, all-agency, competitively negotiated, personal services contract with IBM. The additional funds will provide for a one-time PeopleSoft Upgrade Manager ("PUM") and People Tools update. The update will overlap with the MTA moving its backup data center to Albany.

In July 2014, the Board approved the engagement of IBM for a three-year period from August 1, 2014 through August 31, 2017 to provide technical consulting services for upgrade of MTA's core financial system (PeopleSoft ERP consisting of Human Resources, Capital Management, Financials, Enterprise Portal, Enterprise Learning Management and the Enterprise Performance Management data warehouse), from version 9.0 to 9.2. Modification No. 1 awarded the PeopleSoft Pension Module Upgrade to IBM that included the re-implementation of the Pension module into the PeopleSoft shared services system. Modification No. 2 added additional scope of work to the Procure to Payment process for the FSCM project phase. Modification No. 3 added additional scope of work to include the move of the J.P. Morgan Chase Payment Process into PeopleSoft and development of Organizational Change Management strategy for PeopleSoft 9.2 Upgrade/P2P Implementation.

This Modification No. 4 will add a scope of work to maintain current applications with new PeopleSoft defect fixes and evaluate new features and functions that could be included in the MTA applications. The additional scope provides technical support for a one time PUM and People Tools update, and sets the framework for the MTA to continuously update the application.

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

IBM's total proposed price for the additional scope is in line with the current pricing negotiated and established in the base agreement. Based on the above, the additional funds of \$1,200,000 is considered fair and reasonable.

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

MTA LONG ISLAND RAIL ROAD

License to Floral Park-Bellerose Union Free School District of surplus property at Tyson and Plainfield Aves., Floral Park

Sale of surplus property to Coland Realty LLC at Redfern Ave., Far Rockaway, Queens




Sale of surplus property to Normandy Real Estate Partners at Bushwick freight yard, p/o of Block: 3056, Lot: 32, Brooklyn

Staff Summary

Subject	LICENSE AGREEMENT
Department	REAL ESTATE
Department Head Name	JEFFREY B. ROSEN
Department Head Signature	
Project Manager Name	DORRIE MASSARIA

Date	APRIL 24, 2017
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref. #	

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/24/17	X		
2	Board	4/26/17	X		

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

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

LICENSEE: Floral Park – Bellerose Union Free School District ("FPSD")

PROPERTY: Creedmore Branch right-of-way between Tyson and Plainfield Aves., Floral Park

ACTIVITY: Parking and green space

ACTION REQUESTED: Approval of terms

TERM: 15 years; terminable on 60 days' notice

SPACE: Approximately 35,400 square feet

COMPENSATION: \$1; payment waived

COMMENTS:


The Property is an unused section of LIRR's former Creedmore Branch right-of-way. FPSD requested an agreement to use the Property for: (1) school bus and employee parking and (2) green space through its adjoining school playground. The Property is situated at the rear of FPSD's property and is not accessible for use by any other entity.

The Property requires improvements, estimated by FPSD to cost approximately \$200,000, for the removal and replacement of existing asphalt, a gate, a retaining wall, lighting, curbing and landscaping, which will all be undertaken by FPSD. FPSD will receive funding from New York State. LIRR will have the right to terminate the license on 60 days' notice at no cost to LIRR.

Since FPSD is a public entity and the license will benefit the public, compensation of \$1 (payment waived) is proposed. LIRR will benefit from the improvements, maintenance, insurance and indemnification provided by FPSD.




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

Staff Summary

Subject DISPOSITION OF SURPLUS PROPERTY
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name JOHN COYNE / NICK ROBERTS

Date APRIL 24, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/24/17	X		
2	Board	4/26/17	X		

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

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

BUYER: Coland Realty LLC ("Coland")

PROPERTY: Redfern Avenue between Beach 11 Street and Doughty Boulevard, Far Rockaway, Queens, Block: 15503, Lot: 5

ACTIVITY: Sale of fee interest

ACTION REQUESTED: Approval of terms

AREA: 4,975± square feet of land area containing a 2,000± square foot building

COMPENSATION: \$10,000 plus approximately \$400,000 in avoided costs related to environmental remediation work

COMMENTS:

The Property is an approximately 4,975 square foot parcel of land on Redfern Avenue in eastern Far Rockaway on the border between the Borough of Queens and Nassau County. It contains an approximately 2,000 square foot abandoned brick building that once served as a LIRR substation.

The Property is contaminated with mercury, arsenic, cadmium, lead and benzo pyrene. LIRR has committed to remediating the site as part of an agreement with the NYS Department of Environmental Conservation under the Voluntary Cleanup Program (VCP). LIRR's estimated cost of remediating the Property to the standard required by the VCP is approximately \$400,000.

In response to an inquiry from an adjacent property owner interested in purchasing it, MTA Real Estate offered the Property for sale via a request for proposals (the "RFP"). The RFP conditioned a sale of the Property on two requirements: (1) the performance, prior to closing, of environmental remediation work pursuant to the VCP agreement, and (2) the granting of perpetual easements to the Public Service Electric and Gas Company for existing utility poles on the Property.

The sole respondent to the RFP, Coland owns the property located at 11-07 Redfern Avenue, adjacent to the Property. Coland leases its property to Elite Airline Laundry Services Corp. ("Elite"), a provider of linen supply and cleaning services to the airline industry. Coland intends to use the Property to expand Elite's employee parking lot.

In exchange for assuming the responsibility and cost of remediating the Property, Coland has offered to purchase the Property for \$10,000. Such amount, plus the cost of remediating the Property as estimated by LIRR, exceeds the fair


Staff Summary

FINANCE COMMITTEE MEETING Coland Realty LLC (Cont'd.)

market value of the Property as remediated, as determined based on an independent appraisal obtained by MTA Real Estate. Per the terms of the RFP, Coland will be required to post a \$400,000 letter of credit to secure the performance of the environmental remediation work.

Based on the foregoing, MTA Real Estate requests authorization to enter into a contract of sale for the Property with Coland Realty LLC on the above-described terms and conditions.

Staff Summary

Subject DISPOSITION OF SURPLUS PROPERTY
Department REAL ESTATE
Department Head Name JEFFREY B. ROSEN
Department Head Signature 
Project Manager Name MUNSUN PARK

Date APRIL 24, 2017
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/24/17	X		
2	Board	4/26/17	X		

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

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

PURCHASER: Normandy Real Estate Partners ("Normandy")

PROPERTY: p/o Bushwick freight yard; p/o Block: 3056, Lot: 32, Brooklyn

ACTIVITY: Sale of fee interest

ACTION REQUESTED: Approval of terms

AREA: Approximately 2,816 square feet of unbuilt, paved land

COMPENSATION: \$300,000

COMMENTS:

The Property is a part of a larger LIRR-owned parcel within the Bushwick freight yard. The Bushwick freight yard is used primarily by the New York and Atlantic Railway Company ("NYAR"), a LIRR contractor that provides rail freight services. The Property is an outlying piece of land that is not used by either LIRR or NYAR and has thus been deemed to be surplus.

In response to a request from an adjacent property owner interested in purchasing the Property, MTA Real Estate issued a request for proposals ("RFP") for the fee interest in the Property. The RFP conditioned the sale on the selected purchaser undertaking all work associated with subdividing the Property from the larger LIRR parcel and filing for a new tax lot with the New York City Department of Finance.

One proposal was received in response to the RFP. Normandy initially offered \$220,000, but following negotiations increased its offer to \$300,000, which exceeds the fair market value of the Property based on an independent appraisal obtained by MTA Real Estate.

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

PROCUREMENTS

The Procurement Agenda this month includes 8 actions for a proposed expenditure of \$401.4M.

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	4/24/17			
2	Board	4/26/17			

April 17, 2017			
Department Law and Procurement – MTACC			
Department Head Name Evan Eisland			
Department Head Signature 			
Internal Approvals			
	Approval		Approval
	President NYCT		President MTACC
	Executive VP	4/17/17	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:

Procurements Requiring Two-Thirds Vote:		# of Actions	\$ Amount
Schedule A:	Noncompetitive Purchases and Public Work Contracts	2	\$ 29.0 M
	• Proterra, Inc. \$ 4.0 M		
	• Wabtec Passenger Transit \$ 25.0 M		
 <u>Schedules Requiring Majority Vote:</u>			
Schedule J:	Modifications to Miscellaneous Procurement Contracts	1	\$ 1.3 M
	• McCulloch Rail \$ 1.3 M		
		SUBTOTAL	3 \$ 30.3 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:

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	\$ TBD M
<u>Schedules Requiring Majority Vote:</u>		
Schedule I: Modifications to Purchase and Public Works Contracts	2	\$ 366.5 M
SUBTOTAL	3	\$ 366.5 M

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

Schedule I: Modifications to Purchase and Public Works Contracts	1	\$ 3.4 M
SUBTOTAL	1	\$ 3.4 M

MTA Bus Company proposes to award Competitive procurements in the following categories: NONE**NYC Transit proposes to award Ratifications in the following categories: NONE****MTA Bus Company proposes to award Ratifications in the following categories: NONE****MTA Capital Construction proposes to award Ratifications in the following categories:**Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$ 1.2 M
SUBTOTAL	1	\$ 1.2 M
TOTAL	8	\$ 401.4 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.

APRIL 2017

LIST OF NONCOMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

A. Noncompetitive Purchases and Public Work Contracts

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

- | | | |
|--|---------------------|-------------------------------|
| 1. Proterra, Inc.
RFQ# 137175 | \$4,021,684 (Est.) | <u>Staff Summary Attached</u> |
| Test and evaluate a prototype for the lease of five low-floor all-electric buses. | | |
| 2. Wabtec Passenger Transit
Sole Source - Three-year omnibus | \$25,000,000 (Est.) | <u>Staff Summary Attached</u> |
| Purchase of inventory and non-inventory replacement air brake and truck components and other sole source subway car parts. | | |

Procurements Requiring Majority Vote:

J. Modification to Miscellaneous Procurement Contracts

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

- | | | |
|--|-------------|-------------------------------|
| 3. McCulloch Rail
RFQ# 114028.1 | \$1,349,950 | <u>Staff Summary Attached</u> |
| Modification to the contract for the lease of three Trac Rail Transposers, in order to exercise the buyout option and purchase a total of seven Trac Rail Transposers. | | |

Item Number: 1

Vendor Name (Location) Proterra, Inc. (Burlingame, California)	Contract Number RFQ 137175	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Description Lease of five low-floor 40-foot all-electric buses	Total Amount: \$4,021,684 (Est.)	
Contract Term (including Options, if any) August 31, 2017–December 31, 2020	Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	Requesting Dept./Div., Dept./Div. Head Name: Department of Buses, Stephen A. Vidal	
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: Test and Evaluate		

Discussion:

It is requested that the Board declare competitive bidding impractical or inappropriate pursuant to Public Authorities Law, Section 1209, subdivision 9(d) to test and evaluate a new product and technology, evaluate the service and reliability of said product, and approve the three-year lease of five low-floor 40-foot all-electric buses (“AEB”), one en-route charging station, and six depot charging units from Proterra Inc. (“Proterra”). This procurement will allow the introduction of all-electric propulsion buses through an in-service test/demonstration.

AEBs offer zero tail-pipe emissions and reductions in noise typically emitted from buses. AEB technology also has the potential to lower lifecycle costs compared to fossil-fueled buses. Significant improvements in AEB technology in the last 10 years have led to additional suppliers offering AEB capabilities and supporting charging infrastructure.

The NYC Transit bus duty cycle is the optimal environment for maximizing the benefits available from an all-electric propulsion system. AEBs utilize an electric motor to power the drivetrain; electricity is supplied to the motor from a battery pack that must be charged via an external charging source either in the depot or en route. This propulsion system achieves reductions in total energy usage by reusing energy that is normally wasted in braking (regenerative braking).

NYC Transit’s current bus fleet meets the existing state and federal emission requirements, however, this test and evaluation program offers NYC Transit the opportunity to achieve additional reductions in greenhouse gas emissions.

A Request for Information for new buses utilizing various propulsion systems was advertised on the MTA website as well as the New York State Contract Reporter and the following trade publications: *Passenger Transport*, *Metro Magazine*, *Mass Transit*, *National Bus Trader*, and *Bus Ride*. After an extensive outreach, including contacting companies identified by the Department of Buses (“DOB”), Procurement received responses from 13 companies, four of which (BYD Motors, Inc.; New Flyer of America, Inc.; Nova Bus, a division of Prevost Car (US), Inc.; and Proterra) have capabilities of building AEBs. All four companies were invited to give oral presentations. Each was given the opportunity to provide an overview of its AEB and charging systems, and answer questions from a panel of MTA personnel that included representatives from DOB and Procurement.

After the final review of the presentations from the four bus manufacturers, NYC Transit determined that Proterra and New Flyer were technically superior, and chose to move forward with a test and evaluation contract in the form of a three-year lease of five low-floor 40-foot AEBs from Proterra. A test and evaluation contract in the form of a three-year lease of five low-floor 40-foot AEBs from New Flyer will be the subject of a future Board action.

The five Proterra buses will operate out of the Grand Avenue bus depot in Queens, and will utilize depot chargers and an en-route charging station at Williamsburg Bridge Plaza in Brooklyn.

NYC Transit continues to carry out aggressive efforts to attract additional bus manufacturers willing to structurally qualify their buses under NYC Transit's New Bus Qualification Program. Currently, Proterra's bus is not structurally qualified under the program. However, Proterra has committed to getting a 40-foot low floor all-electric bus model qualified during this Test and Evaluation program.

Delivery of all five buses and installation of the six depot chargers and the en-route charger are scheduled for completion in December 2017. This contract is subject to review and approval of the Office of the New York State Comptroller, and award will not be made prior to this approval. This delivery schedule is based on the assumption that Notice of Award will be issued on or before August 31, 2017.

Proterra submitted its initial proposal for a total amount of \$4,876,836. Through negotiation, the price was reduced to \$4,021,684, representing a total savings of \$855,152 or 17.5%. The total contract award of \$4,021,684 will consist of \$2,410,035 for the five buses (\$482,007/bus); \$1,186,329 to furnish and install the en-route charging station; \$291,442 to furnish and install the six depot charging units; \$85,250 for manuals and diagnostic tools; and \$48,627 for an estimated quantity of training. The pricing for the charging station and depot charging units includes an option to remove the equipment at the end of the lease. The final price has been deemed fair and reasonable by the Cost Price Analysis Unit based on the results of a cost audit conducted by MTA Audit Services.

These buses will be outfitted with new features including pedestrian turn warning systems, Wi-Fi, USB charging ports, automatic passenger counters, and new branding.

Schedule A: Noncompetitive Purchases and Public Work Contracts**Item Number:** 2

Vendor Name (Location) Wabtec Passenger Transit (Duncan, South Carolina)
Description Purchase of inventory and non-inventory replacement air brake parts, truck components, and other sole-source parts for subway cars
Contract Term (including Options, if any) May 30, 2017–May 29, 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: \$25,000,000 (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 Wabtec Passenger Transit (“Wabtec”), 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 Section 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 6,871 items covered by this approval for the purchase of replacement air brake parts, truck components, and other sole-source parts, such as couplers, supplied by Wabtec. These items are identified as obtainable only from Wabtec 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 Wabtec. These items are advertised a minimum of once every 12 months to seek competition. A list of Wabtec’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 all 6,418 subway cars (222 R32, 50 R42, 752 R46, 315 R62, 824 R62A, 425 R68, 200 R68A, 1,030 R142, 220 R142A, 212 R143, 1,662 R160, and 506 R188) in the NYC Transit fleet.

The existing Wabtec omnibus approval for \$35,000,000 was approved by the Board in May 2014 and will expire on May 29, 2017. There is a remaining balance of \$10,835,248 of unexpended funds on the existing omnibus approval.

Procurement performed an analysis on the 252 contracts issued during the term of the existing omnibus approval that exceeded the small purchase threshold, which represents a total contract value of \$20,447,596. Of the 252 contracts, 131 items have comparative price history and represent 68.43%, or \$13,992,306, of the total dollar value of the contracts. A comparative price analysis of 131 items revealed an annual weighted average price increase of 1.00%. The Producer Price Index over the same time period, shows an annual average price increase of 0.97%.

Based on the current forecasts as well as projections for 2017 through 2020, it is anticipated that DCE will require approximately \$25,000,000 for the purchase from Wabtec of sole-source items exceeding the small purchase threshold. During the term of this new omnibus approval, the overhaul (7-year SMS) on 724 R62A, 425 R68, 200 R68A, 170 R142, 711 R160, and 121 R188 subway cars; and the overhaul (14-year SMS) on 222 R32, 194 R46, 170 R62, 465 R142, 200 R142A, and 253 R160 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 Wabtec 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 Wabtec 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.

In connection with a previous contract awarded to Wabtec, Wabtec Corp. (the parent company of Wabtec) and its subsidiaries and affiliates were 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 Executive Director and Chief Executive Officer in consultation with the MTA General Counsel in July 2008. No new SAI has been found relating to Wabtec and Wabtec has been found to be responsible.

Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number: 3

Vendor Name (Location) McCulloch Rail (Ballantrae, South Ayrshire, Scotland)	Contract Number 114028	AWO/Mod.#: 1
Description Purchase of seven Trac Rail Transposers	Original Amount:	\$ 548,173
Contract Term (including Options, if any) One Year	Prior Modifications:	\$ 0
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	Prior Budgetary Increases:	\$ 0
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive	Current Amount:	\$ 548,173
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This request:	\$ 1,349,950
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount:	246.3%
Requesting Dept./Div., Dept./Div. Head Name: Department of Subways, Wynton Habersham	% of Modifications (including This Request) to Original Amount:	246.3%

Discussion:

This modification is to obtain Board approval to (1) exercise the Buyout Option and purchase the three Trac Rail Transposers (“TRTs”) currently under lease by NYC Transit, (2) purchase four additional TRTs at the same discounted rate, and (3) extend the parts and service/engineering support portion of the contract for three additional years. Competitive bidding for this procurement is impractical or inappropriate because the TRT is designed, manufactured, and solely distributed by McCulloch Rail (“McCulloch”), a rail handling and rail logistics business based in Scotland.

Through guidance provided by NYC Transit’s Executive Leadership team, the Safety Technology Task Force initiated this procurement. This task force explores innovative ways to improve both worker safety and system efficiency. The TRT proved to be the most promising new technology. The Department of Subways/Track (“Track”) has been evaluating the performance of the three TRTs since May 2016, when this test and evaluation contract was awarded. The TRT is specifically designed to move rail and rail components. It measures approximately 7.5 feet long, 6 feet wide, 5.5 feet high, and weighs 3,086 pounds. The TRT has proven to be small enough to work in the NYC Transit tunnel environment and durable enough to withstand its rigors. The TRTs have successfully demonstrated their ability to both mechanize continuous welded rail (“CWR”) installation, and move and install switches, stick rail (39- and 78-foot lengths), and various other track-related materials. CWR consists of 390-foot lengths of rail that are traditionally handled and set in place manually by 25 track workers. The benefits of CWR include the elimination of joints, thereby reducing track defects, and improving comfort for the subway ridership. The TRTs will be maintained by in-house forces who have been trained by McCulloch.

Performance was measured, in part, by whether the TRTs promoted a safer work environment by mechanizing tasks previously performed manually, and further, whether the equipment reduced track maintenance and construction costs by promoting greater productivity and efficiencies during each General Order (“GO”). During the past year, the TRTs have proven to have a beneficial impact on worker safety. Additionally, productivity gains have resulted in greater efficiencies with respect to workforce deployment. When the TRTs are not available, Track deploys 25 track workers per shift to lay a total of 10–12 CWR strings during a 53-hour weekend GO. When the TRTs are available, Track is able to lay the same number of strings with a significantly smaller crew. A reduction in the number of track workers per shift, from 25 to 15, has resulted in a savings of approximately \$2.6M in labor costs over the course of one year for work performed under GOs.

In addition to cost savings, the reduction in personnel necessary to install CWR has resulted in improved productivity across the Division of Track, since track workers can now be deployed to perform other track-related tasks including repair projects. The use of the TRT now allows CWR to be installed not only for construction projects, but also for maintenance and repair projects, thereby increasing the overall number of CWR track feet installed.

As a result of this successful evaluation, NYC Transit intends to exercise the Buyout Option and purchase the three leased TRTs. In order to further improve efficiencies, NYC Transit also intends to purchase four additional TRTs, allowing the use of TRTs at three different jobsites simultaneously (the TRTs work in tandem). During the 2015–2019 Capital Program, Track anticipates replacing approximately 29 miles of bolted track with CWR. Having seven TRTs in total will assist in achieving this goal, as well as assist with ongoing Fast Track and maintenance work.

The base purchase price of each TRT is \$225,000. The buyout purchase price is \$186,000. Pursuant to the contract terms, the buyout price is calculated by deducting 30% of the weekly lease rate of \$2,500 from the base purchase price. Since the TRTs were leased for a full year, the base price was discounted by \$39,000, resulting in a buyout price of \$186,000. Through negotiations, Procurement was able to obtain the same discounted price of \$186,000 each for the purchase of four additional TRTs, resulting in a total savings of \$156,000 on the purchase of the four new machines.

The modification price of \$1,349,950 includes the purchase of the seven units at \$1,302,000 (\$186K/TRT) and \$47,950 for parts, scheduled services, and ongoing engineering support.

APRIL 2017

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

B. Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)
(Staff Summaries required for items estimated to be greater than \$1M.)

- | | | |
|---|-----------------------|-------------------------------|
| 1. Contractor To Be Determined
Contract Term To Be Determined
Contract# TBD | Cost To Be Determined | <u>Staff Summary Attached</u> |
|---|-----------------------|-------------------------------|
- RFP Authorizing Resolution for a safety shoe and work shoe program.




Procurements Requiring Majority Vote:

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

Nova Bus, a Division of Prevost
Car (US), Inc.

- | | | |
|--------------------------|---------------------------|-------------------------------|
| 2. Contract# B-40656-1.3 | \$366,495,966 (Aggregate) | <u>Staff Summary Attached</u> |
| 3. Contract# B-40656-2.3 | \$148,482,470 | ↓ |
| | \$218,013,496 | ↓ |
- Modification to the contract for the purchase and delivery of 690 low-floor 40-foot standard diesel buses, in order to exercise an option to purchase 628 additional buses.

Staff Summary

Item Number		1	
Department, Department Head Name VP Materiel, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Date	Approval
1 SOS	Materiel	6 X	Buses/MTABC
2 X	Law	7 	EVP
3 X	Budget	8 	Acting President, NYCT
4 X	Labor Relations		
5 X	Subways		

SUMMARY INFORMATION	
Vendor Name TBD	Contract No. TBD
Description RFP Authorizing Resolution for a Safety & Work Shoe Program	
Total Amount TBD	
Contract Term (including Options, if any) TBD	
Option(s) included in Total Amount?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Renewal?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

PURPOSE:

To request that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to issue a competitive Request for Proposals ("RFP"), pursuant to subdivision 9(f) of Section 1209 and subdivision 4(f) of Section 1265-a of the Public Authorities Law for a contractor to provide safety shoes and work shoes by mail order to employees of NYC Transit and MTA Bus Company ("MTA Bus").

DISCUSSION:

Subdivision 9(f) of Section 1209 of the Public Authorities Law permits NYC Transit, when it is in the public interest, to use a competitive RFP in lieu of competitive bidding in order to evaluate qualitative factors in addition to cost in making an award. Similarly, subdivision 4(f) of Section 1265-a of the Public Authorities Law provides similar authority to MTA Bus. Approval is requested to use such an approach to solicit a contract for safety shoes and work shoes.

NYC Transit and MTA Bus provide safety shoes to approximately 35,000 employees and work shoes to approximately 11,000 employees. Certain employees are required to wear safety shoes while working in construction, rail, warehouse, and bus and subway maintenance facilities, as well as other safety-sensitive work environments. Bus operators are required to wear work shoes. Safety shoes are required to meet specified American Society for Testing and Materials ("ASTM") standards for resistance against toe compression, toe impact, slip resistance, and electrical shock hazard. Metatarsal (a group of bones in the foot) protection is also required for certain types of safety shoes. Work shoes must meet a specified ASTM standard for slip resistance.

Previous contracts for safety and work shoes have required the contractor to distribute shoes to employees at NYC Transit work locations and also from a storefront. For the upcoming contract, the contractor will be required to provide a website from which employees can select and order shoes for delivery. Under previous contracts, safety shoes have been manufactured to meet NYC Transit's specifications. For the upcoming contract, proposers will be encouraged to offer off-the-shelf brands that meet the aforementioned requirements with a selection of brands for each category of safety and work shoes in order to provide a greater measure of employee comfort.

Staff Summary

By using the RFP process, NYC Transit will be able to (1) evaluate factors such as the proposers' experience and demonstrated ability to provide safety shoes and work shoes in the volumes required in addition to price; (2) negotiate contract terms; and (3) negotiate technical matters as appropriate. The RFP process will allow for selection of the proposal that offers the best overall value.

ALTERNATIVES:

Issue an Invitation to Bid. Not recommended, given the factors cited above and the negotiating flexibility an RFP affords.

IMPACT ON FUNDING:

Funds are available in the operating budget of various responsibility centers within the Department of Materiel, the Department of Subways, the Department of Buses and MTA Bus, account number 714405, function code 880.

RECOMMENDATION:

It is recommended that the Board determine that competitive bidding is impractical or inappropriate and that it is in the public interest to use the competitive RFP process, pursuant to subdivision 9(f) of Section 1209 and subdivision 4(f) of Section 1265-a of the Public Authorities Law, to award the contract.

Schedule I: Modification of Purchase and Public Work Contracts

Item Number: 2-3

Vendor Name (Location) Nova Bus, a Division of Prevost Car (US), Inc. (Plattsburgh, New York) New Flyer of America, Inc. (St. Cloud, Minnesota)	
Description Purchase of 690 low-floor 40-foot diesel buses with an option to purchase up to 700 additional buses	
Contract Term (including Options, if any) January 14, 2014–August 31, 2024	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div., Dept./Div. Head Name: Department of Buses, Stephen A. Vidal	

Contract Number	AWO/Mod. #
B-40656-1 B-40656-2	3
Original Amount:	\$ 332,582,617 (Est.)
Prior Modifications:	\$ 35,538,336 (Est.)
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 368,120,953 (Est.)
This Request:	\$ 366,495,966 (Est.)
B-40656-1: \$148,482,470 (Est.) B-40656-2: \$218,013,496 (Est.)	
% of This Request to Current Amt.:	99.6%
% of Modifications (including This Request) to Original Amount:	120.9%

Discussion:

It is requested that the Board approve the award of these modifications for the purchase of 628 low-floor 40-foot buses (618 diesel powered and 10 hybrid-electric powered) and related items such as spare parts, special tools and equipment, diagnostic testing, technical documentation, and training for NYC Transit Department of Buses (“DOB”); 377 buses (367 diesel and 10 hybrid-electric) from New Flyer of America, Inc. (“New Flyer”), in the estimated amount of \$218,013,496; and 251 diesel buses from Nova Bus, Inc. (“Nova Bus”), a Division of Prevost Car (US), Inc., in the estimated amount of \$148,482,470; for a combined total estimated award amount of \$366,495,966.

These modifications will utilize the competitive run-off option procedure (through which both New Flyer and Nova Bus competed by submitting proposals for the option buses) as approved by the Board in December 2013. It should be noted that Procurement reached out to the marketplace and confirmed that no other bus manufacturers have an interest in qualifying a low-floor 40-foot diesel bus at this time. As part of the competitive run-off, DOB has included five hybrid-electric buses outfitted with propulsion systems manufactured by Allison Transmission Inc. and five hybrid-electric buses outfitted with propulsion systems manufactured by BAE Systems Controls, Inc. (“BAE”) to gather data in anticipation of an upcoming larger procurement for hybrid-electric buses. Pursuant to the statutory framework, the selection criteria included: Overall Project Cost, New York State Content, Overall Quality of Proposer and Product including delivery, and Other Relevant Matters. Selection Committee members were drawn from DOB, Procurement, Office of Management & Budget, and Operations Planning.

The base contract (B-40656) was a competitively solicited and negotiated Request for Proposal (“RFP”) for the purchase of 690 low-floor 40-foot diesel buses to replace buses that were beyond their 12-year service life. The solicitation included an option to purchase up to 700 additional buses which could be ordered via a competitive run-off process if the base contract award was split, wherein the base award contractors would compete by submitting proposals for the option buses. The original RFP resulted in a split award: Contract B-40656-1 was awarded to Nova Bus for 414 buses and Contract B-40656-2 was awarded to New Flyer for 276 buses. An additional 72 buses were subsequently purchased from New Flyer via a contract modification in response to the declaration of an Immediate Operating Need ratified by the Board in March 2015 to replace 72 Orion V buses from 1999 that had severe and problematic structural issues. Delivery of all 762 (690+72) buses was completed in April 2016.

The competitive run-off process was initiated in late October 2016 and proposals were received in December 2016. After the Selection Committee reviewed the initial proposals, both New Flyer and Nova Bus were invited for oral presentations. Oral presentations and negotiations were conducted on a series of dates spanning from December 2016 through March 2017. Negotiations centered on (1) the current performance of each bus manufacturer’s low-floor 40-foot diesel bus fleets that were delivered under the base contract, (2) pricing, delivery, and alternate proposals, and (3) exceptions/deviations/clarifications to the technical specifications and the terms and conditions.

Schedule I: Modification of Purchase and Public Work Contracts

As part of the negotiation process, Procurement requested that both Nova Bus and New Flyer review their proposed delivery schedules to accommodate NYC Transit's urgent need for delivery of 200 buses by April 1, 2019, in connection with the L-Train Canarsie Tunnel shutdown. Subsequent to these negotiations, Best and Final Offers ("BAFOs") were requested and received in March 2017.

The Selection Committee reviewed the two BAFOs in accordance with the evaluation criteria and unanimously recommended a 60/40 split award with 377 buses to be awarded to New Flyer (367 diesel and 10 hybrid-electric) and 251 diesel buses to be awarded to Nova Bus. New Flyer's BAFO offered the best overall value with its lower price, higher technical evaluation, and significantly better delivery schedule, which outweighed Nova Bus' greater New York State Content.

The award to New Flyer for diesel buses will consist of \$207,360,109 (\$565,014 per bus) for the 367 diesel buses; \$422,155 for qualification testing, diagnostic tools, and manuals; \$553,588 for an estimated quantity of training and an engine/transmission mock-up for training; and \$1,051,837 for capital spares for a total estimated award amount of \$209,387,689, which is \$11,862,705, or 5.36% below New Flyer's initial proposal of \$221,250,394. New Flyer's unit price per diesel bus was approximately \$19,500 per bus less than the unit price per bus offered by Nova Bus.

The award to New Flyer for the hybrid-electric buses will consist of \$4,002,721 (\$800,544 per bus) for the five hybrid-electric buses with Allison propulsion systems; \$3,876,000 (\$775,200 per bus) for the five hybrid-electric buses with BAE's propulsion systems; \$614,111 for qualification testing, diagnostic tools, and manuals; and \$132,975 for an estimated quantity of training for a total estimated award amount of \$8,625,807, which is \$320,139, or 3.58% below New Flyer's initial proposal of \$8,945,946. On average, New Flyer's unit price per hybrid-electric bus was approximately \$135,500 per bus less than the unit price per bus offered by Nova Bus.

The award to Nova Bus for diesel buses will consist of \$146,732,090 (\$584,590 per bus) for the 251 diesel buses; \$366,482 for qualification testing, diagnostic tools, and manuals; \$321,034 for an estimated quantity of training; and \$1,062,864 for capital spares for a total estimated award amount of \$148,482,470, which is \$384,354, or 0.26% below Nova Bus' initial proposal of \$148,866,824.

The combined total estimated award amount of \$366,495,966 results in a total savings of \$12,567,199, or 3.32% below the initial pricing received from both bus manufacturers. The final weighted average unit price per diesel bus of \$572,965 is \$36,442 or 5.98% below DOB's estimate of \$609,407. The final average unit price per hybrid-electric bus of \$787,872 is \$73,888 or 8.57% below DOB's estimate of \$861,760. Procurement, DOB, and the Cost/Price Analysis Unit have determined the final prices to be fair and reasonable.

New Flyer and Nova Bus will each build four diesel pilot buses in order to expedite delivery of the diesel production buses. Pilot buses are scheduled to be completed by New Flyer in January 2018 and Nova Bus in March 2018. These buses will be used for configuration audit and qualification testing. The combined delivery of the diesel production buses manufactured is scheduled to begin in April 2018 and be completed in August 2019, for an overall delivery period of 103 weeks from Notice of Award. New Flyer will deliver between April 2018 and June 2019, while Nova Bus will deliver between February 2019 and August 2019. The hybrid-electric buses will be delivered between February 2018 and June 2018. These delivery schedules are based on the assumption that Notice of Award will be issued on or before August 31, 2017. These contract modifications are subject to review and approval by the Office of the New York State Comptroller, and award will not be made prior to this approval.

This split award is anticipated to result in the delivery and acceptance of buses in a more expeditious timeframe, which shortens the delivery schedule by up to 22 weeks versus an award to a single manufacturer. This expedited delivery schedule will enable NYC Transit to provide the required bus service in connection with the L-Train Canarsie Tunnel shutdown. Additionally, a split award will continue to foster price and technological competition, and allow DOB to mitigate potential performance and supply risks between two manufacturers instead of relying on only one bus manufacturer for an order of this size.

These buses will be outfitted with new features including improved driver visibility, pedestrian turn warning, Wi-Fi, USB charging ports, digital information screens, automatic passenger counters, and new branding.

Both New Flyer and Nova have met the goals established in their base contracts and will continue to collaboratively work with NYC Transit in order to maximize the goals attained under this procurement and to establish an expanded MWBE supplier base for future procurements.

New Flyer has committed to meeting the New York State Content of 22.84%, and Nova Bus has committed to meeting the New York State Content of 33.18%. The total combined New York State Content for these modifications will be \$99,065,615, which represents 27.03% of the total award.

APRIL 2017

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

I. Modifications to Purchase and Public Work Contracts

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

- | | | |
|-------------------------------|--------------------|--------------------------------------|
| 1. Plaza Schiavone, JV | \$3,400,000 | <u>Staff Summary Attached</u> |
| Contract# A-36125.542 | | |

Modification to the contract for the construction of the Fulton Street Transit Center Enclosure, in order to resolve claims.

Schedule I: Modification of Purchase and Public Work Contracts

Item Number: 1

Vendor Name (Location) Plaza Schiavone, JV (New York, New York)
Fulton Street Transit Center Enclosure
Contract Term (including Options, if any) August 5, 2010–August 24, 2015
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 checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: MTA Capital Construction, Dr. Michael Horodniceanu

Contract Number A-36125	AWO/Mod. # 542
Original Amount:	\$ 175,988,000
Prior Modifications:	\$ 46,341,186
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 222,329,186
This Request:	\$ 3,400,000
% of This Request to Current Amount:	1.5%
% of Modifications (including This Request) to Original Amount:	28.3%

Discussion:

This modification will resolve claims asserted by Plaza Schiavone, JV (“PSJV”) arising out of alleged schedule impacts, extra work, extra management and acceleration in connection with PSJV’s work on the Fulton Center. Funding for this modification will be from the contract contingency.

The base contract provides for the enclosure for the Fulton Center and includes (1) construction of the superstructure; (2) mechanical, electrical and plumbing fit-out; installation of elevators and escalators; (3) installation and commissioning of system-wide communication systems; and (4) installation of architectural finishes. The contract was awarded on August 5, 2010 with a 42-month duration and a Substantial Completion date of February 11, 2014. A revised Substantial Completion date of August 24, 2015 was established by Mod. 288, and Directives 503 and 529. Substantial Completion was declared on August 24, 2015.

PSJV has asserted that many unforeseen and unexpected circumstances beyond its control resulted in schedule impacts, extra work, extra management and acceleration for which it is entitled to compensation. PSJV submitted a claim for all of these issues totaling \$25,706,009. MTA Capital Construction (“MTACC”) disputed much of PSJV’s claim, and also asserted entitlement to certain credits against contract funds for items of work not performed and other issues, such as digital advertising screens, which have not performed adequately in the A/C mezzanine.

MTACC’s legal department, together with MTACC’s estimators, schedulers, and consultants, reviewed and analyzed PSJV’s claim and MTACC’s claimed credits. Based on that analysis, MTACC prepared an estimate in the total amount of \$4.573 million, representing the compensable costs associated with the claims and credits with a reasonable likelihood of success. MTACC met with PSJV to negotiate a resolution and the parties agreed, subject to Board approval, to settle these claims and credits at a total cost of \$3.4 million. MTACC believes this result to be fair and reasonable.

This is MTACC’s most advantageous alternative as it provides a favorable result and will facilitate close-out of the contract. The alternative would be to allow PSJV to proceed with its claims under the contract’s dispute resolution process, which would not only be costly and time consuming, but could result in a less favorable result.

In connection with the review of Plaza’s responsibility pursuant to the All-Agency Responsibility Guidelines, Plaza was found to be responsible notwithstanding significant adverse information and such responsibility finding was approved by the MTACC Agency President in April 2017.

In connection with a previous contract awarded to Schiavone, Schiavone 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, in April 2014. No new SAI has been found relating to Schiavone and Schiavone has been found to be responsible.

APRIL 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.)

- | | | |
|---|--------------------|--------------------------------------|
| 1. Judlau Contracting, Inc. | | <u>Staff Summary Attached</u> |
| Contract# C-26011.182 | \$1,170,000 | |
| Modification to the contract for the construction of the Second Avenue Subway – 72nd Street Station Finishes, in order to provide permanent backup cooling for radio and communication rooms. | | |

Item Number: 1

Vendor Name (Location) Judlau Contracting, Inc. (College Point, New York)
Description Second Avenue Subway – 72nd Street Station finishes; mechanical, electrical and plumbing systems, ancillary buildings and entrances
Contract Term (including Options, if any) February 14, 2013–November 13, 2015
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: MTA Capital Construction, Dr. Michael Horodniceanu

Contract Number	AWO/Mod. #
C-26011	182
Original Amount:	\$ 258,353,000
Option 1:	\$ 3,934,595
Option 2:	\$ 1,270,000
Option 3:	\$ 6,100,000
Total Amount:	\$ 269,657,595
Prior Modifications:	\$ 64,031,538
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 333,689,133
This Request:	\$ 1,170,000
% of This Request to Current Amount:	0.4%
% of Modifications (including This Request) to Total Amount:	24.2%

Discussion:

This retroactive modification will provide permanent and backup cooling for the Second Avenue Subway's 72nd Street Station radio and communication rooms/closets.

This contract for the Second Avenue Subway – Route 132A – 72nd Street Station Finishes; Mechanical, Electrical and Plumbing, Ancillary Buildings and Entrances, and provides for the installation of mechanical systems, including (1) heating, ventilation, and air-conditioning work in the station and ancillaries, and tunnel ventilation systems in the adjacent tunnels, (2) supply and installation of electrical medium voltage and 120-volt systems including electrical distribution in the station and adjacent tunnels, (3) supply and installation of elevators and escalators in the station and entrances, (4) wall treatments, signage, stairs, handrails, guardrails, and (5) restoration of the surface of Second Avenue and adjacent streets impacted by construction.

The contract provided for the use of fan coil units ("FCUs") to cool radio room 3022, communication room 3018, and communication closets 3126, 3152, 5012, and 7024. The FCUs are located in neighboring rooms, and ductwork is used to deliver cool air to the specific areas where critical equipment is housed and operational. In the event that the temperatures in these rooms/closets rise, the equipment could shut down or fail. During a walk-through survey of the 72nd Street Station, the MTA Capital Construction ("MTACC") Design Engineer discovered that (1) more heat was generated by the equipment within the rooms than earlier anticipated, and (2) the cooling system in these rooms was inadequate. As a result, the designer of record reviewed the cooling of these rooms and determined that additional cooling units were necessary. This is a potential error and omission.

Due to the unanticipated level of cooling loads, the primary system is insufficient. In order to increase the primary system's capacity, installation of an additional system is necessary.

This modification covers (1) the addition of two FCUs, one in the radio room and one in the communication room, (2) the addition of two outside exhaust fans, one in each radio room and the communication room, (3) the addition of an outside air supply fan in each of the communication closets, (4) associated access openings in concrete walls, sheet metal ducts, motorized dampers, chilled water piping, and electrical connections, (5) modification to the building management system, and (6) testing of pump pressure and the new cooling equipment.

In order to not impact the project schedule, retroactive approval was obtained from the MTACC President on August 16, 2016.

On December 12, 2016 the Vice President, Materiel authorized partial payments to the contractor, Judlau Contracting, Inc. ("Judlau) prior to approval of the modification.

Judlau submitted its revised proposal in the amount of \$1,381,505. MTACC's in-house estimate was \$1,174,274. After negotiation, an agreement was reached for the lump-sum price of \$1,170,000, which was found to be fair and reasonable. Savings of \$211,505 were achieved.

In connection with a previous contract awarded to Judlau, Judlau was found to be responsible notwithstanding significant adverse information ("SAI") pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Interim Executive Director in consultation with the MTA Acting General Counsel in March 2017. No new SAI has been found relating to Judlau, and Judlau has been found to be responsible.



Long Island Rail Road

ACTION

ITEMS

Staff Summary



Item Number:					
Dept/Dept Head Name: Executive Vice President, Elisa C. Picca 4/19/17					
Department Head Signature & Date <i>Elisa C. Picca</i>					
Division/Division Head Name: TBD					
Division Head Signature & Date					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	4.24.17			
2	MTA Board	4.26.17			
Internal Approvals					
Order	Approval	Order	Approval		
3	President <i>AK</i>				
2	Executive VP <i>ACP</i>				
1	VP-Gen'l Counsel & Sec'y <i>WJP</i>				

SUMMARY INFORMATION	
Description	Long Island Rail Road Expansion Project Environmental Findings
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION

The Long Island Rail Road (LIRR) Expansion project is a transformative improvement to the LIRR system that will improve reliability, allow for bi-directional service at all times during the day and improve quality-of-life and safety in surrounding communities by reducing noise and eliminating wait time and air pollution associated with idling vehicles at grade crossings.

The LIRR requests that the MTA Board adopt the SEQRA Findings Statement relating to the LIRR Expansion Project, included as Attachment 1. The Findings Statement has been prepared pursuant to the requirements of the State Environmental Quality Review Act (SEQRA), and follows the release of a Final Environmental Impact Statement (FEIS) for the Project (described in further detail below). The FEIS and the Findings Statement represent the culmination of a year-long environmental review to study the potential impacts of the Project and to incorporate environmental factors into the preliminary design and decision-making process.

Potential Environmental Impacts of the Project assessed during such environmental review include those relating to: Land Use, Community Character, and Public Policy; Socioeconomic Conditions; Environmental Justice; Visual and Aesthetic Resources; Historic and Archaeological Resources; Natural Resources; Contaminated Materials; Infrastructure and Utilities; Transportation; Air Quality; Noise and Vibration; Construction; Cumulative and Secondary Impacts; Safety and Security; Electromagnetic Fields; Climate Change; Irreversible and Irretrievable Commitment of Resources; and Unavoidable Adverse Impacts.

LIRR considered public comments received during the public hearings, during the 80-day public comment period (that was extended in response to requests from stakeholders for additional time), and throughout the course of project development through ongoing community outreach. As a result of public comments, additional environmental studies were completed and changes were made to the Proposed Project between the Draft Environmental Impact Statement (DEIS) phase and the FEIS. Some of those modifications include refinement to station upgrades and design, location and height of sound attenuation walls, and further analysis of construction noise impacts evaluating potential temporary construction impacts on communities.

The Findings Statement indicates that (1) the requirements of SEQRA have been met; and (2) the Project avoids or minimizes adverse impacts to the maximum extent practicable and feasible, both by virtue of its design and by incorporating as conditions to the Project those mitigation measures identified in the FEIS as practicable and feasible.

The approval of the Board concludes the environmental review process and allows this Project to continue forward into a construction phase once funding has been identified and requisite approvals are in place.

II. PROJECT BACKGROUND

The LIRR Expansion Project is a key element of Governor Andrew M. Cuomo's transportation infrastructure initiatives and is a strategic component of a comprehensive plan to transform and expand New York's vital regional transportation infrastructure and to enhance Long Island's economy, environment and future. The Proposed Project extends for 9.8 miles between the LIRR Floral Park and Hicksville Stations, along which five branches converge, carrying approximately 40 percent of LIRR daily ridership. The Proposed Project includes the following major components:

- installation of a third track within the existing LIRR ROW;
- elimination of all seven street-level crossings within the affected Main Line corridor;
- installation of retaining and sound attenuation walls;
- various station improvements and modifications;
- construction of new parking garages;
- new bridges;
- utility relocations; and
- other related railroad infrastructure improvements for power, communication, and signals.

The addition of a third track would increase track capacity through the corridor making it easier to run trains along this busy, congested rail line. This would improve service reliability and make transit more attractive, with the further goal of getting travelers out of cars, reducing traffic congestion, and reducing adverse environmental impacts. This 9.8-mile stretch also includes seven street-level train crossings ("grade crossings") where road traffic must stop each time a train passes. Eliminating these grade crossings through grade separation (e.g., underpasses) and in two cases, closure to vehicular traffic, is anticipated to substantially reduce noise, traffic congestion, delays, and air pollution, and greatly improve safety for residents, motorists, and pedestrians.

The Proposed Project will have the following benefits:

- Improves service and reduces delays for more than half a million passengers per week – given that 40 percent of LIRR’s daily passengers pass through the Main Line corridor, and that incidents and delays in this critical central artery of the LIRR can cause delays and cancellations throughout the rest of the system;
- Reduces road congestion and pollution from cars idling at crossing gates; eliminates noise from train horns, crossing bells and honking cars at grade crossings; and greatly improves safety by removing areas where vehicles and pedestrians can collide with trains by eliminating all seven grade crossings;
- Significantly reduces noise from current levels throughout the Project corridor with the elimination of seven grade crossings and installation of sound attenuation walls along significant portions of the railroad’s right-of-way;
- Provides an additional 2,395 net new parking spaces at the New Hyde Park, Mineola, Westbury, and Hicksville Stations to help address future ridership growth;
- Provides major station upgrades such as new, longer platforms to accommodate full-length trains, removing delays and safety issues associated with passengers needing to move among cars on shorter platforms, as well as making stations fully ADA-compliant;
- Upgrades and modernizes track infrastructure such as switches, signals, and power equipment.

The LIRR Expansion Project represents a completely different approach to bringing the third track capacity expansion to fruition than past proposals. This approach to the construction of the third track within the existing LIRR ROW completely eliminates the need to displace any residents. Furthermore, grade crossing separation would be completed using an expedited design-build approach to shorten the construction period and avoid the need to build diversion roads, as had been contemplated in prior proposals. This new approach also would reduce the amount of commercial property acquisitions needed for the Project.

At Governor Cuomo’s direction, the LIRR Expansion Project team has undertaken an unprecedented level of community outreach since the proposal was first announced last year, including hundreds of meetings to date with elected officials, community leaders, homeowners along the project corridor, LIRR customers, and stakeholders throughout the region. A staffed, walk-in information office with project documents and other materials has been open since May 2016.

DRAFT ENVIRONMENTAL IMPACT STATEMENT (DEIS)

In accordance with the requirements of SEQRA, a project that may result in one or more significant adverse environmental impacts requires the preparation of an Environmental Impact Statement (EIS), which analyzes and evaluates the types of potential adverse impacts that were identified during a public scoping process. In order to engage the public and get their input about the Proposed Project, six (6) public scoping meetings were held across the corridor where we received important input about the issues that should be studied in the Draft Environmental Impact Statement (DEIS). After scoping, a DEIS is then prepared and released for public comment. Per SEQRA, the DEIS comment period is intended in part to ensure public participation in the EIS development, allow for an open discussion of issues of public concern, and allow the lead agency and other involved agencies to reach agreement on relevant issues and minimize the inclusion of unnecessary issues. The DEIS for the LIRR Expansion Project was released for public review on Monday, November 28, 2016. Hard copies of the entire DEIS and its appendices were made available for review at the Project Information Center at Mineola Station, at libraries, and at other public locations in and near the project area. An electronic copy of the

DEIS and its appendices was posted online at www.AModernLI.com. The original 65-day comment period was initially scheduled to close on January 31, 2017. To accommodate requests by some communities and elected officials for a longer review period, Governor Cuomo extended the comment period by 15 days until February 15, 2017. In all, the DEIS comment period lasted for 80 days, longer than the DEIS comment periods for other comparable projects. As explained below, a variety of comment methods were available to the public. More than 700 comments were received during the DEIS comment period.

In accordance with SEQRA and the Eminent Domain Procedure Law (EDPL), public hearings on the DEIS and the proposed property acquisitions were held throughout the Project Corridor. The hearings were scheduled during both daytime and evening hours to accommodate a variety of public preferences. Hearings occurred in multiple communities along the Project Corridor and all venues were accessible to persons with disabilities, and language translation services for the hearing impaired and non-English speaking persons were available upon request. Shuttle buses from the Hicksville Station and Mineola Station to the public hearings venues were provided. At these public hearings, the project team presented an overview of the Proposed Project and summarized the conclusions of the DEIS technical analyses. A series of visuals (including engineering alignments and renderings) were displayed. MTA, LIRR, New York State Department of Transportation (NYSDOT), the consultant team staff, and representatives from the Governor's Office were available to answer questions. A total of six public hearings were held at three different locations, as follows:

- Tuesday, January 17, 2017:
 - 11 am to 2 pm at the Yes We Can Community Center in Westbury
 - 6 pm to 9 pm at the Yes We Can Community Center in Westbury
- Wednesday, January 18, 2017:
 - 11 am to 2 pm at Hofstra University in the Town of Hempstead
 - 6 pm to 9 pm at Hofstra University in the Town of Hempstead
- Thursday, January 19, 2017:
 - 11 am to 2 pm at The Inn at New Hyde Park
 - 6 pm to 9 pm at The Inn at New Hyde Park

In total, approximately 1,000 individuals attended the six DEIS public hearings. At each hearing, the public had an opportunity to submit formal comments about the DEIS. Written comments were also submitted by those unable to comment at the hearings. These comments were incorporated into the public record and used to inform project officials during preparation of a Final Environmental Impact Statement (FEIS). Attendees were able to provide oral comments (either in a public or private forum) and written comments (through an on-line database or comment cards). The stenographers' transcripts from each hearing can be found in Appendix 22 to the FEIS.

FINAL ENVIRONMENTAL IMPACT STATEMENT (FEIS)

The FEIS for the LIRR Expansion Project was published on April 12, 2017. As required by SEQRA, the FEIS presents revisions made to the DEIS, including changes to the Proposed Project as well as any additional studies performed in response to public comment. More than 700 comments were received during the DEIS comment period. A new chapter, Chapter 22, "Response to Comments," provides responses to comments received by February 15, 2017. As part of new information included in the FEIS, a number of proposed project elements

and their descriptions were further developed. Modified elements of the Proposed Project and additional analyses discussed in the FEIS include:

- The architectural design of proposed station improvements;
- Additional soil studies and testing for potential contaminated areas;
- The location and type of Americans with Disabilities Act (ADA)-compliant access or emergency access to station platforms, including at Floral Park station;
- Additional analysis of construction-related noise impacts;
- The specific location, length, and height of various sound barrier walls; and
- The size and design of proposed parking garages at Mineola, Westbury, and Hicksville.

III. ADOPTION OF EIS FINDINGS

MTA LIRR serves as the lead agency with NYSDOT, an involved agency for purposes of SEQRA due to its approval authority with regard to the grade separations and eliminations in the corridor. A proposed Findings Statement has been distributed to Board members, together with copies of the FEIS issued by MTA LIRR, dated April 12, 2017.

The Findings Statement, attached to this Staff Summary as Attachment 1, describes MTA LIRR's role as lead agency for the environmental review of the LIRR Expansion Project. The Findings Statement must be considered and adopted by the Board prior to MTA LIRR's entry into a design-build contract with a third party contractor to design and construct the Project. (In May 2016, the Board adopted a resolution declaring that competitive bidding is inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method, pursuant to Section 1265-a of the Public Authorities Law, to award a Design/Build construction contract.)

As analyzed by the FEIS, and summarized in the Findings Statement, the Project will avoid or minimize significant adverse environmental impacts to the maximum extent practicable, consistent with social, economic and other essential considerations. Accordingly, the Board is being requested to adopt the Findings Statement.

IV. FUNDING

Funding for the Project will be identified in an amendment to the 2015-2019 Capital Program.

V. RECOMMENDED ACTIONS

It is recommended that the MTA Board adopt the Findings Statement for the LIRR Expansion Project, thus concluding SEQRA environmental review.

LIRR FINDINGS STATEMENT

State Environmental Quality Review Act

This Findings Statement has been prepared in accordance with Article 8 of the Environmental Conservation Law, the State Environmental Quality Review Act (“SEQRA”), and its implementing regulations codified at 6 NYCRR Part 617.

Lead Agency: Long Island Rail Road (LIRR)
MTA Long Island Rail Road, MC 1131
Jamaica Station Building
Jamaica, NY 11435

Name of Proposed Action: Long Island Rail Road Expansion Project
SEQRA Classification: Type 1 Action

A. INTRODUCTION

The Metropolitan Transportation Authority’s (MTA) Long Island Rail Road (LIRR) is proposing the LIRR Expansion Project from Floral Park to Hicksville (the “Proposed Project” or “LIRR Expansion Project”). The Proposed Project is a key element of Governor Andrew M. Cuomo’s transportation infrastructure initiatives and is a strategic component of a comprehensive plan to transform and expand New York’s vital regional transportation infrastructure. The Proposed Project extends 9.8 miles between the Floral Park and Hicksville Stations, where five branches converge carrying approximately 40 percent of LIRR’s daily ridership. The addition of a third track would increase track capacity through the corridor making it easier to run trains along this busy, congested rail line. This would improve service reliability and make transit more attractive, with the further goal of getting travelers out of cars, reducing traffic congestion, and reducing adverse environmental impacts. This 9.8-mile stretch also includes seven street-level train crossings (“grade crossings”) where road traffic must stop and loud train horns must blow each time a train passes. Eliminating these grade crossings through grade separation (e.g., underpasses) or, in two cases, closure to vehicular traffic (with pedestrian access maintained) is anticipated to substantially reduce noise, traffic congestion, delays, and air pollution, and greatly improve safety for residents, motorists, and pedestrians.

The primary purpose of the LIRR Expansion Project is to improve rail service, reliability, public safety, and quality of life along the LIRR Main Line segment between Floral Park and Hicksville by constructing a third track and by eliminating street level grade crossings. The Project would also upgrade several station elements (including providing for access upgrades consistent with the requirements of the federal Americans with Disabilities Act) within the Project Corridor, and provide significant additional parking capacity at the New Hyde Park, Mineola, Westbury, and Hicksville Stations. The goals and objectives of the Proposed Project are as follows:

- Reduce delays to commuters from Main Line congestion and rippling effects.
 - Improve on-time performance on all branches.
 - Add resiliency and accelerate recovery time from unplanned service disruptions.
 - Reduce train delays due to roadway incidents or accidents near grade crossings.
- Add operational flexibility eastbound and westbound.

- Improve mobility with additional intra-island service.
- Improve mobility with additional reverse peak service.
- Facilitate scheduled and unscheduled maintenance.
- Provide additional track capacity to accommodate projected system-wide passenger service growth.
- Improve public safety and roadway conditions.
 - Eliminate Main Line street-level grade crossings.
 - Enhance north-south vehicular and pedestrian connectivity in communities along the Main Line.
 - Reduce traffic delays due to grade crossings.
- Reduce noise and improve neighborhood quality-of-life.
 - Reduce noise from train horns.
 - Reduce noise from crossing-gate warning bells.

The Proposed Project will have the following benefits:

- Improve service and reduces delays for more than half a million passengers per week – given that 40 percent of LIRR’s daily passengers pass through the Main Line corridor.
- Reduce road congestion and pollution from cars idling at crossing gates; eliminate noise from train horns, crossing bells and honking cars at grade crossings; and greatly improve safety by removing areas where vehicles and pedestrians can collide with trains by eliminating all seven grade crossings.
- Significantly reduce noise from current levels throughout the Project corridor with the elimination of seven grade crossings and installation of sound attenuation walls along significant portions of the railroad’s right-of-way (ROW).
- Provide an additional 2,395 net new parking spaces at the New Hyde Park, Mineola, Westbury, and Hicksville Stations to help address future ridership growth.
- Provide major station upgrades like new, 12-car platforms to accommodate full-length trains, removing delays and safety issues associated with passengers needing to move among cars on shorter platforms, as well as making stations fully ADA-compliant.
- Upgrade and modernize track infrastructure such as switches, signals, and power equipment.

B. PROJECT DESCRIPTION

The LIRR Expansion Project from Floral Park to Hicksville extends 9.8 miles from the Village of Floral Park to the Hamlet of Hicksville. The Study Area for the Proposed Project generally is defined as one-quarter mile from either side of the railroad centerline, with a one-half mile radius around each LIRR station within the 9.8-mile Project Corridor. The Proposed Project entails the following major components:

- Installation of a third Main Line track from Floral Park Station to Hicksville.
- Elimination of seven existing grade crossings within the project limits to provide grade-separated vehicular and pedestrian crossings at five locations and pedestrian crossings with full closure to vehicular traffic at two locations (South 12th Street and Main Street). Pedestrian access across the tracks at South 12th Street and Main Street would be provided by pedestrian overpasses or, at South 12th Street, either a pedestrian overpass or pedestrian underpass.

- Construction of retaining walls and sound attenuation walls along portions of the corridor.
- Various modifications to passenger rail stations, platforms, and parking (e.g., modified and improved platforms, passenger shelters, Americans with Disabilities Act (ADA) enhancements, and parking modifications including new parking facilities at the New Hyde Park, Mineola, Westbury, and Hicksville Stations).
- Construction of new pedestrian overpasses with elevators at certain LIRR Stations and grade crossing locations.
- Modifications to railroad infrastructure including overpasses, signal systems, substations, culverts, interlockings, crossovers, sidings, track bed, power systems, communications, signals, and maintenance facilities.
- Utility relocations, including electric, signal, communications, gas, water, sewer, and storm sewer conveyances and drainage systems at the grade-separated crossings.

The specific elements of the Proposed Project, all of which are described in detail in the FEIS (as hereinafter defined) and its appendices, and as modified based upon public comment, are as follows:

THIRD TRACK ALIGNMENT

Currently, the LIRR Main Line segment between the Floral Park Station and the Hicksville Station comprises two tracks. Various rail sidings exist on both the north and south sides, and run parallel to the Main Line, but these sidings are not continuous. The LIRR Expansion Project would minimize property impacts and optimize these existing rail sidings by incorporating them into the third track alignment. As a result, the third track would be placed on the north side of the existing two Main Line tracks in some locations and on the south side in other locations.

In several areas, existing underutilized rail sidings would be incorporated into the third Main Line track. In some locations, the two existing Main Line tracks would be shifted slightly to the north or south to facilitate a more desirable alignment and avoid additional property impacts. The Proposed Project would include rail signal improvements, modifications to rail interlockings, and installation of new crossovers. Crossovers allow trains to move from one track to another, providing operational flexibility and allowing trains to change routes. A universal crossover is an arrangement of crossovers that allow trains to move in both directions, from one track to another, or across all tracks where there are more than two. An interlocking is an arrangement of signal equipment and track that prevents conflicting movements through an arrangement of tracks, such as junctions or crossovers. Interlockings allow for flexibility of movement and provide a mechanism for trains to safely change tracks and connect to other rail branches. To facilitate movements between the two existing Main Line tracks and the new third track, several interlockings within the project limits would be modified. In addition, signal equipment would be relocated within the LIRR ROW. Existing communication systems, including cable for ticket vending machines and public address systems, would be relocated as required.

RETAINING AND SOUND ATTENUATION WALLS

The LIRR Expansion Project would include installation of several types of retaining and sound attenuation walls along the corridor. The main purpose of these retaining walls is to reduce impacts to adjacent properties and minimize the need for property acquisition. Without a retaining wall, the portions of the rail line that are elevated above ground surface would require an earthen embankment to be placed underneath, and this embankment would gradually taper down on a slope. Retaining walls also support the placement of track in rail segments that are below grade (i.e., “depressed” or “cut” segments). In addition to minimizing direct property impacts (i.e., acquisition), retaining walls

would help retain soil and ballast, stormwater runoff, track debris, and third rail sparks originating from the railroad ROW, and prevent such items from migrating onto neighboring properties. In some locations, retaining walls optimize the use of LIRR property for station parking and/or equipment. Retaining wall height would be increased in a number of locations near residential properties so that they also provide a sound attenuation function. In a number of locations, freestanding sound attenuation walls would also be constructed.

PASSENGER RAIL STATION IMPROVEMENTS

The LIRR Expansion Project would include improvements to several of the passenger rail stations within the Project Corridor—Floral Park Station, New Hyde Park Station, Merillon Avenue Station, Mineola Station, Carle Place Station, and Westbury Station. As part of the separate Hicksville Station and North Track Siding Improvements Project, station improvements at Hicksville Station are currently being implemented.

Five of the stations (New Hyde Park, Merillon Avenue, Mineola, Carle Place, and Westbury) would be modified to accommodate the new third track, enhance pedestrian access and provide for ADA-compliant accessibility, improve platforms and passenger waiting areas, and meet the requirements of the LIRR station guidelines and applicable codes (including NFPA 130 and the New York State Building Code). The stations would include the following elements:

- Removal of all platforms and replacement with platforms to accommodate 12-car trains (platforms would be heated to facilitate snow removal).
- Eight-foot-wide side platforms, meeting LIRR minimum station guidelines, with ten-foot-wide platforms in certain locations where feasible.
- Canopies for both the eastbound and westbound platforms per LIRR station guidelines.
- Canopies over egress walkways.
- Platform furnishings and accoutrements (e.g., benches, shelters, signage) per LIRR station guidelines.
- Closed circuit television (CCTV) at each station to improve safety and security.
- Provision of pedestrian overpasses/underpasses to connect the eastbound and westbound platforms. Except as noted below, pedestrian overpasses would include ADA-compliant elevators, as well as covered stairs for general access at each platform.
- A minimum of four staircases at each platform to comply with egress requirements.
- A minimum of two ADA-compliant ramps at each platform per New York State accessibility code requirements.

In response to comments from the public, the Project was revised to encompass improvements at the Floral Park Station providing for ADA-compliant access by the addition of elevators and related access improvements.

STRUCTURE MODIFICATIONS

Modifications to existing bridges and other structures at multiple locations along the LIRR Main Line would be required to accommodate the new third track.

UTILITY RELOCATIONS

As part of the engineering design process, a utility inventory was conducted to determine the type, location, and ownership of utilities within the Project Corridor (including at the affected grade crossings and adjacent roadways). Utilities located within the Project Corridor include: LIRR signals and communications; gas; electric; fiber optic; telephone; cable; water; sanitary

sewer; and storm sewer. In general, PSEG-LI electric transmission, LIRR signal and communications, Verizon, and Cablevision are located within the ROW; other types of utilities cross the LIRR ROW along local roads, aerial structures (such as transmission poles), and/or through underground routes. FEIS Appendix 1-A, "Technical Memorandum," provides a list of known utilities and identifies specific locations where the Proposed Project may require utility relocation or other measures, such as replacement and upgrade of utility poles.

TRACTION POWER SUBSTATIONS

Eight LIRR traction power substations exist within the project limits:

- Floral Park Substation, located on Plainfield Avenue opposite 111 Plainfield Avenue.
- New Hyde Park Substation, located at Third Avenue and South 9th Street.
- Merillon Avenue Substation, located at Atlantic Avenue and Hilton Avenue.
- Mineola Substation, located at the southwest corner of Main Street and Front Street.
- Carle Place Substation, located in the southeast quadrant of Meadowbrook State Parkway and the LIRR just north of Mallard Road.
- Westbury Substation, located southeast of Union Avenue and Sullivan Street north of the LIRR.
- New Cassel Substation, located at Broadway and Bond Street north of the LIRR.
- Hicksville Substation, located on the south side of West Barclay Street near Marion Place and adjacent to the LIRR ROW.

With the exception of the Floral Park Substation, which was replaced in 2010, seven existing substations need to be replaced to accommodate the new third track. These substations are roughly 40 years old and near the end of their operating service life. Their present condition and the inability to obtain spare parts warrant that these substations be replaced rather than modified. It is anticipated that the new replacement substations would occupy the same parcels as the present equipment. Each substation would be removed from service and prefabricated substation equipment would be used to expedite the implementation of the new units. This would allow the existing substations to function for a longer period of time, as the prefabricated building can be constructed and factory tested offsite until such time it is deemed necessary to de-energize the existing equipment.

STREET-LEVEL GRADE CROSSINGS

The FEIS considered several potential options for grade separation (or in two instances grade crossing closure) of each Main Line grade crossing in the Study Area. Input received from the public and elected officials for the municipality where the grade crossing is located was considered in identifying a preferred option in the FEIS and in the option selected herein. Various other concepts (e.g., one-way and two-way overpass concepts) were considered and dismissed from further analysis in the EIS, as explained in the Final Scoping Document.

Based upon input received from the public and elected officials for the municipalities where each grade crossing is located, the FEIS identifies a "preferred option" for each grade crossing location. Overall, the FEIS identifies the grade-separation of five streets, providing for vehicular and pedestrian access, and the full closure to vehicular traffic of two streets (South 12th Street in New Hyde Park and Main Street in Mineola) where pedestrian access will be maintained as the "preferred alternative" to be advanced into final design by the selected Design-Build Contractor.

Unlike the project considered in 2005, the LIRR Expansion Project does not require the substantial number of property acquisitions at the grade crossings or the disruption to local

communities through extended construction periods. The LIRR Expansion Project avoids these concerns through re-designing the grade crossing separations in response to community input.

The grade crossing options include:

COVERT AVENUE CROSSING

At Covert Avenue, a two-way underpass with sidewalk would be constructed. To avoid taking residential properties, the LIRR tracks would be raised up to five feet to reduce the depth of Covert Avenue and to accommodate the vehicular clearance under the tracks.

SOUTH 12TH STREET CROSSING

At South 12th Street, two options were considered: the selected option is the permanent closure of the grade crossing with construction of a new pedestrian overpass or underpass; the second option was the construction of a one-way underpass with sidewalk and pedestrian overpass, which is not selected.

NEW HYDE PARK ROAD CROSSING

At New Hyde Park Road, two options were considered: the selected option is a five-lane underpass with a kiss-and-ride northwest of the railroad tracks with a new 95-space surface parking lot; the second option, which was a four-lane underpass with a kiss-and-ride located southwest of the railroad tracks, is not selected.

MAIN STREET CROSSING

At Main Street, two options were considered: the selected option is the permanent closure of the grade crossing with construction of a roundabout on the north side of the railroad tracks, a Kiss-and-Ride lot southwest of the tracks, and a new pedestrian overpass. The second option, considered but not selected, was the construction of a one-way underpass with a new pedestrian overpass.

WILLIS AVENUE CROSSING

At Willis Avenue, two options were considered: the selected option is the construction of a two-way underpass, and the second option, considered but not selected, was the construction of a one-way underpass. A new pedestrian overpass would be constructed under both options.

SCHOOL STREET CROSSING

At School Street, a two-way underpass would be constructed. To accommodate the clearance under the tracks and avoid additional property impacts, the LIRR tracks would be raised several feet. Scenario 1B, which retains School Street access to the commercial property on the northwest corner, is the selected option. A second option, Scenario 1A, with access to the commercial property on the northwest corner of the intersection of School Street and the LIRR tracks to Union Avenue was also considered but is not selected.

URBAN AVENUE CROSSING

At Urban Avenue, a two-way underpass would be constructed. To accommodate the clearance under the tracks and avoid taking residential properties, the LIRR tracks would be raised approximately three feet. Scenario 1A, which provides an alternative access to the commercial property at 100 Urban Avenue is the selected option.

PARKING

The Proposed Project would add a significant amount of new parking near train stations located in the Study Area. Specifically, six new parking garages and one new surface parking lot with a total capacity of 3,853 parking spaces near the New Hyde Park, Mineola, Westbury, and Hicksville Stations would be constructed. Because several of these new parking garages are located on existing surface parking lots, a total of 2,662 net new parking spaces would be added. The Proposed Project would also result in the loss of 208 parking spaces due to conversion of head-on parking spaces to parallel parking spaces; construction of new platforms, ramps, or stairs; and the loss of 59 parking spaces at the grade crossings. The total net new parking spaces resulting from the Proposed Project would be 2,395.

The following parking garages and lots would be provided as part of the Proposed Project:

- A new 95-space surface parking lot at 115 New Hyde Park Road between Plaza Avenue and Second Avenue in the Village of New Hyde Park.
- Mineola South Parking Garage: A new 365-space seven-level parking deck (with one level below grade) on Second Street between Main Street and Willis Avenue on an existing 102-space Village of Mineola surface parking lot. The total supply of parking spaces would represent a net increase of 263 parking spaces.
- Harrison Avenue Parking Garage: A new 551-space six-level parking deck (with one level below grade) on an existing Village-owned 105-space parking lot west of Mineola Boulevard between Harrison Avenue and First Street. The total supply of parking spaces would represent a net increase of 446 parking spaces.
- Westbury South Parking Garage: A new five-level parking deck would be constructed on the south side of the LIRR tracks at the Westbury Station in the current 302-space surface lot. The new parking garage would occupy the eastern portion of the existing parking lot leaving the west end open for 123 surface parking spaces to remain. The total supply of parking spaces would represent a net increase of 500 parking spaces.
- Westbury North Parking Garage: A new three-level parking deck would be constructed on the north side of the LIRR tracks near the Westbury Station in an existing 308-space Village-owned surface parking lot south of Scally Place. The new parking garage would retain 106 existing surface spaces and would represent a net increase of 474 parking spaces.
- Hicksville South Parking Garage: A new four-level 583-space parking deck (with one level below grade) would be constructed on the north side of the LIRR tracks near the Hicksville Station south of West Barclay Street on an existing 190-space surface parking lot. The total supply of 583 parking spaces would represent a net increase of 393 parking spaces.
- Hicksville North Parking Garage: A new four-level 675-space parking deck would be constructed on the north side of the LIRR tracks near the Hicksville Station north of West Barclay Street (west of Bob's Self Storage) on an existing 184-space surface parking lot. The total supply of 675 parking spaces would represent a net increase of 491 parking spaces.

DRAINAGE IMPROVEMENTS

Drainage improvements needed for the Proposed Project were developed based on the various "high points" and delineated watershed areas. In most cases, the new third track would displace existing station platform areas and/or existing drainage ditches. Therefore, relocation and upgrading of drainage ditches and channels would be required. The Proposed Project would include a combination of drainage improvements—such as reuse of existing drainage ditches within the LIRR ROW wherever practical, stormwater swales, connections to local recharge

basins, potential deepening of existing recharge basins to accommodate additional flow, and extension of existing culvert crossings. All stormwater practices would be able to accommodate the peak volume generated by a 100-year storm event.

PROPERTY ACQUISITIONS

There would be no permanent residential property acquisitions as a result of the Proposed Project. As stated above, avoidance of residential property acquisitions and minimization of all property acquisitions are key guiding principles of the LIRR Expansion Project. The strategic placement of retaining walls is critical to optimizing the existing LIRR ROW and minimizing property acquisition. Nonetheless, in some locations, the Proposed Project would extend beyond the existing ROW and require non-residential property acquisition. Most of these acquisitions would result from the grade crossing eliminations. The Proposed Project would require four full commercial property acquisitions and nine partial (strip) acquisitions of commercial or industrial properties that will not affect business operations at those locations. In addition, there would be four permanent easements on commercial or industrial properties to accommodate retaining walls or driveway access that would not compromise business operations. A number of temporary easements would also be required during the construction period as determined by the design-build contractor, for construction staging.

CONSTRUCTION PHASING

Final design and commencement of construction of the Proposed Project is anticipated to commence in 2017. Construction of the Project would take approximately three to four years, depending on the schedule of the competitively-bid contract awarded to the design-build contractor. The bid process will give preference to the shortest construction period with the least impact to the community. However, as detailed in FEIS Chapter 13, "Construction," in any given location, construction activities would occur over a much shorter period. Expedited construction techniques for both the construction of the third track segments and the grade crossing eliminations would result in shorter construction periods of the Proposed Project. Grade crossings requiring complete temporary road closure would target approximately six months for construction. Expedited construction measures at grade crossings requiring only partial temporary road closure would target approximately nine months for construction. Construction of the Proposed Project would entail varying temporary disruptions to rail service, certain passenger rail stations, and local traffic operations.

For the purpose of analyzing construction impacts, this FEIS conservatively assumes that the Proposed Project construction would take approximately four years, commencing in 2017 and completed in 2021. As is typical with a major transportation project, two separate build years are used for FEIS analysis purposes. This approach provides a comprehensive and conservative analysis of environmental impacts for both the 2020 and 2040 build years. Some project elements such as the grade crossings may be completed before 2020, and some would be completed shortly thereafter.

Under the Proposed Project, a number of measures to minimize community impacts would be implemented, such as continued communication with the community, coordination with local school districts, coordination with local emergency service providers, measures to ensure community safety and quality of life, and measures to minimize construction-related environmental impacts.

PROJECT FUNDING

Funding for the Project will be identified in an amendment to the 2015-2019 MTA Capital Program.

C. ENVIRONMENTAL REVIEW

The Proposed Project was reviewed pursuant to SEQRA and the SEQRA regulations set forth in Volume 6 of the New York Code of Rules and Regulations, Part 617. A Positive Declaration and a Draft Scoping Document were issued on May 5, 2016. Public scoping meetings were held as follows:

- Tuesday, May 24, 2016 from 11:00 AM to 2:00 PM at The Inn at New Hyde Park;
- Tuesday, May 24, 2016 from 10:00 AM to 2:00 PM at Hofstra University;
- Tuesday, May 24, 2016 from 5:00 PM to 9:00 PM at The Inn at New Hyde Park;
- Tuesday, May 24, 2016 from 6:00 PM to 9:00 PM at Hofstra University;
- Wednesday, May 25, 2016 from 11:00 AM to 2:00 PM at the Yes We Can Community Center in Westbury; and
- Wednesday, May 25, 2016 from 6:00 PM to 9:00 PM at Antun's by Minar in Hicksville.

Comments on the Draft Scoping Document were received through oral statements, written comment cards, the project website (www.AModernLI.com), and written comment letters. LIRR, NYSDOT, MTA, and the New York State Governor's Office also conducted an extensive series of community outreach and stakeholder meetings. In addition, the LIRR Expansion Project Information Center was established in the Mineola Station adjacent to the south platform waiting room. This information center provided opportunities for commuters and the general public to review the Draft Scoping Document, ask questions, and submit comments. Input solicited during the Scoping period was used to inform and guide the alternatives development and data collection efforts. A Final Scoping Document reflecting the results of the public scoping process was issued on August 26, 2016.

The LIRR prepared a Draft Environmental Impact Statement (DEIS) to evaluate the Proposed Project's potential to result in significant adverse environmental impacts. The DEIS and its associated Notice of Completion were issued on November 28, 2016. Public hearings on the DEIS were duly noticed and held as follows:

- Tuesday, January 17, 2017:
 - 11 am to 2 pm at the Yes We Can Community Center in Westbury
 - 6 pm to 9 pm at the Yes We Can Community Center in Westbury
- Wednesday, January 18, 2017:
 - 11 am to 2 pm at Hofstra University in the Town of Hempstead
 - 6 pm to 9 pm at Hofstra University in the Town of Hempstead
- Thursday, January 19, 2017:
 - 11 am to 2 pm at The Inn at New Hyde Park
 - 6 pm to 9 pm at The Inn at New Hyde Park

LIRR considered public comments received during the public hearings, during the 79-day public comment period that was extended in response to requests from stakeholders for additional time,

and throughout the course of project development through ongoing community outreach. More than 700 comments were received during the comment period. LIRR completed and issued a Notice of Completion and Final Environmental Impact Statement (FEIS) on April 12, 2017. A new chapter, Chapter 22, “Response to Comments,” is included in the FEIS, and provides responses to the comments received by the lead agency during the public comment period. As part of new information included in the FEIS, a number of proposed project elements and their descriptions were further developed. Modified elements of the Proposed Project and additional analyses discussed in the FEIS include:

- The architectural design of proposed station improvements.
- Additional soil studies and testing for potential contaminated areas.
- The location and type of Americans with Disabilities Act (ADA)-compliant access or emergency access to station platforms, including at Floral Park Station.
- Additional analysis of construction-related noise impacts.
- The specific location, length, and height of various sound attenuation walls.
- The size and design of proposed parking garages at Mineola, Westbury, and Hicksville.

The FEIS upon which these Findings are based examines a full range of issues related to the natural and human environments, a summary of which examination is as follows:

LAND USE, COMMUNITY CHARACTER, AND PUBLIC POLICY

Under the Proposed Project, no changes to land use (with the exception of impacts to a limited number of businesses) or land use patterns in general would occur either in the build year (2020) or analysis year (2040). Land use within the LIRR ROW would continue to exclusively consist of railroad transportation. Use of the ROW for ancillary purposes, such as power transmission to serve the transportation facility, also would continue. Transportation land use within existing roadways would continue. Use of properties abutting roadways would not be subject to adverse impacts with a small number of exceptions—small slivers of land associated with commercial uses would be acquired and converted to transportation use, and four existing non-residential structures would be acquired, demolished, and repurposed to accommodate transportation use. The Proposed Project would not impact general land use patterns of the communities in the Study Area. Residential areas within the Study Area would remain residential. Commercial areas would remain commercial and other use patterns also would persist. Any deviation from this persistence of land use would occur with or without the Proposed Project, as a result of other planned projects and reasonably foreseeable changes.

The addition of pedestrian overpasses and parking garages would introduce a new visual element into the surroundings, but the Proposed Project would not alter the visual or community character of the area within the 2020 or 2040 analysis year timeframes. While individual commercial parcels (four full acquisitions and nine partial acquisitions) along the existing 9.8-mile railroad corridor would be affected in order to accommodate grade crossing elimination and installation of third track segments, the communities in which those parcels are located would not experience significant adverse impacts. The addition of a third track within the existing LIRR ROW and the concomitant addition of train trips and the increase in bi-directional service would not have any adverse impact on the character of the communities within the Study Area; instead, the Proposed Project would improve mobility within these communities, benefiting those communities and the people who live in them, work in them, or would like to work in them, as well as community businesses that stand to benefit from improved transportation

connectivity. The construction of grade-separated crossings within these communities would improve vehicular and pedestrian safety, better facilitate north-south traffic movement, and eliminate idling times when gates are down, thereby improving air quality. Eliminating the current grade crossings would also eliminate the need for crossing gates, bells, and train whistles, thereby reducing noise related to railroad operation. These would be benefits in terms of community character.

Based on the above, LIRR finds that the Proposed Project would not result in adverse impacts in terms of land use, community character, and public policy in the foreseeable future, including both the 2020 and 2040 analysis year timeframes. All components of the Proposed Project—rail, grade crossings, station and other rail infrastructure improvements, and parking—are consistent with the policies set forth in the applicable land use and transportation plans, the salient points of which are summarized in Chapter 2 “Land Use, Community Character, and Public Policy.”

SOCIOECONOMIC CONDITIONS

Overall, the Proposed Project is intended to increase train capacity and improve mobility in the region, which would be beneficial to residents, transit users, and employees in the Study Area. There would be no residential displacement with the Proposed Project. While four existing businesses would have their parcels acquired and would be displaced, the parcel owners would receive just compensation and the business owners would receive relocation assistance, with priority given to relocation within the same hamlet or village where the displaced business currently operates.

The construction of the Proposed Project would result in the investment of significant capital into the local and regional economy. The Proposed Project is estimated for study purposes to cost approximately \$2 billion, which includes construction, design, contingency, force account, and agency cost. Construction of the Proposed Project is estimated to create 1,297 full-time equivalent (FTE) direct construction employment opportunities in Nassau County. In addition to direct employment, construction of the project would create additional jobs off-site in Nassau County (762 FTE) and Suffolk County (24 FTE) and the rest of the state (46 FTE). In the broader state economy, total direct and indirect employment from construction of the project would be 2,130 FTE. Direct wages and salaries from constructing the project are estimated at about \$637.07 million. In the broader New York State economy, total direct and indirect wages and salaries from constructing the project would be even greater (approximately \$962.42 million, including \$926.70 million in Nassau and \$10.36 million in Suffolk). The total effect on the local economy, expressed as economic output or demand for local industries, is estimated at approximately \$3.18 billion for Nassau County, \$47.14 million for Suffolk County, and approximately \$3.33 billion for the New York State economy overall.

While the Proposed Project would result in temporary disruptions to business districts during the six- or nine-month period of construction necessary to eliminate the grade crossings, general business operations would not change and there would be improved vehicular and pedestrian access to the Study Area’s business districts following completion of the grade crossing eliminations. Accordingly, LIRR finds that the Proposed Project would not result in any significant adverse socioeconomic impacts.

ENVIRONMENTAL JUSTICE

Environmental justice communities, as defined by the New York State Department of Environmental Conservation, exist within the Study Area, including at the locations of the seven grade crossings that would be eliminated under the Proposed Project.

Construction of the Proposed Project elements would occur throughout the Project Corridor over a four-year period. However, temporary impacts associated with construction at localized segments would be of shorter duration, limiting construction impacts. These temporary impacts would be experienced broadly through the Study Area. The Proposed Project would not result in disproportionate construction impacts to environmental justice communities. In the operational phase, the Proposed Project would result in beneficial impacts within the Study Area, including to environmental justice communities, in terms of enhanced mobility, air quality, and reduced noise due to the elimination of grade crossings and the installation of sound attenuation walls. Accordingly, no significant adverse impacts would be experienced in environmental justice communities.

VISUAL AND AESTHETIC RESOURCES

Construction of the Proposed Project would require removal of vegetation within the LIRR ROW, construction of new retaining and sound attenuation walls, construction of new pedestrian overpasses and parking garages, and relocation of certain utility infrastructure within the LIRR ROW and near the grade crossings. New project elements—such as retaining and sound attenuation walls, overpasses, parking garages and new utility poles—would be visible from multiple locations within the Study Area and would introduce new visual elements at certain locations. However, they would not result in any significant adverse visual impacts, as use and enjoyment of any sensitive receptors (e.g., parks and open spaces or historic resources) identified in the Study Area where views of the new project elements would be possible, would not be degraded. Accordingly, the Proposed Project would not result in significant adverse impacts to visual and aesthetic resources.

HISTORIC AND ARCHAEOLOGICAL RESOURCES

ARCHAEOLOGICAL RESOURCES

No previously identified archaeological sites, New York State Museum sites, National Register archaeological listings, or archaeological districts are located within the Project Corridor or within the ¼-mile archaeological resources study area for the LIRR Expansion Project.

The LIRR ROW along the 9.8-mile length of the Project Corridor has been determined to possess little to no pre-contact or historic period archaeological potential. Therefore, LIRR finds that the proposed track alignment and station modifications would have no significant adverse impact on archaeological resources.

The Proposed Project would involve temporary ground disturbance during construction at the seven proposed grade crossing locations. However, research has documented extensive prior disturbance at each of the grade crossing locations through the installation of multiple utility lines, excavation for catch basins and storm drains, construction and demolition of structures, and realignment of streets. Due to the extent of prior subsurface disturbance, the FEIS concluded that it is highly unlikely that the proposed grade crossing modifications would have the potential to impact any intact archaeological resources that may once have been present at the seven grade crossing locations. Accordingly, LIRR finds that the grade crossing component of the Proposed Project would have no significant adverse impact on archaeological resources.

The preliminary list of possible construction staging area locations includes existing LIRR substations, commercial properties, station parking lots, existing roads, potential commercial property takings, a wooded area, and certain areas within and adjacent to the LIRR ROW. Most of these areas do not possess precontact- or historic period archaeological potential due to the extent of documented prior subsurface disturbance. The wooded area is a recharge basin/sump that has been excavated and therefore does not possess archaeological potential. The remaining staging areas are located at existing parking lots, or on extant streets, and are paved. From an archaeological perspective, paved surfaces serve to protect any buried archaeological resources that may be present. Therefore, LIRR finds that the use of the staging areas during construction would have no effect on archaeological resources because all work would occur on the paved surfaces with no subsurface disturbance.

The proposed parking improvement sites in New Hyde Park, Mineola, Westbury, and Hicksville possess very little to no archaeological potential. Cartographic research undertaken for the Proposed Project, which is detailed in the Final Phase 1A Archaeological Sensitivity Assessment, shows that historic development of these sites was sparse prior to the development of the existing paved parking lots. Further, the extent of prior subsurface disturbance at these locations has, in all likelihood, destroyed the integrity of any potential remains from earlier development.

The proposed new surface parking lots in New Hyde Park and Mineola would not result in new ground disturbance of undisturbed soils. These proposed parking facility locations do not possess archaeological potential. Historic development at the six proposed parking structure locations in Mineola, Westbury, and Hicksville was also extremely limited and none of the documented structures that had occupied these sites had basements. Prior subsurface disturbances at these sites include drainage systems, underground utilities, and grading prior to the existing paving. In order to minimize any potential significant adverse impacts, LIRR would require the selected design-build contractor to prepare and implement a Construction Protection Plan (CPP) in consultation with OPRHP for any archaeological resources located within 100 feet of Proposed Project construction. The CPP would set forth the specific measures to be implemented to protect archaeological resources during construction of the Proposed Project. LIRR finds that with these measures in place, there would be no significant adverse impacts from the new parking garage element of the Proposed Project on archaeological resources.

ARCHITECTURAL RESOURCES

Direct Impacts

There are two historic architectural resources within the LIRR ROW, south of the tracks along the Project Corridor—the Nassau Tower, an LIRR signal house located adjacent to the tracks in Mineola, and the former Mineola LIRR Electrical Substation—both of which are eligible for listing on the State/National Registers of Historic Places (S/NR-eligible). These two historic structures would be demolished and the site would be redeveloped with station area improvements. The demolition of S/NR-listed properties—the Nassau Tower and the former Mineola LIRR Electrical Substation—would constitute an Adverse Impact to historic resources under SEQRA and Section 14.09 of the New York State Historic Preservation Act. Measures to mitigate the adverse impact would be developed in consultation with OPRHP and set forth in a Letter of Resolution (LOR) to be executed among the involved parties would be prepared. No other historic architectural resources are located within the LIRR ROW; therefore, no other

historic architectural resources would be directly impacted by modifications to the track alignment or parking structures and surface parking lots.

The proposed modifications to the seven Project Corridor train stations and the preliminary construction staging areas also would not directly impact any known or potential architectural resources, as none of the affected train stations or preliminary staging area locations include any known or potential architectural resources. The proposed alterations to the grade crossings and bridges also would not directly impact any known or potential architectural resources within the Project Corridor.

Indirect impacts

To ensure that construction activities associated with the Proposed Project that would be undertaken within 100 feet of architectural resources would not cause inadvertent physical impacts to historic architectural resources, LIRR would prepare and implement a CPP in consultation with OPRHP for any architectural resources located within 100 feet of the Proposed Project construction. The CPP would set forth the specific measures to be implemented to protect historic architectural resources during construction of the Proposed Project.

The proposed changes to the track alignment would be entirely within the LIRR ROW and the proposed station modifications would have minimal aesthetic impact. These project components would not affect the setting, views to, or historic character of historic resources in the Study Area. Therefore, the proposed track alignment would not indirectly cause any significant adverse impacts on any historic architectural resources in the Study Area. The preliminary construction staging areas identified in the FEIS would be located at a distance from historic architectural resources, and as such, would not result in indirect impacts.

The proposed grade crossings and parking structures would result in new physical features that could affect the setting of historic architectural properties. No historic architectural resources are located within sight of the Study Area grade crossings. However, one known architectural resource and one potential architectural resource are located within sight of proposed parking structures in Westbury and Hicksville. In Westbury, the 164 Post Avenue building—a potential architectural resource—is located approximately 50 feet northwest of the Scally Place parking structure site. Although this potential architectural resource is within sight of the Scally Place parking structure site, the building's primary façade is oriented toward Post Avenue, away from the parking structure site. Further, the 164 Post Avenue building does not have a contextually meaningful relationship with the proposed parking structure site. Therefore, the proposed parking structure would not introduce visual, audible, or atmospheric elements that would be out of character with the 164 Post Avenue building, nor would the proposed parking structure isolate the potential architectural resource from its surroundings or adversely alter its setting. In Hicksville, the proposed parking structures located north and south of West Barclay Street would be within sight of the Hicksville USPS Main Post Office to the west. However, the post office building is oriented away from these parking structure sites and does not have a meaningful visual or contextual relationship to the surface parking lots that would be redeveloped with new parking structures. The two Hicksville parking structures would not introduce visual, audible, or atmospheric elements that would be out of character with the Post Office, nor would the proposed parking structures isolate the Post Office from its surroundings or adversely alter its setting. Therefore, the Proposed Project would not result in any significant adverse indirect impacts to historic architectural resources.

Accordingly, with the exception of the demolition of the Nassau Tower, an LIRR signal house located adjacent to the tracks in Mineola, and the former Mineola LIRR Electrical Substation, there will be no other significant adverse direct or indirect impact to historic architectural resources as a result of the Proposed Project.

NATURAL RESOURCES

Habitat for vegetation and wildlife within and surrounding the Study Area is limited due to extensive residential, commercial and industrial land uses present within the Study Area and associated large areas of impervious surface. The Study Area does not contain any floodplains, naturally-occurring water bodies or wetlands, or threatened, endangered, or special concern species. Groundwater is a concern given the sensitivity of the Nassau/Suffolk Aquifer System, a sole source aquifer underlying the Study Area. However, drainage and stormwater management practices will ensure the protection of groundwater during operation of the Proposed Project. Accordingly, LIRR finds that the Proposed Project will not result in significant adverse impacts on the natural resources within the Study Area.

CONTAMINATED MATERIALS

Portions of the Study Area are and/or were used historically for railroad operations and other industrial activities. Common contaminants found in the subsurface at railroad properties include creosote, petroleum products, solvents, volatile and semi-volatile organic compounds, heavy metals, polychlorinated biphenyls (PCBs), pesticides, and herbicides. Based on the FEIS analysis there are a number of areas along the ROW, at the grade crossings, and at the parking garage sites that may be disturbed during construction of Project elements. Studies generally consistent with Phase I Environmental Assessments were prepared that encompass these locations. Additionally, a sub-surface soil sampling program was conducted at 39 locations within and along the LIRR ROW. The soil sampling confirmed that fill material appears to have been used to raise and level the LIRR ROW when it was developed and that this material contains levels of certain metals, pesticides, PCBs and polycyclic aromatic hydrocarbons that are in excess of NYSDEC's most stringent Unrestricted Use Soil Cleanup Objectives (SCOs), indicating that this soil cannot be deemed "clean fill" or uncontaminated native soil. However, all analytical results were well below all applicable standards for commercial/industrial property, except for one soil boring location that exceeded the industrial SCO for arsenic (23.8 mg/kg versus 16 mg/kg).

Phase I ESAs and subsurface testing were also conducted at six sites where parking garages have been proposed. Testing could not occur at the four other property acquisition sites that are privately owned because access for testing could not be obtained; however, Phase I ESAs were conducted at those sites. The additional sub-surface sampling also did not reveal the presence of VOCs, SVOCs, PAHs, or PCBs exceeding NYSDEC's Unrestricted Use SCOs. While pesticides were detected at levels exceeding Unrestricted Use SCOs in four soil samples (SB-03 and SB-04 at Barclay Street lot, SB-03 at Scally Place lot and SB-02 at John Street lot), none of the samples exceeded the applicable Commercial Use SCOs or other SCOs for restricted residential or industrial uses.

Elevated metals, which are frequently encountered in urban fill materials, were detected in a limited number of locations. Arsenic exceedances of the Unrestricted Use SCO were detected in two samples at two locations, with one sample exceeding the Commercial SCO as well. Lead exceedances of the most stringent Unrestricted Use SCO were also detected at two locations, but these samples did not exceed any other SCOs. The testing revealed one exceedance of the

Unrestricted Use SCOs for zinc and copper, and one sample exceeded the Commercial Use SCO for mercury but was below the Industrial Use SCO.

LIRR finds that the potential for adverse impacts at sites where contamination above NYSDEC's Soil Cleanup Objectives were detected would be avoided by ensuring that construction activities are performed in accordance with the following protocols:

- Once the limits of subsurface disturbance associated with the Proposed Project have been determined, subsurface (Phase II) investigations would be conducted at all of the acquisition sites with a significant potential to affect one or more of the areas of proposed subsurface disturbance (based on proximity, depth of disturbance, type/mobility of contaminants, etc.) that have not been sampled previously.
- Based on the results of the subsurface investigations performed or that will be performed, a Remedial Action Plan (RAP) and Construction Health and Safety Plan (CHASP) would be prepared by the design-build contractor and implemented during project construction. These plans would address both known environmental conditions identified by the prior investigations, and that others could be encountered during all subsurface disturbance associated with project construction. The plans would present measures for contaminated soil, groundwater, and USTs in accordance with applicable federal, state, and local regulations. Contaminated soil management includes guidelines for temporary on-site stockpiling and off-site transportation and disposal. The plans would incorporate safety and other measures to minimize the potential for impacts to the community and construction workers.
- If dewatering is required for construction, testing would be performed to ensure compliance with applicable discharge regulatory requirements. If necessary, pre-treatment would be conducted prior to discharge.
- If removal and disposal of any electrical equipment that may contain mercury or PCBs—such as transformers—was necessary, it would be performed in accordance with applicable federal, state and local regulations and guidelines.
- Prior to any activities required as part of the Proposed Project that could disturb potential asbestos containing material (ACM), a comprehensive asbestos survey of areas (including underground utility vaults) to be disturbed by the Proposed Project would be conducted; this would include the sampling of all suspect materials to confirm the presence or absence of asbestos. All identified ACM would be removed and disposed of prior to construction in accordance with all federal, state, and local regulations.
- Any demolition activities with the potential to disturb lead-based paint (LBP) would be performed in accordance with applicable Occupational Safety and Health Administration regulations including OSHA 29 CFR 1926.62 - Lead Exposure in Construction.
- All material that needed to be disposed of (e.g., miscellaneous debris, tires, contaminated soil and any excess fill) would be characterized and disposed of off-site in accordance with applicable federal, state, and local requirements.

LIRR finds that with the implementation of these protocols, no significant adverse impacts related to hazardous materials would result from demolition and/or construction activities related to the Proposed Project. Following construction, there would be no potential pathways for human exposure to hazardous materials and thus no further potential for significant adverse impacts.

INFRASTRUCTURE AND UTILITIES

The Proposed Project will require new LIRR-specific utility infrastructure and may require the relocation of some existing utilities both within the LIRR ROW and near grade crossings where improvements are proposed. As these improvements are made, in close coordination with the respective utility companies, LIRR will explore opportunities to improve the existing infrastructure or upgrade it to current design standards. For instance, in the case of utility poles carrying overhead electric power lines, design standards were modified after Hurricane Sandy to avoid or minimize impacts that might occur from future powerful storms. As a result, all overhead electric power lines running longitudinally along the LIRR in the Project Corridor that would have to be relocated for the Proposed Project would be installed on new, approximately 90-foot-tall steel poles. Poles at grade crossings would also be replaced with wood utility poles that would be approximately five to ten feet higher than existing wood poles near the grade crossings.

The businesses and residents of Long Island rely on these utilities and their related infrastructure to be available on a daily, round-the-clock basis. Inventorying utilities within the Study Area will facilitate the relocation of existing utilities in coordination with construction of the Proposed Project; thereby avoiding or minimizing impacts on the residents and businesses in the Study Area. Because all existing utilities would be replaced within the LIRR ROW or in locations where utility poles already exist in a fashion that reduces the number of poles overall, and because no long term disruptions in service to Study Area customers would result, LIRR finds that there would be no significant adverse impacts to utilities within the Study Area.

TRANSPORTATION

RAIL SERVICE AND RIDERSHIP

The Proposed Project would result in the expansion of Main Line train service with eight additional eastbound trains (reverse peak direction) and one more westbound train (peak direction) during the morning peak period; equivalent additional service in the reverse pattern would be offered in the evening peak period. Beyond these enhancements to services offered, the Proposed Project would improve reliability and flexibility in operations, critical for supporting the planned 50 percent peak hour service increases associated with the East Side Access Project that has been previously approved and is currently under construction. The Proposed Project would result in ridership increases associated with expanded reverse peak service. In the 2040 Build Condition, the Main Line corridor would see more than 60 percent growth in reverse peak ridership when compared to the existing condition. Furthermore, the improvements in reliability of the LIRR operation associated with the Proposed Project support the anticipated ridership growth with the East Side Access Project and would optimize those ridership benefits over time.

BUS SERVICE

The Proposed Project is not anticipated to change the demand for Nassau Inter-County Express (NICE) bus services with connections to LIRR Stations. While increased reverse peak service in the Proposed Project could result in increased demand for NICE bus service with connections to LIRR Stations, this increased demand would be accommodated with adjustments to NICE bus service to complement the changes in LIRR ridership.

VEHICULAR TRAFFIC

The Proposed Project would reduce all vehicular traffic delays and queues at each of the seven grade crossings, which in turn would improve traffic flow and mobility throughout the Study

Area. In New Hyde Park, when trains approach the station, the LIRR gates are in the down position approximately 32 to 42 percent of the time in the AM and PM peak hours. In Mineola, the gates are in the down position as much as 53 percent of the time; in Westbury, they are in the down position approximately 27 to 35 percent of the time. Without the Proposed Project but with additional trains being operated with the LIRR's East Side Access Project in place by 2023, gates would be in the down position for more time during the peak hours, increasing the already substantial vehicular traffic delays; it would also increase the unpredictability to motorists as to how long their delays would be, especially when back-to-back trains through the station areas cause extended gate down times.

With the elimination of all seven grade crossings, including the closure of South 12th Street in New Hyde Park and Main Street in Mineola to vehicular traffic (with pedestrian traffic maintained through construction of pedestrian crossings), and the construction of the six parking structures, traffic diversions are expected to occur. The potential impacts of these diversions were analyzed in detail and are documented in Chapter 10 of the FEIS. The detailed vehicular traffic analyses account for the annual growth in general background traffic, traffic expected to be generated by new commercial or residential development in the station areas, and new station-oriented traffic that would be generated by new LIRR riders. Adverse significant traffic impacts for the grade crossing configurations denoted as preferred in the FEIS and selected herein that could be generated by the Proposed Project in the 2020 analysis year would occur in the Village of New Hyde Park (see page 10-42 to 10-43), the Village of Mineola (see page 10-48), the Village of Westbury (see page 10-50), and Hicksville (see page 10-52). As described on these pages, these impacts could all be mitigated through the implementation of such methods as signal phasing and timing modifications, the installation of four new traffic signals (one in New Hyde Park, two in Mineola and one in Westbury), lane re-striping and intersection channelization modifications, and on-street parking prohibitions at select locations where additional traffic capacity is needed. Similar analyses were completed for the 2040 analysis year with similar results, albeit at a greater number of intersections given the growth in background traffic. Projected impacts and mitigation for the 2040 analysis year in the Village of New Hyde Park are described at page 10-63, in the Village of Mineola at page 10-67, in the Village of Westbury at pages 10-70 to 10-71, and in Hicksville at page 10-73.

Emergency vehicle travel times would remain comparable or improve with the elimination of grade crossings via the construction of underpasses. The closure of grade crossings in New Hyde Park (i.e., South 12th Street) and Mineola (i.e., Main Street) would result in the diversion of emergency vehicles to the adjacent crossing locations, where they could proceed unimpeded by stoppages due to LIRR gates being in the down position. LIRR finds, based on the analysis contained in the FEIS, that with the elimination of existing grade crossings and the implementation of traffic mitigation measures outlined under "Vehicular Traffic" in Chapter 10 of the FEIS, emergency vehicle access times would remain generally comparable to conditions without the Proposed Project or improve.

PARKING

Parking demands that would be generated by the Proposed Project itself are not substantial and would not generate the need for additional station area parking. Accordingly, LIRR finds that the Proposed Project would not result in significant adverse impacts on parking availability in the Project Study Area. However, the East Side Access Project is expected to add to the demand for parking regardless of whether the Proposed Project is constructed. The Proposed Project recognizes that demand for parking will grow in the future and therefore includes additional

parking as a Project component. It would add 95 parking spaces at New Hyde Park, two parking garages totaling 916 spaces at Mineola, two parking garages totaling 1,355 parking spaces at Westbury, and two parking garages totaling 1,258 spaces at Hicksville. These six new parking garages would replace existing surface parking lots at those stations. The proposed vehicular traffic mitigation measures would also result in parking losses on-street where additional traffic capacity is needed to improve traffic flow at key intersections. The LIRR finds that the minor loss of on-street parking in the Village of Floral Park, the Village of New Hyde Park, the Village of Garden City, the Village of Mineola, the Hamlet of Carle Place, and the Village of Westbury is not considered a significant adverse impact. The net increase in commuter parking spaces would be substantial at Mineola, Westbury, and Hicksville and would be a major benefit of the Proposed Project.

PEDESTRIAN CONNECTIVITY AND BICYCLE ACCESS

The Proposed Project would not significantly increase the volume of pedestrians crossing the tracks, but would provide for the safe crossing of pedestrians at locations where underpasses or pedestrian overpasses would be built or where street closures would occur. The modifications to the grade crossings would be designed to accommodate bicycle traffic within travel lanes (consistent with NYSDOT Complete Streets policies) and there would be no conflicts between pedestrians and vehicular traffic crossing from one side of the tracks to the other. Pedestrian connectivity would be maintained wherever underpasses are built. Accordingly, LIRR finds that the Proposed Project would not result in significant adverse impacts on pedestrian connectivity and bicycle access.

VEHICULAR AND PEDESTRIAN SAFETY

There have been a total of six crashes over the past ten-year period that resulted in a fatality at the seven grade crossing locations, and additional crashes that resulted in personal injuries or property damage to the vehicles involved. The elimination of grade crossings would eliminate fatalities involving vehicular traffic being struck by LIRR trains. With the reduction in vehicular traffic delays due to elimination of the seven grade crossings, LIRR finds that pedestrian and vehicular safety would also be improved at these locations and potentially at nearby locations.

AIR QUALITY

Future air quality conditions would be improved in the Study Area as compared to existing conditions. This improvement is attributable to federal and statewide efforts to reduce pollution from newer vehicle models as well as additional improvements to air quality in the neighborhoods along the corridor due to reduction in idling time at grade crossings. The overall improvement to critical rail transit infrastructure also has beneficial air quality impacts to the extent that it encourages additional rail transit over motor vehicle use. At some local intersections, air quality could be slightly affected due to changes in traffic patterns. Overall, based on the air quality analysis described in this section, LIRR finds that no significant adverse air quality impacts would occur as a direct result of the Proposed Project.

NOISE AND VIBRATION

Under the Proposed Project, noise conditions would be significantly improved over existing conditions and the Future Without the Proposed Project scenario, due to the grade crossing eliminations and installation of sound attenuation walls along a substantial portion of the LIRR ROW where the third track would be added. The grade crossing eliminations would eliminate the need for the use of train horns and warning bells at grade crossings, and the installation of sound attenuation walls would reduce noise from trains below existing conditions despite the increase in train traffic projected in the future. Similarly, vibration conditions with the Proposed

Project would either remain the same or be significantly improved compared to existing conditions due to the inclusion of new rail technology, such as resilient fasteners and rail pads and/or high-speed turnouts with frogs that reduce vibration as part of the design. Accordingly, no significant adverse noise or vibration impacts are predicted as a result of the Proposed Project.

CONSTRUCTION IMPACTS

Construction of the Proposed Project would result in some temporary disruptions in the surrounding area. This FEIS conservatively assumes a four-year construction schedule (see Figure 13-1 of the FEIS), commencing in 2017, for construction of the Proposed Project. However, the construction period at any particular location would be significantly less than that, and in no instances would construction exceed two years in any particular location. In addition, LIRR in its contract with the design-build contractor will incentivize the contractor to develop methods to expedite the construction period and to minimize community impacts.

LIRR finds that construction of the Proposed Project would not result in significant adverse impacts with respect to land use and community character, environmental justice, visual resources, natural resources, or site safety. Construction of the Proposed Project would result in the temporary change of the use of a limited number of individual parcels used for construction staging, but LIRR concludes that construction of the Proposed Project would not permanently change the patterns of land use and character of the communities within the Study Area.

Specifically, LIRR concludes, based on the FEIS analysis, that:

- temporary construction impacts would be localized and would not result in disproportionate construction impacts to environmental justice communities.
- construction activities would be phased to minimize the duration of construction at any particular location so as to lessen the visual effects of construction on the surrounding communities.
- the Proposed Project would not result in significant adverse impacts to groundwater, the Nassau/Suffolk Aquifer or wetlands because LIRR will require the design-build contractor to prepare and implement a Stormwater Pollution Prevention Plan (SWPPP).
- construction of the Proposed Project would not result in significant adverse impacts to groundwater, the Nassau/Suffolk Aquifer System, or wetlands.
- construction of the Proposed Project would not result in significant adverse impacts to ecological communities, wildlife or any habitat that is of value to wildlife; and construction would follow existing MTA and LIRR operational safety and security programs and processes to provide the riding public and construction employees with a safe and secure environment.

In order to avoid potential temporary construction air quality impacts to the nearby community, LIRR is committed to implementing an air quality control plan during construction and would include the following measures: dust control, ultra-low sulfur diesel fuel, the use of best available tailpipe technologies such as diesel particulate filters, and the utilization of newer equipment.

LIRR finds that noise levels from construction activities along the Project Corridor, although temporary, could be a nuisance at nearby sensitive receptors like residences, schools, and other institutional land-uses. As noted, most construction activities are generally expected to last less than 2 years at any one location, depending on the type of activity. During this time frame,

increased noise and vibration levels are expected along the Project Corridor. A construction noise analysis is set forth in the FEIS at page 13-43 through 13-51 that identifies the potential temporary construction noise impacts that could result during the construction of the Proposed Project. LIRR's selected construction contractor will be required by contract to use noise control measures and Best Management Practices (BMPs) (such as substituting equipment with lower noise levels, temporary barriers, exhaust muffles, etc.) to minimize construction-related noise levels. For the Proposed Project, LIRR will require in its contract with the contractor that it meet the noise levels outlined in Table 13-8 of the FEIS, which vary by land use and the time period during which the construction occurs. The noise and vibration control measures that LIRR would require to minimize noise and vibration levels in the community are set forth in greater detail below.

The MTA and LIRR are exempt from the jurisdiction of municipalities pursuant to Section 1266(8) of the Public Authorities Law. However, to minimize the adverse effects of construction upon the surrounding community, the Proposed Project would nevertheless comply with the work hour restriction within residential areas, except where not feasible to accommodate work affecting rail operations, such as work relating to bridge replacement, construction of retaining walls, and grade alteration of track. In order to expedite construction to reduce road closures and diversions during the limited periods (6 to 9 months) of construction of the separations at five grade crossings, it is anticipated that work would take place outside specified local noise ordinance work hours. In cases where work is performed outside specified work hours in locations adjacent to residential neighborhoods, every effort will be made to keep intrusive noise to a minimum and the design-build contractor would be required by contract to meet strict performance standards detailed below. For any necessary night work, there would be extensive consultation with the community to minimize the effects of construction noise and vibration. LIRR is committed to implementing a community noise and vibration monitoring program, working with local schools and the affected communities and municipalities to schedule nearby construction activity as unobtrusively as practicable and feasible, and implementing a CPP to protect historic architectural resources from vibration impacts.

Nevertheless, in order to expedite the completion of the Proposed Project to minimize the length of disruption, LIRR finds that temporary noise impacts during construction, as detailed in Chapter 13 of the FEIS, would be unavoidable.

LIRR would mandate in its contract documents that the contractor implement the following measures to minimize and avoid potential significant adverse environmental impacts from construction:

COMMUNICATION WITH COMMUNITY

- Give advance notification of any disruptive work or work closures to residents, municipalities, school districts and first-responders.
- Provide regular updates to the public in the form of email blasts and online postings.
- Perform door-to-door outreach to residents in the affected areas.
- Staff the project office with on-site supervision for rapid response to neighborhood concerns.
- Maintain a 24/7 hotline assigned to a community outreach representative, to include direct communication with an on-site contractor/supervisor for real-time response.
- Create and implement protocol for addressing community complaints.

- Coordinate with local school districts to provide alternate transportation to schools where temporary or short-term road closures would either increase walking distance to schools or make on-foot travel to school problematic.
- Work with local schools to schedule nearby construction activity as unobtrusively as practicable and feasible.
- Coordinate with emergency service providers to ensure continuity of access to the community.
- Establish regular meetings for LIRR, community representatives, and the contractor to discuss construction activities and community concerns.

COMMUNITY SAFETY AND QUALITY OF LIFE

- Create an active program of construction security to ensure community safety.
- Ensure the following are performed by the Contractor at construction sites:
 - Keep construction sites clean and orderly.
 - Safely store construction materials in piles/not haphazardly.
 - Ensure that construction fences are uniform and neat in material and appearance (neatly clad chain-link fences in uniform green tennis mesh or printed mesh with approved enhancements, such as photos or artwork).
 - Entirely fence off all staging areas.
 - Prohibit littering and dispersion of personal debris (e.g., cups, cans, cigarettes) on construction site.
 - Provide covered trash receptacles that are emptied daily.
- Perform street cleaning as appropriate to ensure construction debris and dirt will not affect the local community.
- Install onsite/portable bathroom facilities that are unobtrusive to local communities.
- Protect access to existing businesses.
- Provide satellite parking for construction workers so as to keep personal construction worker vehicles off of residential streets.
- Use existing track to transport materials to and from the work sites to the extent practical.
- Schedule construction deliveries outside of school and commuter traffic peak hours to the extent practicable while school is in session.

ENVIRONMENTAL PERFORMANCE

- Provide environmental monitoring consistent with a Construction Health and Safety Plan (CHASP).
- Implement a Stormwater Pollution Prevention Plan (SWPPP).
- Establish a Quality Control program to confirm compliance with environmental requirements.
- Use directional lighting at night to protect residences from light pollution.
- Implement Work Zone Traffic Control plans.
- Implement an air quality control plan to include dust control measures, ultra-low sulfur diesel fuel, the use of best available tailpipe technologies such as diesel particulate filters, and the utilization of newer equipment.

- Conduct pre-construction home inspections.
- Create and implement a community noise and vibration monitoring program.
- Implement a Construction Protection Plan (CPP) to protect historic architectural resources within 100 feet of the construction activities for the Proposed Project.
- In consultation with the community, employ rodent control measures.
- Minimize noisy work during nighttime hours where practicable and feasible.

LIRR finds that, with the aforementioned measures in place, the construction of the Proposed Project would not result in significant adverse impacts during construction.

CUMULATIVE AND SECONDARY IMPACTS

The Proposed Project, taken in concert with other past, present, and reasonably foreseeable future action, would not result in significant adverse cumulative impacts, particularly because the intensity of its own adverse impacts would be minimal.

The additional parking provided by the Proposed Project would reduce a projected parking deficit within the Study Area associated with the East Side Access project. In the Future Without the Proposed Project, the same parking shortfalls would exist without any plans to reduce the deficit. Therefore, the Proposed Project would confer a cumulative net benefit in terms of parking.

In the Future Without the Proposed Project, increased rail activity associated with the East Side Access project would result in increased noise levels within the Study Area. Where increased noise levels would exist, sound attenuation walls would be constructed at grade or on top of retaining walls to eliminate the predicted noise impacts. Thus, the Proposed Project is providing a cumulative benefit by reducing both existing and projected future noise associated with cumulative impacts that are not connected with the Proposed Project.

The Study Area comprises a densely developed corridor largely characterized by downtowns and surrounding residential areas. That land use pattern is well established and would not be changed with the Proposed Project. Moreover, because the Proposed Project is an enhancement to existing transportation infrastructure serving a mature, mixed use community, it would not lead to induced growth. Considering these factors, LIRR finds that the Proposed Project would not lead to significant adverse secondary or cumulative impacts.

SAFETY AND SECURITY

The LIRR finds that the Proposed Project would not result in any significant adverse impacts to public safety and security. Rather, the completion of a continuous third track and the elimination of seven grade crossings would provide the opportunity for improvements to safety and security for the adjacent communities, LIRR customers, and workers. These benefits include:

- Reduction in the potential for conflicts between pedestrians, bicyclists, vehicles, and trains.
- Enhanced railroad operational flexibility and capacity in the event of a safety or security incident.
- Improvements and upgrading of station conditions to improve lighting and visibility.

ELECTROMAGNETIC FIELDS

Electromagnetic field (EMF) exposure levels from traction power may increase due to closer proximity to the public spaces; however, since EMF levels from railroad operations are not

considered hazardous to the public, increases in EMF levels at sensitive locations would not be significant.

The Proposed Project would also result in some LIRR electrical and PSEG-LI utility line relocations; however, EMF levels near relocated utility would be anticipated to be well below established exposure standards. Accordingly, LIRR finds that the Proposed Project would not result in any significant adverse impact from electromagnetic fields.

CLIMATE CHANGE / SUSTAINABILITY

GHG EMISSIONS

Improving the overall reliability, attractiveness, and convenience of mass transit is an important part of maintaining and increasing transit use into the future and reducing traffic congestion, and thus reducing region-wide GHG emissions. It is important to note in this context that region-wide emissions are not driven solely by the transportation mode choice. Transit use reduces emissions relative to private vehicle use, but also reduces congestion and thus indirectly reduces emissions further. Moreover, the availability of well-connected transit systems also affects land use such that more compact and transit-oriented development occurs, resulting in further efficiency in travel, services, utilities, and more. Therefore, as part of the larger region-wide transit system, improving the overall reliability, attractiveness, and convenience of the LIRR supports New York State's long term GHG emission reduction policies.

The Proposed Project would result in some additional GHG emissions associated with operating electric locomotives (indirect emissions from power generation), and would reduce some emissions associated with on-road vehicular emissions due to the shift of trips in the off-peak direction from on-road to LIRR, with some increased emissions associated with local park-and-ride and taxi trips to and from stations. There would also be direct emissions associated with construction vehicles and indirect emissions associated with the extraction, production, and delivery of materials.

Because the Proposed Project is a transit enhancement project, LIRR finds that the Proposed Project would be consistent with the State's GHG emissions reduction goals and policies and would not result in significant adverse climate change impacts.

ADAPTATION TO CLIMATE CHANGE

With respect to sea level rise, the Proposed Project is well above the current "100-year" and "500-year" flood elevations (the elevations which would potentially be inundated during a coastal storm of a magnitude with a 1-percent and 0.2-percent probability of occurring in any given year, respectively). Therefore, the Proposed Project area would not be flooded during such storm in the future either, when accounting for the highest projected sea level rise by the year 2100.

The FEIS notes that average and extreme temperatures are projected to increase, and extreme temperature events ("heatwaves") are likely to increase in the future as a result of climate change. LIRR finds that appropriate design of track and track infrastructure, as well as current maintenance and operational procedures for track buckling will address the future condition when heatwaves may be more frequent or intense.

Stormwater management practices for the Proposed Project have been designed for the current 100-year storm event. With the potential for substantial increases in the frequency and scale of

downpour events it is possible that these systems may not address the most extreme weather events. However, it would not be practicable to install stormwater management practices sized for these extreme downpours (greater than 100-year storm events) due to the space constraints of the ROW and the limitations presented by municipal and county stormwater management facilities.

Accordingly, LIRR finds that the Proposed Project would be designed to accommodate any reasonably foreseeable storm events that are likely to increase in frequency due to changes in climate, and would, therefore, be consistent with state and federal policies requiring climate change resiliency.

IRREVERSIBLE AND IRRETRIEVABLE COMMITMENT OF RESOURCES

Natural and man-made resources would be expended in the construction and operation of the Proposed Project. These natural resources include the use of land and energy. Man-made resources include the effort required to develop, construct, and operate the Proposed Project; building materials; financial funding; and motor vehicle use. These resources are considered irretrievably committed because it is highly unlikely that they would be used for some other purpose.

The use of land is the most basic of irretrievably committed resources, as the development of the Proposed Project requires the commitment of land for new physical elements such as parking lots. However, the Proposed Project is using land already used for urban development and transportation purposes and, as such, would not be further committing land resources.

The Proposed Project would result in irreversible clearing and grading of vegetation within the LIRR ROW, as well as modification to topography along the ROW and at grade crossings. The loss of vegetation is considered an irreversible commitment of resources as it is unlikely that replacement vegetation would be included in the ROW due to safety concerns. Soil, rock, and trees used to modify the grade of the ROW or grade crossings would be irretrievably committed for the lifetime of the Proposed Project. However, where feasible, replacement vegetation would be provided proximate to the ROW and in front of retaining and sound attenuation walls in order to partially offset this loss of vegetation.

The actual building materials used in the construction of the Proposed Project (wood, steel, concrete, glass, etc.) and energy, in the form of gas and electricity, consumed during the construction and operation of the Proposed Project would also be irretrievably committed to the Proposed Project.

None of these irreversible or irretrievable commitments of resources is considered significant.

UNAVOIDABLE ADVERSE IMPACTS

The Proposed Project would result in several unavoidable adverse impacts. While mitigation measures would be implemented where practical and feasible, unavoidable adverse impacts nonetheless would occur with respect to certain resources and conditions.

As discussed in Chapter 3, "Socioeconomic Conditions," the Proposed Project would require the acquisition of four complete parcels that would require the demolition of commercial structures, and the rededication of this land to transportation use. Nine partial acquisitions, or "strip takings," of commercial property would also be required for the Proposed Project. No residential

properties would be acquired. While the full parcel acquisitions would not result in any significant adverse impacts to land use or community character, the loss of the buildings themselves is considered an unavoidable adverse impact.

As set forth in Chapter 5, “Visual and Aesthetic Resources,” the Proposed Project would result in a change in the visual and aesthetic qualities of the communities through which the Main Line passes. New transportation structures, such as pedestrian overpasses and tiered parking structures, would be constructed and would be visible. Retaining walls supporting the third track and sound attenuation walls would also be visible. It would not be possible to screen visibility from all locations within the Project Corridor. Thus, visibility of project elements would be noticeable and potentially adverse. Visibility of these project elements from designated sensitive receptors was evaluated pursuant to NYSDEC methodology on assessing visual impacts. While none of the impacts were considered significant and adverse per NYSDEC policy, these changes may be considered unavoidable adverse impacts by some who observe them.

As described in Chapter 6, “Historic and Archaeological Resources,” two historic resources listed or eligible for listing on the State and National Register of Historic Places (S/NR) would be removed by the Proposed Project. Mitigation measures, as identified in a Letter of Resolution to be established with the New York State Historic Preservation Office (SHPO), would be implemented to minimize adverse effects, but impacts to or removal of these resources would be unavoidable.

As described in Chapter 7, “Natural Resources,” the Proposed Project would result in the unavoidable removal of vegetation within the LIRR ROW. Since the vegetation does not constitute significant habitat, its loss is not considered significant and adverse, but the loss of the vegetation itself is considered unavoidable. As noted, where feasible, replacement vegetation proximate to the LIRR ROW and in front of retaining and sound attenuation walls would be planted where feasible and practicable.

Most of the adverse impacts associated with the Proposed Project would occur in the construction, rather than the operational, phase, and are discussed in Chapter 13, “Construction Impacts.” Construction activities associated with the Proposed Project would result in temporary short-term impacts that, while not deemed significant, cannot be avoided. Construction of bridge replacement and grade crossing elements would require temporary lane closures and traffic diversions, resulting in temporary adverse impacts to vehicular and pedestrian traffic. Construction activities may result in temporary noise/vibration and air quality impacts to nearby sensitive receptors. Air quality impacts would chiefly be attributable to fugitive dust and diesel engine exhaust. Mitigation measures would be undertaken to control fugitive dust, such as spraying of water on exposed surfaces and covering any stockpiles, and use of newer equipment, diesel particulate filters, low-sulfur diesel fuel, and other emission control technologies would be implemented to reduce diesel engine exhaust, if feasible. Noise/vibration impacts would be mitigated to the extent possible by incorporation of control equipment and best practices.

The FEIS disclosed that the Proposed Project would result in environmental impacts to the natural and human environments, but that none of these impacts would be significant and adverse. In addition, the FEIS identified proposed measures to mitigate, to the extent practicable and feasible, the impacts related to implementation of the Proposed Project. The FEIS indicated that these mitigation measures would become contractual obligations on the part of the design-build contractor whom would be selected to construct the Proposed Project.

ALTERNATIVES

The New York State Environmental Quality Review Act (SEQRA) and its implementing regulations require the consideration of alternatives to the Proposed Project. Part 617.9(5)(v) of SEQRA regulations requires that a FEIS describe and evaluate “the range of reasonable alternatives to the action that are feasible, considering the objectives and capabilities of the project sponsor.” SEQRA also requires analysis of a “No Action” alternative, under which the Proposed Project would not be constructed. In addition to the No Action alternative and the Proposed Project, the FEIS also considered the following two alternatives:

- **Transportation System Management Alternative**—This alternative would include a combination of operational and equipment modifications (e.g., longer trains, extended platforms, bi-level trains, bus service and bus rapid transit, enhanced use of rail sidings, and a combination) in lieu of the Proposed Project.
- **Upgrade Switches and Signals Only Alternative**—This alternative would include upgrading of existing railroad switches and signals to improve rail operation efficiency. No third track would be installed, no station or platform improvements would be implemented, and no changes to the existing grade crossing configurations would be made.

A number of other alternatives to the Proposed Project were considered in the Alternatives Chapter of the FEIS (Chapter 18) but eliminated from further analysis or consideration because they were found to require a greater number of property acquisitions, including the acquisition of residential property, or were otherwise determined to be unreasonable. Those alternatives are (1) the prior Main Line Corridor Improvements Project alternative; (2) North Alignment Only alternative; (3) South Alignment Only alternative; and (4) Elevated New Hyde Park Segment alternative.

Several additional alternatives were suggested during the public Scoping period, including a “Grade Crossing Only Alternative” and an “Implement Other LIRR Capital Projects Only”. These alternatives were determined to not fulfill the purpose and need for the project, which includes the addition of a third track to enhance system reliability and enable intra-Island peak service at times when such service is currently not feasible due to lack of track capacity. Accordingly, they have not been included in this FEIS for further consideration. Based on consideration of all retained alternatives, only the Proposed Project and the Reconfigured Grade Crossings Alternative both met the project Purpose and Need and minimized cost while avoiding the need to acquire residential property. The potential impacts of these two alternatives are similar insofar as neither would result in any long-term significant adverse impacts.

SEQRA Findings

This Findings Statement sets forth LIRR’s conclusions with respect to the potential environmental impacts of the Proposed Project, based on the FEIS approved and filed by the Lead Agency on April 12, 2017. The facts, conclusions, and potential environmental impacts disclosed in the FEIS that form the basis for the agency’s findings and subsequent agency decisions include the Proposed Project’s purpose and need, the ability of the Proposed Project to satisfy that purpose and need, the Proposed Project’s potential to result in environmental impacts as set forth in the analysis contained in the FEIS and supported by the technical appendices to the FEIS, and consideration of public comments received with regard to the Scoping Document and the DEIS.

The Proposed Project would result in two direct environmental impacts that may be categorized as significant and adverse—the demolition of two historic architectural resources (the Nassau Tower and the former Mineola LIRR Electrical Substation), both of which are eligible for listing on the State/National Registers of Historic Places (S/NR-eligible). These two historic structures would be demolished and the site would be redeveloped with station area improvements. Measures to mitigate the adverse impact would be developed in consultation with OPRHP and set forth in a Letter of Resolution (LOR) to be executed among the involved parties

As noted above, significant adverse traffic impacts for the grade crossing configurations denoted as preferred in the FEIS and selected herein that could be generated by the Proposed Project in the 2020 analysis year would occur in the Village of New Hyde Park, the Village of Mineola, the Village of Westbury, and Hicksville. LIRR finds that those impacts could all be mitigated through the implementation of such methods as signal phasing and timing modifications, the installation of four new traffic signals (one in New Hyde Park, two in Mineola and one in Westbury), lane re-striping and intersection channelization modifications, and on-street parking prohibitions at select locations where additional traffic capacity is needed. Similar analyses were completed for the 2040 analysis year with similar results, albeit at a greater number of intersections given the growth in background traffic.

Overall, the Proposed Project would have a beneficial effect throughout the Project Corridor in terms of improved transit service, grade crossing safety, noise and vibration attenuation, and air quality improvement. Further the Proposed Project would meet the project purpose and need, as illustrated by the goals and objectives set forth above.

Based on the reasons and conclusions set forth in the FEIS and its related documents, the LIRR finds that the Proposed Project meets the project purpose and need and satisfies the Proposed Project's goals and objectives. The Proposed Project has been designed to and is expected to achieve these goals and objectives while minimizing the potential for adverse environmental impacts to the extent practicable and feasible.

None of the alternatives to the Proposed Project (No Action; Transportation System Management; Upgrade Switches and Signals Only) would meet the purpose and need of the Proposed Project while minimizing cost and avoiding the need to acquire residential property. Other alternatives considered and dismissed either would not meet the Proposed Project's goals and objectives, or would result in a much higher magnitude of adverse environmental impact.

Certification to Approve/Fund/Undertake

LIRR has considered the relevant environmental impacts, facts and conclusions disclosed in the FEIS and has weighed and balanced relevant environmental impacts with social, economic, and other considerations. Based on the foregoing, LIRR certifies that the requirements of 6 NYCRR Part 617 have been met and, consistent with social, economic, and other essential considerations from among the reasonable alternatives available, the Proposed Project avoids or minimizes adverse environmental impacts to the maximum extent practicable, and that adverse environmental impacts will be avoided or minimized to the maximum extent practicable by incorporating as conditions to the decision those mitigative measures that were identified as practicable in the FEIS.

April 26, 2017

Long Island Rail Road

Signature of Responsible Official
Mark Hoffer
LIRR Vice President, General Counsel, and Secretary

For additional information, contact:

Edward Dumas, Vice President–Market Development & Public Affairs
MTA Long Island Rail Road, MC 1131
Jamaica Station Building
Jamaica, NY 11435

cc: all involved agencies



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	

Date	April 12, 2017
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	4-24-17	X		
2	MTA Board Mtg.	4-26-17	X		

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

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

PURPOSE:

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

DISCUSSION:

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

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

SUB TOTAL:

MNR proposes to award competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	2	\$33,945,700
<ul style="list-style-type: none"> Halmar International LLC \$9,445,500 Ansaldo STS, USA, Inc. \$24,500,200 		

Schedules Requiring Majority Vote NONE

SUB TOTAL: 2 \$33,945,700

MNR presents the following procurement actions for Ratification:

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

Schedules Requiring Majority Vote NONE

SUB TOTAL:
TOTAL: 2 \$33,945,700

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.

APRIL 2017

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

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

(Staff Summaries required for items requiring Board approval)

1. Halmar International LLC \$9,445,500 (not-to-exceed) Staff Summary Attached
Design-Build for the Prospect Hill Bridge Replacement

Approval is requested to award a 20-month competitively solicited and negotiated design-build (DB) contract (RFP process, six proposals received; 3 short-listed) to the firm, Halmar International LLC (Halmar) for the design and construction of the Prospect Hill Road Bridge located over the Harlem Line in the MNR Brewster Yard south of the Southeast train station.

MNR complied with MTA All-Agency Procurement Guidelines and a notice of the Request for Proposal was publicly advertised in the New York State Contract Reporter, New York Post, El Diario and the Daily Challenge and posted on the MNR website. The Selection Committee evaluated six proposals and short-listed three firms. The Committee unanimously determined that Halmar was the best qualified to perform the subject services. Halmar's cost proposal was the lowest of the shortlisted firms. Halmar's negotiated not-to-exceed amount of \$9,445,500 is 3% lower than the Engineer's estimate and is considered fair and reasonable. A responsibility review was conducted and Halmar was found to be a responsible vendor.

Accordingly, it is recommended that the Board approve the selection of Halmar for the design and construction of the replacement of the Prospect Hill Road Bridge. This procurement is to be federally funded and is part of the MTA 2015-2019 Capital Program.

2. Ansaldo STS USA, Inc. \$24,500,200 Staff Summary Attached
Design & Furnish Pre-Wired Signal Houses & Cases from CP-229 (Greenwich, CT) to CP-243 (East Norwalk, CT)

Approval is requested to award a competitively solicited (two proposals received) 56 month contract to Ansaldo STS USA, Inc. to perform application engineering/design prior to fabricating and delivering new pre-wired communications and signal houses and cases. These houses and cases will be located in Connecticut from Greenwich to East Norwalk and will be installed by MNR forces.

The scope of work includes: detailed engineering/design of all hardware, software, and system configuration requirements; manufacturing and delivering signal equipment with software, control panels, computer engineering application package, portable diagnostic test set, training rack, and backup reliability equipment; providing MNR employee training on system servicing and maintenance and

providing on-site field support during MNR's installation of the equipment. Further, these signal houses and cases will be compatible with and necessary to support the future PTC (Positive Train Control) system.

On September 29, 2016, RFP No. 70528 was advertised in the New York State Contract Reporter, the New York Post and the Daily Challenge and posted on the MNR website. In addition, a direct outreach was made by MNR Procurement to prospective contractors. On November 18, 2016, two technical and cost proposals were received from Alstom Signaling ("Alstom"), and Ansaldo STS-USA, Inc. ("Ansaldo").

After considering the proposers' technical capability and price to provide the required services, the Selection Committee unanimously determined that Ansaldo STS USA, Inc. was the best qualified vendor to provide the required services. Additionally, Ansaldo has demonstrated their capability of providing the desired professional and quality services required based upon prior work performed under previous MNR contracts. Ansaldo's price of \$24,500,200 is 9.59% below the in-house estimate. MNR has found Ansaldo's cost proposal to be fair and reasonable for the level of effort anticipated for this project.

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 Chairman/CEO in consultation with the MTA General Counsel.

The Connecticut DOT recommended a 0% goal for subcontracting to Small/Minority Business Enterprises due to the lack of available certified firms in their database to provide the required manufacturing, related services and or other supplies. This procurement is to be funded 100% by the State of Connecticut Department of Transportation.

Staff Summary

Item Number C					
Dept & Dept Head Name: Procurement and 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.	4-24-17	X		
2	MTA Board Mtg.	4-26-17	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President				
X	Sr. V.P. Operations	X	V.P. Finance & IT		
X	V.P. & General Counsel	X	V.P. Capital Programs		

SUMMARY INFORMATION	
Vendor Name Halmar International LLC	Contract Number 10000071252
Description Design-Build for the Prospect Hill Bridge Replacement	
Total Amount \$9,445,500 (not-to-exceed)	
Contract Term (including Options, if any) 20 months	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

Approval is requested to award a 20-month competitively solicited and negotiated design-build (DB) contract (RFP process, 6 proposals received; 3 short-listed) to Halmar International LLC (Halmar) to design and construct the complete replacement of the Prospect Hill Road Bridge located over the Harlem Line in the MNR Brewster Yard south of the Southeast train station.

II. DISCUSSION:

The Prospect Hill Road Bridge (built in 1910) is located at Milepost HA 53.04 of the Harlem Line. The bridge is located approximately 0.16 mile south of MNR's Southeast Train Station. The bridge which is now closed to vehicular traffic carried two lanes of traffic. Its superstructure consists of four spans: Spans 2 and 3 are 105'-6" long and are each carried by two through steel Warren trusses with a height of 9'-3" and 18 inches deep I-section transverse steel floor beams. Spans 1 and 4 are 30 feet long and are each supported by two 42 inches deep built up steel girders, which are laterally supported by 18 inches deep I-section transverse steel floor beams. The existing deck consists of 2-3 inches deep asphalt pavement over 3 inches of wood plank decking. The timber decking is supported by longitudinal timber stringers. The substructure consists of two concrete abutments and two steel piers. A center concrete pier is located between the two through trusses.

The major elements of the Design/Build Prospect Hill Road Bridge include:

- Demolition and removal of bridge, piers, abutments, roadway approaches and clearing and grubbing. Excavation for utility removal and re-installation, and for structural work.
- Construction of new (relocated) utilities including communications, signals, and power.
- Install new abutments, piers, bridge substructure and superstructure, roadway approaches, sidewalk, striping, signage, guide rails, fencing, retaining walls, grading and drainage.
- Establish temporary employee parking lot.
- Site restoration

In July 2016, the Board approved use of the RFP process. A Request for Proposal (RFP), dated November 23, 2016, was prepared and advertised in the New York State Contract Reporter, New York Post, El Dario, Daily Challenge and posted on MNR's website. On January 24, 2017, proposals containing qualifications from six design-build teams were received.

The criteria for selection established in the RFP are as follows:

Staff Summary

1. Demonstrated understanding of the Work Scope requirements, including but not limited to the quality and completeness of the Work Plan and any required submissions.
2. Past experience and performance on similar projects:
 - (a) Design-Build Projects, including experience of the proposers working together as a Design Build Team
 - (b) Bridge Construction Experience.
3. Qualifications and experience of the Design-Build team, including key personnel and Subcontractor/Subconsultant resources, with an emphasis on the demonstrated commitment of the Proposer to provide such resources for the entire life of the project.
4. Confidence level, commitment of relevant resources to the project including the qualifications and experience of key personnel, team qualifications and reliability to perform the Services including Subcontractor Services.
5. Quality and Innovativeness of Design.

The Selection Committee was comprised of members representing MNR's Procurement and Material Management, Capital Engineering, M of W Track & Structures and Construction Management Departments. The Committee evaluated all proposals received in accordance with the selection criteria of the RFP and MNR's procedures. Three firms were shortlisted as a result of the Selection Committee meeting: Halmar International LLC, John Civetta & Sons, Inc. and Defoe Corp. The three short-listed firms submitted technical proposals, including cost. The Committee invited the three shortlisted firms to prepare an oral presentation. Following oral presentations, all three firms were deemed to be technically competent, capable, and compliant with the contract terms and conditions and preliminary design.

Final prices (inclusive of option items) were submitted. Gross sum proposal prices were received in the following amounts: 1) Halmar International LLC at \$9,482,000; 2) John Civetta & Sons, Inc. at \$12,797,262; 3) Defoe Corp. at \$16,229,000. In accordance with the criteria for selection, the Selection Committee unanimously recommended contract award to Halmar. Halmar not only offered the lowest proposal price but proposed viable design alternatives and construction concepts that were deemed to be well engineered, time/labor efficient, and compliant with the intent of the preliminary design. In addition, Halmar agreed to decrease the period of performance by one month and negotiations resulted in the reduced not-to-exceed contract value of \$9,445,500. Halmar has extensive experience with replacement of bridges within MNR's right-of-way, including the replacement of Bridge Street Bridge in Irvington (HU 22.75) & HU 57.53 over Fishkill Creek. Halmar was also the design-builder of MNR's Yankees – E. 153rd Street Station. A responsibility review was conducted and Halmar was found to be a responsible vendor.

III. D/M/WBE INFORMATION:

The MTA Department of Diversity and Civil Rights (DDCR) established 20% DBE goal for this project. Halmar's pre award DBE submittal package is currently under review by DDCR and the contract will not be awarded until DDCR requirements have been satisfied.

IV. IMPACT ON FUNDING:

Board approval is requested in the not-to-exceed amount of \$9,445,500. This procurement is to be federally funded and is part of the MTA 2015- 2019 Capital Program.

V. ALTERNATIVES:

MNR does not have the available in-house staff with both the expertise and capability to perform the required design and construction services as specified

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					
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X	President	X	Sr. V.P. Operations		
X	V.P. Finance & IT		V.P. Planning		
X	V. P. Capital Programs	X	V.P. & General Counsel		

SUMMARY INFORMATION	
Vendor Name Ansaldo STS USA, Inc.	Contract Number 70528
Description New Haven Line Pre-Wired Signal Houses and Cases for CP-229 to CP-243	
Total Amount \$ 24,500,200	
Contract Term (including Options, if any) 56 months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP Bid Other:	
Funding Source <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: CDOT	

Narrative

I. PURPOSE/RECOMMENDATION:

To obtain MTA Board approval to award a contract to Ansaldo STS USA, Inc. to perform application engineering (design) prior to fabricating and delivering 18 new pre-wired communications and signal houses and 33 cases for the New Haven Line from CP-229 to CP-243. The period of performance for this contract is 56 months.

II. DISCUSSION:

This section of the existing wayside signal infrastructure has reached the end of its useful life. MNR has an immediate requirement to retain a vendor to perform application engineering and final design prior to fabricating and delivering new pre-wired signal houses and cases. These houses and cases will be installed by MNR forces at locations between Greenwich and East Norwalk, Connecticut. Further, these signal houses and cases will be compatible with the future PTC system.

The scope of work includes:

- Detailed engineering/design of all hardware, software, and system configuration requirements.
- Manufacturing and delivering signal equipment with software, control panels, computer engineering application package, portable diagnostic test set, training rack, and spare parts.
- Providing MNR employee training on system servicing and maintenance.
- Providing onsite field support during MNR's installation of the equipment.

On September 29, 2016, RFP No. 70528 was advertised in the New York State Contract Reporter, the New York Post and the Daily Challenge and posted on the MNR website. In addition, a direct outreach was made by MNR Procurement to prospective contractors. On November 18, 2016, two technical and cost proposals were received from Alstom Signaling ("Alstom"), and Ansaldo STS-USA; Inc. ("Ansaldo").

The criteria for selection established in the RFP were as follows:

- 1. Technical Capability:** Ability to provide technical services, equipment and systems as required in the RFP, including but not limited to quality and completeness of the required engineering, testing, training and documentation. Requirement to provide applicable licenses.
- 2. Experience:** Identify previous work over the last ten years similar to the requirements of this RFP. Demonstrate qualifications and availability of key personnel, including a commitment that the key resources remain constant throughout the project, including sub consultant/subcontractor services.
- 3. Cost:** Completeness and competitiveness of cost and price submittal.
- 4. Project Plan:** Proposer's demonstrated ability to manage and coordinate the Work in the RFP.

The Selection Committee was comprised of five members representing MNR's Procurement and Material Management and Maintenance of Way Departments. The Committee evaluated the two proposals received in accordance with the selection criteria of the RFP and MNR's procedures. Committee members all agreed that Alstom's proposal was non-responsive to the needs of the RFP. Alstom's proposal was technically noncompliant in significant respects, indicating a lack of understanding of the specific technical requirements of the RFP. For example, Alstom's solution to interfacing with MNR's recently installed signal system on the west end of the project requires MNR to remove a portion of its newly installed redundant fiber optic based system and to install over a mile of non-redundant copper signal cable that is not being provided in this project. This would be a significant extra cost to MNR. In addition, Alstom's proposal requires MNR to add relays at the newly installed signal location of the proposed interface where the goal of this project is to reduce the number of vital relays to cut down on maintenance costs associated with the regular FRA testing required when using relays. Alstom also stated that they were not going to be responsible for design changes at the existing signal location to make the interface work even though the contract specifications required the signal vendor to handle all aspects of the interface design.

Overall, the Alstom proposal was vague, generic, poorly written and made references to performing work at locations that were not part of the geographic scope of work. It was also discovered that while Alstom stated in their proposal that the application engineer (who was a key person on the design team) was going to be guided by two other Alstom employees (who had experience working on MNR signal systems), both of those employees had left the company prior to the submission of the Alstom proposal. In addition, there have been recent performance issues on other MNR signal projects previously awarded to Alstom, which require resolution before MNR can endorse further awards to Alstom for such work. The initial cost submitted by Alstom was very low, but so low – at 50% of the independent Engineer's Estimate – as to reinforce the conclusion that Alstom failed to adequately account for all of equipment and engineering that will be required to successfully perform the work. Based on all of the above factors, the Committee chose not to short-list Alstom as all committee members concluded that Alstom failed to demonstrate that it could perform the work as set forth in the technical requirements. As a result of the aforementioned, the committee chose not to bring Alstom in for a short-list presentation.

The Committee unanimously selected Ansaldo STS USA, Inc. (Ansaldo) as the recommended firm to perform the subject work. The Committee felt that Ansaldo had submitted an excellent and compliant proposal which demonstrated that they had the required technical ability and good experience doing this type of work. In addition, Ansaldo presented a detailed and organized project plan and their price of \$24,500,200 was 9.59% below the engineer's estimate.

MNR completed a Responsibility review of Ansaldo in connection with this award recommendation. In connection with the review of the Contractor's responsibility pursuant to the All-Agency Responsibility

Staff Summary

Guidelines, the Contractor 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.

III. CONNECTICUT STATE FUNDED SBE/MBE SUBCONTRACTING REQUIREMENTS:

The Connecticut DOT recommended a 0% goal for subcontracting to Small/Minority Business Enterprises due to the lack of available certified firms in their database to provide the required manufacturing, related services and or other supplies.

IV. IMPACT ON FUNDING:

At this time, Board approval is requested in the amount of \$24,500,200. As noted above, this project is 100% funded by ConnDOT.

V. ALTERNATIVES:

MNR and ConnDOT do not have the available in-house staff with both the expertise and experience to complete the full spectrum of design, engineering, and fabrication of this signal system.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

April 26, 2017

Staff Summary



Subject : Request for Authorization to Award Various Procurements						Date April 26, 2017			
Department Procurement & Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement & Logistics Officer									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	04.24.17				1	President		4/18/17
2	MTA Board	04.26.17				2	Exec. Vice President		4/13/17

PURPOSE:

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

DISCUSSION:

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

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

LIRR proposes to award Competitive Procurements in the following categories:

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

Schedules Requiring Two-Thirds Vote

Schedule B: Competitive Requests for Proposals

	2	\$TBD
SUBTOTAL	2	

LIRR proposes to award Ratifications in the following categories:

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

<u>TOTAL:</u>	<u>2</u>	<u>\$TBD</u>
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BUDGET IMPACT:

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

RECOMMENDATION:

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

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

Staff Summary



Page 1 of 2

Item Number: 1					
Dept/Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date:  4/11/17					
Division/Division Head Name: Ch Eng'r, Sp. Projs, Afshin Hezarkhani					
Division Head Signature & Date:  4/11/17					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee				
2	MTA Board				
Internal Approvals					
Order	Approval	Order	Approval		
1	President 	4	Sr. VP/Engineering 		
2	Executive VP 	5	VP CFO 		
3	Sr. VP/Operations 	6	VP, General Counsel / Sec'y 		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	6261
Description	
Penn Station Critical Improvements – Design / Build	
Total Amount	
\$TBD	
Contract Term (including Options, if any)	
TBD	
Options(s) included in Total Amount: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build construction contract for the Penn Station Improvements project. A 30% design is being completed by the LIRR's Design Consultant.

The purpose of this Project is to widen Penn Station's "33rd Street Corridor" on the LIRR level, and enhance and rehabilitate the LIRR's portion of Penn Station. The areas to be renovated include the 33rd Street Corridor; the Main Gate ticketing and waiting area near 7th Avenue, the Central Concourse half way between 7th and 8th Avenues, and the Exit Concourse nearest to 8th Avenue. The Project improvements are intended to bring immediate pedestrian flow relief to customers that travel through the LIRR Level of Penn Station, including NYCT customers, to create smooth, seamless, safe, and efficient trips for the MTA customers. The interface between the 33rd Street Corridor and the 7th and 8th Ave subway stations, and the areas immediately within the stations that directly link to the platform, will receive new wayfinding, lighting, ceilings, and complimentary architecture and finishes. The wayfinding improvements will expedite transitions between railroad platforms and subway platforms through modern dynamic and static signage. Digital ceilings and digital walls will be added to the 33rd Street Corridor to provide train information, advertising, and ambiance, to enhance the customer experience. Train boards will be relocated, the main ticket office will be reconfigured, the rest rooms will be renovated, and the HVAC will be modified.

Staff Summary



II. DISCUSSION

The LIRR section of PSNY is one of the nation's busiest train stations, accommodating over 225,000 daily trips on more than 450 daily trains – and more than 33,000 arriving customers in the peak hour – within its platforms, concourses, and exits. LIRR customer volume is the majority of the total volume of customers handled in PSNY by all railroads. LIRR customers also make heavy use of the adjacent NYCT subway stations to complete their journeys to and from workplaces or other destinations. Half of the LIRR daily customers enter or leave the railroad station via the busy NYCT 7th Ave Station, or 8th Ave Station, accommodating over 185,000, and 171,000 weekday customers, respectively. To further put LIRR's contributions to regional travel in context, the LIRR annual customer volume is over 87 million trips. Moreover, MTA is planning to introduce Metro-North Railroad (MNR) service to Penn Station soon after LIRR's East Side Access program is completed. The LIRR Concourse system is insufficient to meet current and projected commuter demand. Pedestrian circulation is congested, particularly at rush hours. Corridor widths are suboptimal to accommodate smooth pedestrian flow, sightlines are compromised, and wayfinding signage is poorly deployed. Station and train information is displayed in a manner that causes crowding and hampers pedestrian flow. In addition, the last major refurbishment of the concourse system was completed over twenty-three years ago, so that much of the facility, including systems, lighting and finishes have exceeded their useful life.

Use of the Design/Build RFP procurement method will permit an earlier commencement and completion of the project resulting in cost and time savings benefits by allowing construction work to start prior to completion of final design and incentivizing the Design/Builder in proposing alternative construction methods that provide additional benefits and savings.

III. D/M/WBE INFORMATION

15%MBE and 15%WBE participation goals have been assigned to this Contract by the MTA Department of Diversity and Civil Rights.

IV. IMPACT ON FUNDING

Funding for the third party Design/Build construction of the LIRR's Penn Station facility is included in LIRR's 2015 – 2019 Capital Plan.

V. ALTERNATIVES

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

Staff Summary



Page 1 of 2

Item Number:					
Dept/Dept Head Name: Procurement & Logistics, Dennis Mahon					
Department Head Signature & Date <i>[Signature]</i>					
Division/Division Head Name: Program Management, Paul Dietlin					
Division Head Signature & Date <i>[Signature]</i> 4/18/17					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee				
2	MTA Board				
Internal Approvals					
Order	Approval	Order	Approval		
1	President <i>[Signature]</i>	4	Sr. VP-Engineering <i>[Signature]</i>		
2	Executive VP <i>[Signature]</i>	5	VP-CFO <i>[Signature]</i>		
3	Sr. VP-Operations <i>[Signature]</i>	6	VP-General Counsel and Secretary <i>[Signature]</i>		

SUMMARY INFORMATION	
Vendor Name	Contract Number
TBD	TBD
Description	
Request to use the RFP Process – Various Contracts	
Total Amount	
\$TBD	
Contract Term (including Options, if any)	
TBD-Month	
Options(s) included in Total Amount: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative:

I. PURPOSE/RECOMMENDATION

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Request for Proposal (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a Design/Build construction contract for various station enhancement projects.

The purpose of this Project is to enhance the customer experience at LIRR stations by providing innovative architectural designs, and state of the art technology and amenities while restoring the overall station environment to an inviting and safe space for customers. Several of the enhancements and amenities including: revitalizing station buildings with vibrant colors and local appeal, interactive information kiosks with public Wi-Fi providing local and regional information, clearly defined station wayfinding signage, aesthetically pleasing platform waiting rooms and shelters with on-demand heating units, charging stations, benches, public art under MTA Arts-for-Transit, security cameras throughout platforms and surrounding station buildings, and customer accessible help points along each platform.

II. BACKGROUND & DISCUSSION

The MTA has been challenged to utilize alternative procurement methods to deliver capital projects more quickly and efficiently, yet at the highest standards. The stations listed below have been identified as ideal candidates for the Design/Build methodology, which allow for quality construction with a significant degree of speed. It is the objective of this project to provide visionary design with local community outreach while minimally impacting the customer during construction. In order to ensure the selection of a contractor with the necessary experience and expertise, it is in the public's interest to use the RFP process to properly evaluate the technical capabilities of prospective proposers. The Contractors will be selected based on an evaluation of technical capabilities, past performance, organization resources and cost. An additional advantage of utilizing a Design/Builder is that they are able to offer a different perspective of design alternatives and materials that can maximize schedule and cost efficiencies. The LIRR is in the process of determining how the various elements of work to be performed at the below stations may best be accomplished (this may entail assigning certain work to the third party design-builder and assigning other work to MTA Mentor firms and/or LIRR Forces). A prior Staff Summary, which included the originally selected five stations (Bayside, Stewart Manor, East Hampton, Port Jefferson, and Wyandanch), was funded and approved to utilize the competitive Request for Proposal (RFP) process for Design/Build services in

Staff Summary



Long Island Rail Road

Page 2 of 2

July 2016. The additional twelve stations listed below brings the total count of Enhancement Stations to seventeen (17). These stations are:

Baldwin, Bellmore, Brentwood, Deer Park, Farmingdale, Great Neck, Merrick, Northport, Ronkonkoma, Stony Brook, Syosset and Valley Stream.

The projects will consist of station enhancements that will improve the appearance and public perception of the selected stations. The LIRR has already retained a design firm who will provide a best value analysis and risk assessment.

III. D/M/WBE INFORMATION

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

IV. IMPACT ON FUNDING

These procurements are included in LIRR's proposed Capital Plan amendment and no contracts will be awarded until the plan is approved.

V. ALTERNATIVES

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



Bridges and Tunnels

Procurements April 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	04/06/2017
Vendor Name	
Contract Number	
Contract Manager Name	
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	04/06/17			
2	MTA B&T Committee	04/24/17			
3	MTA Board	04/26/17			

Internal Approvals			
Order	Approval	Order	Approval
	President		VP Operations
	Executive Vice President		VP & Chief Engineer
	SVP & General Counsel		VP & Chief Procurement Officer <i>CM</i>
	VP & Chief Financial Officer <i>AF</i>		

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer		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:

Schedules Requiring Majority Vote:	# of Actions	\$ Amount
Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts	1	\$ 7.000M

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

Schedules Requiring Majority Vote:	# of Actions	\$ Amount
Schedule F: Personal Service Contracts	1	\$ 3.440M
Schedule H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts	3	\$154.245M
Schedule I: Modifications to Purchase and Public Works Contracts	5	\$ 25.990M

SUBTOTAL	10	\$190.675M
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MTA B&T presents the following procurement actions for Ratification: None

TOTAL	10	\$190.675M
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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 NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
APRIL 2017

MTA BRIDGES & TUNNELS

Procurements Requiring Majority Vote:

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

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

- | | | |
|-------------------------------|------------------------|--------------------------------------|
| 1. City of New York | \$ 7,000,000.00 | <u>Staff Summary Attached</u> |
| Contract No. MOU-08-33 | | |

10yr, Contract- Non-Competitive Other

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to increase funding under this non-competitive personal service agreement to provide Traffic Enforcement Agents (TEA's) to control traffic on City streets adjacent to construction projects for B&T facilities on an as-needed basis.

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

Item Number: 1 (Final)

Vendor Name (& Location) City of New York, New York, NY		Contract Number MOU-08-33	AWO/Modification #
Description Agreement with the City of New York to provide Traffic Enforcement Agents for Traffic Control for all Authority Facilities on an As-Needed Basis		Original Amount: \$1,000,000	
Contract Term (including Options, if any) May 22, 2009 – May 21, 2019, Ten (10) years		Prior Modifications: \$4,500,000	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		Prior Budgetary Increases: N/A	
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive		Current Amount: \$5,500,000	
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Memorandum of Understanding		This Request: \$7,000,000	
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount: 127.3%	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of Modifications (including This Request) to Original Amount: 1250.0%	

Discussion:

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to increase funding under this non-competitive personal service agreement with the City of New York (City) acting by and through the New York City Police Department (NYPD), which was awarded in accordance with Public Authorities Law Section 2879(3)(b)(i), to provide Traffic Enforcement Agents (TEAs) to control traffic on City streets adjacent to construction projects for B&T facilities on an as-needed basis in the not to exceed amount of \$7,000,000.

B&T requires the services of TEAs to properly maintain the flow of traffic on adjacent City streets on an as-needed basis during construction activities at its facilities. TEAs are legally authorized to control traffic and are available to assist motorists in negotiating temporary detours. Through March 2017, TEA service commitments have been made totaling in excess of \$5.0M for construction projects, primarily at the Queens Midtown Tunnel (QMT) and the Robert F. Kennedy Bridge (RFK), as well as other B&T facilities. The additional \$7M requested will provide funding during the extended duration of the Agreement for ongoing and future capital construction project requirements primarily at the QMT, RFK, Verrazano-Narrows Bridge and for other major maintenance related work. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

Reimbursement to the City shall be based on actual costs incurred in accordance with the Memorandum of Understanding and the additional \$7,000,000 under the prospective amendment is considered fair and reasonable. Funding is available in the 2015-2019 Capital Program under Project AW-85 and the Major Maintenance Budget.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
APRIL 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. Ammann & Whitney/
WSP Parsons Brinckerhoff JV
Contract No. PSC-16-2996 | \$ 3,439,915.00 | <u>Staff Summary Attached</u> |
|--|------------------------|--------------------------------------|

2yr, 9mo. Contract- Competitive RFP

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Design and Construction Support Services for Project RK-19/RK-70 Wind Retrofits and Miscellaneous Structural Repairs at the Robert F. Kennedy Bridge.

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)

- | | | |
|---|--------------------------|--------------------------------------|
| 1. Conduent, Inc.
Contract No. PSC-05-2741 | \$ 150,730,274.00 | <u>Staff Summary Attached</u> |
|---|--------------------------|--------------------------------------|

13yr. Contract- Competitive RFP

B&T is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to amend Personal Service Contract No. PSC-05-2741 to support the implementation of cashless Open Road Tolling (ORT) at six (6) remaining B&T Toll Facilities.

- | | | |
|---|------------------------|--------------------------------------|
| 2. WSP Sells/ HNTB JV
Contract No. PSC-11-2865 | \$ 2,690,499.31 | <u>Staff Summary Attached</u> |
|---|------------------------|--------------------------------------|

7yr., 6mo. Contract- Competitive RFP

B&T is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to amend personal service Contract No. PSC-11-2865 in order to add funding for design and construction support services for Project RK-65A, Bronx Plaza Structure Rehabilitation.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
APRIL 2017

3. **Parsons/GPI** \$ 824,042.78 Staff Summary Attached
Contract No. PSC-14-2956

3yr., 7mo. Contract- Competitive RFP

B&T is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to amend personal service Contract No. PSC-14-2956 in order to add funding for design and construction support services for Project RK-23A, Reconstruction and Rehabilitation of the 125th Street Manhattan Approach Ramps to the RFK Bridge.

I: Modifications to Purchase and 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. **Tutor Perini Corp.** \$ 13,725,000.00 Staff Summary Attached
Contract No. VN-80B

5yr. Contract- Competitive Bid

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to amend a public works contract for the necessary civil, structural and electrical infrastructure construction work for the second phase (Phase 2) 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.

2. **DeFoe Corp.** \$ 6,042,780.00 Staff Summary Attached
Contract No. RK-23A

3yr. Contract- Competitive Bid

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to amend a public works contract for the necessary civil, structural and electrical infrastructure for Open Road Tolling (ORT) at the Manhattan approach to the Robert F. Kennedy Bridge.

3. **Tully Construction Co., Inc.** \$ 4,241,583.00 Staff Summary Attached
Contract No. BB-28S

3yr., 3mo. Contract- Competitive RFP

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract BB-28S for: (i) revisions to Project BB-54, Rehabilitation of the Brooklyn Plaza to align with the implementation of open road tolling (ORT) and the demolition of the toll booths; (ii) furnish and install structural foundations and anchors for the upcoming architectural enhancements of the plazas and ORT gantries; (iii) ratify the authorization for the procurement of fabricated long lead time materials associated with the

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
APRIL 2017

architectural fabrications and structural steel for the Morris Street Pedestrian Overpass (MSPO) and (iv) perform tunnel transition zone waterproofing at the Manhattan Blower Building (MBB), Brooklyn Ventilation Building (BVB) and at Woodhull Street.

- | | | | |
|----|--|------------------------|--------------------------------------|
| 4. | John P. Picone, Inc.
Contract No. CB-99S/MP-03S | \$ 1,184,000.00 | <u>Staff Summary Attached</u> |
|----|--|------------------------|--------------------------------------|

2yr., 3mo. Contract- Competitive RFP

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to amend a public works Contract No. CB-99S/MP-03S, Design/Build Services for Replacement of Electrical and Mechanical Equipment at Marine Parkway (MPB) and Cross Bay Bridge (CBB) Facilities for necessary re-design and additional installation work.

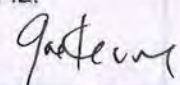
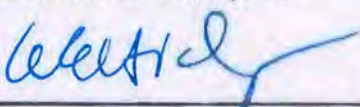
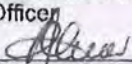
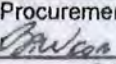
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|----|---|----------------------|--------------------------------------|
| 5. | El Sol Contracting and
Construction Corp./ El
Sol Ltd. Enterprises, JV
Contract No. VN-80C/VN-35 | \$ 796,439.06 | <u>Staff Summary Attached</u> |
|----|---|----------------------|--------------------------------------|

3yr., 6mo. 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-80C/VN-35 for interim reconciliation of contract items and additional new items of work.

Staff Summary

Page 1 of 2

Item Number 1 (Final)					
Dept & Dept Head Name: Engineering & Construction Department, Joe Keane, P.E. 					
Division & Division Head Name: Engineering & Construction Department, Walter Hickey, P.E. 					
Board Reviews					
Order	To	Date	Approved	Info	Other
1	President	4/6/17			
2	MTA B&T Committee	4/24/17			
3	MTA Board	4/26/17			
Internal Approvals					
Order	Approval	Order	Approval		
1	Chief Financial Officer 	4	Executive Vice President		
2	General Counsel	5	President		
3	Chief Procurement Officer 				

SUMMARY INFORMATION	
Vendor Name Amman & Whitney and WSP Parsons Brinckerhoff JV	Contract Number PSC-16-2996
Description: Design and Construction Support Services for Project RK-19/RK-70 Wind Retrofits and Miscellaneous Structural Repairs at the Robert F. Kennedy Bridge	
Total Amount \$3,439,915.00	
Contract Term (including Options, if any) Two (2) Years, Three (3) months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Design and Construction Support Services for Project RK-19/RK-70 Wind Retrofits and Miscellaneous Structural Repairs at the Robert F. Kennedy Bridge to Ammann & Whitney and WSP|Parsons Brinckerhoff JV (A&W and WSP|PB) in the agreed amount of \$3,439,915.00 for a duration of two (2) years and three (3) months.

II. DISCUSSION

B&T requires the services of an engineering consultant firm to provide professional engineering services and expertise to assist B&T in increasing the aerodynamic stability of the East River suspension spans through the replacement of the median barrier and existing solid roadway side barriers with open side barriers that will be tested and certified to meet TL-5 service level. The engineering consultant will evaluate the suspension span structure for future sidewalk widening and moveable work platform (traveler) installation that will require additional testing to ensure aerodynamic stability. The Consultant will analyze primary members of RFK Bridge superstructure and substructure for HS-25 loading and specified permit truck loads, and provide design details to strengthen the bridge structures accordingly. In addition, the Consultant shall prepare structural retrofit repair details, as well as explore the feasibility of minimizing the number of transverse roadway joints of the orthotropic deck on the suspension bridge.

The service requirements were publicly advertised. Four (4) firms submitted qualification information for review and evaluation by the selection committee and three of these firms were chosen to receive the Request For Proposal (RFP) based on a review of those qualifications. All three firms submitted proposals: A&W and WSP|PB (\$3,458,058.00); Parsons Transportation Group of New York (\$3,328,050.32); and TY Lin International & Thornton Tomasetti (\$4,491,327.00). The

Staff Summary

proposals were evaluated against established criteria set forth in the RFP, including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. Based on the review of all submittals and its consideration of proposed costs, the Authority Selection Committee unanimously recommended A&W and WSP|PB.

The selection committee recommended that negotiations be conducted with A&W and WSP|PB. While all the proposers were technically qualified, A&W and WSP|PB submitted a proposal that was very close in terms of effort and cost to the Engineer's Estimate, was close to the lowest proposed cost and demonstrated superior understanding of RFP requirements and relevant recent experience. The Committee's recommendation is based on the following:

- A&W and WSP|PB's team member(s) demonstrated experience performing design and construction support for prototype repairs similar to those specified in the RFP.
- Demonstrated experience in collection and analyzing weigh in motion (WIM) data.
- A&W and WSP|PB has ample qualified staff to complete the work within the aggressive design and testing schedule.
- A&W and WSP|PB recent completion of the biennial bridge inspection at the RFK Bridge under the new FHWA requirements.
- A&W and WSP|PB demonstrated the most comprehensive understanding of the technical requirements, including the impact of this work to existing electrical and mechanical utilities.

A&W and WSP|PB submitted a cost proposal in the amount of \$3,458,058.00. The negotiated amount of \$3,439,915.00 is 0.9% above the Engineer's Estimate of \$3,408,000.00 and is deemed to be fair and reasonable. The total contract amount includes an allowance of \$1,250,000. Services for the allowance are: (i) services of an approved testing facility to crash test the proposed open side barrier and median barrier developed for the existing orthotropic deck; (ii) confirm the minimum TL-4 service level or potential TL-5 service level for the proposed barriers; (iii) wind tunnel testing the final configuration of the open side barrier, median barrier and potential stiffening truss modifications; (iv) confirm the minimum flutter speed as outlined in the wind climate study. These services will be provided via work orders on an as-needed basis.

In connection with a previous contract awarded to the Consultant, WSP|Parsons Brinckerhoff 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 25, 2008. No new SAI has been found relating to the consultant and WSP|PB has been found to be responsible.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights has established goals of 11.39% MBE and 11.53 % WBE for this contract. A&W and WSP|PB have achieved their M/WBE goals on previous MTA contracts.

IV. IMPACT ON FUNDING

Funding is available in the 2015-2019 Capital Program under Project RK-19 for \$2,425,573.00 and RK-70 for \$1,014,342.00.

V. ALTERNATIVES

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

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

Item Number: 2 (Final)

Vendor Name (& Location) Conduent State and Local Solutions, Inc.(Conduent)		Contract Number PSC-05-2741	AWO/Modification
Description E-ZPass New York Customer Service Center Services		Original Amount:	\$184,000,000
Contract Term (including Options, if any) September 27, 2007– September 26, 2020		Prior Modifications:	\$159,478,359
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		Prior Budgetary Increases:	\$0.00
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount:	\$343,478,359
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request:	\$150,730,274
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		% of This Request to Current Amount:	34%
Requesting Dept./Div. & Dept./Div Head Name: Revenue Management, AVP/Controller, Angelo Cerbone		% of Modifications (including This Request) to Original Amount:	183%

PURPOSE

MTA Bridges and Tunnels (B&T) is seeking Board approval under the All Agency Service Contract Procurement Guidelines to amend Personal Service Contract No. PSC-05-2741 with Conduent State and Local Solutions, Inc. (formerly known as Xerox) for additional work in the not-to-exceed amount of \$150,730,274 to support the implementation of cashless Open Road Tolling (ORT) at the six (6) remaining B&T Toll Facilities. This contract was competitively awarded to Conduent in September 2007 in the amount of \$184,000,000 for a duration of ten years to provide customer service center services for E-ZPass customers. In May 2016, the Board approved a three-year renewal option to extend the contract through September 2020.

DISCUSSION

In September 2007 pursuant to a competitively procured joint solicitation, B&T, NYSTA and PANYNJ (together the NYCSC agencies) each executed contracts with Conduent to operate a single E-ZPass New York Customer Service Center (NYCSC) that would provide services to customers of all the NYCSC agencies. The Contract was for an initial period of ten (10) years with one three-year option to renew. Today, the NYCSC manages over five million active E-ZPass accounts, processes over 800 million toll transactions, collects over 38 million payments, receives over ten million telephone calls and handles over one million pieces of correspondence on an annual basis for all three agencies. B&T accounts for approximately 60% of the volume for all of these categories. Since the Board approved the original contract, nine amendments have been issued including an amendment to add cashless Open Road Tolling (ORT) to the contract for three (3) facilities. The NYCSC agencies are in the process of preparing a joint Request for Proposal to procure a new contract for these services.

As part of the New York Crossings initiatives, B&T intends to implement cashless ORT at all toll facilities by the end of 2017. Currently, B&T has ORT operating at three facilities (Henry Hudson Bridge, Hugh L. Carey Tunnel and the Queens-Midtown Tunnel) and processes over 5.8 million Tolls by Mail transactions per year. Funding was added to the contract for these facilities under a prior amendment. With the implementation of cashless ORT at the remaining six facilities, Tolls by Mail transactions are expected to increase to as many as 39 million transactions per year. An additional \$150,730,274 is required to fund Conduent's implementation and operation of the ORT programs at the six (6) facilities until the end of the contract. This cost includes: (i) the modification of the existing NYCSC to accommodate an additional 43 workstations; (ii) the build-out of a new CSC facility in upstate New York for cashless ORT CSC services to accommodate up to 270 workstations; (iii) call center, image review, and correspondence processing labor; (iv) postage, production and supplies for mailing toll bills and violation notices; and (v) DMV name/address acquisition costs.

As a result of negotiations, Conduent has agreed to restructure its pricing for the cashless ORT operation, negotiated in the prior amendment, which will reduce current prices by 17% to 19%. It is anticipated that these price reductions will save B&T over \$30 million over the remaining contract term. B&T's estimated cost for the additional services will not exceed \$150,730,274 (\$42 million for ORT account maintenance; \$42 million for Tolls by Mail Bills and violation notices; \$38 million for image review/Optical Character Recognition (OCR) of license plate images; \$18 million for DMV name/address acquisition costs; \$6 million for facility build-out; and \$5 million allowance for future needs).

IMPACT ON FUNDING

The not-to-exceed amount of this contract change is \$150,730,274. The negotiation rates in the proposed amendment are lower than those in the current contract and are considered fair and reasonable. Funding is available in the operating budget under General Ledger No.711413.

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

Item Number: 3 (Final)

Vendor Name (& Location) WSP Sells/HNTB JV., Briarcliff Manor, NY		Contract Number PSC-11-2865	AWO/Modification#
Description Design and Construction Support Services for Bronx Plaza Structure Rehabilitation and Interim Rehabilitation of the Manhattan Plaza at the RFK Bridge			
Contract Term (including Options, if any) December 30, 2011–June 29, 2019		Original Amount: \$10,428,880.09	
Option(s) included in Total Amount <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications: \$8,413,635.58	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases: \$0.00	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		Current Amount: \$18,842,515.67	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request: \$2,690,499.31	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount: 14.3%	
		% of Modifications (including This Request) to Original Amount: 106.5%	

Discussion:

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to amend this Contract with WSP Sells/HNTB JV. (W/H) to add funding for design and construction support services (CSS) for Project RK-65A, Bronx Plaza Structure Rehabilitation in the amount of \$2,690,499.31.

In December 2011 pursuant to Board approval the subject contract was awarded to W/H for Design and Construction Support Services for Bronx Plaza Structure Rehabilitation and Interim Rehabilitation of the Manhattan Plaza at the RFK Bridge. At that time, B&T informed the Board that future requests for CSS funding would be submitted once the construction scope had been finalized. Under previous amendments, funds were added to the Contract for additional design services and construction support services totaling \$8,413,635.58.

Subsequently, issues were encountered that require additional effort from W/H, which include: (i) additional analyses and design services as a result of differing field conditions and (ii) additional design and CSS required for plaza reconfiguration as a result of open road tolling (ORT) implementation.

W/H submitted an initial proposal totaling \$2,672,341.48. Based on an analysis of the remaining work and the anticipated level of effort required, W/H submitted a revised proposal in the amount of \$2,340,499.31 which is 4.25% below the Engineer's estimate of \$2,440,000 and is fair and reasonable. The Engineer also deems it prudent to include an allowance for unanticipated changes in the amount of \$350,000.

This increase to the Contract will be funded via 2015-2019 Capital Program D703/RK63/D03970 - \$2,340,499.31 and 2010-2014 Capital Program D602/RK65/D03006 - \$350,000.

Parsons Brinckerhoff, Inc. is a wholly owned subsidiary of WSP. In connection with a previous contract awarded to the Consultant, Parsons Brinckerhoff, 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 Brinckerhoff, Inc., and likewise WSP, has been found to be responsible.

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

Item Number: 4 (Final)

Vendor Name (& Location) Parsons GPI RK23A JV, Babylon, NY	Contract Number PSC-14-2956	AWO/Modification#
Description Construction Administration and Inspection Services for Project RK-23A, Reconstruction and Rehabilitation of the 125 th Street Manhattan Approach Ramps to the RFK Bridge		
Contract Term (including Options, if any) December 19, 2014–July 18, 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:		
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		
Original Amount:		\$ 6,827,695.06
Prior Modifications:		\$2,885.31
Prior Budgetary Increases:		\$0.00
Current Amount:		\$6,830,580.37
This Request:		\$824,042.78
% of This Request to Current Amount:		12.06%
% of Modifications (including This Request) to Original Amount:		12.11%

Discussion:

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to amend Contract PSC-14-2956, Construction Administration and Inspection Services for Project RK-23A, Reconstruction and Rehabilitation of the 125th Street Manhattan Approach Ramps to the RFK Bridge with Parsons GPI RK23A JV (PTG/GPI) for additional construction administration and inspection services for Projects RK-63, RK-65B and RK-23A for Open Road Tolling (ORT) infrastructure at the Manhattan Plaza, including interim deck replacement and existing tollbooth removal, in the agreed amount of \$824,042.78 and for a time extension of five months.

This Contract was awarded to PTG/GPI on a competitive basis and pursuant to Board approval in December 2014 in the amount of \$6,827,695.06 and for a duration of three years, seven months.

As part of the New York Crossings Initiative, B&T is embarking on full implementation of cashless, all-electronic ORT at all B&T facilities by the end of 2017. This initiative necessitates additional administration and inspection efforts to support ORT infrastructure installation at the Manhattan Plaza of the RFK Bridge, full depth Phase I deck replacement at the vicinity of the ORT tolling zone, removal of existing toll booths, and FDR Ramp median barrier restoration repairs.

B&T accepted the PTG/GPI proposal in the amount of \$824,042.78, which is 2.1% below the Engineer's estimate of \$841,333.00 and is fair and reasonable.

This increase to the Contract will be funded via the 2010-2014 Capital Program D601RK23/D02687 - \$136,650.02, and 2015-2019 Capital Program D703RK63/D03967 - \$131,471.69 and D702RK65/D03656 - \$555,921.07.

Parsons GPI RK23A JV is a joint venture of Greenman-Pedersen, Inc. and Parsons Transportation Group. Greenman-Pedersen, Inc. was found to be responsible notwithstanding significant adverse information (SAI) pursuant to the All-Agency Responsibility Guideline and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in December 2014. Parsons Transportation Group and Parsons GPI RK23A JV were found to be responsible pursuant to the All-Agency Responsibility Guidelines.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 5 (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:	32,210,694.71
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:	\$267,938,694.71
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$13,725,000.00
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:	5.1%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	19.5%

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 second phase (Phase 2) 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 \$13,725,000.00.

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 seventh roadway lane for bus and high occupancy vehicle use.

As part of the New York Crossings initiative B&T is embarking on full implementation of cashless all-electronic ORT at Authority facilities which requires necessary civil, structural and electrical infrastructure construction work to install ORT gantries. These gantries will be outfitted with E-ZPass tag readers and cameras, which will be provided under a separate contract along with related software and integration services. Additionally, portions of the steel reinforced concrete roadway will be replaced to avoid interfering with ORT functionality and to maintain the roadway in a state of good repair, and the tollbooths will be demolished to create 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 several phases. Phase I, which was awarded in March 2017 subsequent to Board approval in an amount of \$23,500,000, entailed 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.

The proposed amendment for Phase 2 work includes electrical work, roadway restoration, tollbooth demolition, final striping and permanent signage to enable ORT to go live, and the construction of two additional gantries for the Vehicle Occupancy Detection System (VODS) required for enforcing the Staten Island Car Pool Plan.

TPC proposed a cost of \$15,669,380.34 for Phase 2 work. The Engineer's estimate is \$13,576,058.92. Negotiations resulted in B&T and TPC agreeing to the amount of \$13,725,000.00 for the Phase 2 work. The agreed upon amount of \$13,725,000 is 1.1% above the Engineer's estimate. Based on comparison to the estimate, the negotiated amount of \$13,725,000 is considered fair and reasonable.

Phase 3 ORT work is currently in design development, and will include civil, architectural, electrical and other related ORT integration work which will be addressed and submitted to the Board in a subsequent procurement action.

Funding for the proposed ORT infrastructure and civil work for Phase 2 at the VNB in the amount of \$13,725,000.00 is available in the 2015-2019 Capital Program (Project D702/RK65). 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 of funding ORT initiatives through a combination of efficiencies generated from other projects including eliminating planned 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.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 6 (Final)

Vendor Name (& Location) DeFoe Corp., Mount Vernon, NY		Contract Number RK-23A	AWO/Modification
Description Reconstruction and Rehabilitation of the 125 th Street Manhattan Approach Ramps to the RFK Bridge			
Contract Term (including Options, if any) December 22, 2014 – December 21, 2017		Original Amount:	\$68,300,000.70
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications:	\$23,851,660.01
Procurement <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:	\$92,151,660.71
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request:	\$6,042,780.00
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount:	6.6%
		% of Modifications (including This Request) to Original Amount:	43.8%

Discussion:

B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract RK-23A, with DeFoe Corp. (DeFoe) for the required civil, structural and electrical infrastructure for Open Road Tolling (ORT) at the Manhattan approach to the Robert F. Kennedy Bridge in the negotiated amount of \$6,042,780.00.

The Contract was awarded to DeFoe in December 2014 in the amount of \$68,300,000.70 (inclusive of an incentive totaling \$1,165,440.00) subsequent to a competitive sealed bid process. The Scope of Work required replacing the on and off-bound ramps from 125th Street in Manhattan to the RFK Bridge, inclusive of maintenance and protection of traffic and incidental lead abatement. Previous amendments totaling \$23,051,660.01 have been issued to compensate the Contractor for changed field conditions and to add the initial phase of construction (Phase 1) for implementation of ORT at the Manhattan approach to the RFK bridge.

As part of the New York Crossings initiative B&T is embarking on full implementation of cashless all-electronic ORT at B&T facilities which requires necessary civil, structural and electrical infrastructure construction work that enable the installation of ORT hardware and software that will be performed under a separate contract. These gantries will then be outfitted with E-ZPass tag readers and cameras, which will be installed under a separate contract along with related software and integration services. As part of this phase portions of the steel reinforced concrete roadway will be replaced to avoid interferences with ORT functionality and to maintain the roadway in a state of good repair. This phase also includes demolition of the toll booths in order to move to a fully open road tolling environment.

The goals for the ORT implementation are to reduce customer travel time and congestion at B&T's facilities, as well as a reduction of vehicular exhaust emissions caused by idling traffic. B&T has determined that the most reliable and expeditious means to accomplish the implementation of ORT at the Manhattan approach to the RFK Facility is to amend Contract RK-23A. Efficiencies realized by amending Contract RK-23A include mobilization cost savings, early commitment for long lead items, enhanced coordination and an overall reduction of project schedule and risk. 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.

The proposed amendment (Phase 2) includes extending the gantries across both travel directions for future two-way tolling operation, associated strengthening of the steel superstructure to support the wider gantry and its associated architectural work along with electrical work and roadway restoration. The remaining work for ORT (Phase 3) is currently in design development and will include: civil, architectural, electrical, and other related two-way tolling operation work that will be submitted to the Board for approval in a procurement action.

DeFoe's Phase 2 cost proposal is \$6,433,684.00. The Engineer's estimate is \$5,814,522.99. Negotiations resulted in B&T and DeFoe agreeing to the amount of \$6,042,780.00, which is 3.9% above the Engineer's estimate and is fair and reasonable.

Funding for the proposed ORT infrastructure and civil work at the Manhattan approach to the RFK in the amount of \$6,042,780.00 is available in the 2015-2019 Capital Program (Project D703/RK63/D03950). The strategy for funding the ORT initiatives will be through a combination of efficiencies generated from other projects including eliminating planned 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: 7 (Final)

Vendor Name (& Location) Tully Construction Co., Inc., Flushing, New York	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 50%;">Contract Number BB-28S</td> <td style="width: 50%;">AWO/Modification #</td> </tr> <tr> <td colspan="2" style="height: 20px;"></td> </tr> <tr> <td>Original Amount:</td> <td style="text-align: right;">\$282,454,276.12</td> </tr> <tr> <td>Prior Modifications:</td> <td style="text-align: right;">\$33,954,465.91</td> </tr> <tr> <td>Prior Budgetary Increases:</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>Current Amount:</td> <td style="text-align: right;">\$316,408,934.03</td> </tr> <tr> <td>This Request:</td> <td style="text-align: right;">\$4,241,583.00</td> </tr> <tr> <td>% of This Request to Current Amount:</td> <td style="text-align: right;">1.3%</td> </tr> <tr> <td>% of Modifications (including This Request) to Original Amount:</td> <td style="text-align: right;">13.5%</td> </tr> </table>	Contract Number BB-28S	AWO/Modification #			Original Amount:	\$282,454,276.12	Prior Modifications:	\$33,954,465.91	Prior Budgetary Increases:	\$0.00	Current Amount:	\$316,408,934.03	This Request:	\$4,241,583.00	% of This Request to Current Amount:	1.3%	% of Modifications (including This Request) to Original Amount:	13.5%
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Original Amount:	\$282,454,276.12																		
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This Request:	\$4,241,583.00																		
% of This Request to Current Amount:	1.3%																		
% of Modifications (including This Request) to Original Amount:	13.5%																		
Description Sandy Restoration and Project BB-28/BB-54, Rehabilitation of the Tunnel and Brooklyn Plaza at the Hugh L. Carey Tunnel																			
Contract Term (including Options, if any) December 12, 2014 – March 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:																			
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																			
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.																			
Discussion: <p>B&T is seeking Board Approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract BB-28S, with Tully Construction Co., Inc. (Tully) for: (i) revisions to Project BB-54, Rehabilitation of the Brooklyn Plaza to align with the implementation of open road tolling (ORT) and the demolition of the toll booths; (ii) furnish and install structural foundations and anchors for the upcoming architectural enhancements of the plazas and ORT gantries; (iii) ratify the authorization for the procurement of fabricated long lead time materials as associated with the architectural fabrications and structural steel for the Morris Street Pedestrian Overpass (MSPO) and (iv) perform tunnel transition zone waterproofing at the Manhattan Lower Building (MBB), Brooklyn Ventilation Building (BVB) and at Woodhull Street in the negotiated amount totaling \$4,241,583.</p> <p>The Contract was awarded to Tully in December 2014 in the amount of \$282,454,276.12 (current incentive amount totals \$1,400,000) subsequent to a competitive RFP process and Board approval. The Scope of Work required to restore the Hugh L. Carey Tunnel (HCT) to a pre-storm state of good repair includes system replacements as follows: tunnel pumping; electrical; lighting; communications, monitoring and control systems; tunnel structural and civil repairs; tunnel wall tile, ceiling panels, polymer panels, curbs and gutters; and tunnel ventilation building rehabilitation as well as asbestos and incidental lead abatement and maintenance and protection of traffic. Also, Capital Program Projects BB-28, Ph. II and BB-54 scopes include fire line replacements and rehabilitation of the Brooklyn Plaza. Amendments to date total \$33,954,465.91, inclusive of ORT amendments totaling \$6,201,544.14 and B&T is accelerating the substantial completion of the Project, which is now scheduled for March 31, 2018.</p> <p>As part of the New York Crossings initiative B&T is embarking on full implementation of cashless all-electronic ORT at B&T facilities. The implementation required 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 were performed by others. Additionally architectural enhancements at the HCT have commenced, which include towers at the tunnel entrances and architectural mesh installed above the gantries, are intended to screen and enhance the appearance of the ORT gantry system. Similar towers will be installed at all nine B&T facilities in order to create a unifying theme for the various bridges and tunnels. Furthermore, under an additional initiative, B&T has taken ownership of the MSPO from NYCDOT and is commencing the process of replacing the structure. Replacement of the Morris Street Pedestrian Overpass will be done in conjunction with the architectural enhancements in order to increase efficiency, facilitate architectural coordination and reduce construction time. The remaining work for related ORT and other initiatives are being finalized and shall be presented to the Board for approval in subsequent procurement actions.</p> <p>(i) The implementation of ORT and subsequent demolition of the tollbooths in Brooklyn necessitates revisions to the Brooklyn Plaza Rehabilitation (Project BB-54), as the plaza needs to be re-profiled to accommodate higher vehicle speeds now that toll booths have been removed. Tully submitted a proposal for revised quantities and additional unit price items (inclusive of acceleration) totaling \$2,337,175.50. The Engineer's estimate is \$1,652,088. Negotiations resulted in B&T and Tully agreeing to a net increase totaling \$1,929,808.73, which is considered fair and reasonable. There is no impact on funding because allowances remain in Project BB-54 that were intended for E-ZPass toll lane rehabilitation.</p>																			

(ii) Foundations and anchors for the architectural enhancements are required in the Manhattan and Brooklyn Plazas, this work requires: removal and re-installation of existing retaining wall granite; core drilling the existing sidewalk slab and installation of rock anchors. Tully submitted proposals totaling \$1,608,468.69. The Engineer's estimates total \$1,408,070. Negotiations resulted B&T and Tully agreeing the negotiated amount totaling \$1,480,750, which is 5.2% above the estimate and is fair and reasonable.

(iii) The initiatives undertaken by B&T for ORT related work, Project BB-54 Brooklyn Plaza restoration, completion of architectural enhancements, as well as the replacement of the MSPO require fabricated materials with long lead times. In order to mitigate the impacts to the public that utilize the MSPO and to B&T customers, the procurement of long lead time materials have commenced. B&T is requesting ratification for the commitment of architectural screening material and associated features and MSPO structural steel in an amount totaling \$2,292,833, which is considered fair and reasonable and shall be offset against final negotiated amounts for the Work.

(iv) The areas at the transition between the cut and cover and bored tunnel sections require waterproofing to prevent water infiltration in the rehabilitated tunnel. The work requires on-grade excavation to expose areas that cannot be waterproofed from inside the tunnel at three locations, two areas at the Brooklyn Vent Building and one at the Manhattan Blower Building and subsequent installation of a waterproofing membrane. Tully submitted a proposal in the amount of \$536,986.01. The Engineer's estimate is \$511,421. Negotiations resulted in B&T and Tully agreeing to the negotiated amount of \$468,000, which is 8.5% below the estimate and is fair and reasonable.

The negotiated total amount of the amendment is \$4,241,583 and is considered fair and reasonable.

Funding is currently available in the Contract for this work from the 2010-2014 Capital Program under Project D602BB54, Task D02574 in the amount of \$1,929,808.73, which is to be drawn down from the existing allowance. Also, 2010-2014 Capital Program funding in the amount of \$468,000 is available under Project D601BB28, Task D02562. Funding for the proposed ORT tower, artwork and MSPO at the HCT in the amount of \$3,773,583 is available in the 2015-2019 Capital Program as follows: D703HC63 Task D04012 (Gateway Towers) in the amount of \$1,881,210; D703HC63, Task D04010 (Artwork) in the amount of \$242,373 and D702AWX1, Task D04053 (MSPO) in the amount of \$1,650,000. The strategy for funding these initiatives will be through a combination of efficiencies generated from other projects including eliminating planned 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 8 (Final)

Vendor Name (& Location) John P. Picone, Inc., Lawrence, New York		Contract Number CB-99S/MP-03S	AWO/Modification #
Description Design/Build Services for Replacement of Electrical and Mechanical Equipment at Marine Parkway and Cross Bay Bridge Facilities		Original Amount: \$21,237,000.00	
Contract Term (including Options, if any) November 13, 2015 – November 12, 2017		Prior Modifications: \$ 331,435.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Budgetary Increases: \$ 0.00	
Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Current Amount: \$21,568,435.00	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		This Request: \$1,184,000.00	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: Sandy		% of This Request to Current Amount: 5.5%	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of Modifications (including This Request) to Original Amount: 7.1%	

Discussion:

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to amend Contract CB-99S/MP-03S, Design/Build Services for Replacement of Electrical and Mechanical Equipment at Marine Parkway (MPB) and Cross Bay Bridge (CBB) Facilities with John P. Picone, Incorporated (Picone) in the negotiated amount totaling \$1,184,000 to perform the following:

- Redesign and additional work for the installation of transformers, duct banks, manholes and conduits for the new 5kV switchgear substation at the MPB;
- Redesign the layout and additional work for the installation of the MPB 5kV Substation equipment;
- Provide temporary electrical service at the MPB prior to the transfer of utility power in order to safely maintain uninterrupted facility power until the new 5kV substation is completed.

Subsequent to Board approval the Contract was awarded to Picone in November 2015 in the amount of \$21,237,000 with a duration of two (2) years, three (3) months. The Scope of Work includes complete design-build services to furnish and install: (i) new elevated electrical platforms and enclosures to house the 5kV LIPA and Con Edison electrical service equipment and 350kW emergency generator at the CBB; (ii) replace and reconfigure the existing electrical and mechanical equipment in the CBB Service Building electrical and mechanical rooms; (iii) a new elevated prefabricated enclosure adjacent to the MPB Service Building to house new 5kV service equipment; (iv) a new emergency back-up diesel generator and enclosure for the entire MPB facility including the lift bridge; (v) reconfigure the MPB electrical systems; (vi) provide new power monitoring equipment and systems at both facilities and (vii) demolition and removal of all equipment to be replaced; (viii) abatement of lead and asbestos containing materials. To date, one amendment totaling \$331,435.00 has been issued.

As part of the New York Crossings Project initiatives B&T is embarking on full implementation of cashless all-electronic ORT at B&T 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. ORT toll revenue collection at the MPB is scheduled to commence on April 30, 2017.

The ORT work being performed under a separate contract (MP-03/MP-16) requires modification to the construction activities being performed under Project CB-99S/MP-03S. In order to complete the ORT roadway work, Picone must redesign and perform additional work for the installation of transformers, duct banks, manholes and conduits for the new 5kV switchgear substation at the MPB so as not to utilize the manholes in the plaza roadway, which must be demolished during roadway re-construction related to ORT implementation. The re-design effort also requires: modifications to the original staging sequences to transfer temporary and Con Edison electrical power during construction; revisions to provide temporary 5kV power to the MPB facility and lift bridge; the MPB 5kV substation equipment and reconfiguration of the

MPB parking area. Picone submitted proposals totaling \$1,253,678.00. The Engineer's estimates total \$1,213,957.00. Negotiations resulted in B & T and Picone agreeing to the amount totaling \$1,184,000.00, which is 2.4% below the estimate and is fair and reasonable.

Funding for the proposed ORT electrical infrastructure work at the MPB in the amount of \$1,184,000 is available in the 2015-2019 Capital Program under Project D703MP63, Task D04002.

In connection with a previous contract awarded to the Contractor, Picone 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 January 6, 2015. No new SAI has been found related to the Contractor and Picone has been found to be responsible.

Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 9 (Final)

Vendor Name (& Location) El Sol Contracting and Construction Corp./El Sol Ltd. Enterprises, JV	Contract Number VN-80C/VN-35	AWO/Modification #
Contract Title: Furnish New Ramp/Miscellaneous Steel Repairs and Painting at the Verrazano-Narrows Bridge		
Contract Term (including Options, if any) December 24, 2013 - June 23, 2017	Original Amount:	\$84,300,000.00
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Modifications:	\$6,512,662.43
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Prior Budgetary Increases:	N/A
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	Current Amount:	\$90,812,662.43
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	This Request:	\$796,439.06
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.	% of This Request to Current Amount:	0.8%
	% of Modifications (including This Request) to Original Amount:	8.7%

Discussion:

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to amend a public works contract, Contract VN-80C/VN-35 with El Sol Contracting and Construction Corp./El Sol Ltd. Enterprises JV (El Sol) for interim reconciliation of contract items and additional new items of work in a negotiated net amount totaling \$796,439.06.

The Contract was awarded to El Sol in December 2013 in the amount of \$84,300,000 subsequent to a competitive sealed bid process. The Scope of Work requires: construction of a new ramp at the Verrazano-Narrows Bridge (VNB) upper level to the Gowanus Expressway; widening the approach spans to accommodate the addition of a seventh lane to operate as an HOV lane; demolish and rebuild the existing Ramp F extension and Ramp B; miscellaneous steel repairs and paint coating replacement at the Brooklyn Lower Level approach ramps, as well as abatement of lead and asbestos containing materials.

As the contract work progresses towards substantial completion, there are contract items of work that require reconciliation. Among the item quantities that required increases, the primary cost items include: superstructure slab; insulated wire cable; downspout system improvements; and survey operations. El Sol proposed quantity increases totaling \$831,568.56 which was reduced through negotiations to \$825,216.24. Offsetting those quantity increases are credits for the item quantities that will not be utilized. The primary credit items based on cost include: protective shielding; concrete barriers; resetting and restoring bearings; grading and drainage and structural steel. Credits totaling (\$2,300,667.77) were agreed upon by B&T and El Sol.

Furthermore, the Engineer determined that new items of work are required at this time to include: (i) Replacement of Portion of Westbound Lower Level Deck; (ii) Upper Level Asphalt Transitions; (iii) Permanent Upgraded Reusable Attenuators; (iv) Barrier Modifications at Pier WB-7; (v) Additional Demolition at Ramp F Span 7; (vi) Light Pole Arm Replacement on two locations; (vii) New Lower Level Lighting Feeds on the Brooklyn Approach; (viii) Interim Drainage modifications in lieu of specified final drainage work for the Brooklyn Yard to address field conditions, improve safety and best serve future project requirements. Overall, El Sol proposed \$2,354,806.61 for the new items of work; the Engineer estimates total \$2,235,640.56. Based on comparison to those estimates B&T and El Sol agreed to the negotiated amount totaling \$2,271,890.59, which is 1.6% above estimate and is fair and reasonable.

Overall the proposed amendment results in a total net increase of \$796,439.06 (\$825,216.24 + \$2,271,890.59 – \$2,300,667.77), which is considered fair and reasonable.

Funding for this amendment is available in the 2010-2014 Capital Program under Projects: D602VN80 - VN80C (\$596,439.06) and D601VN35-Steel Repairs (\$200,000).