



Metropolitan Transportation Authority

# April 2019

## MTA Board Action Items



**MTA Board Meeting**  
2 Broadway, 20th Floor Board Room  
New York, N.Y. 10004  
Wednesday, 4/17/2019  
9:00 AM - 12:00 PM ET

**1. PUBLIC COMMENT PERIOD**

**2. BOARD PRESENTATIONS**

**Presentation on Cost Containment Update: MTA Bus Company; B&T; LIRR  
(Material distributed separately)**

**Presentation on Paratransit Update (Material distributed separately)**

**3. APPROVAL OF MINUTES**

**MTA Regular Board Minutes - March 27, 2019**

*MTA Regular Board Minutes - March 27, 2019 - Page 5*

**NYCT/MaBSTOA/SIRTOA/MTA Bus Company Regular Board Minutes - March 27, 2019**

*NYCT/MaBSTOA/SIRTOA/MTA Bus Company Regular Minutes - March 27, 2019 - Page 12*

**MTA Metro-North Railroad Regular Board Minutes - March 27, 2019**

*MTA Metro-North Minutes - March 27, 2019 - Page 17*

**MTA Long Island Rail Road Regular Board Minutes - March 27, 2019**

*MTA LIRR Regular Minutes - March 27, 2019 - Page 24*

**Triborough Bridges & Tunnels Regular Board Minutes - March 27, 2019**

*MTA B&T Regular Minutes - March 27, 2019 - Page 32*

**MTA Capital Construction Regular Board Minutes - March 27, 2019**

*MTACC Regular Minutes - March 27, 2019 - Page 36*

**4. COMMITTEE ON FINANCE**

**Action Items**

- i. MTA 2018 Annual Investment Report and MTA All-Agency Investment Guidelines (Report and Guidelines Available in the Exhibit Book and MTA.Info)**

*2018 Annual Investment Report and MTA All Agency Investment Guidelines - Page 40*

- ii. FMTAC Business Continuity Plan and Disaster Response Plan**

*FMTAC Business Continuity Plan and Disaster Response Plan - Page 42*

**MTAHQ Procurements Report**

*MTAHQ Procurement Report and Staff Summary - Page 58*

- i. Non-Competitive**

*MTAHQ Non-Competitive Procurement - Page 61*

**ii. Competitive**

*MTAHQ Competitive Procurements - Page 64*

**iii. Ratifications (no items)**

**Real Estate Items**

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

*Real Estate Agenda and Staff Summaries - Page 75*

**5. COMMITTEE ON NYCT & BUS**

**NYCT & Bus Procurements Report**

*NYCT Procurements Report and Staff Summary - Page 78*

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

**ii. Competitive**

*NYCT Competitive Procurement - Page 83*

**iii. Ratifications (no items)**

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

**MNR Procurements Report**

*MNR Procurements - Page 86*

**i. Non-Competitive**

*MNR Non-Competitive - Page 90*

**ii. Competitive**

*MNR Competitive - Page 92*

**iii. Ratification (no items)**

**LIRR Procurements Report (no items)**

**MTACC Procurements Report**

*MTA CC Procurements - Page 99*

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

**ii. Competitive**

*MTACC Competitive - Page 103*

**iii. Ratification**

*MTACC Ratifications - Page 105*

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

**B&T Procurements Report**

*B&T Procurements - Page 113*

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

**ii. Competitive**

*B&T Competitive - Page 116*

**iii. Ratifications (no items)**

**8. FIRST MUTUAL TRANSPORTATION ASSURANCE CO (FMTAC) (See Committee on Finance)**

**9. EXECUTIVE SESSION**

Next Board Meeting: Wednesday, May 22, 2019

**Metropolitan Transportation Authority  
Minutes of  
Regular Board Meeting  
2 Broadway  
New York, NY 10004  
Wednesday, March 27, 2019  
9:00 a.m.**

**The following members were present:**

**Hon. Fernando Ferrer, Acting Chairman  
Hon. Andrew Albert  
Hon. Sarah E. Feinberg  
Hon. David Jones  
Hon. David Mack  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
Hon. Veronica Vanterpool  
Hon. Peter Ward**

**The following alternate non-voting members were also present:**

**Hon. Norman E. Brown  
Hon. Randolph Glucksman  
Hon. John Samuelson**

**The following members were absent:**

**Hon. Lawrence Schwartz  
Hon. Vincent Tessitore, Jr.  
Hon. Carl Weisbrod  
Hon. Neal Zuckerman**

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer and President, MTACC, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Darryl Irick, President, MTA Bus and Senior V.P., NYCT Department of Buses, and Robert Marino, Acting Vice President, Government and Community Relations 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 SESSION.**

Robert Marino, Acting Vice President, Government and Community Relations reminded everyone of the safety procedures protocol in the event of an emergency. Mr. Marino asked all speakers to observe the two (2) minute limit and, he stated that each speaker would be notified thirty seconds before their two-minutes expired.

The following twenty (20) speakers commented during the public speakers' session. 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.

Allan Stevens, private citizen  
Tabitha Decker, Transit Center  
Suzhen Chi, CIDNY  
Mary Parisen Lavelle, CURES  
Johanna Climenko, private citizen  
Ed Delgado, private citizen  
Liam Blank, Tri-State Transportation Campaign  
Bruce Hain, private citizen  
Gene Russianoff, Straphanger Campaign  
Jackie Cohen, Straphanger Campaign  
H P Schrorer, UMEWE  
Jason Pineiro, private citizen  
Joe Rappaport, Executive Director, BCID  
Stephanie Burgos Vera, Riders Alliance  
Lisa Daglian, PCAC  
Christine Coleman, People's MTA  
Michael Howard, CIDNY  
Tony Murphy, People's MTA / Dontaysia Turner, cousin of Malaysia Goodson  
Victor Andrews, private citizen  
Jessica De La Rosa, private citizen  
Kevin Zeng, private citizen  
Jennifer Van Dyke, Rise & Resist  
Valery Bruno, CIDNY  
Valerie Joseph, BCID

**2. ACTING CHAIRMAN FERRER'S REMARKS.**

Acting Chairman Ferrer welcomed everyone to the March Board meeting, and thanked the public speakers for their comments.

Acting Chairman Ferrer noted that at last month's Board meeting he announced the appointment of new Board Members David Mack and Sarah Feinberg. However, since Ms. Feinberg was not present at last month's meeting, Acting Chairman Ferrer introduced Board Member Sarah Feinberg and welcomed both Board Members David Mack and Sarah Feinberg to the MTA Board.

Acting Chairman Ferrer congratulated President Andy Byford and Sally Librera, Senior Vice President, Department of Subways, and the entire NYCT team on the progress made under the Subway Action Plan and the daily operational improvements being made across the system. NYCT has reduced the number of delayed trains by 10,000 or more every month for the past six (6) consecutive months, on-time percentages have risen from 60% to over 75% and major incidents have been reduced from 105 in January, 2018 to under 50 in February, 2019. Acting Chairman Ferrer noted that customers' complaints are down 15% and commendations are up 80% thanks to President Byford, Ms. Librera and the entire NYCT team.

Acting Chairman Ferrer announced that, as suggested by Board Member David Jones at the Committee meeting on Monday and in the spirit of full transparency, the MTA staff will soon provide the Board and the public a full and comprehensive report on paratransit costs. In addition, Acting Chairman Ferrer reaffirmed President Byford's commitment, made at the Transit Committee meeting on Monday, to make 50 additional stations ADA accessible through the next Capital Program. Acting Chairman Ferrer stated that the goal by 2024 is to make sure that customers are no more than two (2) stops away from an accessible station.

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

- 3. MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the Regular Board Meeting held on February 27, 2019.

**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. 2018 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, 2018 - December 31, 2018, as required under Section 2879 of the Public Authorities Law.

**B. Information Item.**

1. MTA Prompt Payment Annual Report 2018. 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. Cambridge Systematics, Inc. – Development of Open Trip Planner (“OTP”) Application – No. 900000000002960. Approved the award of a non-competitive miscellaneous service contract to Cambridge Systematics, Inc. to continue the development of the OTP for the MyMTA application and for post-launch support efforts for the OPT.
2. IDSC Holdings LLC, d/b/a Snap-On Industrial – All-Agency Procurement of Maintenance, Repair and Operating (MRO) Supplies & Related Products and Services – No. 11751-0200. Approved the award of the proprietary tools category of a competitively negotiated all-agency procurement of maintenance, repair and operating supplies to IDSC Holdings LLC.
3. A&D Project – MNR White Plains Station, Harlem Line. Approved the award of a competitive contract to Barbara Takenaga to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at MNR White Plains Station.
4. CaremarkPCS Health, LLC – Pharmacy Benefits Manager – No. 0006000020. Approved the award of a competitive contract to CaremarkPCS Health, LLC (CVS Health) for three years, beginning June 1, 2019 to administer prescription drug benefits for eligible plan members from NYCT, MTA Bus and SIRTOA.
5. Willdan Homeland Solutions – Security and Emergency Management Training – No. 15373. Approved the award of a competitive personal service contract to Willdan Homeland Solutions for the design, development and delivery of security and emergency management training courses, workshops and exercises for MTA employees.
6. International Business Machines (“IBM”) – Data Center Operations and Maintenance Service – No. 900000000002925. Approved the award of a competitive miscellaneous service contract to IBM for Data Center operations and maintenance services for a period of seven years, and two one-year options, starting on or about June 1, 2019.
7. Express Scripts, Inc. – Pharmacy Benefits Manager – No. 12057, Modification No. 2. Approved the extension of a competitive contract with Express Scripts, Inc. for two months, from April 1, 2019 through May 31, 2019.

8. Eye-Med Vision Care LLC – Employee/Retiree Vision Benefits – No. 11089-0100, Modification No. 5. Approved the extension of a previously Board-approved, competitive all-agency personal services contract with EyeMed Vision Care LLC to provide vision benefits for non-represented employees and some represented employees and retirees.
9. Various Contractors – Furnish and Deliver Building Materials, Plumbing and Electrical Supplies – No. 08E9880, Modification No. 6. Approved an amendment to previously Board-approved multi-agency, purchase contracts to add funding for Ozone Park Lumber to furnish building materials and plumbing supplies and for Turtle & Hughes, Inc., a NYS certified Women-Owned Business Enterprise, to furnish and deliver electrical supplies, and to extend the contract period of performance for both contracts by four months ending July 28, 2019.
10. LK Comstock & Company, Inc. – Executive Order 168. Ratification of a NYCT contract awarded to LK Comstock & Company, Inc., pursuant to Executive Order 168 and its extensions, for the modernization of signal stops, airlines and cable replacement at various locations in the Boroughs of the Bronx, Manhattan, Brooklyn and Queens.

D. **Real Estate Items.** Upon motion duly made and seconded the Board approved the real estate items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Moerdler recused himself from the vote on Item #5 below.

#### **Metro-North Railroad**

1. Lease with The Good Witch LLC for the operation of a coffee bar and bakery/café located at Hastings-on-Hudson Station, Hudson Line, Westchester County, N.Y.
2. License agreement with Hayfields LLC for the retail sale of coffee, pastries, take-out dinners, gift items, and flowers in addition to concierge services such as shoe repair, dry cleaning, etc., at Purdy's Station, Hudson Line, Westchester County, N.Y.

#### **Metropolitan Transportation Authority**

3. Resolution approving the revised and updated MTA Real Estate Department's Real Property Disposition Guidelines and the appointment of the Chief Development Officer of MTA as the Real Property Disposition Contracting Officer responsible for compliance with and enforcement of such Guidelines; and updated MTA's All-Agency Guidelines for the Disposal of Personal Property and the appointment of the MTA staff persons designated as the Personal Property Disposition Contracting Officers listed on Attachment C, each promulgated in accordance with Sections 2895-2897 of the Public Authorities Law.

### **Long Island Rail Road**

4. Amendment to the Memorandum of Understanding with One Penn Plaza LLC, and approval of a modification to LIRR Contract GEC 6168A-02-01 with AECOM USA, Inc.

### **MTA Capital Construction**

5. Approval of terms and to enter into a Memorandum of Understanding with JPMorgan Chase Bank, N.A. (“JPMC”) relating to the redevelopment by JPMC of its headquarters building at 270 Park Avenue, New York, N.Y., and authorization to negotiate a Construction Agreement and other related agreements with JPMC.

## **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 the submission of the annexed 2018 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office.
2. All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services. Approved the MTA’s All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services.
3. Public Authorities Law Required Policies. Approved revisions to certain existing policies of the MTA and its Agencies, in order to comply with Public Authorities Law Section 2824.

Board Member Pally, in response to comments made by various public speakers relating to elevator and escalator accessibility, encouraged speakers to view the MTA website for NYCT’s presentation relating to plans for improved accessibility that was presented on Monday, and which he stated would help to enlighten the public on MTA’s plans for accessibility in the future. The details of Board Member Pally’s comments are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

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

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

Acting Chairman Ferrer announced that, upon motion duly made and seconded, the Board approved the following collective bargaining agreements: (i) MTA and the International Brotherhood of Teamsters Local 809 (IBT Local 808); (ii) MTA Metro-North Railroad and the International Brotherhood of Teamsters Local 808 (IBT Local 808) representing all Bridge, Building and Track Department employees; (iii) New York City Transit (NYCT) and the Manhattan & Bronx Surface Transit Operating Authority (MaBSTOA) and the Transport Workers Union, Local 106, Maintenance Supervisor Level II unit; and (iv) NYCT and MaBSTOA and the Transport Workers Union, Local 106, Station Supervisor Level II unit.

In addition, Acting Chairman Ferrer ask the Board to vote on an MTACC procurement item pertaining to the Second Avenue Subway, which was reviewed and approved by the NYCT Committee and included on the Board agenda but the staff summary was inadvertently omitted from the Board book.

Upon motion duly made and seconded the Board approved an amendment to Contract C-26012, Construction of Part of the 2<sup>nd</sup> Avenue Subway, 86<sup>th</sup> Street Station Finishes, Mechanical, Electrical and Plumbing.

7. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:02 a.m.

Respectfully 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 27, 2019  
9:00 a.m.**

**The following members were present:**

**Hon. Fernando Ferrer, Acting Chairman  
Hon. Andrew Albert  
Hon. Sarah E. Feinberg  
Hon. David Jones  
Hon. David Mack  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
Hon. Veronica Vanterpool  
Hon. Peter Ward**

**The following alternate non-voting members were also present:**

**Hon. Norman E. Brown  
Hon. Randolph Glucksman  
Hon. John Samuelsen**

**The following members were absent:**

**Hon. Lawrence Schwartz  
Hon. Vincent Tessitore, Jr.  
Hon. Carl Weisbrod  
Hon. Neal Zuckerman**

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer and President, MTACC, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Darryl Irick, President, MTA Bus and Senior V.P., NYCT Department of Buses, and Robert Marino, Acting Vice President, Government and Community Relations also attended the meeting.

**1. ACTING CHAIRMAN FERRER CALLED THE MEETING TO ORDER**

**2. PUBLIC COMMENT PERIOD**

There were twenty (20) public speakers. The following speakers spoke on MTA NYC Transit/Staten Island Rapid Transit Operating Authority /MTA Bus Company matters during the public speakers session.

Allan Stevens, private citizen  
Tabitha Decker, Transit Center  
Suzhen Chi, CIDNY  
Johanna Climenko, private citizen  
Ed Delgado, private citizen  
Liam Blank, Tri-State Transportation Campaign  
Bruce Hain, private citizen  
Gene Russianoff, Straphanger Campaign  
Jackie Cohen, Straphanger Campaign  
H P Schrorer, UMEWE  
Jason Pineiro, private citizen  
Joe Rappaport, Executive Director, BCID  
Stephanie Burgos Vera, Riders Alliance  
Lisa Daglian, PCAC  
Christine Coleman, People's MTA  
Michael Howard, CIDNY  
Tony Murphy, People's MTA / Dontaysia Turner, cousin of Malaysia Goodson  
Victor Andrews, private citizen  
Jessica De La Rosa, private citizen  
Kevin Zeng, private citizen  
Jennifer Van Dyke, Rise & Resist  
Valery Bruno, CIDNY  
Valerie Joseph, BCID

Please refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of the speakers' statements.

**3. ACTING CHAIRMAN FERRER'S REMARKS**

Acting Chairman Ferrer welcomed everyone to the March Board meeting and thanked the public speakers for their comments.

Acting Chairman Ferrer noted that at last month's Board meeting, he announced the appointment of new Board Members David Mack and Sarah Feinberg. However, since Ms. Feinberg was not present at last month's meeting, Acting Chairman Ferrer introduced Board Member Sarah Feinberg and welcomed both Board Members David Mack and Sarah Feinberg to the MTA Board.

Acting Chairman Ferrer congratulated President Andy Byford and Sally Librera, Senior Vice President, Department of Subways, and the entire NYCT team on the progress made under the

Subway Action Plan, and the daily operational improvements being made across the system. NYCT has reduced the number of delayed trains by 10,000 or more every month for the past six (6) consecutive months, on-time percentages have risen from 60% to over 75% and major incidents have been reduced from 105 in January, 2018 to under 50 in February, 2019. Acting Chairman Ferrer noted that customers' complaints are down 15% and commendations are up 80% thanks to President Byford, Ms. Librera and the entire NYCT team.

Acting Chairman Ferrer announced that, as suggested by Board Member David Jones at the Committee meeting on Monday and in the spirit of full transparency, the MTA staff will soon provide the Board and the public a full and comprehensive report on paratransit costs. In addition, Acting Chairman Ferrer reaffirmed President Byford's commitment, made at the Transit Committee meeting on Monday, to make 50 additional stations ADA accessible through the next Capital Program. Acting Chairman Ferrer stated that the goal by 2024 is to make sure that customers are no more than two (2) stops away from an accessible station.

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

#### **4. MINUTES**

Upon motion duly made and seconded, the Board approved the minutes of the Board Meeting held on February 27, 2019 of the MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

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

##### **Procurements:**

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

Ratification: Upon motion duly made and seconded, the Board approved the ratifications requiring a majority vote (Schedule K in the Agenda). Board members Andrew Saul, Veronica Vanterpool and David Jones voted in opposition to the ratification regarding the contract with JMT of New York, Inc. (described in p. 108 in the Board book).

Details of the above item 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. Further, details of the discussion and Board Members' comments in regard to this item are contained in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

## **6. COMMITTEE ON CORPORATE GOVERNANCE**

**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.

Mission Statement, Measurements, and Performance Indicators Report. Approved the MTA's Mission Statement and authorized the submission of the annexed 2018 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office.

All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services. Approved the MTA's All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services.

Public Authorities Law Required Policies. Approved revisions to certain existing policies of the MTA and its Agencies, in order to comply with Public Authorities Law Section 2824.

Board Member Pally, in response to comments made by various public speakers relating to elevator and escalator accessibility, encouraged speakers to view the MTA website for NYCT's presentation relating to plans for improved accessibility that was presented on Monday, and which he stated would help to enlighten the public on MTA's plans for accessibility in the future.

## **7. EXECUTIVE SESSION.**

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

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

Acting Chairman Ferrer announced that, upon motion duly made and seconded, the Board approved the following collective bargaining agreements: (i) New York City Transit (NYCT) and the Manhattan & Bronx Surface Transit Operating Authority (MaBSTOA) and the Transport Workers Union, Local 106, Maintenance Supervisor Level II unit; and (iv) NYCT and MaBSTOA and the Transport Workers Union, Local 106, Station Supervisor Level II unit.

In addition, Acting Chairman Ferrer ask the Board to vote on an MTACC procurement item pertaining to the Second Avenue Subway, which was reviewed and approved by the NYCT Committee and included on the Board agenda but the staff summary was inadvertently omitted from the Board book.

Upon motion duly made and seconded the Board approved an amendment to Contract C-26012, Construction of Part of the 2<sup>nd</sup> Avenue Subway, 86<sup>th</sup> Street Station Finishes, Mechanical, Electrical and Plumbing.

8. **ADJOURNMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:02 a.m.

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

Minutes of the Regular Meeting  
Metro-North Commuter Railroad Company  
2 Broadway – 20<sup>th</sup> Floor  
New York, NY 10004  
Wednesday, March 27, 2019  
9:00 a.m.

The following members were present:

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Hon. Andrew Albert  
Hon. Sarah E. Feinberg  
Hon. David Jones  
Hon. David Mack  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
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The following alternate non-voting members were also present:

Hon. Norman E. Brown  
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The following members were absent:

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Unless otherwise indicated, these minutes reflect items on the agenda of the Metro-North Commuter Railroad Company Board. Refer to the other agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

Acting Chairman Ferrer called the meeting to order.

1. **SAFETY PROCEDURES:**

Robert Marino, Acting Vice President, Government and Community Relations, reviewed the emergency safety procedures and introduced the public speakers.

2. **PUBLIC SPEAKERS:**

There were 24 registered public speakers. The following speakers spoke on Metro-North related matters:

Jason Pineiro commented on fare evasion and the need for a veterans' discount, elevators, and congestion pricing in all five boroughs.

Lisa Daglian, Executive Director of the Permanent Citizens Advisory Committee ("PCAC") commented that her organization is encouraged that congestion pricing will become a reality. She also commented that approximately \$15 billion will be available for the Fiscal Year 2020 to 2024 Capital Plan to help fund Metro-North's Way Ahead Plan. Ms. Daglian stated that her organization is encouraged by the progress and expects to see benefits such as critical upgrades to track and station infrastructure, modernization of signals, improved accessibility, and new rolling stock. She also commented that she hopes the stringent fare evasion enforcement mechanisms prove to be successful and asked for the 20-year needs assessment to be released.

Additional details of the comments made by the public speakers are contained in the other agencies' minutes of this date. The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of the public comments.

3. **ACTING CHAIRMAN FERRER'S REMARKS:**

Acting Chairman Ferrer welcomed everyone to the March Board meeting and thanked the public speakers for their comments.

Acting Chairman Ferrer noted that at last month's Board meeting he announced the appointment of new Board Members David Mack and Sarah Feinberg. However, since Ms. Feinberg was not present at last month's meeting, Acting Chairman Ferrer introduced Board Member Sarah Feinberg and welcomed both Board Members David Mack and Sarah Feinberg to the MTA Board.

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the Subway Action Plan and the daily operational improvements across the system. NYCT has reduced the number of delayed trains by 10,000 or more every month for the past six (6) consecutive months, on-time percentages have risen from 60% to over 75% and major incidents have been reduced from 105 in January 2018 to under 50 in February 2019. Acting Chairman Ferrer noted that customer complaints are down 15% and commendations are up 80% thanks to President Byford, Ms. Librera, and the entire NYCT team.

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The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of Acting Chairman Ferrer's remarks.

4. **APPROVAL OF MINUTES:**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting held on February 27, 2019 were unanimously approved.

5. **COMMITTEE ON FINANCE:**

Action Item:

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

- Authorization to file with the State of New York the annual MTA All Agency Procurement report for the period of January 1, 2018 to December 31, 2018, 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 the action item are contained in the staff summary and documentation filed with the records of this meeting.

Information Item:

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

- The Board received the 2018 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.

The details of the foregoing information item are contained in the staff summary and documentation filed with the records of this meeting.

MTAHQ Procurements:

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

- Approval to award a non-competitive miscellaneous service contract to Cambridge Sysematics, Inc. to continue the development of the Open Trip Planner (“OTP”) for the MyMTA application and for post-launch support efforts for the OPT in the not-to-exceed amount of \$2.5 million.

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

- Approval to award the Proprietary Tools category of a competitively negotiated all-agency procurement of maintenance, repair, and operating supplies to IDSC Holdings LLC, dba Snap-On Industrial in the not-to-exceed amount of \$14,598,927.
- Approval to award a competitive contract to Barbara Takenaga to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the Metro-North White Plains Station on the Harlem Line in the amount of \$404,000.
- Approval to award a competitively negotiated personal service contract to Willdan Homeland Solutions for the design, development and delivery of security and emergency management training courses, workshops, and exercises for MTA employees. The contract term is 36-months for a not-to-exceed amount of \$2,100,000.
- Approval to award a competitively negotiated miscellaneous service contract to International Business Machines (“IBM”) for Data Center Operations and Maintenance Services in the amount of \$80,858,326 for a period of seven years.
- Approval to extend 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 six months ending September 30, 2019. Additional funding in the amount of \$1,750,000 is needed to continue to provide vision benefits until a Request for Proposal is completed for the replacement contract.
- Approval to (1) amend previous Board-approved, multi-agency, purchase contracts to add funding in the amount of \$2,821,209 for Ozone Park Lumber to furnish building

materials and plumbing supplies and \$2,089,596 for Turtle & Hughes, Inc. to furnish and deliver electrical supplies, and (2) extend the contract period of performance for both contracts by four months ending July 28, 2019.

Upon motion duly made and seconded, the Board approved the foregoing procurements. The details of the approved procurements are contained in staff summaries and documentation filed with the records of this meeting.

MTA Real Estate:

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

- Authorization to enter into a lease agreement with The Good Witch LLC for a coffee bar bakery/café at the Hastings-on-Hudson Station for a term of ten years. Compensation will be \$42,000 for lease year one with 3% annual increases through lease year ten.
- Authorization to enter into a license agreement with Hayfield, LLC for the retail sale of coffee, pastries, take-out dinners, gift items, flowers, and other concierge services at Purdy's Station for a term of five years, with one five-year extension option. Compensation will be \$4,113.18 for license year one with 3% annual increases throughout the term.
- Approval of the (1) revised and updated MTA Real Estate Department's Real Property Disposition Guidelines and the appointment of the Chief Development Officer of MTA as the Real Property Disposition Contracting Officer responsible for compliance with and enforcement of such Guidelines, and approval of the (2) updated MTA's All-Agency Guidelines for the Disposal of Personal Property and the appointment of MTA staff persons designated as the Personal Property Disposition Contracting Officers. Each are promulgated in accordance with Sections 2895-2897 of the Public Authorities Law.
- Authorization to amend the Memorandum of Understanding ("MOU") with One Penn Plaza LLC for Penn Station Concourse improvements. One Penn Plaza LLC controls much of the real estate in and around the Penn Station Concourse. Among a number of improvements, the existing premises will be reconfigured to accommodate the widened Concourse and back-of-house operating space for Long Island Rail Road and Metro-North.
- Approval of terms and to enter into an MOU with JPMorgan Chase Bank, N.A ("JPMC") relating to the redevelopment by JPMC of its headquarters building at 270 Park Avenue, New York, NY, and authorization to negotiate a Construction Agreement and other related agreements with JPMC.

Upon motion duly made and seconded, the Board approved the foregoing real estate items. Board Member Moerdler recused himself from the vote on the JPMC MOU. The details

of the real estate items are contained in staff summaries and documentation filed with the records of this meeting.

6. **METRO-NORTH COMMITTEE:**

The Board was presented with the following non-competitive procurement:

- Board approval for a contract modification in the not-to-exceed amount of \$1,300,000 to the firm Swisslog Logistics Inc., for an on-site electro-mechanical technician to maintain Metro-North's industrial Automated Storage and Retrieval System, located in the Metro-North New Haven Central Distribution Warehouse Facility.

The Board was presented with the following competitive procurements:

- Board approval to award a 26-month competitively solicited and negotiated Design-Build contract to Arch Associates, LLC in the not-to-exceed amount of \$33,622,070 to design and construct the Maybrook Trailway section of the Empire Trail Initiative, from Brewster to Hopewell Junction in Putnam and Dutchess Counties, New York, adjacent to Metro-North's Beacon Line. In addition, Board approval for the payment of stipends to shortlisted firms who were not selected to receive the award.
- Board approval for a contract modification in the not-to-exceed amount of \$8,856,286 to the firm Judlau-TC Electric Joint Venture for the federally-funded Design/Build Power/C&S Infrastructure Improvements from Mott Haven (CP-5) to Croton-Harmon (CP-35) Project.

Upon motion duly made and seconded, the Board approved the foregoing procurements. Board Member Moerdler abstained from the vote on Arch Associates, LLC. Board Member Vanterpool recused herself from the vote on Judlau-TC Electric Joint Venture and commented that the Arch Associates, LLC contract is fully funded by New York State.

The details of the foregoing procurements are contained in staff summaries and reports filed with the records of this meeting. The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of Board Members' comments on the procurements.

7. **COMMITTEE ON CORPORATE GOVERNANCE:**

Action Items:

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

- Board approval of the MTA's Mission Statement and authorization to submit the 2018 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office.

- Board approval of the MTA's All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services.
- Board approval for revisions to certain existing policies of the MTA and its Agencies, in order to comply with Public Authorities Law Section 2824.

Upon motion duly made and seconded, the Board approved the foregoing action items. The details of the action items are contained in the staff summaries and documentation filed with the records of this meeting.

8. **EXECUTIVE SESSION:**

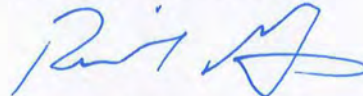
Upon motion duly made and seconded, the Board convened an executive session pursuant to Section 105(1)(e) of the New York State Public Officers Law, to discuss matters relating to collective bargaining, and pursuant to Section 105(1)(d) of the Public Officers Law relating to proposed, pending or current litigation. In Executive Session the Board approved amendments and changes to the Collective Bargaining Agreement between Metro-North and the International Brotherhood of Teamsters ("IBT") Local 808 (IBT Local 808) representing all Bridge, Building and Track Department employees for the period of July 1, 2017 through November 15, 2019.

Upon motion duly made and seconded, the Board voted to reconvene in public session.

9. **ADJOURNMENT:**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:02 a.m.

Respectfully submitted,



Richard Gans  
Vice President, General Counsel and  
Secretary

**Minutes of the Regular Board Meeting  
Long Island Rail Road Company  
2 Broadway  
New York, NY 10004  
Wednesday, March 27, 2019  
9:00 a.m.**

The following members were present:

Hon. Fernando Ferrer, Acting Chairman  
Hon. Andrew Albert  
Hon. Sarah Feinberg  
Hon. David Jones  
Hon. David Mack  
Hon. Susan Metzger  
Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
Hon. Veronica Vanterpool  
Hon. Peter Ward

The following alternate non-voting members were also present:

Hon. Norman E. Brown  
Hon. Randolph Glucksman  
Hon. John Samuelson

The following members were absent:

Hon. Lawrence Schwartz  
Hon. Vincent Tessitore, Jr.  
Hon. Carl Weisbrod  
Hon. Neal Zuckerman

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer and President, MTACC, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Daryl Irick, President, MTA Bus and Senior Vice President, NYCTA Bus Operations, and Robert Marino, Acting Vice President, Government and Community Relations, also attended the meeting.

Acting Chairman Fernando Ferrer called the meeting to order.

1. Public Speakers

Robert Marino, Acting Vice President, Government and Community Relations, indicated that twenty-five (25) public speakers had signed up to speak (only twenty-four (24) registered speakers actually appeared). After reviewing safety procedures for everyone attending the meeting, Mr. Marino asked all speakers to observe the two (2) minute limit.

One (1) public speaker commented on matters specifically relating to LIRR:

Mary Parisen-Lavelle, Chair of Civics United for Railroad Environmental Solutions ("CURES"), implored the MTA Board and Long Island Rail Road ("LIRR") President Phillip Eng to conduct a real and fair competition for the cleanest Tier 4 switcher locomotives. She stated that in 2013, staff had awarded the business to a preferred vendor in a rigged procurement, and was attempting to steer the award for RFP 6263 with favoritism and restrictive specifications. She asked why staff was defying the Board and MTA management.

Ms. Parisen-Lavelle stated that staff had unfairly disparaged a Waste Management locomotive manufactured by Knoxville Locomotive Works and now being used on the New York & Atlantic Railway ("NYAR"). The truth is that this locomotive was vandalized and that NYAR crews flat-spotted the wheels by operating the unit with the emergency brake on.

Ms. Parisen-Lavelle stated that LIRR still has the opportunity to professionally and ethically conduct a real and fair competition and avoid investigation. She asked the Board and President Eng to make this procurement reflect your reforms, by rejecting unfairness, waste, abuse, and fraud, and starting this locomotive procurement over.

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. Acting Chairman's Remarks.

Acting Chairman Ferrer thanked members of the public who spoke for sharing their points of view.

Acting Chairman Ferrer noted that at the last Board meeting, he indicated that David Mack and Sarah Feinberg had joined the Board. Ms. Feinberg was not present at the time, but she is in attendance today and Mr. Ferrer introduced her as a new member of the Board.

Acting Chairman Ferrer commended New York City Transit ("NYCT") President Andrew Byford for the progress made on the Subway Action Plan. NYCT has reduced the number of delayed trains by 10,000 or more for six (6) consecutive month. In February 2018 MTA customers endured 60,446 delayed trains compared to 37,119 in February 2019, a 40% reduction in delays for MTA riders. All of this reflects impressive progress in the right direction. Mr. Ferrer added that at the NYCT Committee meeting, Board Member David Jones made a great point: MTA should work for full transparency on paratransit costs, especially e-

hail, so that the public knows the costs of this vital service. Staff will soon be preparing a complete report on this issue.

Acting Chairman Ferrer stated that, in addition, as noted by NYCT President Byford, we are not breaking away from our commitment to make fifty (50) additional stations accessible in the next Capital Program. Our goal is to make sure that no one is more than two (2) stops away from an accessible station.

3. Approval of Minutes

Acting Chairman Ferrer asked for a motion to approve the minutes of the Regular Board Meeting of February 27, 2019.

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of February 27, 2019 were approved.

4. Committee on Finance

Action Item

The Board was presented with one (1) action item recommended to it by the Committee on Finance, which item related to the Long Island Rail Road.

- **2018 Annual Procurement Report** – To authorize the filing with the State of New York of the annual MTA All-Agency Procurement report for the period January 1, 2018 – December 31, 2018 as required under Section 2879 of the Public Authorities Law (“PAL”).

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.

Information Item

The Board was presented with the MTA Prompt Payment Report for 2018 as an information item.

Procurement Items

The Board was presented with eleven (11) procurement items recommended to it by the Committee on Finance, five (5) of which related to Long Island Rail Road:

Non-Competitive Procurement:

- **Cambridge Systematics, Inc. – Development of Open Trip Planner Application - Contract No. 900000000002960, Not to Exceed \$2,500,000** – Board approval is sought to award a non-competitive, miscellaneous service contract to Cambridge Systematics, Inc. (Cambridge) to continue the development of the Open Trip Planner (OTP) for the MyMTA application and for post-launch support efforts for the OTP. The total value of this 15-month contract is not-to-exceed \$2.5 million.

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

Competitive Procurements:

- **IDSC Holdings LLC d/b/a Snap-On Industrial- All-Agency Procurement of Maintenance, Repair and Operating (MRO) Supplies & Related Products and Services – Contract No. 11751-0200, Not-to-Exceed \$14,598,927** – Board approval is sought to award the Proprietary Tools category of a competitively negotiated All-Agency Procurement of Maintenance, Repair and Operating Supplies to IDSC Holdings LLC d/b/a Snap-On Industrial (“Snap-On”) in the not-to-exceed amount of \$14,598,927, which includes a 10% contingency. The contract period is three years commencing May 1, 2019 with two one-year options to be exercised at MTA’s sole discretion.
- **Willdan Homeland Solutions – Security and Emergency Management Training – Contract No. 15373, Not-to-Exceed \$2,100,000** – Board approval is sought to award a competitively negotiated personal service contract to Willdan Homeland Solutions (“Willdan”) for the design, development and delivery of security and emergency management training courses, workshops, and exercises for MTA employees. The proposed contract term is thirty-six months for a not-to-exceed amount of \$2,100,000.
- **International Business Machines – Data Center Operations and Maintenance Services – Contract No. 900000000002925, Not-to-Exceed \$80,858,326** – Board approval is sought to award a competitively negotiated miscellaneous service contract to International Business Machines (IBM) for Data center Operations and Maintenance Services in the amount of \$80,858,326 for a period of seven (7) years (five-year base at \$62,970,008 and two one-year options for a combined \$17,888,318) starting on or about June 1, 2019.
- **Eye-Med Vision Care LLC – Employee/Retiree Vision benefits – Contract No 11089-0100, Modification No. 5 – Base Amount = \$12,368,410 – Current Contract Value = \$18,603,410 – Proposed New Contract Value = \$20,353,410** – Board approval is sought for an extension to a previously Board-approved competitively negotiated, all-agency personal services contract with Eye-Med Vision Care LLC (“EyeMed”) to provide vision benefits for non-represented employees and some represented employees and retirees. The modification extends the contract for a

period of six months ending September 30, 2019 for \$1,750,000 until a request for proposal ("RFP") is completed for the replacement contract.

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

#### Real Estate Items

The Board was presented with five (5) real estate items, two (2) of which related to Long Island Rail Road.

- **Property Disposition Guidelines** – To obtain MTA Board approval of (i) revised and updated MTA Real Estate Department's Real Property Disposition Guidelines (the "2019 Real Property Disposition Guidelines") and the appointment of the Chief Development Officer of MTA as the Real Property Disposition Contracting Officer responsible for compliance with and enforcement of such Guidelines, and (ii) updated MTA's All-Agency Guidelines for the Disposal of Personal Property (the "2019 Personal Property Disposition Guidelines") and the appointment of the MTA staff persons designated as the Personal Property Disposition Contracting Officers listed on Attachment C, each promulgated in accordance with Sections 2895-2897 of the Public Authorities Law.
- **Penn Station Concourse Improvements** – Agencies: MTA Capital Construction ("MTACC") and Long Island Rail Road ("LIRR") – Location: The LIRR Main Concourse, running approximately beneath 33<sup>rd</sup> Street, between Seventh and Eighth Avenues (the "Concourse") and connecting corridors located within a portion of Pennsylvania Station (the "Station") – Action Requested: (1) Authorization to enter into memorandum of Understanding with One Penn Plaza LLC, and (2) Approval of a modification to Long Island Rail Road Contract GEC 6168A-02-01 with AECOM USA in the amount of \$6 Million.

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

#### 5. Long island Rail Road Committee

##### Procurement Items

The Board was presented with six (6) procurement actions recommended to it by the Long Island Rail Road Committee, one (1) of which related to Long Island Rail Road ("LIRR") and five (5) of which related to MTA Capital Construction ("MTACC").

Competitive:

Procurement by LIRR

- **Wreck Lead Bridge Rehabilitation Project** – LIRR requests 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) alternative procurement method for best value pursuant to Section 1265-a of the Public Authorities Law to award the construction contract for the Wreck Lead Bridge Rehabilitation Project.

Procurement by MTACC

- **Tutor Perini Corporation – Contract No. CQ033, Modification No. 32 – \$1,485,135** - In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a Modification to furnish and install a new lighting scheme for the Mid-Day Storage Yard including fixtures, additional steel support members, brackets, channels, and angle plates.

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

Ratifications:

Procurements by MTACC:

- **Tutor Perini Corporation – Contract No. CS179, Modification No. 193 – \$1,568,357, and Modification No. 194 – \$766,312** – In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify two contract modifications for the Contractor to furnish and install cable trays, radio antenna cable, antennas and cable support brackets, and to provide associated wall penetrations, fire stopping and bonding.
- **Tutor Perini Corporation – Contract No. CS179, Modification No. 175 – \$2,163,594** - In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a contract modification to provide network and critical circuit redundancy with respect to the Public Address and Visual Message Sign (PA/VMS) system throughout the ESA premises, including Grand Central Terminal (GCT) and the ESA Tunnels.

- **GCT Constructors Joint Venture – Contract No. CM014B, Modification No. 222 - \$1,035,347** – In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a contract modification for the reorientation of four chilled water pumps within the Pump Room of the 50<sup>th</sup> Street Ventilation Facility and the reconfiguration of associated supply and return pipes.

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

6. Corporate Governance Committee.

Action Items

Acting Chairman Ferrer noted that a quorum was not present at the most recent meeting of the Corporate Governance Committee, but that the members in attendance recommended the following action items for approval by the Board:

- **Mission Statement, Measurements, and Performance Indicators Report** – To obtain Board approval of the MTA’s Mission Statement and to authorize submission of the annexed 2018 Mission Statement, Measurements, and Performance Indicators Report (the “Report”) to the Independent Budget Authorities Office (“ABO”).
- **Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services** – Obtain Board approval of the MTA’s All-Agency Procurement Guidelines and All Agency Guidelines for the Procurement of Services.
- **Public Authorities Law Required Policies** – To obtain Board approval for revisions to certain existing policies of the MTA and its Agencies, in order to comply with Public Authorities Law Section 2824 (“PAL 2824”).

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

Board Member Mitchell Pally stated that with respect to various public statements on accessibility and elevators, he urged the public to hear the full presentation given on Monday, which will enlighten the public on what our plans are now and going forward.

7. Executive Session.

Acting Chairman Ferrer asked for a motion to move the meeting into Executive Session to discuss matters relating to collective bargaining pursuant to Section 105(1)(e) of the Public Officers Law ("POL"), and matters relating to proposed, pending or current litigation pursuant to Section 105(1)(d) of the POL.

Upon motion duly made and seconded, the Board voted to move the meeting into Executive Session for such purposes.

8. MTACC Procurement Item; Adjournment.

Upon coming out of Executive Session and resuming the public session of the meeting, the Board, at the request of Acting Chairman Ferrer, considered and approved an additional MTACC procurement item pertaining to the Second Avenue Subway, which item had been reviewed by the NYCT Committee and placed on the agenda for the meeting, but was inadvertently omitted from the Board book.

Acting Chairman Ferrer then asked for a motion to adjourn the meeting. Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:02 A.M.

Respectfully submitted,



Mark D. Hoffer,  
Secretary

**TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY**

**BOARD MINUTES**

**March 27, 2019**

Minutes of the Regular Meeting  
Triborough Bridge and Tunnel Authority  
March 27, 2019

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

9:00 a.m.

Hon. Fernando Ferrer, Acting Chairman  
Hon. Andrew Albert  
Hon. Sarah Feinberg  
Hon. David R. Jones  
Hon. David S. Mack  
Hon. Susan G. Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
Hon. Veronica Vanterpool  
Hon. Peter Ward

The following alternate non-voting members were also present:

Hon. Norman E. Brown  
Hon. Randolph Glucksman  
Hon. John Samuelson

The following members were absent:

Hon. Lawrence Schwartz  
Hon. Vincent Tessitore, Jr.  
Hon. Carl Weisbrod  
Hon. Neal Zuckerman

Patrick Foye, MTA President, Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer and President, MTA Capital Construction, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andy Byford, President, New York City Transit Authority, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel F. DeCrescenzo, Jr., Acting President, Triborough Bridge and Tunnel Authority, Darryl Irick, President, MTA Bus and Senior Vice President, New York City Transit Department of Buses, and Robert Marino, Acting Vice President, Government and Community Relations 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 twenty-four (24) 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. Acting Chairman Ferrer's Opening Remarks**

Acting Chairman Ferrer opened his remarks by welcoming again two new Board members that he had introduced at last month's meeting, David Mack and Sarah Feinberg, since Commissioner Feinberg was not in attendance at that meeting. He also discussed the progress being made under the Subway Action Plan; publicizing Paratransit and the E-hail Pilot Program costs; and subway station accessibility.

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.

**3. Approval of Minutes of Regular Meeting February 27, 2019**

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on February 27, 2019 were approved.

**4. Committee on Finance**

Upon a motion duly made and seconded, the Board approved the following recommended to it by the Committee on Finance:

(a) Action Item:

- Authorize filing the 2018 annual MTA All-Agency Procurement report with the State of New York as required by Public Authorities Law §2879.

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

**Procurements**

Commissioner Moerdler stated that there is one (1) procurement totaling \$8.24 million.

**Non-Competitive Procurements**

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

**Competitive Procurements**

Commissioner Moerdler stated that there is one (1) competitive procurement totaling \$8.24 million.

**Personal Service Contracts**

HNTB New York	Contract No. (s)	
Engineering		
and Architecture, P.C.	PSC-18-3017A	\$2,418,861.00
Thornton Tomasetti, Inc.	PSC-18-3017B	\$1,892,774.00
WSP USA, Inc.	PSC-18-3017C	\$1,899,387.00
Hardesty & Hanover, LLC	PSC-18-3017D	<u>\$2,031,288.00</u>

TBTA is seeking Board approval under the All-Agency Service Procurement Guidelines to award four personal service contracts for the 2019 Biennial Bridge Inspections at the: (i) Throgs Neck Bridge, (ii) Bronx-Whitestone Bridge, (iii) Marine Parkway/Cross Bay Bridges, and (iv) Henry Hudson Bridge, Queens-Midtown Tunnel and Hugh L. Carey Tunnel Approach Bridges.

\$8,242,310.00

### **Ratifications**

Commissioner Moerdler stated that there are no ratifications.

Upon a motion duly made and seconded, the Board approved the procurements recommended to it by the Committee for MTA Bridges and Tunnels Operations.

### **6. Committee on Corporate Governance**

Upon a motion duly made and seconded, the Board approved the following recommended to it by the Committee on Corporate Governance:

(a) Action Items:

- Approve the MTA's All Agency Procurement Guidelines and All Agency Guidelines for the Procurement of Services.
- Approve revision of certain existing policies of the MTA and its Agencies.

A copy of the staff summaries, resolutions and documents setting forth the details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

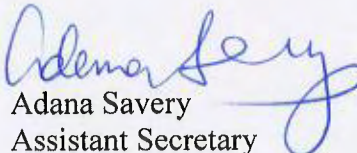
### **7. Executive Session**

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

### **8. Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 11:02 a.m.

Respectfully submitted,

  
Adana Savery  
Assistant Secretary

**Regular Board Meeting  
MTA Capital Construction Company  
2 Broadway  
New York, NY 10004  
Wednesday, March 27, 2019  
9:00 AM**

The following members were present:

Hon. Fernando Ferrer, Acting Chairman  
Hon. Andrew Albert  
Hon. Sarah E. Feinberg  
Hon. David Jones  
Hon. David Mack  
Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Mitchell H. Pally  
Hon. Andrew Saul  
Hon. Polly Trottenberg  
Hon. Veronica Vanterpool  
Hon. Peter Ward

The following alternate non-voting members were also present:

Hon. Norman E. Brown  
Hon. Randolph Glucksman  
Hon. John Samuelson

The following members were absent:

Hon. Lawrence Schwartz  
Hon. Vincent Tessitore, Jr.  
Hon. Carl Weisbrod  
Hon. Neal Zuckerman

Patrick Foye, President, MTA, Veronique Hakim, Managing Director, MTA, Helene Fromm, Chief of Staff, MTA, Janno Lieber, Chief Development Officer MTA and President, MTACC, Robert Foran, Chief Financial Officer, MTA, Thomas J. Quigley, General Counsel, MTA, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel Decrescenzo, Acting President, TBTA, Darryl Irick, President, MTA Bus and Senior V.P., NYCT Department of Buses, and Robert Marino, Acting Vice President, Government and Community Relations, Evan Eisland, Executive Vice President, General Counsel and Secretary, MTACC, and David Cannon, Vice President, Chief Procurement Officer and Assistant Secretary, MTACC also attended the meeting.

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.

Unless otherwise indicated, these minutes reflect items concerning the business of the MTA Capital Construction Company. Refer to the other Agencies' minutes of this date for items on the agendas of the Boards of the other Agencies.

Acting Chairman Ferrer called the meeting to order.

## **Public Comment Period**

There were twenty-four public speakers, none of whom spoke on MTA Capital Construction matters.

Bruce Hain, a private citizen, commented on the Canarsie Tunnel ("L Train") Project and the mitigation plans and stated he has submitted several questions on-line regarding the Project and is awaiting the MTA's response.

Kevin Zeng, a private citizen, commented that in constructing Phase III of the Second Avenue Subway Project there needs to be a connection with the L Train at 14<sup>th</sup> Street and the installation of elevators.

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

## **Acting Chairman's Remarks**

Acting Chairman Ferrer welcomed new Board Member Sarah Feinberg and returning Board Member David Mack.

The details of Acting Chairman Ferrer's remarks are contained in the minutes of the Regular Meeting of the Metropolitan Transportation Authority of this date.

## **Approval of Minutes**

Upon motion duly made and seconded, the Board approved the minutes of the Regular Board Meeting of the Metropolitan Transportation Authority and the MTA Capital Construction Company held on February 27, 2019.

## **Finance Committee**

### Action Item

Upon motion duly made and seconded, the Board:

Authorized the filing with the State of New York of the annual MTA All-Agency Procurement Report for the for the period January 1, 2018 - December 31, 2018 as required under Section 2879 of the Public Authorities Law.

A copy of the 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.

### Real Estate Items

Upon motion duly made and seconded, with Board Member Moerdler recusing himself from Item No. 3 below, the Board:

1. Approved the following: (i) The revised and updated MTA Real Estate Department's Real Property Disposition Guidelines and the appointment of the Chief Development Officer of MTA as the Real Property Disposition Contracting Officer responsible for compliance with and enforcement of such Guidelines, and (ii) The updated MTA's All-Agency Guidelines for the Disposal of Personal Property (the "2019 Personal Property Disposition Guidelines") and the appointment of MTA staff persons from each Agency who are designated as the Personal Property Disposition Contracting Officers each promulgated in accordance with Sections 2895-2897 of the Public Authorities Law.
2. Authorized MTA Capital Construction and the Long Island Rail Road to make certain modifications to the Memorandum of Understanding with One Penn Plaza LLC authorized by the MTA Board on February 27, 2019 that will provide for widening of the Long Island Rail Road Concourse in Penn Station and a new entrance, and to enter into the Memorandum of Understanding as modified.

3. Authorized the Metropolitan Transportation Authority, MTA Capital Construction Company, Metro-North Commuter Railroad and the Long Island Rail Road to enter into a Memorandum of Understanding with JP Morgan Chase Bank, N.A. ("JPMC") relating to redevelopment by JPMC of its headquarters building at 270 Park Avenue, New York, NY and authorization to negotiate a Construction Agreement and other related agreements with JPMC.

A copy of the Resolution for Item 1 above and the Staff Summaries for all three items are 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 item:

Award of a modification to the Long Island Rail Road Contract GEC 6168A-02-01 to address design elements not contemplated in the original scope of work for the Concourse and to bring the 30% design for the Concourse to a design/build contract package, in the amount of \$6,000,000.

A copy of the 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.

#### **Long Island Rail Road Committee**

#### Procurements

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

A modification to Contract CQ033, Mid-Day Storage Yard for the East Side Access ("ESA") Project to furnish and install a new lighting scheme including fixtures, additional steel support members, brackets, channels, and angle plates in the amount of \$1,485,135.

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

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

1. A modification to Contract CS179, Systems Facility Package No. 1 to furnish and install cable trays, radio antenna cable, antennas and cable bracket supports, and to provide associated wall penetrations, fire stopping and bonding in the ESA Caverns the amount of \$1,568,357.
2. A modification to Contract CS179, Systems Facility Package No. 1 to furnish and install cable trays, radio antenna cable, antennas and cable bracket supports, and to provide associated wall penetrations, fire stopping and bonding in ESA Concourse in the amount of \$766,312.
3. A modification to Contract CS179, Systems Facility Package No. 1 to provide network and critical circuit redundancy with respect to the Public Address and Visual Message Sign (PA/VMS) system throughout the ESA premises, including Grand Central Terminal and the ESA Tunnels in the amount of \$2,163,594.
4. A modification to Contract CM014B, GCT Concourse and Facilities Fit-Out for the re-orientation of four chilled water pumps within the Pump Room of the 50<sup>th</sup> Street Ventilation Facility and the reconfiguration of associated supply and return pipes in the amount of \$1,035,347.

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

## **Corporate Governance Committee**

### Action Items

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

1. The MTA's Mission Statement and authorized submission of the 2018 Mission Statement, Measurements, and Performance Indicators Report to the Independent Authorities Budget Office
2. The MTA's All Agency Procurement Guidelines and All Agency Guidelines for the Procurement of Services as required under Section 2879 of the Public Authorities Law.
3. Revisions to certain existing policies of the MTA and its Agencies in order to comply with Section 2824 of the New York Public Authorities Law.

The Staff Summaries and associated documents for the above items are filed with the records of the Regular Meeting of the Board of the Metropolitan Transportation Authority of this date.

### **Executive Session**

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

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

### **New York City Transit and Bus Committee**

Upon motion duly made and seconded with the Board approved the following item;

A modification to Contract C-26012, 86<sup>th</sup> St. Station Finishes, Mechanical, Electrical and Plumbing for Phase I of the Second Avenue Subway Project in order to address changed field conditions, changed standards, design errors and omissions, and the resolution of claims in the amount of \$11.5M.

A copy of the Resolution and the Staff Summary<sup>1</sup> 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 11:02 a.m.

Respectfully submitted,



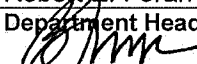
David K. Cannon  
Assistant Secretary

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<sup>1</sup> The Staff Summary was inadvertently omitted from the printed March 27, 2019 Board Book.


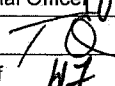

# Staff Summary

Page 1 of 2

<b>Subject</b> 2018 Annual Investment Report and MTA All Agency Investment Guidelines
<b>Department</b> CFO/Treasury
<b>Department Head Name</b> Robert E. Foran
<b>Department Head Signature</b> 
<b>Project Manager/Division Head</b> Josiane P Codio

<b>Date</b> April 17, 2019
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	4/15			
2	Board	4/17			

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 01/01/2018 to 12/31/2018, obtain Board approval of the MTA 2018 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 2018 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 2018 Annual Investment Report.

**Metropolitan Transportation Authority  
Investment Performance by Type of Fund  
For the Period Jan. 1, 2018 to Dec. 31, 2018**

<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	\$18,479,504	\$978,481,141	1.89%
MTA Special Assistance Fund	1,633,987	78,077,978	2.09%
TBTA Investments	3,236,637	141,921,923	2.28%
MTA Finance Fund	4,372,025	207,420,910	2.11%
MTA Transportation Resolution Funds	48,697,740	2,737,404,153	1.78%
MTA Hudson Rail Yards Funds	884,868	73,626,331	1.20%
State Service Contract Debt Service Fund	30,652	2,940,718	1.04%
MTA Dedicated Tax Fund Resolution Funds	2,964,712	164,070,453	1.81%
TBTA General Purpose Resolution Funds	5,425,584	298,996,743	1.81%
TBTA Subordinate Resolution Funds	846,480	47,028,019	1.80%
Other Restricted Funds	4,614,768	265,960,722	1.74%
<b>Total</b>	<b>\$91,186,957</b>	<b>\$4,995,929,090</b>	<b>1.83%</b>

Average Yield on 3 month Generic Treasury Bill  
(1/2/18– 12/31/18) 1.98%

Average Yield on 6 month Generic Treasury Bill  
(1/2/18– 12/31/18) 2.16%

Average Yield on 12 month Generic Treasury Bill  
(1/2/18 – 12/31/18) 2.34%

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, 270 Park Avenue Fund, NYS MOU Fund.

Note 2: MTA Transportation Resolution Funds include TRB Capitalized Interest, MTA TRB BAN (Tax-exempt), and RRIF Loan and RAN LOC

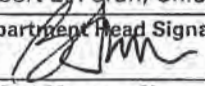
Note 3: 'Other Restricted Funds' include:

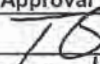


MTA Moynihan Train Hall Stab	
Fulton Street Maintenance	Hudson Yard ERY/WRY - From Related
MTA Real Estate and Advertising Revenue	Relocation from Madison Ave. Hudson Yard Infra Corp. SIRT OA - Capital

# Staff Summary



Metropolitan Transportation Authority

<b>Subject</b> Business Continuity Plan and Disaster Response Plan for First Mutual Transportation Assurance Company	<b>Date</b> April 17, 2019
<b>Department</b> Finance	<b>Vendor Name</b> N/A
<b>Department Head Name</b> Robert E. Foran, Chief Financial Officer	<b>Contract Number</b> N/A
<b>Department Head Signature</b> 	<b>Contract Manager Name</b> N/A
<b>Project Manager Name</b> Phyllis Rachmuth, Director, Risk & Insurance Management	<b>Table of Contents Ref #</b> N/A

Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	Finance	4/15/19	X			1	Legal 		
2	Board	4/17/19	X			2	Chief of Staff 		
						3	CFO 		

## Purpose:

To obtain Board approval of the attached Business Continuity Plan (BCP) and Disaster Recovery Plan (DRP) for First Mutual Transportation Assurance Company (FMTAC), the MTA's captive insurance company.

## Discussion:

Insurance Circular Letter #3 issued by the New York State Department of Financial Services (NYSDFS) requires the BCP and the DRP to be approved by the Board. The approved DRP needs to be filed with the NYSDFS along with evidence of such approval. The plans are in the exhibit book for your review.

Business Continuity Plan and Disaster Response Plan:

The BCP is an "inward looking pre-disaster" plan that addresses and describes how FMTAC plans to continue operations during and immediately following a disaster. The DRP is oriented as an "outward looking post-disaster" plan that focuses primarily how FMTAC processes claims during and immediately following a disaster.

## Alternative:

Not to adopt the revised plans. This alternative is not recommended because these plans are required by the NYSDFS.

## Recommendation:

It is recommended that the Board adopt the attached.

# **DISASTER RESPONSE PLAN**

## **First Mutual Transportation Assurance Company (“Company”)**

**EFFECTIVE: April 15, 2019**

## **Introduction**

This Disaster Response Plan (“Plan”) is designed to help ensure that key business processes of the Company will continue during a disaster or at least have high potential to be restored within a reasonable period of time following a disaster with the main objective of being able to continue to meet policyholder and claimant expectations despite the disaster. The Company needs to periodically review for potential threats of disaster and devise plans to ensure timely recovery. These efforts will include periodically conducting a Risk Based Analysis (“RBA”) of the Company’s capacity to assist its insureds when affected by a disaster, and subsequently to modify this Plan if indicated. The RBA involves review of the risks faced by the insureds that are covered by the insurance programs offered by the Company and factoring the mitigating and remedial actions possible given the different types and extent of disaster. This Plan is organized as a plan outline followed by an Appendix containing specific role assignments, Notification Lists, etc., referred to in actions of the Plan.

The Company is a Captive Insurance Company and as such does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network. Instead, the Company relies on the Metropolitan Transportation Authority (“MTA”) the parent of the Company, and affiliates and subsidiaries of the MTA (“affiliates”), and on robust third party service provider (“TPSP”) vetting, particularly related to the Company’s management company, including reasonable efforts to confirm those entities have appropriate Disaster Response and Business Continuity Plans in place related to Company operations. Please refer to the Company’s Third Party Service Provider Security Policy for additional detail on the protocols the Company follows related to engaging, monitoring, and contracting with TPSPs. As a captive insurance company, the Company is licensed to insure only risks related to its parent and affiliates and their operations.

The rest of this document provides key steps to be taken to maximize the chance of timely recovery of the Company’s operations and continuity of delivery of policyholder services in the event of a disaster. These processes and procedures are not meant to be all-inclusive, and actual processes may include variations and additional steps as dictated by the scope and consequences of the disaster and impact to affiliates and TPSPs of the Company. The specifics of the situation will need to be taken into consideration. In all cases, though, this document should be referred to at the onset of a potential or actual disaster and be factored into decisions as disaster response activities dictate and progress.

## **Roles & Responsibilities**

The Business Continuity Coordinator (“BCC”) oversees compliance with this Plan and has responsibility for:

1. ensuring a RBA is conducted periodically;
2. having overall responsibility for the Company’s response to a disaster;
3. ensuring overall maintenance of this Plan including ensuring this plan is reviewed at least once annually, approved by the Company’s Board at least once annually, and updated as required;

4. working with the Company's affiliates, management company, and other critical TPSPs to ensure compliance with this Plan;
5. working with the Company's affiliates, management company, and other critical TPSPs to guide the Company through the Disaster Response if a disaster occurs;
6. ensuring this Plan is distributed any time a material change is made but at least once annually to key stakeholders including: BCC, Backup to the BCC, appropriate representatives of affiliates of the Company, and the management company;
7. acting in the capacity of liaison for the Company with any applicable regulatory authority including as provided for in any statute, regulation or other binding requirements; and
8. activating, deactivating and monitoring the Plan.

### **Lines of authority, succession of management & delegation of authority**

The BCC has overall responsibility for the Plan but because the Company does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network, the expectation is that operational authority will be delegated to employees of affiliates, management company, or other TPSPs, as deemed appropriate by the Board, including an employee of one of these entities potentially serving as the Company BCC, and that the Company's ability to respond to a disaster necessarily rests primarily with TPSPs and/or affiliates of the Company.

### **Risk Based Analysis**

The BCC shall ensure the Company periodically performs a RBA. The analysis shall emphasize the capacity of the Company to assist customers affected by a disaster and shall use the results to maintain and periodically update this Plan as indicated by the analysis efforts.

### **Interaction with external business entities, including TPSPs**

As explained in the introduction of this document, the Company is a captive insurance company and does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network. Accordingly, the Company relies primarily on robust third party service provider ("TPSP") vetting, a management company, and the Company's affiliates to conduct Company operations. Notification of a disaster will more likely than not come to the attention of the BCC via a declaration from a TPSP that they have experienced a disaster or from the Company's management company, advising receipt of notice of a disaster by a TPSP that conducts important Company operations.

It is also possible that the Company's parent or another affiliate could experience a disaster that impacts their employees, systems, applications, buildings, equipment, or network, resulting in impairment of processing of Company activity and an associated impact on the Company's ability to assist the Company's insureds when affected by a disaster. One beneficial side effect of the distributed way the Company conducts its operations is the low probability that all major aspects of the Company's processing will be affected simultaneously. For example, TPSPs of the Company are located across multiple states and in the case of the management company, has operations in multiple countries.

## **Disaster Declaration and Response**

A “Disaster Declaration” is a formal notification process that accomplishes two main objectives:

1. It formally sets the restoration and recovery processes in motion; and
2. It notifies and activates the recovery teams that they need to assist the Company through a disaster.

The BCC will be the primary point of contact, make the disaster declaration, coordinate with regulators, and ensure timely notification is delivered to appropriate members of the Notification List(s) in the appendix to this Plan, using best available means under the circumstances, with priority on using email or text messaging communications if available. The BCC will also provide guidance regarding procedural changes in effect during the disaster, updates on disaster remediation, etc., at appropriate points as indicated by the specifics of the disaster, but no less frequently than once daily to entities listed in Notification List 1 of the Appendix unless otherwise agreed at the time of the disaster. The BCC is also responsible for guiding the Company and coordinating TPSPs as to any requirements related to disaster response and efforts to return the Company to normal operations and for revoking the Disaster Declaration when the disaster is over.

The BCC shall make the Disaster Declaration decision based on all available information but with top priority placed on the impact on the Company’s ability to meet policyholder obligations. If as a result of a disaster there is significant potential for impact to the Company’s ability to meet policyholder obligations, then that should be viewed as strong evidence that a Disaster Declaration should be made. In addition, a disaster impacting a critical service provider of the Company should also be viewed as strong evidence that a Disaster Declaration should be made by the Company.

## **Regulatory Compliance**

This Plan may also serve the purpose of satisfying any regulatory requirements applicable to the Company related to disaster response. Accordingly, the BCC should be familiar with applicable requirements and ensure those requirements are factored into this Plan, including arranging updates to the Plan from time-to-time as indicated from such review and monitoring.

## APPENDIX A

Business Continuity Coordinator (Disaster Liaison or Disaster Leader) Name	Gemma Mah
Business Continuity Coordinator (Disaster Liaison or Disaster Leader) - Address\Email\Phone(s)	48 South Service Road, Suite 310 Melville, New York 11747 Office 631-662-5474 Gemma.Mah@marsh.com
Backup to Business Continuity Coordinator (Disaster Liaison or Disaster Leader) Name	Nisala Weerasooriya
Backup to Business Continuity Coordinator (Disaster Liaison or Disaster Leader) -Address\Email\Phone(s)	48 South Service Road, Suite 310 Melville, New York 11747 Office 631-577-0600 nisala.m.weerasooriya@marsh.com
Company domicile	New York
Company headquarters address	c/o Metropolitan Transportation Authority 2 Broadway, NY 10004
Company administrative office(s) for claims, policy and contract changes, processing premium payments, other services (list multiple locations and function if more than one)	c/o Marsh Management Services Inc. 48 South Service Road, Suite 310, Melville NY 11747  c/o Metropolitan Transportation Authority 2 Broadway, NY 10004
Kinds of insurance products sold	<p><b><u>Direct Primary &amp; Excess:</u></b></p> <ul style="list-style-type: none"> <li>- Property</li> <li>- Terrorism</li> <li>- General Liability (Premise, All Agency Protective Liability, Stations &amp; Force)</li> <li>- Excess Liability</li> <li>- Casualty (Owner Controlled Insurance Programs)</li> <li>- Builders Risk</li> </ul> <p>The policies listed above are indemnity form policies issued by the Company to affiliates. The Company does not have a duty to defend or an obligation to pay on behalf of affiliates although the Company may choose to do so from time-to-time for administrative convenience. All public-facing activities, including claims adjustments and payments, are handled by an underlying or an excess commercial carrier and a TPA or by a TPA appointed by an affiliate. The indemnity policies issued by the Company require it pay claims to the affiliates after the claims are adjusted by a TPA</p>

	<p>appointed by an affiliate or a commercial carrier as the case may be.</p> <p><b><i>Risk Evaluation:</i></b>  <i>No impact to public-facing activity, even if there are several months of inactivity at the Company. After 3+ months of inactivity there may be a minimal impact to affiliates (also see Business Impact Analysis)</i></p> <p><b><u>Reinsurance Assumed:</u></b></p> <ul style="list-style-type: none"> <li>- Automobile Allocated Loss Adjustment Expenses (Paratransit/Non-Revenue)</li> </ul> <p>The Company assumes from a commercial carrier a portion or a layer of risk related to an affiliate that is first insured by a commercial insurance company. All public-facing activities, including claims adjustments and payments, are handled by the commercial carrier and/or a TPA. The Company does not have a duty to defend – the Company simply pays the ceding company for the Company’s assumed portion of the losses.</p> <p><b><i>Risk Evaluation:</i></b>  <i>No impact to public-facing activity, even if there is a several months of inactivity by the Company. After 3+ months of inactivity there may be a minimal impact to the ceding company or affiliates (also see Business Impact Analysis)</i></p> <p><b><u>Deductible Reimbursement Insurance:</u></b></p> <ul style="list-style-type: none"> <li>- Automobile (Paratransit/Non-Revenue)</li> <li>- Casualty (Owner Controlled Insurance Programs)</li> <li>- Builders Risk</li> </ul> <p>The Company provides deductible reimbursement coverage to affiliates for the above lines where the Company reimburses the affiliates for the losses they experience in the deductible layer under their commercial insurance program(s). All public-facing activities, including claims adjustments, defense and payments are handled by a commercial carrier and/or a Third Party claims Administrator (“TPA”). The commercial insurance policy with the affiliates provides for the affiliates to reimburse the carrier for the deductible layer. The Company does not have a</p>
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**First Mutual Transportation Assurance Company**  
**DISASTER RESPONSE PLAN**

	<p>duty to defend or an obligation to pay on behalf of affiliates although the Company may choose to do so from time-to-time for administrative convenience – the Company only reimburses deductible losses incurred by affiliates.</p> <p><b>Risk Evaluation:</b>  <i>No impact to public-facing activity, even if there are several months of inactivity by the Company. After 3+ months of inactivity there may be a minimal impact to affiliates (also see Business Impact Analysis)</i></p>
Notification List 1 – Parent, Affiliate and TPSP primary contacts responsible for conducting Company operations (entities critical to the Company’s ongoing operations)	<p><b>PARENT CONTACT</b>  Phyllis Rachmuth  c/o Metropolitan Transportation Authority  2 Broadway, New York, NY 10004  PRACHMUT@mtahq.org  212 878 1026</p>
Notification List 2 – policyholders and other key TPSPs not already scheduled in Notification List 1	<p><b>INSURED CONTACT</b>  (1) Chris D’Antonio  c/o Metropolitan Transportation Authority  2 Broadway, New York, NY 10004  CDANTONI@mtahq.org  646 252 1424</p> <p>(2) Laudwin Pemberton  c/o Metropolitan Transportation Authority  2 Broadway, New York, NY 10004  LPEMBERT@mtahq.org  646 252 1427</p> <p><b>LEGAL CONTACT</b>  Thomas Quigley  c/o Metropolitan Transportation Authority  2 Broadway, New York, NY 10004  TQUIGLEY@mtahq.org  212 – 878- 7476</p> <p><b>PARENT BROKER</b>  Jerry Harley  c/o Marsh Inc.  1166 Avenue of the Americas  New York, NY</p>

**First Mutual Transportation Assurance Company**  
**DISASTER RESPONSE PLAN**

	<p>Jerry.Harley@marsh.com 212.345.3179</p> <p>REGULATOR George Babu New York State Department of Financial Services 1 State Street New York, NY 10004-1511 <a href="mailto:george.babu@dfs.ny.gov">george.babu@dfs.ny.gov</a> 212-480-2046</p>
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# **BUSINESS CONTINUITY PLAN**

## **First Mutual Transportation Assurance Company (“Company”)**

**EFFECTIVE: April 15, 2019**

## **Introduction**

This Business Continuity Plan (“Plan”) is designed to help ensure that key business processes of the Company will continue during a disaster or at least have high potential to be restored within a reasonable period of time following a disaster and that restoration proceeds in logical order based on priorities planned for in advance. The Company needs to periodically review for potential threats of disaster and devise plans to ensure timely recovery. These efforts will include periodically conducting a Business Impact Analysis (“BIA”) and subsequent modification to this Plan and/or the Company’s Disaster Response Plan if indicated by the BIA. The BIA shall be designed with the emphasis on predicting the consequences of disruption of a key business functions and processes as a result of a disaster, and to gather information needed to develop recovery and/or mitigation strategies.

This Plan is organized as a plan outline followed by two Appendices, the first containing specific role assignments referred to in the Plan, and the second containing the most recent BIA.

The Company is a Captive Insurance Company and as such does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network. Instead, the Company relies on the Metropolitan Transportation Authority (“MTA”) the parent of the Company, and affiliates and subsidiaries of the MTA (“affiliates”), and on robust third party service provider (“TPSP”) vetting, particularly related to the Company’s management company, including reasonable efforts to confirm those entities have appropriate Disaster Response and Business Continuity Plans in place related to Company operations. Please refer to the Company’s Third Party Service Provider Security Policy for additional detail on the protocols the Company follows related to engaging, monitoring, and contracting with TPSPs. As a captive insurance company, the Company is licensed to insure only risks related to its parent and affiliates and their operations.

The rest of this document provides key steps to be taken to document Company processes in order to better understand the impact of disruption to specific Company processes in order to maximize the chance of timely recovery of the Company’s operations in the event that Company operations are impacted. These processes and procedures are not meant to be all-inclusive, and actual processes may include additional steps as dictated by the findings of other efforts detailed herein.

## **Roles & Responsibilities**

The Business Continuity Coordinator (“BCC”) oversees compliance with this Plan and has responsibility for:

1. ensuring a BIA is conducted periodically;
2. the overall maintenance of this Plan including ensuring the Plan is reviewed at least once annually, approved by its Board at least once annually, and updated as required;
3. holding and leading a meeting at least once annually to review the Business Continuity and Disaster Response Plans of the Company;
4. working with the Company’s affiliates, management company, and other critical TPSPs to ensure maintenance of this Plan as well as mitigations and/or other staging actions designed to ensure timely recovery from a disaster are undertaken and maintained; and

5. ensuring this Plan is distributed any time a material change is made but at least once annually to key stakeholders including: BCC, Backup to the BCC, appropriate representatives of affiliates of the Company, and the management company.

### **Lines of Authority, Succession of Management & Delegation of Authority**

The BCC has overall responsibility for the Plan. The Company does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network and therefore the expectation is that operational authority will be delegated to employees of affiliates, management company, or other TPSPs, as deemed appropriate by the BCC and/or the Board, including an employee of one of these entities potentially serving as the Company's BCC. The Company's ability to maintain a state of readiness to be able to promptly and effectively respond to a disaster necessarily rests primarily with TPSPs and/or affiliates of the Company. The priority of delegation of authority based on availability will be: 1) BCC, 2) lead management company representative, 3) lead parent company representative, all as detailed in the Company's Disaster Response Plan.

### **Business Impact Analysis**

The BCC shall ensure the Company periodically performs a BIA. This analysis shall emphasize the capacity of the Company to continue its normal business operations during and immediately after a disaster. The BCC will lead the development and review of the BIA and will ensure mitigations and/or recovery strategies are put in place to minimize the operational and financial impact of disruption. The BIA shall include identification of major business processes and recovery point objectives. See attached Appendix B for current BIA.

### **Interaction with External Business Entities, Including TPSPs**

As explained in the Introduction to this Plan, the Company is a captive insurance company and does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network. Accordingly, the Company relies primarily on robust third party service provider ("TPSP") vetting, a management company, and the Company's affiliates to conduct Company operations. Notification of a disaster will more likely than not come to the attention of the BCC via a declaration from a TPSP that they have experienced a disaster or from the Company's management company, advising receipt of notice of a disaster by a TPSP that conducts important Company operations.

It is also possible that the MTA or an affiliate or subsidiary could experience a disaster that impacts their employees, systems, applications, buildings, equipment, or network, resulting in impairment of processing of Company activity. One beneficial side effect of the distributed way the Company conducts its operations, and a component of the Company's business continuity strategy, is the low probability that all major aspects of the Company's processing will be affected simultaneously. For example, Company operations are distributed across multiple entities; TPSPs of the Company have operations located across multiple states and in the case of the management company, has operations in multiple countries.

## **Disaster Declaration and Response**

A “Disaster Declaration” is a formal notification process that accomplishes two main objectives:

1. It formally sets the restoration and recovery processes in motion;
2. It notifies and activates the recovery teams that they need to assist the Company through the disaster.

The BCC will be the primary point of contact, make the disaster declaration, coordinate with regulators, and ensure timely notification is delivered to appropriate members of the Notification List(s) detailed in the appendix to the Company’s Disaster Response Plan, using best available means under the circumstances, with priority on using email communications if available. The BCC will also provide guidance regarding procedural changes in effect during the disaster, updates on disaster remediation, etc., at appropriate points as indicated by the specifics of the disaster, but no less frequently than once daily to entities listed in Notification List 1 of the Appendix to the Company’s Disaster Response Plan unless otherwise agreed at the time of the disaster. The BCC is also responsible for guiding the Company and coordinating TPSPs as to any requirements related to disaster response and efforts to return the Company to normal operations and for revoking the Disaster Declaration when the disaster is over.

The BCC shall make the Disaster Declaration decision based on all available information but with top priority placed on the impact on the Company’s ability to meet policyholder obligations. If as a result of a disaster there is significant potential for impact to the Company’s ability to meet policyholder obligations, then that should be viewed as strong evidence that a Disaster Declaration should be declared. In addition, a disaster impacting a critical service provider of the Company should also be viewed as strong evidence that a Disaster Declaration should be declared by the Company.

## **Business Processes, Information Technology and Data**

It is important that the Company be able to continue its normal business processes in the event of a disaster. As mentioned in the Introduction to this Plan, the Company is a captive insurance company and as such does not have employees, systems, applications, buildings, equipment, nor does the Company maintain a network. Instead, the Company relies on the affiliates of the Company and on robust TPSP vetting, particularly related to the Company’s management company. This vetting will include reasonable efforts to periodically confirm those entities have appropriate Disaster Response and Business Continuity Plans in place related to Company operations. The TPSPs are located across multiple states and in the case of the management company, has operations in multiple countries, and has made representations that critical Company data are replicated to an offsite location at regular intervals during the workday and that physical backups are made and securely stored offsite daily. The expectation is that these factors will mean minimal interruption to Company operations, and rapid recovery of data if required, in the event of a disaster impacting Company operations.

The distributed way the Company conducts its operations and its reliance on TPSPs makes for a low probability that all major aspects of the Company’s processing will be affected simultaneously. However, in the event of a major event that impacts multiple locations, the Company aims to commence near normal business processes with access to information systems and data within a

reasonable time, factoring the BIA. Depending on the severity of the event, 'reasonable time' could vary from 48 hours to two weeks as prescribed in the BIA.

## **Training & Testing**

The BCC shall periodically -- at least once every three years -- host a formal meeting with employees of an appropriate affiliate or affiliates of the Company as well as employees of the Company's management Company to walk through this Plan, with an emphasis on recovery strategies, recovery point objectives and business processes identified as critical as a result of the BIA. During this process the BCC shall secure updated representations regarding disaster response and business continuity plans in place at these entities related to Company operations. The meeting shall be documented in Company files and any findings suggesting amendments to this Plan or the Disaster Response Plan of the Company shall be actioned for timely remediation.

## **Regulatory Compliance**

This Plan may also serve the purpose of satisfying any regulatory requirements applicable to the Company related to business continuity and disaster response. Accordingly, the BCC should be familiar with applicable requirements and ensure those requirements are factored into this Plan, including arranging updates to the Plan from time-to-time as indicated from such review and monitoring.

## **APPENDIX A**

Business Continuity Coordinator (Disaster Liaison or Disaster Leader) Name	Gemma Mah
Business Continuity Coordinator (Disaster Liaison or Disaster Leader) - Address\Email\Phone(s)	48 South Service Road, Suite 310 Melville, New York 11747 Office 631-662-5474 Gemma.Mah@marsh.com
Backup to Business Continuity Coordinator (Disaster Liaison or Disaster Leader) Name	Nisala Weerasooriya
Backup to Business Continuity Coordinator (Disaster Liaison or Disaster Leader) - Address\Email\Phone(s)	48 South Service Road, Suite 310 Melville, New York 11747 Office 631-577-0600 nisala.m.weerasooriya@marsh.com

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# Staff Summary



Metropolitan Transportation Authority

Page 1 of 1

<b>Subject</b> Request for Authorization to Award Various Procurements
<b>Department</b> MTA Business Service Center
<b>Department Head Name</b> Wael Hibri
<b>Department Head Signature</b> 
<b>Division Head Name</b> David N. Ross

<b>Date</b> April 15, 2019
<b>Vendor Name</b> Various
<b>Contract Number</b> Various
<b>Contract Manager Name</b> Various
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	4/15/2019	X		
2	Board	4/17/2019	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:

Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts

	<u># of</u>	<u>\$ Amount</u>
	<u>Actions</u>	
	1	\$ 4,145,000
<b>SUBTOTAL</b>	1	\$ 4,145,000

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts

	3	\$ 6,169,406
	6	\$ 20,150,000
<b>SUBTOTAL</b>	10	\$ 30,464,406
<b>TOTAL</b>	10	\$ 30,464,406

**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.

## PROCUREMENTS

The Procurement Agenda this month includes 10 actions for a proposed expenditure of \$30.4 M.

BOARD RESOLUTION  
METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 120 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 works 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.

**APRIL 2019**

**LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

**F. Personal Service Contracts**

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

- |    |   |                                       |                                      |
|----|---|---------------------------------------|--------------------------------------|
| 1. | <b>AlixPartners</b><br><b>Restructuring Consultant Services</b><br><b>Contract No. TBD</b><br><b>Competitively negotiated – 4 proposals – 12 months</b> | <b>\$4,145,000</b><br>(not-to-exceed) | <b><u>Staff Summary Attached</u></b> |
|----|---|---------------------------------------|--------------------------------------|

Board approval is sought to retain AlixPartners to fulfill the statutory mandate of section 1279-f of the New York Public Authorities Law (“NY PAL”), which requires the MTA, among other things, to contract with a financial advisory firm to submit a report that contains a review of (a) fraud, waste, abuse or conflicts of interest occurring within any department, division, or office of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates; (b) any duplication of functions or duties between the departments, divisions or office of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates; (c) options for potential cost efficiencies and savings that could be achieved through changes in internal controls and management reforms, functional and process streamlining, internal procurement process reforms; (d) the two thousand fifteen to two thousand nineteen capital plan for cost overages and duplication; (e) the development of standardized performance metrics for planning, design, approvals, change orders, project management and delivery; and (f) cash flow and accounting of expenditures of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates for the preceding three fiscal years. In addition, AlixPartners will prepare, in coordination with senior management, a reorganization that includes a personnel evaluation that is due to be submitted to the Board by June 30, 2019 pursuant to section 1279-e of the NY PAL. AlixPartners, in coordination with senior management, also will incorporate the review’s findings into the reorganization plan within 90 days, as also required by section 1279-e. Following an informal competitive process, a Steering Committee consisting of the Managing Director, the MTA President, the Chief Development Officer, Chief Financial Officer and General Counsel unanimously selected AlixPartners based on cost and the firm’s demonstrated superior expertise in operational restructuring, organizational design and transportation optimization. AlixPartners’ initial proposal was \$1.2 million lower than the bid of the other finalist, EHS. Subsequent to the passing of the legislation, which added substantial activities to the scope of the consultants’ work, AlixPartners fee was negotiated to a fixed fee of \$3,750,000 for the analysis, report and restructuring recommendations. In addition, AlixPartners will be reimbursed for its out-of-pocket expenses in the agreed upon amount of 10% of the fee proposal. It is noteworthy that the AlixPartners fee is inclusive of all expenditures and encompasses several additional tasks that were not in the original request but required by the final version of section 1279-f. This action seeks approval of a total not-to-exceed \$4,145,000 for this engagement. Based on the foregoing, AlixPartners’ final pricing has been found to be fair and reasonable. A responsibility review of AlixPartners conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and AlixPartners has been found to be responsible.

# Staff Summary

## Schedule F: Personal Service Contracts

<b>Item Number:</b> 1						<b>SUMMARY INFORMATION</b>																			
<b>Dept &amp; Dept Head Name:</b> Office of the General Counsel, Thomas Quigley, Esq, General Counsel						<b>Vendor Name:</b> AlixPartners, LLP																			
<b>Division &amp; Division Head Name:</b> N/A						<b>Contract Number:</b> TBD																			
<b>Board Reviews</b>						<b>Description:</b> Restructuring Consulting Services																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">Order</th> <th style="width: 20%;">To</th> <th style="width: 15%;">Date</th> <th style="width: 10%;">Approval</th> <th style="width: 10%;">Info</th> <th style="width: 10%;">Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Finance</td> <td>4/15/19</td> <td>X</td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>Board</td> <td>4/17/19</td> <td>X</td> <td></td> <td></td> </tr> </tbody> </table>						Order	To	Date	Approval	Info	Other	1	Finance	4/15/19	X			2	Board	4/17/19	X			<b>Total Amount:</b> \$4,145,000	
Order	To	Date	Approval	Info	Other																				
1	Finance	4/15/19	X																						
2	Board	4/17/19	X																						
<b>Internal Approvals</b>						<b>Contract Term (including Options, if any):</b> One Year																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 5%;">Order</th> <th style="width: 20%;">Approval</th> <th style="width: 15%;">Order</th> <th style="width: 10%;">Approval</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Procurement</td> <td>4</td> <td></td> </tr> <tr> <td>2</td> <td>Legal</td> <td>5</td> <td></td> </tr> <tr> <td>3</td> <td>CFO</td> <td>6</td> <td></td> </tr> </tbody> </table>						Order	Approval	Order	Approval	1	Procurement	4		2	Legal	5		3	CFO	6		<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
Order	Approval	Order	Approval																						
1	Procurement	4																							
2	Legal	5																							
3	CFO	6																							
						<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																			
						<b>Procurement Type:</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive																			
						<b>Solicitation Type:</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Declaration of Critical Need																			
						<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:																			

### Narrative

#### I. PURPOSE/RECOMMENDATION

Board approval is sought to retain AlixPartners to fulfill the statutory mandate of section 1279-f of the New York Public Authorities Law ("NY PAL"), which requires the MTA, among other things, to contract with a financial advisory firm to submit a report that contains a review of (a) fraud, waste, abuse or conflicts of interest occurring within any department, division, or office of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates; (b) any duplication of functions or duties between the departments, divisions or office of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates; (c) options for potential cost efficiencies and savings that could be achieved through changes in internal controls and management reforms, functional and process streamlining, internal procurement process reforms; (d) the two thousand fifteen to two thousand nineteen capital plan for cost overages and duplication; (e) the development of standardized performance metrics for planning, design, approvals, change orders, project management and delivery; and (f) cash flow and accounting of expenditures of the authority, its subsidiaries, affiliates, and subsidiaries of affiliates for the preceding three fiscal years. In addition, AlixPartners will prepare, in coordination with senior management, a reorganization that includes a personnel evaluation that is due to be submitted to the Board by June 30, 2019 pursuant to section 1279-e of the NY PAL. AlixPartners, in coordination with senior management, also will incorporate the review's findings into the reorganization plan within 90 days, as also required by section 1279-e.

#### II. DISCUSSION

Pursuant to Article II of the All-Agency Service Contract Procurement Guidelines, the Chairman and CEO authorized the declaration of the critical need to forgo formal advertising requirements and conduct a competitive process to the extent practicable to meet the statutory deadline that was established by NY PAL §1279-f and 1279-e. The need for this declaration and immediate procurement derives from new legislation that requires the MTA to submit a restructuring plan in approximately 4 months. This legislative requirement was cited by both the Governor and the Mayor of New York City in their 10-Point Plan released on February 26, 2019.

Working within the time constraints imposed by the legislation, the Acting Chair appointed a Steering Committee consisting of the Managing Director, MTA President, Chief Development Officer, Chief Financial Officer and General Counsel to vet consulting firms and make a recommendation for submission to the Board.

In advance of soliciting proposals, and drawing on the several decades of combined experience working on various initiatives with consulting industry leaders, the Steering Committee identified six firms that were believed to have particularly strong and applicable expertise in the area of restructuring large organizations.

Upon further evaluation, four of these firms were invited to submit proposals based on the needs of the MTA. AlixPartners, McKinsey, A.T Kearney and EHS Partners submitted proposals. Following a review of the proposals, the Selection Committee proceeded to oral presentations and interviewed the project teams presented by all four firms. AlixPartners and EHS Partners were short listed based on the quality of their presentations, their understanding of the MTA's needs and tight timeframe, and their demonstrated experience in operational restructuring.

The Steering Committee determined that AlixPartners demonstrated superior expertise in operational restructuring, organizational design and transportation optimization. The AlixPartners proposal evidenced a clear understanding of the MTA's structure and the challenges presented by the Sustainability Advisory Working Group recommendations. AlixPartners offered specific and credible opportunities for cost containment and maximizing revenue. AlixPartners was also able to demonstrate experience supporting a number of large organizations in both the private and public sector facing similar challenges, including companies in the transportation sector, the automotive industry and public utilities. AlixPartners proposed a team and restructuring approach that garnered confidence in their ability to achieve actual and substantial efficiencies for the MTA and AlixPartners demonstrated a mastery of the MTA's needs beyond the other proposers with their research and understanding of the MTA.

AlixPartners' initial proposal was \$1.2 million lower than the bid of the other finalist, EHS. Subsequent to the passing of the legislation, which added substantial activities to the scope of the consultants' work, AlixPartners fee was negotiated to a fixed fee of \$3,750,000 for the analysis, report and restructuring recommendations. In addition, AlixPartners will be reimbursed for its out-of-pocket expenses in the agreed upon amount of 10% of the fee proposal.

It is the MTA's goal to obtain the quality financial advisory firm required by the changes in the NY PAL at the most cost-effective rates achievable. As a result of the negotiations conducted in connection with this procurement, AlixPartners provided the MTA a fixed fee at a discount of 10% from its normal and customary rates.

It is noteworthy that the AlixPartners fee is inclusive of all expenditures and encompasses several additional tasks that were not in the original request but required by the final version of section 1279-f including reviewing: (i) waste, fraud, abuse or conflicts of interest, (ii) the 2015-19 capital plan, (iii) cash flow and expenditures, and (iv) providing assistance with the separate reorganization and personnel evaluation plan mandated by section 1279-e. This action seeks approval of a total not-to-exceed \$4,145,000 for this engagement. Based on the foregoing, AlixPartners' final pricing has been found to be fair and reasonable.

A responsibility review of AlixPartners conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and AlixPartners has been found to be responsible.

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

The MTA Department of Diversity and Civil Rights (DDCR) has established no MWBE goals on this contract due to the declaration of critical need associated to this procurement. AlixPartners, LLP has not completed any MTA contracts; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

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

Funding is included in the MTA HQ Operating Budget.

### **V. ALTERNATIVES**

None recommended.

**APRIL 2019**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

**F. Personal Service Contracts**

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

- |   |   |   |
|---|---|---|
| <p><b>2-3. Various<br/>As-needed Counterterrorist<br/>Drills and Exercises<br/>Contract No. 15451<br/>Competitively negotiated – 8 proposals – 36 months with 2 one-year options</b></p> <p><b>a. Ascenttra, Inc.<br/>b. Willdan Homeland Solutions</b></p> | <p><b>\$450,000</b><br/>(not-to-exceed)</p> | <p><b><u>Staff Summary Attached</u></b></p> |
|---|---|---|

Board approval is sought to award Master Agreements for the as-needed formulation and delivery of complex counterterrorist table-top drills and exercises to two (2) vendors: Ascenttra, Inc. ('Ascenttra') and Willdan Homeland Solutions ('Willdan'). The Master Agreements will be issued for an aggregate budget not-to-exceed \$450,000 with a period of performance of three (3) years commencing April, 2019, plus two (2) one-year options to be exercised at MTA's sole discretion. The threat posture confronting the MTA requires continued education and practice in command incident management that is validated through testing regimens offered in drills and exercises. These agreements will provide the Office of Inter-Agency Preparedness the ability to conduct table-top drills, functional and full-scale exercises on an as-needed basis to ensure that senior executive level employees, agency executives and mid-level operating employees are prepared in response and recovery protocols designed to address the impacts and consequences of terrorist activities. Following a competitive Request for Proposal process, the selection committee ultimately recommended Ascenttra and Willdan for award because both firms possessed strong experience in the development and delivery of drills and exercises for mass transit systems and based on their experience in dealing with real life crisis situations with personnel who had previously served as NYC based first responders. Price negotiations focused on reducing all-inclusive hourly rates because travel and other out-of-pocket expenses are dependent on the specific scope of work issued for each drill/exercise. Negotiations yielded labor rates that ranged as follows: Ascenttra - \$73.76 to \$156.45, and Willdan - \$76.00 to \$159.25. The average rates across all proposers ranged from \$56.39 to \$165.56 and reflect an average reduction in hourly rates of about 9% with Ascenttra and about 7% with Willdan. The agreed upon rates are subject to further negotiation during the mini-RFP processes, through which specific work assignments will be determined. Based on the foregoing, Procurement considers Ascenttra's and Willdan's final pricing to be fair and reasonable. Responsibility reviews of Ascenttra and Willdan conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and Ascenttra and Willdan have been found to be responsible.

**APRIL 2019**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

- |           |   |                                       |                                      |
|-----------|---|---------------------------------------|--------------------------------------|
| <b>4.</b> | <b>JP Morgan Chase<br/>Trust/Custodial, Administrative<br/>Services for MTA Defined Plans<br/>Contract No. 15335<br/>Competitively negotiated – 2 proposals – 60 months + one two-year option</b> | <b>\$5,719,406</b><br>(not-to-exceed) | <b><u>Staff Summary Attached</u></b> |
|-----------|---|---------------------------------------|--------------------------------------|

Board approval is sought to award a competitively negotiated, all-agency personal services contract to JP Morgan Chase to provide trust, custodial, and related administrative services for three Defined Benefit Pension Plans (the “Plans”) for a period of five (5) years starting May 1, 2019 with an option to renew for an additional two (2) years. The base contract amount is \$4,085,290, all of which will be paid from funds managed by the pension plans. The applicable Request for Proposals (RFP) was issued on April 2, 2018 seeking services that include plan accounting and valuation, custody of assets, settlement of trades, income collecting, various reporting tasks, payment of benefits and IRS reporting on these benefit payments. Following a competitive Request for Proposals process, the selection committee evaluated technical and cost proposals and determined that JP Morgan Chase, the incumbent, was the most qualified and offered the best price to perform the services identified in the RFP. Negotiations reduced JP Morgan Chase’s annual fixed fee from \$986,058 to \$817,058 for a period of 5 years with a 2-year option to extend at the same price, about 9% lower than the State Street offering for the 1st year of contract. JP Morgan’s five-year total is \$4,085,290; it is \$48,790 or 1.2% lower than State Street five-year cost of \$4,134,080. Pricing under the predecessor contract was \$560,000 annually on an asset base of about \$2.7 billion at the time of award. The asset base has risen to \$7.7 billion since that time. Based on the above, pricing is deemed to be fair and reasonable. A responsibility review of JP Morgan Chase conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and JP Morgan Chase has been found to be responsible.

**APRIL 2019**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

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

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

<b>5-9.</b>	<b>Various Transportation Planning Research Services Contract No. 15099, Modification No. 1 Base Amount = \$20,000,000 Current Contract Value = \$20,000,000 Proposed New Contract Value = \$37,400,000</b>	<b>\$17,400,000 (not-to-exceed)</b>	<b><u>Staff Summary Attached</u></b>
	<b>a. AECOM USA, Inc. b. WSP USA Inc. (f/k/a Parsons Brinckerhoff, Inc.) c. Sam Schwartz Engineering, D.P.C. d. STV Incorporated e. VHB Engineering Surveying and Landscape Architecture, P.C.</b>		

Board approval is sought to (1) extend five competitively solicited all-agency personal services contracts for twelve months from November 30, 2019 to November 30, 2020, to AECOM USA Inc., WSP USA, Inc. (f/k/a Parsons Brinckerhoff, Inc.), Sam Schwartz Engineering D.P.C., STV Incorporated and VHB Engineering Surveying and Landscape Architecture, P.C., and (2) increase the aggregate amount of these contracts by an amount not-to-exceed \$17,400,000. Rates deemed fair and reasonable for award of the base contracts will remain unchanged for this extension. This is not a request for additional funds, but a request to increase the total amount that is authorized for this retainer and each subsequent Work Assignment will be judged individually before any funds are approved for it. The extension and additional funding are necessary to address and support critical initiatives including: (1) development of a cost-effective 2020-2024 capital program, (2) implementation of a comprehensive congestion pricing program, and (3) advancement of key on-going initiatives such as LIRR East Side Access (ESA), MNR Penn Station Access (PSA), and NYCT Fast Forward. Under these contracts, individual projects are awarded utilizing a competitive mini-Request for Proposals (RFP) process. Seven work assignments have been awarded for a total of about \$14 million to date. An additional mini-RFP will increase that amount to about \$15,500,000, leaving approximately \$4,500,000 for new work authorizations. The remaining funds and proposed increase will be used to fund ten new work authorizations with an aggregate value of \$21,900,000. Based on the foregoing, MTA determined that the rates for the extension is fair and reasonable. MTA has conducted a responsibility review on all five firms. In connection with previous contracts awarded, AECOM was found to be responsible, notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in in November 2017. No new significant adverse information has been found relating to AECOM, and it has been found responsible. In connection with previous contracts awarded, WSP USA, Inc. was found to be responsible, notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in in November 2015. No new significant adverse information has been found relating to WSP USA, Inc., and it has been found responsible.

**APRIL 2019**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

- 10. Corvel Healthcare Corporation                      \$2,750,000                      Staff Summary Attached**  
**All-Agency Medical Bill Review and                      (not-to-exceed)**  
**Payment Services**  
**Contract No. C908341-0100, Modification No. 11**  
**Base Amount = \$6,419,982**  
**Current Contract Value = \$19,511,567**  
**Proposed New Contract Value = \$22,261,567**

Board approval is sought to extend a competitively negotiated, all-agency, personal service contract with CorVel Healthcare Corporation (CorVel) for an additional eight (8) months ending December 31, 2019. The extension will require an increase in the contract value in an amount not-to-exceed \$2,750,000. MTA and its agencies pay medical expenses for employees injured on duty and no-fault expenses for customers and third parties injured in motor vehicle accidents involving MTA vehicles. A competitively negotiated contract to review billings and pay these medical expenses was awarded to CorVel in 2009 at a total cost not-to-exceed \$6,419,982. Healthcare provider fees are monitored and negotiated by CorVel to ensure that the MTA pays at or below the statutory rates. Ten (10) modifications totaling \$13,091,585 were awarded to extend the contract duration, implement updated rates, pharmacy management solutions and provide diagnostic medical imaging, durable medical equipment, home healthcare and medical transportation services for claimants. This contract extension will permit CorVel to continue to provide medical bill review and payment services while the MTA procures and implements a Workers' Compensation PPO Network. This extension will also allow for transition to Origami, a new Workers' Compensation claims administration system that will replace the increasingly obsolete system that is currently used for the administration of Workers' Compensation claims. The new/Origami system will interface with services currently provided by CorVel, including timely issuance of pharmacy prescription cards. Once the NYCT migration is complete, the other MTA agencies will also migrate to Origami. There is a critical business need to keep the feed going with CorVel during the Origami transition. MTA Risk and Insurance Management (RIM) estimated this modification to be valued at \$2,750,000 based on CorVel's unit pricing of \$3.25 per bill for review and evaluation of medical claims and all ancillary services. Scope discussions verified that CorVel's pricing reflects the average caseload for 2018. CorVel's pricing utilizes rates resulting from negotiations for the replacement contract previously approved by the Board and are CorVel's most favorable customer pricing. Thus, pricing is deemed fair and reasonable. A responsibility review of Corvel conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and Corvel has been found to be responsible.

## Staff Summary

### Schedule F: Personal Service Contracts

Item Number: 2-3						<b>SUMMARY INFORMATION</b>	
Dept & Dept Head Name: MTA HQ Procurement, D. Ross, Chief Procurement Officer						Vendor Name: Various	Contract Number: 0000015451
Division & Division Head Name: BSC – Wael Hibri						Description: As-Needed Counterterrorist Drills and Exercises	
Board Reviews						Total Amount: NTE \$450,000	
Order	To	Date	Approval	Info	Other	Contract Term (Including Options, if any): Thirty-six (36) months with two (2) one-year options	
1	Finance	4/15/19	X			Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2	Board	4/17/19	X			Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Internal Approvals						Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Order	Approval	Order	Approval	Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:			
1	Procurement	4	Security	Funding Source: <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:			
2	Legal	5	CFO				
3	DDCR						

#### Narrative

#### I. PURPOSE/RECOMMENDATION

Board approval is sought to award Master Agreements for the as-needed formulation and delivery of complex counterterrorist table-top drills and exercises to two (2) vendors: Ascentra, Inc. ('Ascentra') and Willdan Homeland Solutions ('Willdan'). The Master Agreements will be issued for an aggregate budget not-to-exceed \$450,000 with a period of performance of three (3) years commencing May, 2019, plus two (2) one-year options to be exercised at MTA's sole discretion.

#### II. DISCUSSION

The threat posture confronting the MTA requires continued education and practice in command incident management that is validated through testing regimens offered in drills and exercises. These agreements will provide the Office of Inter-Agency Preparedness the ability to conduct table-top drills, functional and full-scale exercises on an as-needed basis to ensure that senior executive level employees, agency executives and mid-level operating employees are prepared in response and recovery protocols designed to address the impacts and consequences of terrorist activities.

A Request for Proposals (RFP) was publicly advertised with letters advising potential proposers of the RFP's availability sent to 5 firms, including 2 SDVOBs. Vendors were invited to submit proposals demonstrating: i.) their familiarity with the core operating efficiencies of the MTA and its agencies; ii.) experience and qualifications in the development and conducting of table-top drills, functional and full-scale exercises, and; iii.) creativity in developing man-made event scenarios. The selected firms would be pre-qualified, with specific scopes of work being issued through a mini-RFP process when the need for drills or exercises arise.

Proposals were received from 8 firms: Ascentra, Inc., Chloeta Fire, Dovetail Consulting, First Person Xperience, Heinz-Chemical Safety, TEEX, Willdan and Witt O'Brien's. The selection committee included representatives from MTA Bus Company, Long Island Rail Road and MTA Police Department who had experience designing and delivering drills and exercises, as well as expertise in the security field as former/current police officers or certified public safety professionals. The committee ultimately recommended Ascentra and Willdan for award because both firms possessed strong experience in the development and delivery of drills and exercises for mass transit systems, and based on their experience in dealing with real life crisis situations- with personnel who had previously served as NYC based first responders. Moreover, both firms demonstrated a more thorough understanding of Homeland Security Exercise and Evaluation Program ('HSEEP') principles, and necessary After-Action Reports, relative to the other proposers.

Price negotiations focused on reducing all-inclusive hourly rates because travel and other out-of-pocket expenses are dependent on the specific scope of work issued for each drill/exercise. Negotiations yielded labor rates that ranged as follows: Ascentra - \$73.76 to \$156.45, and Willdan - \$76.00 to \$159.25. The average rates across all proposers ranged from \$56.39 to \$165.56 and reflect an average reduction in hourly rates of about 9% with Ascentra and about 7% with Willdan. The agreed upon rates are subject to further negotiation during the mini-RFP processes, through which specific work assignments will be determined.

The aggregate budget for this Master Agreement was determined by using the cost of a previous Table-Top Drill performed for the MTA's senior executives and the estimated number of drills and exercises that will be conducted during the period of performance. Based on the foregoing, Procurement considers Ascentra's and Willdan's final pricing to be fair and reasonable.

Responsibility reviews of Ascentra and Willdan conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and Ascentra and Willdan have been found to be responsible.

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

The MTA Department of Diversity and Civil Rights (DDCR) has established 0% MWBE/SDVOB goals on this contract due to the lack of subcontracting opportunities and lack of MWBE and SDVOB firms in the marketplace.

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

Capital funding has been allocated for this undertaking under Reserve Task Number E05110.

### **V. ALTERNATIVES**

Have MTA Employees develop and deliver drills and exercises: This alternative is not viable because the development and delivery of these drills and exercises is an extremely skilled and specialized task for which MTA personnel do not have the necessary expertise.

Not Procure the Services: This alternative is not viable due to the current and constant threat climate that surrounds New York City Metro region and its transit systems, specifically.

# Staff Summary

## Schedule F: Personal Service Contracts

<b>Item Number:</b> 4						<b>SUMMARY INFORMATION</b>	
<b>Dept &amp; Dept Head Name:</b> Human Resources						<b>Vendor Name:</b> JP Morgan Chase	
<b>Division &amp; Division Head Name:</b> HR & Retirement Systems, Margaret Connor, Sr. Director						<b>Contract Number:</b> 15335	
<b>Board Reviews</b>						<b>Description:</b> Trust/Custodial/Administrative Services for MTA Defined Plans	
Order	To	Date	Approval	Info	Other	<b>Total Amount:</b> \$5,719,406 (not to exceed)	
1	Finance	4/15/19	X			<b>Contract Term (Including Options, if any):</b> May 1, 2019 – April 30, 2026	
2	Board	4/17/19	X			<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Internal Approvals</b>						<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Order	Approval	Order	Approval	<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive			
1	Procurement	4	CFO	<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:			
2	Comptroller	5	Legal	<b>Funding Source:</b> <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Defined Benefits Plan			
3	DDCR						
<b>Narrative</b>							
<b>I. PURPOSE</b>							
<p>Board approval is sought to award a competitively negotiated, all-agency personal services contract to JP Morgan Chase to provide trust, custodial, and related administrative services for the following Defined Benefit Pension Plans (the "Plans") for a period of five (5) years starting May 1, 2019 with an option to renew for an additional two (2) years.</p> <ul style="list-style-type: none"> <li>• MTA Defined Benefit Plan (LIRR Plan for Additional Pensioners, MTA Defined Compensation Plan)</li> <li>• MaBSTOA Defined Benefit Plan</li> <li>• Other Post-Employment Benefits Trust (OPEB)</li> </ul> <p>The base contract amount is \$4,085,290, all of which will be paid from funds managed by the pension plans.</p>							
<b>II. DISCUSSION</b>							
<p>The applicable Request for Proposals (RFP) was issued in April 2018 seeking services that include plan accounting and valuation, domestic and global custody of assets, settlement of trades, income collecting, cash management, payment of benefits and IRS reporting on these benefit payments for MTA sponsored defined benefit pension plans and the OPEB Trust.</p> <p>The RFP was publicly advertised and letters advising potential proposers were emailed to twenty-five (25) vendors. The RFP minimum requirements included: i) at least \$200 billion in tax-exempt master trust/master custody assets (including at least \$5 billion in each of international equity and fixed income assets); and, ii) at least fifteen years' experience in providing similar trust and custody service.</p> <p>Proposals were received from JP Morgan Chase (the incumbent) and State Street Bank and Trust Company, and the evaluation criteria were: i) firm's experience, personnel and commitment to the trust/custody business, including but not limited to client base, financial stability, risk management and insurance, vendor relationships and transition/conversion. Given the comprehensive nature of the RFP, proposer's ability to meet and abide by stated formats and procedures; ii) ability to provide core service requirements of client servicing and manager interface, benefit plan services, systems and technology, global custody, income and capital changes processing, cash management, accounting and reporting; iii) Responsiveness to the RFP and the proposer's demonstration of a clear understanding of the objectives and constraints of the undertaking; iv) Cost. Ability to provide all required services within a competitive and acceptable cost structure; v) Proposer's Diversity Practices as determined by the Authority's Assessment of the Proposer's answers to the Proposer's Diversity Practices Questionnaire.</p>							

The selection committee consisted of: MTAHQ Senior Director, HR and Retirement Programs; MTAHQ Senior Director, Employee & Labor Relations; MTAHQ Assistant Comptroller of Benefit Plans; MTAHQ's Finance Director; NYCTA Controller. Following the evaluation of the technical proposals, JP Morgan Chase's proposal was found to comprehensively address core requirements, such as benefit payment processing, and superior knowledge of the complexity of MTA investment requirements and higher account relationship representative ratio per client of three to five clients based on account size. The State Street Bank proposal failed to address critical questions regarding potential complex transition challenges. Accordingly, the selection committee found the JP Morgan Chase proposal to be superior.

Negotiations reduced JP Morgan Chase's annual fixed fee from \$986,058 to \$817,058 for a period of 5 years with a 2-year option to extend at the same price, about 9% lower than the State Street offering for the 1<sup>st</sup> year of contract. JP Morgan's five-year total is \$4,085,290; it is \$48,790 or 1.2% lower than State Street five-year cost of \$4,134,080. Pricing under the predecessor contract was \$560,000 annually on an asset base of about \$2.7 billion at the time of award. The asset base has risen to \$7.7 billion since that time. Based on the above, pricing is deemed to be fair and reasonable.

A responsibility review of JP Morgan Chase conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and JP Morgan Chase has been found to be responsible.

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

The MTA Department of Diversity and Civil Rights (DDCR) has established 0% MWBE/SDVOB goals on this contract due to the lack of MWBE and SDVOB firms in the marketplace. JP Morgan Chase has not completed MTA contract, therefore, no assessment of the firm's MWDBE performance can be determined at this time.

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

Funding for this contract will be made directly from the Defined Benefit Plans. No costs will be charged to the MTA or any of its participating agencies' operating budgets.

### **V. ALTERNATIVES**

1. Perform all services in-house. This alternative is not feasible since performing these functions in house would require the hiring of additional full and part-time employees, including associated overhead costs, which would not be cost effective.
2. Do not approve award of the contract. This alternative is not recommended. The continued growth of the MTA sponsored defined benefit plans warrants having a bank with the expertise to provide trust/custodial/administrative services for these employee and retiree benefits which MTA has contractually agreed to provide.

# Staff Summary

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

Item Number: **5-9**

Page 1 of 2

<b>Vendor Name (&amp; Location):</b> Various		<b>Contract Number:</b> 15099-0100 thru 0600	<b>AWO/Modification</b> 1
<b>Description:</b> Transportation Planning Research Services		<b>Original Amount:</b> \$20,000,000	
<b>Contract Term (including Options, if any):</b> December 1, 2015 – November 30, 2020		<b>Prior Modifications:</b> \$ 0	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No		<b>Prior Budgetary Increases:</b> \$ 0	
<b>Procurement</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b> \$20,000,000	
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		<b>This Request:</b> \$17,400,000	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of This Request to Current</b> 87%	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Special Projects Development & Planning/Peter Cafiero, Acting Director		<b>% of Modifications (including This Request) to Original Amount:</b> 87%	

### DISCUSSION:

Board approval is sought to (1) extend five competitively solicited all-agency personal services contracts for twelve months from November 30, 2019 to November 30, 2020, to AECOM USA Inc., WSP USA, Inc. (f/k/a Parsons Brinckerhoff, Inc.), Sam Schwartz Engineering D.P.C., STV Incorporated and VHB Engineering Surveying and Landscape Architecture, P.C., and (2) increase the aggregate amount of these contracts by an amount not-to-exceed \$17,400,000. Rates deemed fair and reasonable for award of the base contracts will remain unchanged for this extension. This is not a request for additional funds, but a request to increase the total amount that is authorized for this retainer and each subsequent Work Assignment will be judged individually before any funds are approved for it.

The extension and additional funding are necessary to address and support critical initiatives including: (1) development of a cost-effective 2020-2024 capital program, (2) implementation of a comprehensive congestion pricing program, and (3) advancement of key on-going initiatives such as LIRR East Side Access (ESA), MNR Penn Station Access (PSA), and NYCT Fast Forward. The subject contracts are vehicles for the fast-tracked selection and retention of specialized consultant services necessary to support these efforts.

Indefinite quantity contracts were awarded in December 2015 for transportation planning research services to AECOM USA, Inc., Louis Berger Group, Inc., WSP USA Inc. (f/k/a Parsons Brinckerhoff, Inc.), Sam Schwartz Engineering, D.P.C, STV Incorporated, and VHB Engineering Surveying and Landscape Architecture, P.C. in the aggregate not-to-exceed amount of \$20,000,000 through a competitive RFP process. Under these contracts, individual projects are awarded utilizing a competitive mini-Request for Proposals (RFP) process. (Louis Berger Group Inc. was acquired by the parent company of WSP USA Inc. on December 18, 2018; therefore, its contract will not be extended.)

Seven work assignments have been awarded for a total of about \$14 million to date. An additional mini-RFP will increase that amount to about \$15,500,000, leaving approximately \$4,500,000 for new work authorizations. Previous projects include a subway stair congestion study, a rail capacity study, a study to identify assets in need of rehabilitation, and studies to understand regional travel, and improve transportation options for customers on the west shore of Staten Island, in Red Hook and along the Utica Avenue corridor in Brooklyn. These studies often included value capture and economic impact analyses to inform transportation investment decisions.

The remaining \$4,500,000 and proposed increase of \$17,400,000 will be used to fund eleven new work authorizations with an aggregate value of \$21,900,000. The NYCT Fast Forward plan, Congestion Pricing, and other major strategic initiatives that were not contemplated when this contract was originally implemented. New projects associated with the Fast Forward plan are estimated

Contract No. 15099

Page 2 of 2

to account for about 20% of this request; Congestion Pricing related work accounts for 16%, and planning studies or projects supporting the development of the MTA's Capital Program account for about 64%.

These new projects cannot be delayed as they are critical to the MTA's directives and implementation of policies and a large portion of the work will be subject to the mini bid process prior to the expiration of the contract.

For this modification, the Contractors have agreed to continue utilizing the existing rates that were set in 2015 and were deemed fair and reasonable at that time and continue to be so now. Based on the foregoing, MTA has determined that the rates for the extension are fair and reasonable.

MTA has conducted a responsibility review on all five firms. In connection with previous contracts awarded, AECOM was found to be responsible, notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in November 2017. No new significant adverse information has been found relating to AECOM, and it has been found responsible. In connection with previous contracts awarded, WSP USA, Inc. was found to be responsible, notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in November 2015. No new significant adverse information has been found relating to WSP USA, Inc., and it has been found responsible.

# Staff Summary

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



Item Number: **10**

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> CorVel Healthcare Corporation	
<b>Description:</b> All-Agency Medical Bill Review and Payment Services	
<b>Contract Term (including Options, if any):</b> August 1, 2009 – December 31, 2019	
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Finance/Robert Foran & RIM/Phyllis Rachmuth	

<b>Contract Number:</b> C908341-0100	<b>AWO/Modification #</b> 11
<b>Original Amount:</b>	\$ 6,419,982
<b>Prior Modifications:</b>	\$13,091,585
<b>Prior Budgetary Increases:</b>	\$ 0
<b>Current Amount:</b>	\$19,511,567
<b>This Request:</b>	\$2,750,000
<b>% of This Request to Current Amount:</b>	14%
<b>% of Modifications (including This Request) to Original Amount:</b>	246.7%

### **DISCUSSION:**

Board approval is sought to extend a competitively negotiated, all-agency, personal service contract with CorVel Healthcare Corporation (CorVel) for an additional eight (8) months ending December 31, 2019. The extension will require an increase in the contract value in an amount not-to-exceed \$2,750,000

MTA and its agencies pay medical expenses for employees injured on duty and no-fault expenses for customers and third parties injured in motor vehicle accidents involving MTA vehicles. A competitively negotiated contract to review billings and pay these medical expenses was awarded to CorVel in 2009 at a total cost not-to-exceed \$6,419,982. Healthcare provider fees are monitored and negotiated by CorVel to ensure that the MTA pays at or below the statutory rates. Ten (10) modifications totaling \$13,091,585 were awarded to extend the contract duration, implement updated rates, pharmacy management solutions and provide diagnostic medical imaging, durable medical equipment, home healthcare and medical transportation services for claimants.

In November 2017, the Board approved a competitively negotiated replacement contract with CorVel that would continue its medical bill review and payment services, but the ensuing contract was put on hold pending the resolution of matters relating to a solicitation for a Workers' Compensation PPO Network. Specifically, and following conclusion of collective bargaining, the MTA and various unions agreed to implement a mandatory Workers' Compensation PPO Network with the goal of achieving (i) improved services for the diagnosis, treatment, and rehabilitation for employees who file claims for injuries on duty; and (ii) associated savings and network doctors for the initial diagnosis and treatment for work-related injuries or illnesses, and for diagnoses, treatment and rehabilitation services in the thirty-day period following such initial diagnosis or treatment.

Pursuant to the review of the matter MTA has made a decision to re-solicit the entire scope of the bill review and payment services to include the scope of work for the mandatory Workers' Compensation PPO Network. The new RFP is currently under evaluation and planned to be awarded by the expiration date of this agreement.

This contract extension will permit CorVel to continue to provide medical bill review and payment services while the MTA procures and implements a Workers' Compensation PPO Network. This extension will also allow for transition to Origami, a new Workers' Compensation claims administration system that will replace the increasingly obsolete system that is currently used for the administration of Workers' Compensation claims. The new/Origami system will interface with services currently provided by CorVel, including timely issuance of pharmacy prescription cards. Once the NYCT migration is complete, the other MTA agencies will also migrate to Origami. There is a critical business need to keep the feed going with CorVel during the Origami transition.

MTA Risk and Insurance Management (RIM) estimated this modification to be valued at \$2,750,000 based on CorVel's unit pricing of \$3.25 per bill for review and evaluation of medical claims and all ancillary services. Scope discussions verified that CorVel's pricing reflects the average caseload for 2018. CorVel's pricing utilizes rates resulting from negotiations for the replacement contract previously approved by the Board and are CorVel's most favorable customer pricing. Thus, pricing is deemed fair and reasonable.

A responsibility review of CorVel conducted pursuant to the All-Agency Responsibility Guidelines revealed no significant adverse information and CorVel has been found to be responsible.


**APRIL 2019**  
**MTA REAL ESTATE**  
**LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL**

**MTA LONG ISLAND RAIL ROAD**

License Agreement for a Newsstand, Jamaica Terminal Building, Jamaica, New York

License Agreement for Vacant Land located at 131-02 Jamaica Avenue, Jamaica, New York

# Staff Summary

<b>Subject</b> <b>LICENSE AGREEMENT FOR A NEWSSTAND, JAMAICA STATION TERMINAL BUILDING, JAMAICA, NEW YORK</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JOHN N. LIEBER</b>
<b>Department Head Signature</b> 
<b>Project Manager Name</b> <b>ROBERT GOLDBERG</b>

<b>Date</b> <b>APRIL 15, 2019</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref. #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/15/19	X		
2	Board	4/17/19	X		

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

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

LICENSEE: Jamaica News Plus Inc., the principal of which is Usman Zafar

LOCATION: Jamaica Station Terminal Building, Jamaica, New York

ACTIVITY: License of property for convenience retail

ACTION REQUESTED: Authorization to enter into a license agreement for retail space.

TERM: 5 years, subject to at will revocation on 60 days' notice, at no cost

LICENSED AREA: Concession area at Location comprising approximately 100 square feet of space

COMPENSATION: \$127,000 for license year 1, with 3% annual increases throughout the term

## COMMENTS:

The following proposals were received for the Location pursuant to an RFP offered in October 2018:

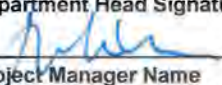
Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
Jamaica News Plus Inc.	\$127,000.00	\$130,810.00	\$134,734.00	\$138,776.00	\$142,940.00	\$566,093.69
Muhammad M. Afzal	\$37,440.00	\$37,440.00	\$37,440.00	\$37,440.00	\$37,440.00	\$157,710.00

The incumbent, Jamaica News Plus, Inc, offered the highest compensation.

Jamaica News Plus, Inc., at its sole cost and expense, will be responsible for renovating, operating and maintaining the Licensed Area, as well as providing liability and insurance coverage. Renovations will include new counters, cabinets, ceiling and ceiling light fixtures. The principal, Usman Zafar, will provide a limited personal guaranty of Licensee's obligations under the license agreement, in addition to a 3-month security deposit.


Based on the foregoing, MTA Real Estate requests authorization for LIRR to enter into a license agreement with Jamaica News Plus, Inc. on the above-described terms and conditions.

# Staff Summary

Subject <b>LICENSE AGREEMENT FOR PARKING AT 131-02 JAMAICA AVENUE, JAMAICA, NEW YORK</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JOHN N. LIEBER</b>
Department Head Signature 
Project Manager Name <b>ROBERT GOLDBERG</b>

Date <b>APRIL 15, 2019</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/15/19	X		
2	Board	4/17/19	X		

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

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

LICENSEE: Golden Fountain Realty Inc., the principal of which is Hoagy Chen

LOCATION: 131-02 Jamaica Avenue, Jamaica, New York

ACTIVITY: License of property for parking

ACTION REQUESTED: Authorization to enter into a license agreement for vacant land

TERM: 5 years, subject to at will revocation on 60 days' notice, at no cost

LICENSED AREA: 19,250 square feet of vacant land adjacent to LIRR's right of way at the Location

COMPENSATION: \$76,000 first year, with 3% annual increases throughout the term

## COMMENTS:

The following proposal was received for the Licensed Area pursuant to an RFP offered in October 2018:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
Golden Fountain Realty, Inc.	\$76,000.00	\$78,280.00	\$80,628.40	\$83,047.30	\$85,538.70	\$338,764.93

Only one proposal was received and it was from the adjacent property owner.

Golden Fountain Realty Inc, will be responsible for renovating, operating and maintaining the Licensed Area as well as providing liability and insurance coverage. Renovations will include LED lighting, high definition security cameras, repairing the pavement, cleaning and removal of debris and vegetation. The principal of Golden Fountain Realty Inc, Hoagy Chen, will provide a limited personal guaranty of Licensee's obligations under the license agreement, in addition to a 3 month security deposit.

Based on the foregoing, MTA Real Estate requests authorization for LIRR to enter into a license agreement with Golden Fountain Realty Inc. on the above-described terms and conditions.

## Procurement

Steve Plochochi, Senior Vice President



For most organizations, Earth Day is a single day. For NYCT, because we transport millions of riders in an eco-friendly way, every day is Earth Day. NYCT performs a myriad of activities that directly support Earth Day such as the Materiel Division's Asset Recovery group (pictured) at the 2018 Earth Day event. Asset Recovery regularly addresses disposal and, more importantly, recycling for all kinds of materials. This reduces our environmental impact and sometimes generates revenue as well. In 2018, 72% of all waste material handled through Asset Recovery-managed programs was diverted from disposal in landfills. This year's Earth Day event will take place on April 22.

### PROCUREMENTS

The Procurement Agenda this month includes 1 action for a proposed expenditure of \$1.3M.

<b>Subject</b>	Request for Authorization to Award Various Procurements				
<b>Department</b>	Procurement & Supply Chain – NYCT				
<b>Department Head Name</b>	Stephen M. Plochochi				
<b>Department Head Signature</b>					
<b>Project Manager Name</b>	Rose Davis				
<b>Board Action</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	Committee	4/15/19			
2	Board	4/17/19			

April 8, 2019			
<b>Department</b>			
<b>Department Head Name</b>			
<b>Department Head Signature</b>			
<b>Internal Approvals</b>			
	<b>Approval</b>		<b>Approval</b>
	President NYCT	X	Subways
	SVP Operations Support	X	Diversity/Civil Rights
X	Capital Prog. Management		
	Law		

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: NONE

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:**

Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts

	1	\$	1.3 M
SUBTOTAL	1	\$	1.3 M
TOTAL	1	\$	1.3 M

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

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

**MTA Capital Construction proposes to award Ratifications in the following categories: NONE**

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

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

**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 Sections 1265-a and 1209 of the Public Authorities Law and the All-Agency General Contract Procurement Guidelines, the Board authorizes the award of certain noncompetitive purchase and public work contracts, and the solicitation and award of requests for proposals in regard to purchase and public work contracts; and

**WHEREAS**, in accordance with the All-Agency Service Contract Procurement Guidelines and General Contract 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 Service Contract Procurement Guidelines, 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 2019**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

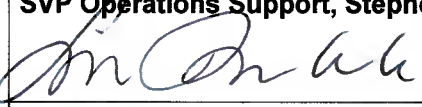

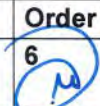

**Procurements Requiring Majority Vote:**

**F. Personal Service Contracts**

(Staff Summaries required for all items greater than: \$100K Sole Source; \$750K Other Noncompetitive; \$1M Competitive.)

- |   |                    |                                      |
|---|--------------------|--------------------------------------|
| <b>1. FPM Engineering Group, P.C.</b>     | <b>\$1,248,767</b> | <b><u>Staff Summary Attached</u></b> |
| <b>Two Proposals – 60-month contract</b>  |                    |                                      |
| <b>Contract# CM-1586</b>                  |                    |                                      |
| Perform hydrological consultant services. |                    |                                      |

# Staff Summary

<b>Item Number 1</b>			
<b>Department, Department Head Name:</b> SVP Operations Support, Stephen M. Plochochi			
			
<b>Internal Approvals</b>			
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>
1	 Materiel 4/8/19	6	 OPS 4/8/19
2 X	Law		President 4/9/19
3 X	DDCR		
4 X	CPM		
5 X	CFO		

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b> FPM Engineering Group, P.C.	<b>Contract No.</b> CM-1586
<b>Description</b> Hydrology Consultant Services	
<b>Total Amount</b> \$1,248,767	
<b>Contract Term</b> 60 Months	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Purpose

To obtain Board approval to award a competitively solicited Indefinite Quantity consultant contract, CM-1586, to FPM Engineering Group, P.C. ("FPM") to perform hydrological and related water intrusion studies on NYC Transit construction project sites on an as-needed basis over a 60-month period for a not-to-exceed amount of \$1,248,767.

## Discussion

Consultant services under this contract include (1) review of groundwater data, (2) evaluation of borings and other hydrological materials, (3) analysis of water leakage into subway structures and recommendations for solutions, (4) analysis and design recommendations of water sources for new well installations, (5) preparation of applications for permits and environmental assessments, (6) assistance to NYC Transit in defense against claims or suits related to hydrological conditions, and (7) assistance in the development of instrumentation programs based upon the evaluation and interpretation of reports.

A one-step Request for Proposal ("RFP") was issued requiring the submission of technical and cost proposals. Two firms submitted proposals: FPM, the incumbent, and Mueser Rutledge Consulting Engineers ("MRCE"). The Selection Committee ("SC") reviewed the written technical proposals in accordance with the established evaluation criteria, which included evaluation of the proposer's plan of approach, relevant experience, current workload of key personnel, diversity practices, and past performance on similar projects. Oral presentations were also conducted with both respondents to the RFP. A survey was conducted, which confirmed that the market for this specialized field is limited.

After oral presentations, the SC rated FPM technically superior and unanimously voted to conduct negotiations with FPM. MRCE was also rated favorably by the SC but was not selected for negotiations because of its involvement on other NYC Transit contracts. The potential for conflicts of interest exist should a location at which MRCE is providing design or construction services also require independent hydrological services.

The initial proposal from FPM was \$1,256,293. The in-house estimate was \$1,496,962. Negotiations were conducted, focusing on work scope, direct labor rates, overhead, and fixed fee. Overhead rates were reviewed and approved by MTA Audit.

After negotiations, FPM submitted a Best and Final Offer ("BAFO") of \$1,248,767. The SC evaluated FPM's BAFO in accordance with the evaluation criteria and unanimously voted to recommend FPM for award. The SC considered FPM's demonstrated knowledge and the extensive experience of its proposed team in their determination.

# Staff Summary

FPM has extensive experience providing hydrology services for agencies including NYC Transit; New York State Office of Parks, Recreation and Historic Preservation; General Services Administration; United States Postal Service; and the Dormitory Authority of the State of New York.

FPM's Best and Final Offer ("BAFO") provides a favorable value to NYC Transit when compared to the in-house estimate. Their BAFO of \$1,248,767 is \$248,195 or 16.58 percent less than the in-house estimate and represents a reduction of \$7,526 from its initial proposal. FPM's BAFO was determined to be fair and reasonable.

## **M/W/DBE Information**

The MTA Department of Diversity and Civil Rights ("DDCR") has established 15 percent MBE, 15 percent WBE and 6 percent Service-Disabled Veteran-Owned Business ("SDVOB") goals on this contract. FPM submitted a utilization plan projected to meet the 36 percent MWBE/SDVOB goal requirement. FPM has not completed any MTA contracts with goals, therefore no assessment of the firm's goal performance can be determined at this time.

## **Alternatives**

None. NYC Transit Capital Program Management lacks the in-house technical personnel to perform the specific tasks required under the scope of work for this contract.

## **Impact on Funding**

This contract will be funded with 100 percent MTA funds. No award will be made until a WAR Certificate is received.

## **Capital Program Reporting**

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

## **Recommendation**

That the Board approve the award of competitively solicited Indefinite Quantity consultant contract CM-1586 to FPM to perform hydrological and related water intrusion studies on NYC Transit projects on an as-needed basis over a 60-month period for a not-to-exceed amount of \$1,248,767.



**Metro-North Railroad**

# **Procurements**



<b>Subject</b> Request for Authorization to Award Various Procurements						<b>Date</b> April 8, 2019			
<b>Department</b> Procurement and Material Management						<b>Vendor Name</b> Various			
<b>Department Head Name</b> Anthony Gardner, Acting Sr. Director						<b>Contract Number</b> Various			
<b>Department Head Signature</b>						<b>Contract Manager Name</b> Various			
<b>Project Manager Name</b>						<b>Table of Contents Ref #</b>			
<b>Board Action</b>						<b>Internal Approvals</b>			
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>	<b>Approval</b>		<b>Approval</b>	
1	M-N Comm. Mtg.	4-15-19	x			x	President	x V.P. Capital Programs	
2	MTA Board Mtg.	4-17-19	x			x	Executive Vice President	x V.P. & General Counsel	
						x	Sr. V.P. Operations	x Executive Director Management & Budget	
								x V.P. Planning	
<b>Internal Approvals (cont.)</b>									
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>	<b>Order</b>	
<b>PURPOSE:</b> 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.									
<b>DISCUSSION:</b> 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>						<u>NONE</u>			
<u>Schedules Requiring Majority Vote</u>									
Schedule G:	Miscellaneous Service Contracts					1	\$7,944,232		
	• Mitsubishi Electric Power Products, Inc. \$7,944,232								
<b>SUB TOTAL:</b>						1	\$7,944,232		

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

		<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>			
Schedule B:	Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	1	TBD
	• Request to Use RFP Process		TBD
Schedule C:	Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$23,552,259
	• Ansaldo STS USA, Inc. n/k/a		\$23,552,259
	Hitachi Rail STS USA, Inc.		
<u>Schedules Requiring Majority Vote</u>			
Schedule G:	Miscellaneous Service Contracts	1	\$249,734
	• GPI/Greeman Pedersen Engineering		\$249,734
SUB TOTAL:		3	\$23,801,993

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

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	NONE
<u>Schedules Requiring Majority Vote</u>	NONE
SUB TOTAL:	
TOTAL:	4 \$31,746,225

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 2019

METRO-NORTH RAILROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

**G. Miscellaneous Service Contracts**

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

**1. Mitsubishi Electric Power Prod, Inc. \$7,944,232 (not-to-exceed) Staff Summary Attached  
Service, Repair and Overhaul of M-8 Railcar HVAC Units**

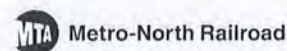
Approval is requested to award a five year (three-year base with (2) one-year options) non-competitive, negotiated miscellaneous service contract in the not-to-exceed amount of \$7,944,232 to Mitsubishi Electric Power Products, Inc. ("Mitsubishi") for the service, repair and overhaul of the M-8 railcar heating ventilation and air conditioning (HVAC) units. The units provide year-round heating and air conditioning to the riding public along Metro-North Railroad's New Haven Line.

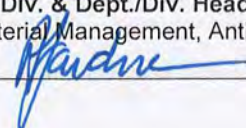
Mitsubishi is the Original Equipment Manufacturer (OEM) of this equipment and the only known material supplier of the M-8 HVAC unit with the capability and requisite bench test equipment, which is vital to perform the functional tests of the HVAC units. As part of the contract, Mitsubishi will support Metro-North's maintenance of the M-8 HVAC units until such time that Metro-North's New Haven facility has the capability of performing maintenance and testing of these units internally, which is anticipated in the next three to five years.

Based on Metro-North's pool of 840 M-8 HVAC units, a strategy was developed to project the estimated servicing needs over the next five years for scheduled service, routine repairs on an as-needed basis and planned overhauls, to maintain high HVAC availability levels. The strategy was negotiated with Mitsubishi and yielded a total not-to-exceed cost of \$7,944,232 over the five-year period which is deemed fair and reasonable compared to similar services for the M-7 HVAC units.

The total not-to exceed amount of \$7,944,232 is to be funded by the MNR Operating Budget (\$2,780,481) and by CDOT (\$5,163,751).

## Schedule G: Miscellaneous Service Contracts



Item	G
<b>Vendor Name (&amp; Location)</b> Mitsubishi Electric Power Products, Inc. Melville, NY	<b>Contract Number</b> 247863
<b>Description</b> Service, Repair and Overhaul of M-8 Railcar HVAC Units	<b>AWO/Modification #</b>
<b>Contract Term (including Options, if any)</b> Five Years	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<b>Total Amount:</b> \$7,944,232 (not-to-exceed)
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-competitive	<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source	<b>Requesting Dept./Div. &amp; Dept./Div. Head Name:</b> Procurement & Material Management, Anthony Gardner, Acting Sr. Director 

### Discussion:

Approval is requested to award a five year (three-year base with (2) one-year options) non-competitive, negotiated miscellaneous service contract in the not-to-exceed amount of \$7,944,232 to Mitsubishi Electric Power Products, Inc. ("Mitsubishi") for the service, repair and overhaul of the M-8 railcar heating ventilation and air conditioning (HVAC) units. The units provide year-round heating and air conditioning to the riding public along Metro-North Railroad's New Haven Line.

Mitsubishi is the Original Equipment Manufacturer (OEM) of this equipment and the only known material supplier of the M-8 HVAC unit with the capability and requisite bench test equipment, which is vital to perform the functional tests of the HVAC units. As part of the contract, Mitsubishi will support Metro-North's maintenance of the M-8 HVAC units until such time that Metro-North's New Haven facility has the capability of performing maintenance and testing of these units internally, which is anticipated in the next three to five years.

Based on Metro-North's pool of 840 M-8 HVAC units, a strategy was developed to project the estimated servicing needs over the next five years for scheduled service, routine repairs on an as-needed basis and planned overhauls, to maintain high HVAC availability levels. The strategy was negotiated with Mitsubishi and yielded a total not-to-exceed cost of \$7,944,232 over the five-year period which is deemed fair and reasonable compared to similar services for the M-7 HVAC units.

In requesting Board authorization, Metro-North has complied with the public advertisement requirements of PAL § 1265-a (3) and PAL § 1265- a (4) (b) and with MTA All-General Contract Procurement for the procurement of sole source items. An advertisement notice was placed in the New York State Contract Reporter, the New York Post, Daily Challenge and El Diario and posted on the Metro-North website, which did not yield interest from other sources.

In connection with a previous contract awarded to the Contractor, the Contractor was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility finding was approved by the MTA Managing Director in consultation with the MTA General Counsel on March 11, 2019. No new SAI has been found relating to the Contractor and the Contractor has been found to be responsible.

The MTA Department of Diversity and Civil Rights has reviewed this contract and found that due to insufficient availability of M/WBE firms in the marketplace, no M/WBE goals would be assigned.

The total not-to exceed amount of \$7,944,232 is to be funded by the MNR Operating Budget (\$2,780,481) and by CDOT (\$5,163,751).

APRIL 2019

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Two-Thirds Vote:

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

**1. Request to Use RFP Process      TBD      Staff Summary Attached**  
**Wayside Energy Storage System on the Harlem Line**

Metro-North Railroad requests that the Board adopt a resolution declaring that competitive, sealed bidding is impractical or inappropriate and that it is therefore in the public interest to use the competitive Request for Proposal (RFP) process, pursuant to Public Authorities Law Section 1265-a, to solicit proposals for the design, construction and delivery of a Wayside Energy Storage System ("WESS"). This system is included in Metro-North's Way Ahead Initiative to deploy technology to improve power delivery to trains on the Harlem Line. The WESS will provide additional needed traction power for a segment of the Harlem Line between Chappaqua and Mt. Kisco, New York.

Metro-North performed a power study which identified portions of the Harlem Line where third rail voltage levels must be increased to power Metro-North's electric train cars or "electric multiple units" (EMUs). Metro-North has identified the WESS as the most efficient way to address this situation, and plans to place the WESS at one of the most problematic locations, which is between the Chappaqua and Mt. Kisco train stations. The WESS will be located at a site to be acquired in Chappaqua. The terms of the proposed site acquisition will be presented to the Board within the next few months, however, it is imperative to obtain authorization at this time to initiate the RFP process to select a design-build vendor as quickly as possible, for submission to the Board.

In order to ensure the selection of a vendor with the necessary experience and expertise, it is in the public interest to use the RFP process to properly evaluate the technical and manufacturing capabilities of prospective proposers.

This procurement is to be funded by Metro-North's Operating Budget.

**C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)**  
**(Staff Summaries required for items requiring Board approval)**

**2. Ansaldo STS USA, Inc. n/k/a      \$23,552,259      Staff Summary Attached**  
**Hitachi Rail STS USA, Inc.**

Approval is requested to award an 18 month competitively solicited (RFP process, 2 proposals received) CDOT federally-funded contract in the not-to-exceed-amount of \$23,552,259 to the firm Ansaldo STS USA, Inc., now doing business as Hitachi Rail STS USA Inc., to perform

application engineering (design) prior to fabricating and delivering 39 new pre-wired communications and signal houses and 25 signal cases to be located on the Waterbury Branch from Devon, CT to Waterbury, CT. The period of performance is an accelerated schedule to meet the FRA requirement to install Positive Train Control (PTC) by December 31, 2020.

Metro-North 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 signal cases. The houses and cases will be installed by Metro-North forces at locations from Devon, CT to Waterbury, CT. This implementation will satisfy the FRA requirement for PTC compliance.

There are currently three known firms that are qualified to provide cab signaling for PTC (Alstom, Ansaldo & Siemens) of which Siemens did not submit a proposal. The Selection Committee evaluated the two proposals (Ansaldo \$23,552,259 and Alstom \$23,297,945) received in accordance with the selection criteria in the RFP and Metro-North's procedures; both firms were short-listed and invited in for oral presentations.

At this time, Board approval is requested in the amount of \$23,552,259. This project is 100% funded by the Connecticut Department of Transportation (CDOT) using federal funding.

**Schedules Requiring Majority Vote:**

**G. Miscellaneous Service Contracts**

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

**3. GPI/Greenman Pedersen Engineering \$249,734 (not-to-exceed)  
Services for a web-based Geographical Information System**

Approval is requested to award a 12-month competitively solicited miscellaneous service contract (RFP process, 12 proposals received, 3 short-listed) in the not-to-exceed amount of \$249,734 to the firm GPI/Greenman Pedersen Engineering (GPI). GPI will provide services related to the review of Metro-North's customer data received from various sources (e.g. ridership, demographic, forecasting, GCT/MNR customer count, fare collection, connecting services, parking) and the design and configuration of a web-based Geographic Information System (GIS) for Metro-North. The proposed system will allow for ease of analysis as well as the standardization of all disparate data elements into a concise and well-defined model of accumulated ridership information.

Metro-North seeks to engage the services of a firm to deliver a consolidated web-based system which will allow for defined and custom visualizations of internally-generated and consultant-sourced ridership data, demographic data, forecasting models, Grand Central Terminal counts data, origin-destination survey data, customer survey data, parking data, fare payment/type data and connecting services. The system will provide for more timely, comprehensive and independent intelligence that will lead to better-informed decision-making in multiple areas such as scheduling, emergency response, service design, market development, staff deployment and capital planning provisions across the different departments of Metro-North. The geographic visualization helps Metro-North stakeholders understand the significance of data by converting it into a visual context related to activity and location within Metro-North's operation. This is

especially important in both service planning and in emergency situations where patterns, trends and correlations that may go undetected in numerical tables are demonstrated and recognized effectively with spatial data visualization.

In accordance with MTA Procurement Guidelines, an advertisement for the above referenced services was publicly placed on August 23, 2018 in the New York State Contract Reporter, New York Post, Daily Challenge, El Diario, and posted on Metro-North's website.

The Selection Committee met and elected to short-list the following three vendors: AppGeo, GPI/ Greenman Pedersen and Image Works to provide oral presentations. The Selection Committee unanimously selected GPI/Greenman Pedersen (GPI) for award. The Selection Committee determined that GPI demonstrated the most thorough understanding of the project scope and its objectives. They possess the relevant design and configuration experience; demonstrated a commitment to provide pertinent resources, both technical as well as project support and provided a detailed project plan which most aligned with Metro-North's selection criteria and best supported the established project purpose. GPI's proposal of \$199,734 was the lowest among the proposers (AppGeo \$249,813, Image Works \$237,500) and lower than the in-house estimate of \$249,120.

GPI is a recognized industry expert in developing geographic information systems for data visualization. For this project, GPI proposes employing a 3-dimensional viewing technology that allows users an enhanced perspective in analyzing large volumes of data in a map-based format. These tools, developed for both data visualization as well as data loading, will provide Metro-North with a robust and cost-effective platform for the display of Critical Ridership patterns.

During the term of the contract, MTA/Metro-North will migrate existing servers from the Metro-North platforms to the MTA IT Enterprise platforms. Accordingly, Metro-North is requesting \$50,000 as contingency in the event additional support is required from the vendor to transfer data and applications between servers.

In connection with a previous contract awarded to the Contractor, the Contractor was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on November 20, 2014. No new SAI has been found relating to the Contractor and the Contractor has been found to be responsible.

The not-to-exceed amount of \$249,734 (\$199,734 plus \$50,000 contingency for data migration costs) for this procurement is to be funded by Metro-North's Operating Budget.

# Staff Summary

Item Number     B					
<b>Dept. &amp; Dept. Head Name:</b> Procurement & Material Management, Anthony Gardner, Acting Sr. Director					
<b>Division &amp; Division Head Name:</b> Executive Vice President, Susan Doering					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	4-15-19	x		
2	MTA Board Mtg.	4-17-19	x		
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
x	President	x	Executive Director Mgmt. & Budget		
x	Sr. V.P. Operations				
x	V.P. & General Counsel				
x	V.P. Capital Programs				

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b> TBD	<b>Contract Number</b> TBD
<b>Description</b> Request to use the RFP Process - Wayside Storage System on the Harlem Line	
<b>Total Amount</b> Approx. \$5M-\$6M	
<b>Contract Term (including Options, if any)</b> 24 months	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION:

Metro-North Railroad requests that the Board adopt a resolution declaring that competitive, sealed bidding is impractical or inappropriate and that it is therefore in the public interest to use the competitive Request for Proposal (RFP) process, pursuant to Public Authorities Law Section 1265-a, to solicit proposals for the design, construction and delivery of a Wayside Energy Storage System ("WESS"). This system is included in Metro-North's Way Ahead Initiative to deploy technology to improve power delivery to trains on the Harlem Line. The WESS will provide additional needed traction power for a segment of the Harlem Line between Chappaqua and Mt. Kisco, New York.

### II. DISCUSSION:

Metro-North performed a power study which identified portions of the Harlem Line where third rail voltage levels must be increased to power Metro-North's electric train cars or "electric multiple units" (EMUs). Metro-North has identified the WESS as the most efficient way to address this situation, and plans to place the WESS at one of the most problematic locations, which is between the Chappaqua and Mt. Kisco train stations. The WESS will be located at a site to be acquired in Chappaqua. The terms of the proposed site acquisition will be presented to the Board within the next few months, however, it is imperative to obtain authorization at this time to initiate the RFP process to select a design-build vendor as quickly as possible, for submission to the Board.

A WESS is comprised of battery banks and supporting equipment, sized to provide sufficient traction power. The WESS has three main functions:

1. To capture, store and regenerate breaking energy discharged from the EMU fleet.
2. To provide voltage support (through the third rail) to the EMU fleet and

# Staff Summary

3. To be available to provide temporary emergency power to the third rail, in case of failure of the two adjacent substations.

In order to ensure the selection of a vendor with the necessary experience and expertise, it is in the public interest to use the RFP process to properly evaluate the technical and manufacturing capabilities of prospective proposers. The vendor will be selected based on an evaluation of:

- technical capability;
- past performance;
- organizational resources;
- experience of team members;
- cost;

- III. **D/M/WBE INFORMATION:** Goals will be set in consultation with the MTA Department of Diversity and Civil Rights.
- IV. **IMPACT ON FUNDING:** This procurement is to be funded by Metro-North's Operating Budget.
- V. **RECOMMENDATION:** The MTA Board approve the use of the Request for Proposal process to solicit proposals from vendors who can provide the design, construction and delivery of a Wayside Energy Storage System.

# Staff Summary

Item Number C					
Dept. & Dept. Head Name: Procurement & Material Management, Anthony Gardner, Acting Sr. Director					
Division & Division Head Name: Executive Vice President, Susan Doering					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	4-15-19	x		
2	MTA Board Mtg.	4-17-19	x		
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
x	President	(x)	Executive Director Mgmt. & Budget		
x	Sr. V.P. Operations				
x	V. P. Capital Programs				
x	V.P. & General Counsel				

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b> Ansaldo STS USA, Inc. n/k/a Hitachi Rail STS USA, Inc.	<b>Contract Number</b> 115955
<b>Description</b> New Haven Line Pre-Wired Signal Houses and Signal Cases for the Waterbury Branch	
<b>Total Amount</b> \$ 23,552,259	
<b>Contract Term (including Options, if any)</b> 18 months	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b> <input type="checkbox"/> Operating <input type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: CDOT	

## Narrative

### I. PURPOSE/RECOMMENDATION:

Approval is requested to award an 18 month competitively solicited (RFP process, 2 proposals received) CDOT federally-funded contract in the not-to-exceed-amount of \$23,552,259 to the firm Ansaldo STS USA, Inc., now doing business as Hitachi Rail STS USA Inc., to perform application engineering (design) prior to fabricating and delivering 39 new pre-wired communications and signal houses and 25 signal cases to be located on the Waterbury Branch from Devon, CT to Waterbury, CT. The period of performance is an accelerated schedule to meet the FRA requirement to install Positive Train Control (PTC) by December 31, 2020.

### II. DISCUSSION:

Metro-North 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 signal cases. The houses and cases will be installed by Metro-North forces at locations from Devon, CT to Waterbury, CT. This implementation will satisfy the FRA requirement for PTC compliance.

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, a computer engineering application package, portable diagnostic test equipment, training racks, and spare parts;

# Staff Summary

- System servicing and maintenance; and
- Onsite field support during Metro-North's installation of the equipment.

In December 2018, an advertisement was placed in the New York State Contract Reporter, the New York Post and the Daily Challenge and posted on Metro-North's website. In addition, a direct outreach was made by Metro-North Procurement to prospective contractors. In February 2019, two technical and cost proposals were received from the firms Alstom Signaling (Alstom), and Ansaldo STS USA, Inc. (Ansaldo).

The Selection Committee was comprised of members representing Metro-North's Procurement and Material Management, Maintenance of Way, and Communication & Signal Departments.

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

1. Technical Capability;
2. Experience;
3. Cost;
4. Project Plan;

There are currently three known firms that are qualified to provide cab signaling for PTC (Alstom, Ansaldo & Siemens) of which Siemens did not submit a proposal. The Selection Committee evaluated the two proposals (Ansaldo \$23,552,259 and Alstom \$23,297,945) received in accordance with the selection criteria in the RFP and Metro-North's procedures; both firms were short-listed and invited in for oral presentations.

Following the oral presentations, the Selection Committee met to discuss the proposals and unanimously selected Ansaldo as the recommended firm over Alstom based on the higher rating of their technical merits to perform the subject work.

The Selection Committee deemed that Ansaldo demonstrated an excellent knowledge of the project and good understanding for managing the initial design, fabrication and testing information of pre-wired houses and cases as outlined in the project scope and specifications. Recent performance issues on other signal projects left the Selection Committee with no confidence in Alstom's ability to perform on-time on this very time sensitive project.

As of April 1, 2019, Ansaldo changed its name to Hitachi Rail STS USA, Inc., but retains the same management and ownership structure. In connection with a previous contract awarded to the Contractor, the Contractor was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility finding was approved by the MTA Managing Director in consultation with the MTA General Counsel on January 7, 2018. No new SAI has been found relating to the Contractor and the Contractor has been found to be responsible.

### **III. CONNECTICUT STATE FUNDED SBE/MBE SUBCONTRACTING REQUIREMENTS:**

CDOT 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.

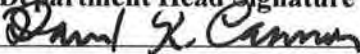
### **IV. IMPACT ON FUNDING:**


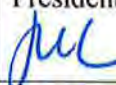

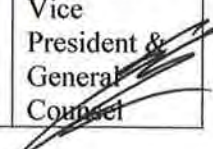
At this time, Board approval is requested in the amount of \$23,552,259. This project is 100% funded by the Connecticut Department of Transportation (CDOT) using federal funding.

**PROCUREMENT PACKAGE**  
**April 2019**

### PROCUREMENTS

The Procurement Agenda this month includes five actions for a proposed expenditure of \$128,840,050.

<b>Subject</b>		Request for Authorization to Award Various Procurements			
<b>Department</b>		Procurement			
<b>Department Head Name</b> David K. Cannon					
<b>Department Head Signature</b> 					
<b>Board Action</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	Metro-North and LIRR Joint Committee	4/15/19	X		
2	Board	4/17/19	X		

<b>Date:</b> April 8, 2019			
<b>Vendor Name</b> Various			
<b>Contract Number</b> Various			
<b>Contract Manager Name</b> Various			
<b>Internal Approvals</b>			
	<b>Approval</b>		<b>Approval</b>
2	Vice President & Chief Financial Officer 	4	President 
1	Vice President, Program Controls 	3	Executive Vice President & General Counsel 

**PURPOSE**

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

**DISCUSSION**

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

	<u># of Actions</u>	<u>\$ Amount</u>
<b><u>Schedules Requiring Majority Vote</u></b>		
Schedule I Modifications to Purchase and Public Work Contracts	1	\$ 1,083,840
<b>SUBTOTAL</b>	1	\$ 1,083,840
MTA Capital Construction proposes to award a Ratification in the following category:		
Schedule K Ratification of Completed Procurement Actions	4	\$127,756,210
<b>SUBTOTAL</b>	4	\$127,756,210
<b>TOTAL</b>	5	\$128,840,050

**Budget Impact:**

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

**Recommendation:**

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

**MTA Capital Construction Company**

**BOARD RESOLUTION**

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

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

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

NOW, the Board resolves as follows:

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

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL****Procurements Requiring Majority Vote:****Schedule I. Modification To Purchase and Public Work Contracts**

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

- |    |  |                     |                                      |
|----|--|---------------------|--------------------------------------|
| 1. | <b>Skanska USA Civil Northeast Inc.<br/>Contract No. CH058A<br/>Modification No. 2</b> | <b>\$ 1,083,840</b> | <b><u>Staff Summary Attached</u></b> |
|----|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a modification to the Contract to relocate catenary wire from existing catenary structures to new poles along the Amtrak North Runner Track.

**Schedule I: Modifications to Purchase and Public Work Contracts**

Item Number 1

<b>Vendor Name (&amp; Location)</b> Skanska USA Civil Northeast Inc. (Queens, New York)		<b>Contract Number</b> CH058A	<b>AWO/Modification #</b> 2
<b>Description</b> Harold Structures - B/C Approach		<b>Original Amount:</b>	\$ 60,168,000
<b>Contract Term (including Options, if any)</b> 831 Days		<b>Prior Modifications:</b>	\$ 450,000
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A		<b>Options:</b>	\$ 2,200,000
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b>	\$ 62,818,000
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		<b>This Request</b>	\$ 1,083,840
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of This Request to Current Amount:</b>	2%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, Rob Troup, SVP & Sr. Program Executive		<b>% of Modifications (including This Request) to Original Amount:</b>	3%

**Discussion:**

This Contract is for construction of the Tunnel B/C Approach Structure, construction of catenary poles and ductbanks, and the installation of track and special track work. In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a modification to the Contract to relocate catenary wire from existing catenary structures to new poles along the Amtrak North Runner Track.

The CQ033 contract requires the Contractor to demolish ten catenary structures that are presently in the footprint of its track work. Prior to demolishing those catenary structures, Amtrak ET Linemen were to relocate the existing catenary wire from those structures to new catenary poles along the North Runner track. However, Amtrak forces are unavailable to install the catenary due to the unavailability of Amtrak ET linemen capable of performing that work. To avoid delay to the CQ033 Contract that would result from waiting for Amtrak ET linemen to become available, the CH058A Contractor will perform the catenary wire relocation work.

The Contractor submitted a cost proposal of \$1,425,484 to install the catenary wire. After negotiations, both parties agreed to a cost of \$1,083,840, which is considered fair and reasonable.

In connection with previous contracts awarded, the Skanska USA Civil Northeast Inc. was found to be responsible, notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in November 2014. No new significant adverse information has been found relating to Skanska USA Civil Northeast Inc. Therefore, Skanska USA Civil Northeast Inc. has been determined to be responsible.

APRIL 2019

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

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

- |    |   |                     |                                      |
|----|---|---------------------|--------------------------------------|
| 2. | <b>Tutor Perini Corporation</b><br><b>Contract No. CS179</b><br><b>Modification No. 197</b> | <b>\$67,000,000</b> | <b><u>Staff Summary Attached</u></b> |
|----|---|---------------------|--------------------------------------|

In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to (i) resolve with the CS 179 Contractor all outstanding claims of delays and associated impact costs and claims for added costs associated with implementing the new schedule approach, and (ii) implement the new accelerated schedule for work going forward.

- |    |  |                     |                                      |
|----|--|---------------------|--------------------------------------|
| 3. | <b>GCT Constructors Joint Venture</b><br><b>Contract No. CM014B</b><br><b>Modification No. 210</b> | <b>\$54,124,210</b> | <b><u>Staff Summary Attached</u></b> |
|----|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to (i) resolve with the CM014B Contractor all pending disputes over added work, delay and associated impact costs, (ii) provide a new schedule for work going forward reflecting the resolution of outstanding claims and delays, and, where necessary to timely support the installation and testing of systems under the adjacent CS179 Contract, to accelerate the work, and (iii) delete from the Contract work associated with the North Transfer Station.

- |    |  |                     |                                      |
|----|--|---------------------|--------------------------------------|
| 4. | <b>Tutor Perini Corporation</b><br><b>Contract No. CQ033</b><br><b>Modification No. 35</b> | <b>\$ 5,082,000</b> | <b><u>Staff Summary Attached</u></b> |
|----|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to enhance reliability and allow for the more efficient operation of trains within the Yard.

- |    |  |                     |                                      |
|----|--|---------------------|--------------------------------------|
| 5. | <b>Tutor Perini Corporation</b><br><b>Contract No. CQ033</b><br><b>Modification No. 36</b> | <b>\$ 1,550,000</b> | <b><u>Staff Summary Attached</u></b> |
|----|--|---------------------|--------------------------------------|

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to the Contract to furnish and install the infrastructure (structural, communication, and low voltage electrical) for closed-circuit television ("CCTV") cameras in the area between the western limits of the Mid-Day Storage Yard at Thomson Avenue and the Arch Street Rail Maintenance Facility.

# Schedule K: Ratification of Completed Procurement Actions

Item Numbers 2



Capital Construction

Page 1 of 2

<b>Vendor Name (&amp; Location)</b> Tutor Perini Corporation (New Rochelle, New York)	
<b>Description</b>  Systems Facilities Package No. 1	
<b>Contract Term (including Options, if any)</b>  75 Months	
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A	
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b>  <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, Rob Troup, SVP & Sr. Program Executive	

Contract Number	AWO/Modification #
CS179	197
<b>Original Contract Amount:</b>	
	\$ 333,588,000
<b>Original Option Amounts:</b>	
	\$ 216,800,000
<b>Original Board Approved Amount:</b>	
	\$ 550,388,000
<b>Prior Modifications:</b>	
	\$ 45,644,747
<b>Exercised Options:</b>	
	\$ 216,800,001
<b>Current Amount:</b>	
	\$ 586,008,288
<b>This Request</b>	
	\$ 67,000,000
<b>% of This Request to Current Amount:</b>	
	11 %
<b>% of Modifications (including This Request) to Original Amount:</b>	
	34 %

## Discussion:

This Contract provides the systems for the East Side Access (“ESA”) project, including the fire detection, tunnel ventilation, facility power, signal power, tunnel lighting and SCADA systems.

This Contract has experienced extensive delays arising from, among other things, access delays associated with differing site conditions encountered on adjacent contract CM014B and changed work necessitated by changes in system requirements, design errors and omissions and other factors. Much of this was described by Chief Development Officer Janno Lieber in his April 2018 Board presentation. These changes and delays, left unaddressed, will jeopardize the project schedule. Accordingly, starting in mid-2018, at the direction of the Chief Development Officer, the ESA project team and the Contractor have developed a plan and new schedule to accelerate the work by performing installations in multiple locations simultaneously and by implementing an incremental approach to integrated systems testing. Both the Contractor and the MTA have committed extensive resources and energy to this process and now have a schedule which provides for completion of critical systems work without impacting the planned revenue service date. Accordingly, and in accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to (i) resolve with the CS179 Contractor all outstanding claims of delays and associated impact costs and claims for added costs associated with implementing the new schedule approach, and (ii) implement the new accelerated schedule for work going forward.

More specifically, this Modification provides for:

1. The settlement of the outstanding claims and disputes for Excusable Delay and Impact Costs and, claims for additional resources and overhead required to create and implement the revised accelerated schedule and incremental integrated systems testing.
2. The creation by the Contractor of a revised, resource loaded, accelerated schedule for the completion of all work in accordance with revised dates. The resource loaded schedule will detail the manpower and work effort required to accomplish all work within the time required by the schedule and the Contract.

3. The creation of a series of new Milestones, specifying dates by which certain work needs to be completed with Contract payments and incentives tied to those milestones and a penalty formula for forfeiting payments for certain missed milestones, as described below.
4. The creation of a series of access restraints, reflecting the revised and accelerated dates in the adjacent CM014B Contract and dates in certain other contracts by which areas to work will become available to the CS179 Contractor.
5. The creation of a series of stipulations creating an obligation by and between the CS179 Contractor and the MTA to engage in best practices to facilitate the new schedule, such as over-the-shoulder reviews of submittals and shop drawings and approving discrete portions of submittals when feasible.

Negotiations were held and both parties agreed to a cost of \$67,000,000 for the impact costs, equitable adjustment, acceleration and milestone incentives. The payment provided for in this Modification will be made as follows:

- \$23,000,000 will be paid upon execution and delivery of the Modification by all parties and the delivery of the Contractor of a revised, approved, resource loaded schedule for the Contract work;
- \$37,000,000 will be paid in installments for the timely completion of certain milestones, including accelerated milestones (if a Milestone is not completed by its due date, half of that payment will be paid only when that Milestone is achieved, and the remaining half will be withheld until Substantial Completion with the proviso that if Substantial Completion is not timely achieved, that payment will be permanently forfeited by the Contractor); and
- \$7,000,000 to be paid in installments upon the timely completion of each of certain major milestones (each milestone must be achieved on time or the payment associated with that milestone will be forfeited by the Contractor).

In order to maintain the new accelerated schedule, the President approved a Retroactive Memorandum and on April 9, 2019 the Contractor was directed to proceed with the work in accordance with the new schedule.

In connection with previous contracts awarded, the Tutor Perini Corporation was found to be responsible, notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in February 2017. No new significant adverse information has been found relating to Tutor Perini Corporation. Therefore, Tutor Perini Corporation has been determined to be responsible.

# Schedule K: Ratification of Completed Procurement Actions

Item Number 3

<b>Vendor Name (&amp; Location)</b> GCT Constructors Joint Venture (Secaucus, New Jersey)
<b>Description</b>  GCT Concourse and Facilities Fit-Out for the ESA Project
<b>Contract Term (including Options, if any):</b>  1,726 Days
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>  East Side Access, Rob Troup, SVP & Senior Program Executive

Contract Number	AWO/Modification #
CM014B	210
<b>Original Contract Amount:</b> \$ 404,622,096 <b>Original Option Amounts:</b> \$ 24,277,904 <b>Original Board Approved Amount:</b> \$ 428,900,000	
<b>Prior Modifications:</b>	\$ 41,485,608
<b>Exercised Options:</b>	\$ 24,277,904
<b>Current Amount:</b>	\$ 470,385,608
<b>This Request</b>	\$ 54,124,210
<b>% of This Request to Current Amount:</b>	12%
<b>% of Modifications (including This Request) to Original Board Approved Amount:</b>	23%

## Discussion:

Contract CM014B is for the architectural, structural, electrical, plumbing, and mechanical fit-out of the new Long Island Rail Road (LIRR) Concourse located in the Madison Yard of Grand Central Terminal.

In constructing the new Concourse within the existing Madison Yard, the CM014B contractor encountered numerous unforeseen conditions that resulted in changed work and extensive delays. Many of these issues were discussed in Chief Development Officer Janno Lieber's presentation to the MTA Board in April 2018. Yet, the timely completion of the CM014B work is critical to maintaining the overall ESA Project Schedule because significant aspects of work under the CM014B Contract are required for the installation and testing of critical systems under the CS179 Contract. Consequently, and in accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board ratify a modification to (i) resolve with the CM014B Contractor all pending disputes over added work, delay and associated impact costs, (ii) provide a new schedule for work going forward reflecting the resolution of outstanding claims and delays, and, where necessary to timely support the installation and testing of systems under the adjacent CS179 Contract, to accelerate the work, and (iii) delete from the Contract work associated with the North Transfer Station.

More specifically, this Modification provides for:

1. The settlement of all outstanding claims and disputes to date, including claims for Excusable Delay and Impact Costs (except for the impact cost claim of the subcontractor Five Star Electric Corp. which will be dealt with separately). The Contractor has experienced delay to date, which the Contractor claims is a result of a variety of causes but, most significantly, consisting of differing site conditions within Madison Yard leading to issues concerning the fabrication and installation of steel components necessary for the work (the "Steel Clashes") and lack of force account support and available track outages. The Contractor will be awarded 678 days of Excusable Delay, of which 526 days will constitute Compensable Delay and all outstanding claims to date (and any future claim for delay arising from Steel Clashes) will be settled.

## Schedule K: Ratification of Completed Procurement Actions

### Item Number 3

2. The creation by the Contractor of a revised, resource loaded, accelerated schedule for the completion of all work in accordance with revised dates. The resource loaded schedule will detail the manpower and work effort required to accomplish all work within the time required by the schedule and the Contract.
3. The creation of a series of fourteen new Milestones in the Contract, specifying dates by which certain work needs to be completed to support the CS179 schedule with Contract payments and incentives tied to those milestones and a penalty formula for forfeiting payments for certain missed milestones, as described below.
4. The postponement of the completion of the "Biltmore Room" area until after Substantial Completion, necessitated by the availability of Metro-North Railroad ("Metro-North") track outages.
5. The deletion of the work to construct the "North Transfer Station," which scope has been deleted from the East Side Access Project. In consultation between Metro-North and the LIRR, alternative means were found to fulfill the functions intended for the North Transfer Station, rendering its construction unnecessary.

Negotiations were held and both parties agreed to a cost of \$67,124,210 for the impact costs, equitable adjustment, acceleration and milestone incentives and a net credit of \$13,000,000 for the deletion of the North Transfer Station. Thus, the net cost of this Modification will be \$54,124,210. The payment provided for in this Modification will be made as follows:

- \$30 million will be paid upon execution and delivery of the Modification by all parties and the delivery by the Contractor of a revised, approved, resource loaded schedule for the Contract work;
- \$6,000,000 payable in equal monthly installments of \$500,000, from March 2019 through February 2020;
- \$21,952,499 will be paid in installments for the timely completion of each new milestone, including accelerated milestones (if a Milestone is not completed by its due date, half of that payment will be paid only when that Milestone is achieved and the remaining half will be withheld until Substantial Completion with the proviso that if Substantial Completion is not timely achieved, that payment will be permanently forfeited by the Contractor); and
- \$9,171,711 to be paid in installments upon the timely completion of each of the 9 milestones created by this Modification that involve accelerated work (each milestone must be achieved on time or the payment associated with that milestone will be forfeited by the Contractor); and

In order to maintain the new accelerated schedule, the President approved a Retroactive Memorandum and on April 1, 2019 the Contractor was directed to proceed with the work in accordance with the new schedule.

In connection with previous contracts awarded to the joint venture partners who form GCT Constructors Joint Venture, both John P. Picone Inc. ("JPP") and Schiavone Construction Company, LLC ("Schiavone") were found to be responsible notwithstanding significant adverse information ("SAI") pursuant to the All-Agency Responsibility Guidelines and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in December 2014. No new SAI has been found relating to JPP or Schiavone and they have both been found to be responsible.

**Schedule K: Ratification of Completed Procurement Actions**

Item Number 4

**Capital Construction**

Page 1 of 2

<b>Vendor Name (&amp; Location)</b> Tutor Perini Corporation (New Rochelle, New York)	
<b>Description</b> Mid-Day Storage Yard for the East Side Access Project	
<b>Contract Term (including Options, if any)</b> 1,217 Days	
<b>Option(s) included in Total Amount?</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input checked="" type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, Rob Troup, SVP & Sr. Program Executive	

Contract Number	AWO/Modification #
CQ033	35
<b>Original Amount:</b>	
	\$ 291,503,430
<b>Prior Modifications:</b>	
	\$ 21,073,482
<b>Options:</b>	
	\$ 1,873,570
<b>Current Amount:</b>	
	\$ 314,450,482
<b>This Request</b>	
	\$ 5,082,000
<b>% of This Request to Current Amount:</b>	
	2%
<b>% of Modifications (including This Request) to Original Amount:</b>	
	9%

**Discussion:**

This Contract is for the demolition and removal of the existing catenary structures, railroad buildings and Montauk Cutoff Bridge and Ramp and the construction of the Mid-Day Storage Yard ("Yard") for the East Side Access Project. In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a modification to the Contract to enhance reliability and allow for the more efficient operation of trains within the Yard.

During the final phase of design for the CQ033 scope of work, ESA and LIRR agreed to make certain design changes in the west end of the Yard to enhance reliability and increase the efficiency of train operations by providing for remote operation of switches, adding redundancy to certain equipment to prevent interruption of service in case of equipment failure and implementing the sectionalizing of traction power, allowing any failure in traction power to be isolated to a section of track and allowing continued operation in unaffected areas. The work necessary to provide these enhanced capabilities involve adding a feeder from the C10 Substation to provide additional traction power, signaling switches to provide for remote and automated operation, providing for redundant microprocessors at Central Instrument Locations (CILs) to allow continued remote and automated operation of switches in the event of microprocessor failure, realigning trackwork, accelerating switch fabrication, and updating the associated civil and electrical infrastructure.

These changes could not be incorporated into the CQ033 Contract Documents prior to the solicitation of the Contract without causing delays to the Harold Program and ESA revenue service. To avoid these delays, the CQ033 solicitation was released without the addition of these West End Changes

The Contractor's proposal was in the amount of \$6,756,820. Negotiations were held and the parties agreed to a cost of \$5,082,000 which is deemed fair and reasonable. Adding this work to the CQ033 Contract will not extend the Contract duration and the current Harold program schedule will be maintained.

In order to take advantage of a scheduled track outage that runs through May 12, 2019, and maintain the CQ033 schedule, the President approved a Retroactive Memorandum and, on November 14, 2018, the Contractor was directed to, among other things, procure the material required for this work with long lead times up to an amount not to exceed \$1,000,000.



In connection with previous contracts awarded, the Tutor Perini Corporation was found to be responsible, notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in in February 2017. No new significant adverse information has been found relating to Tutor Perini Corporation. Therefore, Tutor Perini Corporation has been determined to be responsible.

**Schedule K: Ratification of Completed Procurement Actions**

Item Number 5

<b>Vendor Name (&amp; Location)</b> Tutor Perini Corporation (New Rochelle, New York)	
<b>Description</b> Mid-Day Storage Yard for the East Side Access Project	
<b>Contract Term (including Options, if any)</b> 1,217 Days	
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, Rob Troup, SVP & Sr. Program Executive	

Contract Number	AWO/Modification #
CQ033	36
<b>Original Amount:</b>	
	\$ 291,503,430
<b>Prior Modifications:</b>	
	\$ 21,073,482
<b>Options:</b>	
	\$ 1,873,570
<b>Current Amount:</b>	
	\$ 314,450,482
<b>This Request</b>	
	\$ 1,550,000
<b>% of This Request to Current Amount:</b>	
	.5%
<b>% of Modifications (including This Request) to Original Amount:</b>	
	8 %

**Discussion:**

This Contract is for the demolition and removal of existing catenary structures, railroad buildings and the Montauk Cutoff bridge and ramp and for the construction of the Mid-Day Storage Yard for the East Side Access Project ("ESA"). In accordance with Article VIII of the All Agency General Contract Procurement Guidelines, MTACC requests that the Board approve a Modification to the Contract to furnish and install the infrastructure (structural, communication, and low voltage electrical) for closed-circuit television ("CCTV") cameras in the area between the western limits of the Mid-Day Storage Yard at Thomson Avenue and the Arch Street Rail Maintenance Facility.

CCTV cameras are required for safety and security within the Mid-Day Storage Yard and are being install under the CS179 Contract. The structural, communication, and electrical infrastructure for these cameras was previously installed in most areas of the yard under predecessor contracts. However, the infrastructure for the cameras in the west end of the Yard was not included as part of the scope of work of any ESA contract and, accordingly, that infrastructure must be installed now. The CQ033 Contractor is mobilized, on site and has the necessary experience and equipment to perform the work. This issue has been marked as a potential design omission and is being pursued with the designer of record.

The Contractor's proposal was in the amount of \$1,720,585. The MTA and the Contractor held negotiations and agreed to cost of \$1,550,000 which is deemed fair and reasonable.

In order to take advantage of a scheduled track outage that runs through May 12, 2019 and maintain the CQ033 schedule, the President approved a Retroactive Memorandum and, on April 3, 2019, the Contractor was directed to proceed with the work up to an amount not to exceed \$700,000.

In connection with previous contracts awarded, the Tutor Perini Corporation was found to be responsible, notwithstanding significant adverse information ("SAI") pursuant to the All-Agency Responsibility Guidelines, and such responsibility findings were approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in in February 2017. No new significant adverse information has been found relating to Tutor Perini Corporation. Therefore, Tutor Perini Corporation has been determined to be responsible.



# Bridges and Tunnels

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## Procurements April 2019



# Staff Summary

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

<b>Date</b> 04/05/2019
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	President	4/05/2019			
2	MTA B&T Committee	04/15/2019			
3	MTA Board	04/17/2019			

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

Internal Approvals (cont.)							
Order	Approval	Order	Approval	Order	Approval	Order	Approval
	Chief Financial Officer <i>[Signature]</i>		Chief Technology Officer		Chief Health & Safety Officer		Chief EEO Officer
	Chief Security Officer		Chief Maintenance Officer		MTA Office of Civil Rights		

## PURPOSE:

To obtain approval of the Board to award various contracts and purchase orders, and to inform the MTA B&T Committee of these procurement actions.

## DISCUSSION:

MTA B&T proposes to award Non-Competitive procurements in the following categories: None

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

### Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts (Staff Summaries required for Items greater than: \$100K Sole Source; \$250K Other non-Competitive; \$1M Competitive)

### # of Actions

1

### \$ Amount

\$ 2.438M

### Schedules Requiring Majority Vote:

Schedule I: Modification 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 previously Approved amount which are also at least \$250K.)

1

\$ 1.636M

**SUBTOTAL**

2

**\$ 4.074M**

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

**TOTAL**

2

**\$ 4.074M**

## BUDGET IMPACT:

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

## RECOMMENDATION:

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

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

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

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

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

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

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

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

# **LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**APRIL 2019**

## **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. **HNTB New York Engineering & Architecture, P.C. \$ 2,438,460.29**  
**Contract No. PSC-18-3018**

**Staff Summary Attached**

2 years. 7 months – Competitive RFP

B&T is seeking Board approval under the All-Agency Service Procurement Guidelines to award a personal service contract for 2019 Routine Tunnel Inspection at the Queens Midtown Tunnel and the Hugh L. Carey Tunnel to HNTB New York Engineering and Architecture, P.C. in the negotiated contract amount of \$2,438,460.29 and for a duration of approximately two years, seven months through December 31, 2021.

### **Procurements Requiring Majority Vote:**

#### **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 previously approved amount which are also at least \$250K.)

2. **Restani Construction Corp. \$ 1,636,227.00**  
**Contract No. HH-88B/HH13A**

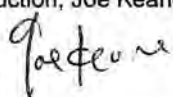
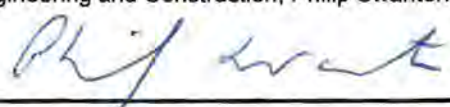





**Staff Summary Attached**

3 years. 9 months – Competitive Capital

B&T is seeking the Board's approval under the All Agency General Contract Procurement Guidelines to modify this public works contract with Restani Construction Corp. (Restani) for work associated with: (i) catwalk removal; (ii) demolition of the pedestrian underpass barriers (iii) quantity revisions to existing contract items and (iv) additional micropile installations at the Henry Hudson Bridge in the negotiated amount of \$1,636,227.

# Staff Summary

Page 1 of 2

<b>Item Number</b>						<b>SUMMARY INFORMATION</b>	
<b>Dept &amp; Dept Head Name:</b> Engineering and Construction, Joe Keane, P.E. 						<b>Vendor Name</b> HNTB New York Engineering and Architecture, P.C.	
<b>Division &amp; Division Head Name:</b> Engineering and Construction, Philip Swanton, P.E. 						<b>Contract No.</b> PSC-18-3018	
<b>Description</b> 2019 Routine Tunnel Inspection at the Queens Midtown Tunnel and the Hugh L. Carey Tunnel						<b>Total Amount</b> \$2,438,460.29	
<b>Board Reviews</b>						<b>Contract Term (including Options, if any)</b> Two years, seven months (through 12/31/21)	
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>	<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
1	President	4/1/19				<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
2	MTA B&T Committee	4/15/19				<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
3	MTA Board	4/17/19				<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Internal Approvals</b>						<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>				
1	Chief Financial Officer 	4	Chief of Staff 				
2	General Counsel 	5	President 				
3	Chief Procurement Officer 						

## Narrative

### I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Service Procurement Guidelines to award a personal service contract for 2019 Routine Tunnel Inspection at the Queens Midtown Tunnel and the Hugh L. Carey Tunnel to HNTB New York Engineering and Architecture, P.C. in the negotiated contract amount of \$2,438,460.29 and for a duration of approximately two years, seven months through December 31, 2021.

### II DISCUSSION

B&T requires the services of a Consultant to perform the 2019 Routine Tunnel Inspection and design of miscellaneous repairs at the Queens Midtown Tunnel and the Hugh L. Carey Tunnel. The Tunnel Inspections assist in our mission to keep B&T's assets in a state of good repair and are mandated by the Federal Highway Administration (FHWA) and NYSDOT Laws & Regulations.

The requirements were publicly advertised. Eight (8) firms submitted qualification information for review and evaluation by the selection committee. Three (3) firms were chosen to receive the RFP based on a review of those qualifications and all three submitted proposals: HNTB New York Engineering and Architecture, P.C. (HNTB) (\$2,931,728.39), Michael Baker Engineering, Inc. (\$2,487,396.00) and Mott MacDonald, LLC (\$2,926,033.00). The proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. Based on the committee's review of all submittals and its consideration of proposed costs, the committee selected HNTB.

## Staff Summary

Page 2 of 2

The Committee's selection is based on the following: HNTB demonstrated the most comprehensive understanding of the project requirements and risks; HNTB offered options to optimize the inspection schedule and mitigate any impact to the traveling public; and HNTB offered the most qualified team including local personnel with extensive experience and familiarity with TBTA operational practices and flag/Corrective Maintenance Report (CMR) procedures. The other firms provided responsive proposals, which were viewed as technically acceptable. However, both proposals lacked the proper qualified personnel and teams for the mechanical and electrical systems, which negatively impacts the quality of the inspection and project deliverables.

HNTB submitted a cost proposal in the amount of \$2,931,728.39. The negotiated amount of \$2,438,460.29 is 3.64% below the Engineer's Estimate of \$2,530,558.42 and is deemed to be fair and reasonable. The total contract amount includes an allowance of \$500,000, and, based on the results of the inspection, services provided under the allowance may include: (i) damage, in-depth or special inspections; (ii) auxiliary design services for the repair of defective conditions; (iii) preliminary design investigations toward alternative solutions; (iv) auxiliary testing services for elements such as concrete cores and ventilation systems; (v) auxiliary scoping services; and (vi) development of computerized data collection and asset management system. These services will be provided via work orders on an as-needed basis. The allowance is based on historical costs and will permit B&T to quickly respond to the needs of each facility.

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

The MTA Department of Diversity and Civil Rights (DDCR) has established 15% MBE 15% WBE and 6% SDVOB goals on this contract. HNTB submitted a MWBE/SDVOB utilization plan projected to exceed the 36% MWBE/SDVOB requirement. HNTB has achieved its previous MWDBE goals on previous completed MTA contracts.

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

Funding in the proposed amount of \$2,438,460.29 is available in the Operating Budget under GFM-531, General Ledger # 711101.

### **V. ALTERNATIVES**

There are no recommended alternatives. B&T does not have the resources required to perform the FHWA and NYSDOT required inspections.

## Schedule I: Modifications to Purchase and Public Works Contracts

### Item Number:

<b>Vendor Name (&amp; Location)</b> Restani Construction Corp. – Astoria, NY	<b>Contract Number</b> HH-88B/ HH-13A	<b>AWO/Modification #</b>
<b>Contract Title:</b> Reconstruction of Upper and Lower Level Toll Plazas and Southbound Approach at Henry Hudson Bridge and Lighting Replacement at Northbound/Southbound Henry Hudson Parkways		
<b>Contract Term (including Options, if any)</b> April 27, 2017 – January 27, 2021		
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joe Keane, P.E.		
	<b>Original Amount:</b>	\$86,068,939.00
	<b>Prior Modifications:</b>	\$(3,084,172.06)
	<b>Prior Budgetary Increases:</b>	N/A
	<b>Current Amount:</b>	\$82,984,766.94
	<b>This Request:</b>	\$1,636,227.00
	<b>% of This Request to Current Amount:</b>	1.97%
	<b>% of Modifications (including This Request) to Original Amount:</b>	-1.74%

### Discussion:

B&T is seeking the Board's approval under the All Agency General Contract Procurement Guidelines to modify this public works contract with Restani Construction Corp. (Restani) for work associated with: (i) catwalk removal; (ii) demolition of the pedestrian underpass barriers (iii) quantity revisions to existing contract items and (iv) additional micropile installations at the Henry Hudson Bridge in the negotiated amount of \$1,636,227.

Pursuant to competitive bidding, the subject Contract was awarded to Restani in the amount of \$86,068,939.00 for a duration of three (3) years, nine (9) months. The Work being performed under this contract may briefly be described as: i) reconstruction of the Upper and Lower Toll Plazas and the southbound approach; ii) roadway lighting replacements for the north and south bound Henry Hudson Parkway; iii) strengthening and/or replacing existing floor beams, miscellaneous superstructure steel repairs and guardrail replacement; (iv) new maintenance garage; (v) mechanical and plumbing upgrades (HVAC, fire sprinkler systems, heaters, exhaust fans, roll-up gates, and toilets); (vi) electrical upgrades (lighting, drainage, communication and electrical improvements, high voltage Dyckman Street feeders and manholes); (vii) site work (footings, wing walls, abutments and foundations); and (viii) micropile installation and geotechnical investigations. Previous amendments were issued for adjustments to Contract Unit Price Item quantities.

During the course of the Work and as a result of field conditions the Engineer determined that Extra Work was necessary to modify the construction scope to include additional micropiles where the elevation of competent rock was lower than anticipated. The alternate micropile layout was designed to meet contract requirements while mitigating project schedule delay and impact to the public. Additionally, the removal of the catwalk is deemed necessary in order to allow for the safe removal of the upper level deck and steel structure. Demolition of the existing pedestrian underpass barriers on both the north and southbound Henry Hudson Parkway is also required to place new conduits and high voltage conductors within the new barriers.

Restani submitted a proposal in the aggregate amount of \$2,086,767.52. The negotiated amount of \$1,636,227.00 is 5.0% above the Engineer's Estimate of \$1,557,713.41 and is fair and reasonable.

Funding in the amount of \$1,636,227 is available in the 2015-2019 Capital Program under Project D703HH88 Construction, Task D03795 (\$1,352,198) and Project D704HH13, D03782 (\$284,029.00).