



Metropolitan Transportation Authority

September 2020

MTA Board Action Items



MTA Board Meeting

2 Broadway
20th Floor Board Room
New York, NY 10004
Wednesday, 9/23/2020
10:00 AM - 12:00 PM ET

1. PUBLIC COMMENT PERIOD

2. APPROVAL OF MINUTES

MTA and MTA Agencies Committee & Regular Meeting Joint Minutes - July 22, 2020

MTAHQ

NYCT/MaBSTOA/SIRTOA/MTA Bus Company

MTA Metro-North Railroad

MTA Long Island Rail Road

MTA B&T

MTA Construction & Development

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MTA Special Board Meeting Minutes - August 26, 2020

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3. MTA OTHER BUSINESS

Action Item

i. Amended Rules of Conduct for NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR (Amended Rules of Conduct available in the Exhibit Book)

Amended Rules of Conduct Staff Summary - Page 36

Amended Rules of Conduct Resolution - Page 39

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

Action Item

i. MNR - NYSDOT CMAQ Grant for Connecting Services

MNR - NYSDOT CMAQ Grant for Connecting Services - Page 40

MNR Procurements Report

MNR Procurements - Page 41

i. Non-Competitive (no items)

ii. Competitive

MNR Competitive - Page 45

iii. Ratification (no items)

LIRR Procurements Report

LIRR Procurements - Page 50

i. Non-Competitive

LIRR Non-Competitive - Page 54

ii. Competitive

LIRR Competitive - Page 57

iii. Ratifications (no items)

MTA C&D Procurements Report

MTA C&D Procurements - Page 63

i. Non-Competitive (no items)

ii. Competitive

MTA C&D Competitive - Page 67

iii. Ratifications

MTA C&D Ratifications - Page 71

5. COMMITTEE ON NYCT & BUS

NYCT & Bus Procurements Report

NYCT & Bus Procurements Report - Page 73

i. Non-competitive

Non-competitive - Page 78

ii. Competitive

Competitive - Page 80

iii. Ratifications (no items)

iv. C&D Procurements

C&D Procurements - Page 82

6. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

B&T Procurements (no items)

7. COMMITTEE ON FINANCE

MTAHQ Procurements Report

MTAHQ Procurement Report - Page 89

i. Non-Competitive (no items)

ii. Competitive

MTAHQ Competitive Procurements - Page 92

iii. Ratification (no items)

MTA C&D Procurement

MTA C & D Procurement - Page 103

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Agenda and Staff Summaries - Page 104

8. DIVERSITY COMMITTEE

Action Item

i. 2020 Title VI Program

Title VI Program 2020 Staff Summary - Page 123

Title VI Program 2020 Board Resolution - Page 124

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

**Joint Committee and Board Meeting of the Metropolitan Transportation Authority,
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,
MTA Construction & Development, the MTA Bus Company and
the First Mutual Transportation Assurance Company**

Minutes

2 Broadway

New York, NY 10004

Wednesday, July 22, 2020

10:00 a.m.

The following Board Members were present in person or by videoconference:

Hon. Patrick Foye, Chairman & CEO

Hon. Jamey Barbas

Hon. Frank Borelli

Hon. Victor Calise

Hon. Lorraine Cortés-Vázquez

Hon. Michael Fleischer

Hon. Randolph Glucksman

Hon. Rhonda Herman

Hon. David Jones

Hon. Linda Lacewell

Hon. Kevin Law

Hon. Robert W. Linn

Hon. David Mack

Hon. Haeda B. Mihaltses

Hon. Robert F. Mujica

Hon. Lawrence Schwartz

Hon. Vincent Tessitore, Jr.

Hon. Neal Zuckerman

The following alternate non-voting members were present by videoconference:

Hon. Andrew Albert

Hon. Norman Brown

Hon. John Samuelson

The following staff members attended in person or by videoconference:

Mario Péloquin, Chief Operating Officer, Thomas J. Quigley, General Counsel, Robert Foran, MTA Chief Financial Officer, Paul Fama, MTA Chief People Officer, Anthony McCord, MTA Chief Transformation Officer, Patrick Warren, MTA Chief Safety Officer, Sarah E. Feinberg, Interim President, NYCT, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, Janno Lieber, MTA Chief Development Officer, MTA

Construction & Development, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Alex Elegudin, Senior Advisor, Systemwide Accessibility, David Keller, Senior Deputy Budget Director, Kuvershen Ayer, Chief Procurement Officer, David Florio, Director, R.E. Operations, Leasing & Acquisitions, Michele Woods, Auditor General, Lamond Kears, Chief Compliance Officer, Abbey Collins, Chief Communications Officer, Monica Murray, Chief Administrative Officer, NYCT President's Office, Subash Iyer, Special Counsel for Ethics, Risk and Compliance.

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 Company, the Metro-North Commuter Railroad Company, MTA Construction & Development, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

Unless noted otherwise, votes reflected in these minutes are those of each Committee and that of the MTA Board.

1. CHAIRMAN FOYE'S OPENING REMARKS.

Chairman Foye called the meeting to order, and he announced that the MTA regular Board meeting is being held jointly with the Joint Metro-North Railroad and Long Island Rail Road Committee, New York City Transit Committee, Bridges and Tunnels Committee, Finance Committee, Capital Program Oversight Committee, Safety Committee, Audit Committee, and Corporate Governance Committee.

Chairman Foye stated that the meeting is being conducted remotely via videoconference. The Chairman explained that Governor Cuomo's Executive Order 202.1, which has subsequently been extended, suspends the Open Meetings Law requirements and accordingly any requirements in the MTA By-Laws that meetings are open to in-person attendance by the public and that Board members may participate only in person are also suspended.

Thomas Quigley, MTA General Counsel, conducted the roll-call and confirmed the presence of a quorum.

Chairman Foye stated that later in the meeting, Agency Presidents and staff will submit their agency's report, procurements and actions for a vote, and the Board members' participation in the meeting but silence at the time of a vote will be considered an affirmative vote for the record. The Chairman advised Board members that if any member would like to vote in opposition or abstain from any action, that Board member should state their name and indicate that.

Chairman Foye noted that speakers for the public comment period were able to register on Monday, July 20, 2020 and send in their video or voice comments. The Chairman noted that the first thirty minutes of speakers' comments will be delivered at today's meeting and comments made by other speakers will be published to the MTA website.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Chairman Foye's opening remarks.

2. PUBLIC SPEAKERS SESSION.

The MTA Moderator announced that, as with prior months, speakers were able to register on Monday, July 20, 2020 and send in their comments. The first thirty minutes of speakers' comments will be delivered at today's meeting and comments made by other speakers will be published to the MTA website.

The following fifteen (15) speakers commented by videoconference during the public speakers' session. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of speakers' statements, and to MTA.info for comments made by other public speakers.

Aleta Dupree, private citizen
Roy Fischman, Staten Island Bicycle Association
Matt Kamper, Passengers United
Jason Anthony, Passengers United
Charlton D'Souza, Passengers United
Lisa Daglian, PCAC
Andy Pollack, Passengers United
Vincent Modafferi, Transit Supervisor Organization, President
Andy Quito, Passengers United
John Caserta, ATU Local 726, Member
Rosalie Ray, Fare Free Transit Coalition
Rachel Fauss, Reinvent Albany
Lindy Norris, New Flyer of America Inc.
Mark Henry, ATU Local 1056, President

3. CHAIRMAN FOYE'S REMARKS.

Chairman Foye stated that the MTA has come a long way since March, and he noted New York City's entry into Phase 4 of Governor Cuomo's reopening plan this week. The Chairman noted that more than 2.2 million customers rode subways and buses on Monday, a nearly 60% increase from the last week, before Phase 1 of reopening in New York City. Chairman Foye stated that while there has been improvement, the current ridership is still dramatically low, especially compared to the more than 7 million daily customers that rode the system this time last year. The commuter railroads are carrying more customers, but at a slower rate of growth. Chairman Foye credited the agency's workforce for tirelessly working to keep the region moving throughout the pandemic. The Chairman acknowledged members of the MTA family who succumbed to the virus, and he stated that the entire MTA family grieves and mourns the losses. The Chairman also acknowledged that there are more MTA family members who suffered from the virus, and who thankfully survived.

Chairman Foye stated that the dedicated women and men of the MTA remain the true heroes of this crisis, and the organization is grateful for their service and commitment. The Chairman reported that more than 10,000 employees systemwide have now returned from quarantine since the peak of the virus, which is a major milestone. Chairman Foye thanked Chief Operating Officer Mario Peloquin and the agency Presidents for their steadfast leadership during this time: Sarah Feinberg, NYCT Interim President, Phillip Eng, LIRR President, Catherine Rinaldi, Metro-North Railroad President, and Daniel DeCrescenzo, B&T Acting President, who the Chairman stated will provide an update on their respective agencies later in the meeting. Chairman Foye acknowledged Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, and Sally Librera, Senior Vice President, Department of Subways, who he said have also done excellent work on subways and buses.

Chairman Foye announced Sally Librera's last day with the MTA is Friday, July 24, 2020. The Chairman stated that Ms. Librera has been an invaluable member of the MTA family and a remarkable leader throughout her 16 years at the MTA. Chairman Foye stated that, as Senior Vice President of Subways, Ms. Librera has done tremendous things in bringing the system back to good repair and improving performance. The Chairman stated that Ms. Librera has deftly steered the Department of Subways through what is undoubtedly its most challenging chapter—the ongoing pandemic and the historic overnight shutdown of the system. Chairman Foye stated that Ms. Librera will be greatly missed, and he wishes her well in her future chapters.

Chairman Foye stated that as the MTA welcomes more customers back to the system it is crucial that everyone who rides the system wear a mask. The Chairman stated that earlier this week the MTA launched the “Operation Respect” campaign, whereby hundreds of volunteers will hand out masks to help make the system safer for everyone. The MTA is grateful to the State of New York for the generous donation of another 1 million masks, which brings the agency's amount for direct distribution to customers to 3 million. The Chairman thanked Sarah Feinberg, NYCT Interim President, and her team, Abbey Collins, Chief Communications Officer and Sarah Meyer, Senior Vice President & Chief Customer Officer, and her team for their hard work on this campaign. Chairman Foye stated that the MTA cannot emphasize enough how important it is that everyone wear a mask, which public health officials say is the single most important thing we can do to protect ourselves and others.

Chairman Foye acknowledged the upcoming 30th anniversary of the Americans with Disabilities Act. The Chairman stated that the MTA remains as committed as ever to improving accessibility systemwide for customers of all ages and abilities, with a goal of future full accessibility. MTA has come a long way in 30 years, and certainly have a long way to go. Chairman Foye stated that Alex Elegudin, NYCT Senior Advisor for Systemwide Accessibility, will share an update later in the meeting.

Chairman Foye stated that when Chief Financial Officer Robert Foran presented the Emergency Financial Update to the Board last month, he described the MTA's financial situation as a four-alarm fire, which frankly did not do justice to the severity of the damage the virus has inflicted. Chairman Foye stated that the MTA is in the midst of a once-in-a-

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hundred-years fiscal tsunami, which has left MTA's infrastructure intact but demolished fully 40% of the agency's revenues.

Chairman Foye stated that before COVID-19 hit, the MTA was making the best progress the organization had seen in decades, with record on-time performance thanks to the Subway Action Plan and the NYCT team, record ridership and an historic \$51.5 billion Capital Program to modernize the system at every agency. The first page of the Executive Summary to the July Financial Plan states that the pandemic has changed the MTA's financial trajectory from growth and investment to one of simply survival, which means fighting hard to maintain and not slash current service levels and lose the gains made in on-time performance before COVID-19; fighting to protect and execute and deliver on the historic Capital Plan, which promises system modernization across the MTA and would make record investments in greater system accessibility; fighting to avoid and minimize reductions in force; fighting to bring the agency forward with innovation; and fighting to transform the MTA. Chairman Foye stated that, in short, survival means the MTA being able to serve the pivotal role it must play in the regional economic and social recovery from this terrible virus. The Chairman stated that survival will at a minimum require the \$3.9 billion allocated to the MTA a month ago by the House of Representatives. Chairman Foye stated that the MTA is indifferent to the title of the bill that is ultimately passed but is crystal clear about the pressing need for another \$4.0 billion of Federal funding this Summer and billions more to cover pandemic-related losses next year and beyond.

Chairman Foye noted that CFO Robert Foran will provide more detail on the MTA's finances shortly, and he stated that the MTA is facing staggering historic shortfalls—with a projected aggregate \$16 billion deficit through 2024. The MTA is losing about \$200 million a week in revenues, from losses in fares, tolls, subsidies, and COVID-related expenses. Chairman Foye stated that, to put that in context, MTA spends approximately \$300 million a week to operate the agency. The Chairman stated that while ridership is increasing from the depths of the pandemic, it remains a fraction of the nearly 9 million people served daily last year. Farebox and toll revenue, which typically makes up half of the MTA's operating budget, remains far below normal levels due to the sustained, precipitous declines in ridership, and Bridge and Toll revenue remains 20% below last year's levels.

Chairman Foye stated that under Governor Cuomo's leadership, New York has bent the curve, but the future arc of the pandemic remains uncertain, and ridership may remain uncertain as the virus surges in other parts of our nation. The depressing effect of the virus on every part of the regional economy is having hugely negative impacts on MTA revenues and subsidies. The Chairman stated that the MTA has faced challenges before, but the pandemic challenge and its effect on the agency's finances is far more severe than any crisis the MTA has faced in the past—worse than the City's fiscal crises of the 1970s and early 1980s, the aftermath of 9/11, Hurricane Sandy and the Great Recession of 2008-2009.

Chairman Foye stated that to help balance the MTA's books, everything is on the table—including wage freezes, delays and reductions in the Capital Program, fare and toll increases, deficit financing and even cuts to personnel and service as a last resort. The Chairman stated that the MTA does not wish to implement any of these actions, but the disastrous state of the finances may force these actions.

Chairman Foye stated that this year the MTA has benefitted from staunch support from its local Congressional delegation, across bipartisan lines—including continued leadership from Speaker Pelosi and Minority Leader Schumer, and members of Congress Jeffries, Espaillat, Lee, Zeldin and others. Chairman Foye stated that he especially wanted to recognize Chair Nita Lowey for her exceptional and unwavering support of transit at the federal level, in recognition of the critical and fundamental role that public transit plays in powering the local and national economy. The Chairman stated that, as Chair Lowey approaches the end of her congressional service, the MTA deeply appreciates her honorable and tireless service not only to the New York City region but also her national leadership in Congress, and for her partnership and support on the CARES Act and the HEROES Act, which passed the House approximately a month ago, as Congress continues to deliberate and develop another federal coronavirus relief bill.

Chairman Foye stated that the U.S. Senate simply must step up for mass transit and allocate another \$3.9 billion to the MTA this year to replenish revenues that have evaporated as a result of the virus. Funding from the CARES Act, which passed four months ago in March, will be fully exhausted this month. Chairman Foye stated that it is a simple fact that the MTA organization's very survival depends on the willingness of the Congress and the Senate to act again, and act quickly. The Chairman stated that the harsh reality is that even with another \$3.9 billion in federal funding this year and the MTA's own efforts to significantly reduce expenses, which are ongoing and will need to be increased, the agency cannot cut its way out of this crisis. Chairman Foye stated that the agency is doing everything it can to reduce costs in areas like overtime and consultant contracts and has identified more than \$1.1 billion in budget savings for this year—about \$770 million of that is already reflected in the financial plan—on top of \$2.8 billion in annual recurring savings from the prior years, but even that is not enough.

Chairman Foye stated that the MTA's immediate focus is on Washington, while Senate lawmakers are currently drafting their proposal for the latest relief package, which reportedly focuses on assistance for schools, small businesses and testing. The Chairman stated that these critical investments all depend on public transportation moving New Yorkers and Americans to and from their jobs and school and back again. The Chairman thanked Senator Schumer for his record of support for the MTA and his support of the agency's current \$3.9 billion request. Chairman Foye stated that any investment in transit is an investment in the future. An enfeebled MTA would stunt the regional economy and create a depressing drag on job creation. The Chairman stated that lawmakers should not recess until public transit is included in the new coronavirus relief package—this is not a red or blue issue. The Chairman stated that last week, the MTA convened a diverse nationwide coalition of 27 transportation agencies from every region of the nation, who are all fighting the same fire, and all desperately need assistance. Chairman Foye stated that with the regional and national economy quite literally at stake, there is no time for political games or delay.

Lastly, Chairman Foye stated that the agency will be reaching out to Board members to discuss dates for an August Board meeting, the timing of which may be affected by action or inaction in Washington.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Chairman Foye's remarks.

4. CHIEF FINANCIAL OFFICER'S PRESENTATION.

Robert Foran, Chief Financial Officer, reported on the MTA's July Financial Plan.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Mr. Foran's presentation and Board Members' comments and discussion.

5. CHIEF SAFETY OFFICER'S PRESENTATION.

Patrick Warren, MTA Chief Safety Officer, provided the Overtime Task Force's report on the MTA's efforts to manage overtime.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Mr. Warren's presentation and Board Members' comments and discussion.

6. CHIEF DEVELOPMENT OFFICER'S PRESENTATION.

A. MTA Construction and Development Report and CPOC

MTA Chief Development Officer ("CDO") and MTA Construction and Development ("C&D") President Janno Lieber provided an update on the status of the Capital Program.

CDO Lieber advised that, in coordination with the MTA CFO Robert Foran, the MTA has maintained the freeze on new commitments for the 2020-2024 Capital Program. Of the \$13B that the MTA previously reported that it intended to commit to this year, CDO Lieber advised that as of July, the MTA has committed less than \$3B. CDO Lieber further noted that, despite being on-hold with new awards, C&D is working on hundreds of active projects that were already under way prior to the freeze.

CDO Lieber reported that there is another category of projects that is moving forward despite the freeze. These projects are part of C&D's acceleration program, which includes projects with the ability to take special advantage of the unique opportunity to move forward while ridership is low. CDO Lieber noted that many of these projects have existing funding or can be accelerated through a modification to an existing contract. Mr. Lieber went on to report that three quarters of the acceleration projects that were identified in May are now underway or will be by the end of this month, and that C&D is on track to initiate \$400M worth of acceleration work by month's end. CDO Lieber also pointed out that there will be less than 20% of acceleration work that has been identified that has not yet been authorized. CDO Lieber advised that he will continue to update the Board on the acceleration work in the months to come.

CDO Lieber also noted that the award of two new acceleration projects are on today's Board agenda. The first is the Rutgers Tube Project, which several public speakers mentioned earlier in the Board meeting. This project carries the F line under the East River

and is the last of the MTA river crossings damaged by Sandy that is in need of repairs. CDO Lieber further noted that the work is in many respects similar to what the MTA has done on the Canarsie / L Tunnel, so C&D will be applying the lessons learned on that project here to reduce impacts on service. CDO Lieber also pointed out that getting this work done within the next nine months will ensure that it will not interfere with the Communications-Based Train Control (CBTC) work scheduled on the 8th Avenue (“A”) Line.

CDO Lieber reported that the other new acceleration award that C&D is bringing forth today is a package of three ADA stations in the Bronx—at the 149th Street / Grand Concourse complex on the 2/4/5 lines, and at Tremont Avenue on the B/D Concourse line. CDO Lieber noted that this is a small bundled project, and that it takes advantage of synergies between the two projects and the advantages of a joint early mobilization. CDO Lieber advised the Board that the work under this contract includes the installation of six ADA elevators and the reconstruction of stairs throughout the stations. He further noted that this project demonstrates the MTA’s continuing commitment to ADA accessibility, even as the agency is stymied for the moment on its ability to execute on all of the seventy stations it has in the 2020-2024 Capital Program.

CPOC Report

CDO Lieber reported that this month’s CPOC book focuses on three mega projects: East Side Access (“ESA”), LIRR Expansion (“3rd Track”), and the second phase of the Second Avenue Subway extension.

CDO Lieber stated that the 3rd Track Project continues to be a model project. He reported that the project had a huge weekend ten days ago with a bridge placement at New Hyde Park Road, the busiest road/rail grade crossing on the LIRR network. This a four-lane road and the 3rd Track team was able to push in the bridge in one single weekend and build an undergrade crossing. CDO Lieber reported that C&D is on track to complete this phase of the project two months early and return this area back to the community. He noted that this is a big issue for the community who wanted the road to be opened timely. CDO Lieber further noted that we have spent only two percent of the contingency on this project and noted that the project as a whole is advancing faster than anticipated. He gave credit to the team consisting of the contractor, the C&D and Construction Management Team, and the Long Island Rail Road workers who supported 3rd Track during these major outages.

CDO Lieber also reported that the Second Avenue Subway project is still engaged in exercises aimed at reducing the complexity and the cost of the project; however, like the central business district tolling, this project has basically been on hold in Washington for over a year. MTA C&D is waiting for Washington to act on our request to move to the next phase of the federal grant process because the reality is that this project will need substantial federal funding to move forward. CDO Lieber advised that the Second Avenue Subway project is basically in limbo until funding comes through.

CDO Lieber also stated that soon after he joined the MTA, he committed to fixing the long delayed ESA project and getting it finished. He noted that he changed the management

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approach and doubled down on the completion date of 2022, and that the project has stayed on schedule since then. CDO Lieber also noted that it is hand-to-hand combat dealing with dozens of separate and frequently conflicting contracts from the pre-design/build method when the strategy was to break big projects into many separate contracts. He pointed out that the principal concern is tracking our systems contract work which covers thirty separate systems that are being installed with over 11,000 separate devices. He also noted that the other issue that C&D is struggling with on the ESA project is the construction of the new JP Morgan Chase (“JPMC”) headquarters building, which was introduced a little over a year ago and has foundation structures that penetrate right through the concourse. CDO Lieber noted that this JPMC work has been very disruptive but C&D is working closely with JPMC to minimize impacts on the ESA project schedule.

CDO Lieber reported that this month’s CPOC book also contains the Commitment and Completions Report, and that he and the Independent Engineering Consultant are available to answer any questions related to these projects.

CDO Lieber also reminded the Board that, notwithstanding the acceleration efforts described earlier, the agency still has financial uncertainty as outlined in CFO Foran’s presentation, which necessitates putting into motion scenario planning exercises that consider the very real possibility that the MTA will need to reduce the size of its capital program. CDO Lieber noted that C&D has already put that scenario planning into motion but advised the Board that no decisions have been made yet and that any decisions will be brought to the Board. He also noted that the path forward hinges on the issues that Chairman Foye has previously discussed and what happens in Washington with respect to funding. He further advised that the MTA’s top priority is to minimize cuts that impact service because the agency does not want to lose progress that has already been made. CDO Lieber went on to advise that MTA C&D has to prioritize state of good repair investments but noted that all options are on the table with the respect to the Capital Program.

CDO Lieber concluded by stating that, with respect to the potential reduction of the Capital Program, the delay of work, potential cuts to everything the MTA had hoped for in terms of re-signaling, ADA improvements and expansions, those of us who grew up in New York have seen this movie before and no one likes the ending. CDO reminded the Board that if they remember what the subway was like in the 1970’s when the investments to the system were not being made and the resulting consequences that took the agency so long to dig out of, the agency cannot go back there and that the agency needs Congress to act decisively and immediately.

Board Member Calise stated that he looked forward to meeting CDO Lieber in person and thanked him for his commitment on the ADA projects. Mr. Calise also commented that he loves the eleven-month acceleration in the modification that will be brought to the Board for the installation of elevators at the 59th St. Station in Brooklyn and inquired how such an accelerated time frame is possible and if there are other opportunities like this available at other stations to allow the agency to speed up accessibility projects. CDO Lieber responded that in this case it was a matter of outages and labor resources, which cost money. The agency was able to provide more outages and analyzed how it could provide the contractor with more access and space within the station to complete work contemporaneously. C&D asked the contractor to add additional labor and to work longer

hours, which of course cost money. CDO Lieber reported that the good news is that when you are able to do the work faster, you are able to reduce the overhead costs, which saves money. He went on to note that, on this particular project, most of the additional cost is being offset by those overhead savings.

CDO Lieber further explained that the agency reviewed the entire Capital Program to see which projects could benefit from the low ridership, which would allow us to provide more access and outages. He reported that every ADA project that is underway was looked at and we have accelerated several ADA projects that are included in the \$1.2B in acceleration projects announced in May. The principal determinants of whether a project can be accelerated are financial constraints and if the work can get underway this summer during the period of low ridership, which will not go on forever. CDO Lieber also stated that he would be happy to go over the projects in more detail with Board Member Calise. Board Member Calise thanked CDO Lieber and offered his assistance if it is required.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for further details of Mr. Lieber's report and additional Board Member comments and discussion.

7. ACCESSIBILITY PRESENTATION.

Alex Elegudin, Senior Advisor, Systemwide Accessibility, provided a video and report on the MTA's ADA progress.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Mr. Elegudin's presentation and Board Members' comments and discussion.

8. APPROVAL OF MINUTES.

Upon motion duly made and seconded, the Board approved the Minutes of the Joint Committee and Board meeting of the MTA and MTA Agencies held on June 24, 2020.

9. MTA OTHER BUSINESS.

A. MTA Pension Plan Amendment. MTA Chief People Officer Paul Fama provided a summary of the Pension Plan Amendment actions for Board approval.

Upon motion duly made and seconded the Board approved resolutions providing for the following. The specifics are set forth in the staff summary and documentation filed with the meeting materials. Board members Linda Lacewell and Victor Calise recused themselves from the vote on this action item.

1. An amendment to the Metropolitan Transportation Authority ("MTA") Defined Benefit Pension Plan (the "MTA DB Plan") Twenty-Year Police Program ("Police Program") to provide a COVID-19 Accidental Death Benefit;

2. An amendment to the Manhattan and Bronx Surface Transit Operating Authority (“MaBSTOA”) Pension Plan (“OA Plan”) to provide a COVID-19 Accidental Death Benefit;
3. Amendments to the MTA DB Plan to provide a COVID-19 Accidental Death Benefit for members in articles covering the commuter rails, Long Island Bus, the Staten Island Rapid Transit Operating Authority (“SIRTOA”), MTA Bus and the Long Island Rail Road Company Pension Plan; and
4. An amendment to the Long Island Rail Road Company Plan for Additional Pensions to provide a COVID-19 Accidental Death Benefit.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for Mr. Fama’s summary and Board Members’ comments and discussion.

- B. Debarment Regulations. MTA General Counsel Thomas Quigley provided a summary of the Debarment Regulations action for Board approval.

Upon motion duly made and seconded the Board adopted regulations setting forth an all-agency procedure for the debarment of contractors, as required by Public Authorities Law Section 1279-h. The specifics are set forth in the staff summary and documentation filed with the meeting materials.

- C. Procurement Guidelines. MTA General Counsel Thomas Quigley provided a summary of the Procurement Guideline action item for Board approval.

Upon motion duly made and seconded the Board approved the revised MTA All Agency General Procurement Guidelines. The specifics are set forth in the staff summaries and documentation filed with the meeting materials.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for Mr. Quigley’s summary of the items and Board Members’ comments and discussion.

10. METRO-NORTH RAILROAD AND LIRR JOINT COMMITTEE.

Chairman Foye recognized Board member Rhonda Herman for agreeing the chair the Joint Railroad committee.

- A. LIRR President Phillip Eng’s Report.

President Eng began his report by stating that with both Long Island and New York City now in Phase 4, we want to assure the public that we’re continuing our aggressive efforts to keep customers and employees safe as we all find our way towards a new normal. The LIRR managers and workforce have continued to adapt and deliver every single day of this ongoing battle to defeat the virus and to restore the economy. President Eng reported that we continue to distribute masks and hand sanitizer, and disinfect trains and stations; we recently reopened 22 ticket windows and have resumed accepting cash from our customers. President Eng stated that we launched our updated LIRR Train Time App last month, which provides our riders with real-time information

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allowing them to make informed decisions about their travels. President Eng noted that Assemblyman Ed Braunstein reached out to us about Train Time on behalf of his Korean constituents. President Eng stated he is pleased to announce today that our new Train Time App is now available in Korean.

Regarding operations, President Eng reported that the dedication of our workforce has enabled us to execute our service plan with an on-time performance of 97.5% for June.

President Eng stated that the LIRR is vital to Long Island and we are committed to providing reliable service both today and in the future as we progress critical track and infrastructure work that fortifies our system.

President Eng stated that he is proud of our workforce for their efforts in support of two recent Main Line Expansion project accomplishments: The Glen Cove Road Bridge Replacement and the New Hyde Park Road Grade Crossing elimination. President Eng commended the strategic planning by his managers, which allows us to take full advantage of these weekend outages and piggyback work on them. This includes:

- raising the track elevation at School Street;
- continued robust Sperry rail testing;
- switch work at Nassau 3 Interlocking;
- installation of new conduit for the new Mineola substation;
- remediated mud spots along the Main Line;
- new insulated joints for the new Nassau 1 interlocking;
- surfacing new crossovers at Nassau 1; and
- relocating 3rd rail feeder cables at Main Street to support the Village of Mineola with a sewer installation.

President Eng reported that other important work completed in the past month included: completing critical state of good repair concrete tie installation on the Port Washington Branch, Track 2 from Harold to Shea Interlocking, and on the Main Line from Bethpage to Farmingdale; centralizing operations from the Nassau Tower to our Jamaica Control Center; and rehabilitating both tracks at the grade crossing on Clinton Ave at Melville Road on the Main Line.

President Eng stated that Positive Train Control (“PTC”) remains on schedule and that he is proud of our project team and workforce as they have continued to execute during this pandemic. He reported that with the addition of the Atlantic Branch into Extended Revenue Service Demonstration (ERSD), we have 231 route miles (or 76%) in full PTC functionality. Shortly we will add three segments, Valley and two Main Line segments, bringing us to 90% of our track in PTC. In addition, 94% of our fleet now has the latest software.

President Eng noted that further information on these efforts and other reports are in the Committee Book.

President Eng stated that Corporate Safety launched a special edition of our annual Safety Along the Tracks art contest. Students in grades K through 12 submitted their own face covering/mask graphics with a creative safety message about this crucial public health initiative. Stating that we received numerous submissions and that it was a tough task to select the top five, President Eng thanked everyone who participated. He then congratulated the winners of the Safety Mask contest: Amberlyn Berry-Rowley from George Washington Elementary School, West Hempstead; Faateen Asa Ankush from Kathryn Phelan School, Woodside; Aaron Gilbert from Weber Middle School, Port Washington; Lorelai Thrasher from Malverne Senior High School; and Eric Shu from Great Neck South High School. President Eng noted that their creative messages will be used across our system, helping to save lives.

In closing, President Eng thanked the public and our labor leaders for their support. He also stated that most importantly, he wanted to thank LIRR workers for having risen to the challenge and continuing to deliver every day as we navigate through this crisis: they are all heroes.

The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of President Eng's report. Additionally, the details of the following Long Island Rail Road Committee items are contained in reports filed with the records of this meeting:

Joint Information Item:

- PTC Status Update

LIRR Information Items:

- September Timetable Change & Track Work

Other LIRR Committee Items:

- Minutes of the Joint Metro-North and Long Island Rail Road Committee of July 22, 2020
- LIRR 2020 Work Plan
- LIRR Safety Report
- MTA Police Report - LIRR
- LIRR Operations, Performance Metrics, Finance, Ridership, and Capital Program Reports

A. Metro-North President Catherine Rinaldi's Report.

President Rinaldi began her report by stating that her thoughts and prayers remain with the families of the three Metro-North employees who have died from COVID-19. President Rinaldi stated that she was grateful this month to report that for the first time in four months, Metro-North has not lost another employee to COVID-19. Additionally, one Maintenance of Way employee, who was released from the hospital last month and was in a rehabilitation facility, has finally returned home to his family.

President Rinaldi welcomed and congratulated Board Member Herman as the new Chairperson of the Metro-North Committee and stated that she looks forward to continuing her good working relationship with Chairperson Herman in her new capacity.

President Rinaldi also recognized the following two executive team members who were retiring at the end of the month with over 56 years of combined service:

- Richard Gans has capably served as Vice President and General Counsel since March 2016 and is capping over twenty-six years of combined service at Metro-North and Long Island Rail Road. President Rinaldi remarked that Mr. Gans started in Metro-North's legal department back in 1994 as an Associate Counsel, was promoted to Special Counsel, and served as Acting General Counsel before departing in 2011 to become General Counsel at Long Island Rail Road. In 2016, Metro-North was fortunate to have Mr. Gans return to Metro-North and serve in this same capacity. Over the last several years, Mr. Gans has led successful negotiations on the acquisition of rolling stock, agreements pertaining to Positive Train Control implementation, and the recent purchase of Grand Central Terminal and the Hudson and Harlem Lines from a private holding company.
- John Kennard has served as the Vice President of the Capital Programs Division at Metro-North since 2015. This division has primary responsibility for the design and construction of projects under Metro-North's Capital Program. Under Mr. Kennard's direction, the employees of the division contribute to the success of Metro-North with safe and timely project management and construction management through all phases of project delivery, including the completion of the Harmon Shop multi-phased replacement project and implementation of the Enhanced Stations Initiative with the White Plains Station improvements project remaining on schedule for completion at the end of this year. Mr. Kennard has been with the MTA and the railroad for 30 years and previously served as Senior Director of the Capital Planning and Programming Department leading a corporate-wide effort to formulate a Twenty-Year Needs Assessment and related strategies on rolling stock, stations, shops, and yards for Metro-North.

President Rinaldi remarked that Metro-North is very fortunate to have Mr. Gans and Mr. Kennard complete their distinguished careers at Metro-North and will greatly miss their expertise and knowledge. On behalf of the entire Metro-North family, President Rinaldi wished them all the best in their much-deserved retirement and future endeavors.

President Rinaldi also reported that Metro-North welcomed back returning customers to New York City's Phase 3 and now Phase 4 reopening and the Hudson Valley Phase 4 reopening this month. This follows the month of June when Metro-North increased service to accommodate the slow growth in ridership as the region begins to reopen. During June, Metro-North operated above goal at 98.1% with year-to-date performance 2.8% better than in 2019. West of Hudson Service operated above goal at 94% with year-to-date results 4.3% better than last year, followed by new schedules that went into effect July 6th for both the Pascack Valley and Port Jervis Lines. On July 13th Metro-

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North resumed service on the Danbury Branch after crews installed over 14,300 railroad ties and removed approximately 200 old transmission towers. Substitute bus service had been operating since mid-May. Metro-North is now providing 65% of normal service levels with the schedules that went into effect on June 22nd and the resumption of Danbury Branch service. Metro-North is carrying approximately 16% of normal weekday ridership while continuing to monitor service. Metro-North also has the flexibility to add more trains to the schedule as appropriate to ensure customers have a safe way to get to work and back home.

President Rinaldi reported that while operating a reduced schedule, Metro-North has continued its aggressive infrastructure program since the service impacts are not as significant. Crews remain hard at work every day and are making considerable progress this year in maintaining and improving the system. As the Track Report on the agenda shows:

- 26,800 railroad ties have been replaced;
- 4.7 miles of new rail have been installed;
- 847 rail joints have been welded;
- 22 track switches have been replaced;
- 5 grade crossing pads have been renewed; and
- 43.5 miles of track have been resurfaced.

President Rinaldi stated that she cannot thank the Metro-North workforce enough for all they have done and continue to do. Metro-North's number one priority remains the safety of each employee and customer. Metro-North's efforts to protect the health and safety of the dedicated workforce and customers are ongoing. President Rinaldi reported that Metro-North recently reconfigured vending machines at 12 stations throughout the system to allow customers to purchase items of personal protective equipment (PPE). Customers can now buy KN95 masks, bottled hand sanitizer, and gloves at the machines. Having PPE easily accessible for customers at the vending machines is a key part of welcoming more riders back throughout Metro-North's service area. Metro-North is now identifying additional locations to add more vending machines at stations, and is working tirelessly to ensure the safety of customers and employees by coming up with similarly innovative solutions. This measure is the latest in a series of measures Metro-North has taken to ensure customer and employee safety during the pandemic.

Metro-North's dedicated, hardworking crews continue with the most aggressive cleaning regimen in the railroad's history by disinfecting and cleaning trains cars at least once a day and stations at least twice a day. Metro-North has also installed touchless hand sanitizer dispensers at stations for customers and employees to access. President Rinaldi reported that Metro-North station ambassadors continue to be at major stations monitoring ridership, assisting customers, and making sure they are social distancing. Free masks and hand sanitizer are also being distributed at stations and on trains for any rider in need. President Rinaldi stated that Metro-North's superhero safety mascot, Metro-Man, has been helping employees hand out masks at various locations throughout July. Last week, Metro-Man was at Grand Central Terminal and at Yonkers Station

yesterday. He was at Stamford earlier this morning and will be at North White Plains on July 29th from 8:00 a.m. to 9:30 a.m.

President Rinaldi reported that Metro-North is working with the Long Island Rail Road's technology team to bring their application solution for monitoring crowded conditions on trains to Metro-North's system. Metro-North has also turned to New York's rich pool of talented technology students to see if there are ways to get even more granular data to a wider segment of Metro-North's system. Earlier this month, Metro-North launched with the MTA, State University of New York (SUNY), City University of New York (CUNY), and Microsoft a new virtual hackathon that will harness the remarkable creativity and technology skills of students and professionals in the region to improve real-time train seating availability information for customers, allowing them to more effectively social distance on trains. Winners will be announced this Friday, July 24th, and will ultimately assist MTA IT and Microsoft personnel in the months to follow.

Reporting on PTC, President Rinaldi stated that earlier this month, the section between Bridgeport and New Haven is now operating in full PTC. Overall, Metro-North remains on schedule to complete implementation this year and now has 221 route miles, or 90% of Metro-North's territory, operating in PTC with the complete Harlem Line, the complete Hudson Line, and the New Haven Line from Grand Central Terminal to Greenwich, Connecticut and between Bridgeport and New Haven, as well as the New Canaan and Danbury Branches, all operating in full PTC functionality. With field work and testing, the final segment from Greenwich to Bridgeport is anticipated to be completed in August. The Amtrak boundaries at New Haven and New Rochelle are expected to be completed by September.

Board Member Zuckerman asked for clarification, from a corporate governance perspective, about the status of the Long Island Rail Road and Metro-North Committees. Chairman Foye responded that due to the COVID-19 pandemic, the Committees have been operating jointly. President Rinaldi responded that there is a statutory requirement to have two separate Committees; however, the two Committees have been meeting jointly. Board Member Zuckerman also asked if there was an opportunity to further reduce service to save costs. President Rinaldi responded that Metro-North has been evaluating ridership levels, and that Long Island Rail Road has been providing more service than Metro-North. She expects ridership to increase around Labor Day and Metro-North has been preparing for that.

The video recording of the meeting produced by the MTA and maintained in MTA records contains a complete record of President Rinaldi's report and comments made by Board Members and staff. Additionally, the details of the following Metro-North Committee items are contained in reports filed with the records of this meeting:

Joint Information Item:

- PTC Status Update

Metro-North Information Items:

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- Track Program Quarterly Update
- Grand Central Terminal Retail Development

B. Metro-North Procurement:

- Board approval to award a two-year competitively solicited, negotiated miscellaneous service contract to the firm Sperry Rail, Inc. in the not-to-exceed amount of \$9,400,00 (Metro-North \$3,400,000/Long Island Rail Road \$6,000,000) for Federal Railroad Administration mandated quarterly ultrasonic rail testing and joint bar detection services that are performed along the right of way throughout both Railroads' operating territories.

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

Other Metro-North Committee Items:

- Minutes of the Joint Metro-North and Long Island Rail Road Committee Meeting held June 24, 2020
- Metro-North 2020 Work Plan
- Metro-North Safety Report
- MTA Police Report – Metro-North
- Metro-North Operations, Performance Metrics, Finance, Ridership, and Capital Program Reports

The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of President Rinaldi's report, and the details of the Metro-North Committee items are contained in reports filed with the records of this meeting.

11. NYCT INTERIM PRESIDENT SARAH FEINBERG'S PRESENTATION.

A. NYCT's President's Report:

Interim President Feinberg spoke about Senior Vice President, Subways, Sally Librera, whose last day with NYCT was the coming Friday. She commented that Sally has been a leader for more than 16 years and that she developed great respect for Sally getting to know her during her time chairing the Transit Committee. She said that when she started as Interim President, she became incredibly close to Sally, noting the 18 or 19 hours they spent a day communicating by phone or email for most of March, April and May. Interim President Feinberg described Sally as a passionate leader and dedicated public servant who showed incredible leadership bringing transit back from the brink over the last few years and particularly in the last four months dealing with the COVID-19 crisis. She remarked that Sally rose to the occasion and displayed great leadership, compassion and empathy

during this time. Interim President Feinberg said we will miss her greatly but are happy for her to be able to spend time with her family and go on to do other things. She said that we will watch her with a lot of pride and admiration, will miss her and will continue to have tremendous respect for her.

Interim President Feinberg stated that NYCT Subways Executive Vice President and Chief Operating Officer Frank Jezycki will take over for Librera on an interim basis. Feinberg commented that Frank is extremely able, experienced and a very calm, cool and collected leader. She noted that he has had to step into this role in the past, so we know we are in a great place. Interim President Feinberg also thanked Sarah Meyer and her team for their efforts on our bus and subway system, including the launch of Operation Respect also known as the Mask Force. She said she was out with the mask force this week and expressed how incredibly gratifying it felt to be in the system handing out masks with the hundreds of volunteers who participated, including MTA employees, advocates, volunteers, elected officials and others. She strongly encouraged the participation of the Board members. Feinberg noted that we have checkers in the system checking for mask compliance and the reports have reflected a compliance rate of somewhere between 91% and 95%. She also said that she herself gathers anecdotal feedback concerning compliance and has observed an approximate 97 or 98% compliance rate, noting that most people who take a hand-out mask merely need an extra mask. She also relayed that our customers, particularly healthcare workers, are incredibly grateful for the masks and that she has not received any rude comments from customers. Feinberg commended Sarah Meyer and her team for their efforts and congratulated Craig Cipriano and his team on the bus side for rolling out a new app yesterday, which will give customers a better sense of bus capacity for the approaching train. She explained that this app will be very useful for customers who would like to socially distance and are looking for a less crowded bus. Feinberg again extended a huge thanks to Craig and Sarah Meyer's team and as always, extended her deepest gratitude to the workforce who continue to show up day in and day out and who continue to be leaders in this community.

Please refer to the video recording of the meeting, produced by the MTA and maintained in MTA records for details of Interim President Feinberg's presentation and for any Board Member comments and discussion.

B. Procurement Report

Competitive: Upon motion duly made and seconded, the Board approved competitive procurements requiring a two-thirds vote (Schedule C 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.

12. TBTA ACTING PRESIDENT DANIEL DeCRESCENZO'S REPORT.

A. B&T's President's Report:

Mr. DeCrescenzo commended TBTA employees for their actions during Tropical Storm Fay, stating that they kept their customers, facilities, and themselves safe throughout the storm's high winds and heavy downpours. Mr. DeCrescenzo noted that TBTA's paid vehicle traffic in May was 49% lower than the same period last year. Preliminary figures for June indicate that such levels declined by 31% compared to the same period last year. Thus, although TBTA traffic is still tracking below 2019 levels, that gap appears to be steadily narrowing.

B. Procurements:

Mr. DeCrescenzo stated that there are two (2) procurements totaling approximately \$15.3 million.

Non-Competitive Procurements

Mr. DeCrescenzo stated that there are no non-competitive procurements.

Competitive Procurements

Mr. DeCrescenzo stated that there are two (2) competitive procurements totaling approximately \$15.3 million.

Modifications to Purchase and Public Works Contracts Awarded

Tully Construction Co., Inc.	Contract No. RK-21 TBTA is seeking Board approval under the All-Agency General Contract Procurement Guidelines to modify this public works contract with Tully Construction Co. to design, furnish and install additional new dry fire standpipe sections for the Manhattan to Queens Bound Ramp, Manhattan to Bronx Ramp, Junction Structure Northbound and Southbound.	\$4,627,000.00
Ahern Painting Contractors, Inc.	Contract No. VN-32/VN-49X TBTA is seeking Board approval under the All-Agency General Contract Procurement Guidelines to modify this public works contract with Ahern Painting Contractors, Inc. for additional work which includes steel repairs and painting of these repairs including: stringer stiffeners; subfloor	\$10,734,474.00

beams; maintenance walk channel stringer;
and all associated hardware.

Upon a motion duly made and seconded, the Board approved these procurements.

Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the details of President DeCrescenzo's presentation and B&T Committee items.

13. MTA COMMITTEE ON FINANCE.

- A. Action Item. David Keller, Deputy Budget Director, presented a summary of the following action item for Board approval.

Upon motion duly made and seconded the Board approved the action item listed below. The specifics are set forth in the staff summary and documentation filed with the meeting materials.

1. 2020 State Public Works Enforcement Fund ("PWEF") Assessment. Authorized actions relating to the payment of the State assessment on the MTA and its constituent agencies for the PWEF for calendar year 2020.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for details of Mr. Keller's summary of the action item.

- B. Procurement Items. MTA Chief Procurement Officer Kuvesh Ayer presented a summary of the following procurement items for Board approval.

Upon motion duly made and seconded the Board approved the procurement items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Linda Lacewell recused herself from the vote on procurement item #1 below.

1. CorVel Healthcare Corporation Inc. – Various Services to Support the MTA Agencies – No. 15379. Approved the award of a competitively negotiated, personal service contract to CorVel Healthcare Corporation to provide various services to support MTA's Workers' Compensation, Federal Employers Liability Act (FELA), No-Fault, General and auto Liability Programs, including: (1) Medical Bill Review and Payment Services, Medicare Secondary Payer Reporting (MSP) and compliance with Third-Party Claim Administration (collectively referred to as Medical Bill Review Services); (2) Workers' Compensation Preferred Provider Organization (WCPPO); and (3) Pharmacy management Services, Diagnostic Testing Network, and Durable Medical Equipment Program (collectively referred to as Pharmacy management Services) for five years beginning January 2021.
2. IBM Corporation – Comprehensive Vulnerability and Patch Services – No. 900000000003518. Approved the award of a competitively negotiated, personal

services contract to IBM Corp. to assess, design and implement a comprehensive Vulnerability and Patch Management Program across all operational and informational MTA technology systems in the not-to-exceed amount of \$40,000,000 for a period of 60 months, inclusive of two (2) one-year options to be exercised at MTA's sole discretion.

3. Various Contractors (13) – Cybersecurity Services – No. 308044. Approved the award of competitively negotiated, personal services master contract to a panel of thirteen (13) vendors to provide the MTA with IT Cyber Security Subject Matter Expert services, by providing transportation industry focused expert cyber security services across all operational and informational MTA technology systems on an as-needed basis (International Business Machines Corp, Dell Marketing LP, CherryRoad Technologies Inc., DXC Technology Services LLC, QED Inc., d/b/a QED National, spruce Technology Inc., Guide Point Security LLC, Protek IT Services, LLC, Verizon Business Group, INNO4LLC, Beckage PLLC, Maureen Data Systems, Inc. and Vgroup Inc.).

- C. Real Estate Items. David Florio, Director, R.E. Operations, Leasing & Acquisitions, presented a summary of the real estate items for Board approval.

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 Neal Zuckerman was absent for the vote. Board Members Victor Calise, Lorraine Cortes-Vazquez, David Jones and Robert Linn abstained from the vote on item # 5 below.

Metropolitan Transportation Authority

1. Amendment of existing Board policies governing the licensing of MTA Agency properties to (i) permit renewal of expiring licenses for existing licensees and (ii) to enter into new license agreements with tenants whose leases are expiring.
2. Modification to Real Estate Policies and Procedures governing the licensing of the MTA Agency real property, as adopted November 29, 2011, to permit broad direct marketing for vacant retail space.
3. Authorization to acquire various property interests through negotiated agreement or eminent domain in connection with Phase 2 of the Second Avenue Subway.
4. Modification to Real Estate Policies and Procedures governing the licensing of real property, as adopted on April 27, 2009, in Grand Central Terminal.

New York City Transit Authority

5. Acquisition of easements from the New York City Department of Parks and Recreation (“NYC Parks” or “Parks”) at NYC Parks’ Grand Canal court

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playground (Manhattan Block 227, Lot 33) to facilitate the construction of a substation in support of the communications-based train control program located at the intersection of Sixth Avenue with Thompson Street and Canal Street, north of Canal Street Station (Eight Avenue subway line), Manhattan, NY.

Long Island Rail Road

6. Acquisition of a permanent and temporary easements with Glen Garden Corp. (Fee Owner) and Vorea Borden LLC (Ground Lessee) (collectively, “Grantors”) to facilitate improvements to the Long Island City Yard Restoration and Resiliency (“the Project”), located at 10-04 Bordon Avenue (block 37, Lot 7), Long Island City, Queens, N.Y.
7. Amendment and extension of a lease with One Penn Plaza LLC, an affiliate of Vornado Realty Trust, for Penn Station Back of House support and operations at 1 Penn Plaza, N.Y.
8. Letter agreement and master lease amendment with One Penn Plaza LLC, an affiliate of Vornado Realty Trust in connection with the high-quality, transit-oriented retail program located on the LIRR Main Concourse, running approximately beneath 33rd Street, between Seventh and Eighth Avenues (the “Concourse”) and connecting corridors located within a portion of Pennsylvania Station, N.Y.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for details of Mr. Florio’s summary and Board Members’ comments on the real estate items.

14. **SAFETY COMMITTEE.** Patrick Warren, MTA’s Chief Safety Officer, provided a report on safety.

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Mr. Warren’s report.

15. **AUDIT COMMITTEE.** Michele Woods, Auditor General, presented the Audit Committee report and action items. Refer to the Audit Committee minutes of this date for the details of the report and action items, and to the video recording of the meeting, produced by the MTA and maintained in MTA records.

16. **CORPORATE GOVERNANCE COMMITTEE.** Lamond Kearse, Chief Compliance Officer, provided a summary of the following action items.

Upon motion duly made and seconded the Board approved the action items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Neal Zuckerman was absent for the vote.

1. Mission Statement, Measurements and Performance Indicators Report. Approved the MTA’s Mission Statement and authorized the submission of the annexed 2019 Mission Statement, Measurements and Performance Indicators report to the Independent Authorities Budget Office (“ABO”).
2. 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 (“PAL 2824”).

Refer to the video recording of the meeting, produced by the MTA and maintained in MTA records, for the details of Mr. Kearsse’s summary.

17. ADJOURNMENT.

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 1:09 p.m.

Respectfully submitted,

Richard Gans
Vice President,
General Counsel and Secretary
Metro-North Railroad

Paige Graves
Vice President,
General Counsel and Secretary
Long Island Rail Road Company

Mariel A. Thompson
Assistant Secretary
NYCTA

David K. Cannon
Assistant Secretary
MTA C&D

Julia Christ
Acting Senior Vice President
General Counsel and Secretary
TBTA

Victoria Clement
Assistant Secretary
MTAHQ

**Metropolitan Transportation Authority
Minutes of
Special Board Meeting
2 Broadway
New York, NY 10004
Wednesday, August 26, 2020
10:00 p.m.**

The following Board Members were present in person or by videoconference:

**Hon. Patrick Foye, Chairman & CEO
Hon. Jamey Barbas
Hon. Frank Borelli
Hon. Victor Calise
Hon. Lorraine Cortés-Vázquez
Hon. Michael Fleischer
Hon. Randolph Glucksman
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Neal Zuckerman**

The following alternate non-voting members were present by videoconference:

**Hon. Andrew Albert
Hon. Norman Brown
Hon. John Samuelsen**

The following staff members attended in person or by videoconference:

Mario Péloquin, Chief Operating Officer, Thomas J. Quigley, General Counsel, Robert Foran, MTA Chief Financial Officer, Anthony McCord, MTA Chief Transformation Officer, Patrick Warren, MTA Chief Safety Officer, Sarah E. Feinberg, Interim President, NYCT, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, Janno Lieber, MTA Chief Development Officer, MTA Construction & Development, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Abbey Collins, Chief Communications Officer, Monica Murray, Chief Administrative Officer, NYCT President's Office, Subash Iyer, Special Counsel for Ethics, Risk and Compliance.

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.

1. CHAIRMAN FOYE’S WELCOME REMARKS.

Chairman Foye welcomed everyone to the Special Board meeting.

Chairman Foye stated that the meeting is being conducted remotely via videoconference. The Chairman explained that Governor Cuomo’s Executive Order 202.1 suspends the Open Meetings Law requirements and accordingly any requirements in the MTA By-Laws that meetings are open to in-person attendance by the public and that Board members may participate only in person are also suspended.

Thomas Quigley, MTA General Counsel, conducted the roll-call and confirmed the presence of a quorum.

Details of the Chairman’s welcome remarks are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

2. PUBLIC SPEAKERS SESSION.

The MTA Moderator announced that speakers were able to register on Monday, August 24, 2020 and send in their comments. The first thirty minutes of speakers’ comments will be delivered at today’s meeting and comments made by other speakers will be published to the MTA website.

The following fourteen (14) speakers commented by videoconference during the public speakers session. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of speakers’ statements, and to MTA.info for comments made by other public speakers.

Senator Diane Savino, NYS Senate
Senator Andrew Gounardes, NYS Senate
Senator Brad Hoyleman, NYS Senate
Aleta Dupree, private citizen
Rachel Fauss, Reinvent Albany
Jason Rabinowitz, private citizen
Christopher Greif, NYCTRAC ACTA
Lisa Daglian, PCAC
Debra L. Greif, BFSSAC
Felicia Park-Rogers, Tri-State Transportation Campaign
Skylar Bisom-Rapp, Practice for Architecture and Urbanism
Matt Kamper, Passengers United

Jason Anthony, Executive V.P., Passengers United
Charlton D'Souza, President, Passengers United

3. CHAIRMAN FOYE'S REMARKS.

Chairman Foye thanked everyone for their attendance at today's special meeting of the MTA Board. The Chairman stated that it is unusual to meet in August, but the urgency of the MTA's financial distress warrants this special meeting. Chairman Foye stated that he has discussed repeatedly the extreme devastation that COVID-19 has wreaked on the agency, employees, and the organization's finances, and it is by far the most difficult challenge the organization has ever faced.

Chairman Foye noted that the survival of the MTA and the existence of millions of jobs lie squarely in the hands of the federal government. Continued federal indifference and inertia on a COVID-19 relief bill will exact a horrific toll on the MTA, its heroic workforce and millions of hardworking New Yorkers—who are customers in the New York region and people all over the State of New York working on MTA projects, rail cars, buses, ADA upgrades, signaling and more.

Chairman Foye also noted that Americans measure financial and social calamity against the Great Depression, which resulted in millions of people being out of work and out of their homes, and which lasted a decade. Chairman Foye stated that people may be surprised to know that the effect of the COVID-19 pandemic, exacerbated by federal inaction, has exacted a far greater toll on the MTA's predecessor's ridership and revenues than the October 1929 stock market crash.

Chairman Foye highlighted the following:

- LIRR ridership was flat in 1930, declined by about 7% in 1931 and at its worst was down a third from 1929 passenger levels. LIRR ridership today is down about 75% from pre-pandemic levels.
- Metro-North's predecessor, the New York Central Railroad, estimated annual Grand Central Terminal ridership was about flat in 1930, and, at its lowest point during the Great Depression, declined a third from 1929, compared to the startling current 83% decline in ridership on MNR.
- New York City bus and streetcar ridership declined approximately 16% from 1929 levels. Today, buses are about 45% below pre-COVID-19 ridership.
- Subway ridership was at its worst down 95% this Spring and today is down approximately 75%. Subway ridership after the October 1929 Stock Market Crash peaked in 1930 at slightly over 2 million riders and declined modestly—about 12% by 1933—in the following years.

Chairman Foye stated that the MTA has never—even during the Great Depression of the 1930s—seen ridership declines as severe, and as sustained, as it is experiencing right now, and the agency has never—even during the Great Depression—seen revenue losses of this magnitude.

Special Board Meeting
August 26, 2020

Last month the MTA unveiled its July Financial Plan, which painted an alarming picture of the agency's financial outlook. The MTA is losing about \$200 million a week in revenues, from losses in fares, tolls, subsidies and pandemic-related expenses.

Chairman Foye stated that this morning Chief Financial Officer Robert Foran will explain the previously unthinkable options the MTA is left with, if the agency has to manage these insurmountable deficits on its own. The MTA is acutely aware of the human toll that the mere discussion of these horrific actions will cause, and the extreme distress that effecting and completing these actions will cause to its heroic workforce and to customers, including ADA customers. However, Chairman Foye stated that if the Senate does not act, and the MTA does not receive an additional \$12 billion in federal funding, the agency will have no choice.

Chairman Foye stated that the MTA is seeking another \$12 billion of federal funding to replenish lost revenues in 2020 and through 2021. Without this funding, the agency could be forced to take draconian measures, the impact of which will be felt across the system and for decades to come. The MTA has already seen its credit rating downgraded by various credit rating agencies, which makes borrowing either harder or more expensive.

Last week, the MTA sold \$451 million in notes to the Federal Reserve Bank after Wall Street firms bid higher rates because of their concern about the agency's financial situation. The MTA is only the second entity to use the Fed's \$500 billion municipal lending facility program for states and cities, following the State of Illinois.

The Chairman stated that the MTA does not want to take any of the actions it will outline today, and to be clear, no resolution is being presented to the Board and no action is being taken at today's meeting. However, Chairman Foye stated that the actions that the Board may be asked to consider in the weeks and months to come may be out of their hands if the U.S. Senate fails to act. The MTA is required by law to balance its budget and cannot declare bankruptcy while its bonds are outstanding. The MTA also cannot expect aid from the State and City because those entities are facing equally hard times that also require federal relief.

Chairman Foye stated that the federal government must deliver for the MTA, which is literally the agency's only option for survival. The Chairman stated that it is shameful and outrageous that U.S. Senate leadership continues to ignore the MTA's needs. The emergency relief authorized in the CARES Act in March was completely exhausted July 24th. The Chairman stated that there is no ignoring the gaping hole in the agency's budget that remains.

Chairman Foye acknowledge the work of the New York Congressional delegation, led by Senator Schumer, Chair Nita Lowey, Congressman Hakeem Jeffries and the entire delegation with respect to passage of the CARES Act.

Chairman Foye stated that the MTA is the lifeblood of New York and without question, there is no economic recovery without a healthy MTA, and there is no national recovery without a healthy New York. That is why an investment in the MTA is in the national interest. The future of the region must be protected by protecting mass transit.

Chairman Foye stated that the agency continues to advocate hard for this critical and urgently needed funding, and to work with all of its partners in the business, real estate and non-profit communities, and elected officials to make it abundantly clear to Washington just how much funding is needed. Today, the MTA is also launching the #SaveTransit digital campaign to continue to spread the word and build support.

Chairman Foye stated that this situation is particularly hard given how the MTA's workforce has performed above and beyond the call of duty during the last six months of the pandemic. The men and women showed up for work every day because they could not work remotely while most of New York was on pause. The work force truly was and continues to be the heroes who move heroes during this public health crisis, and it is not fair that the MTA is in this position, especially given all the progress the organization has made together in the last few years before COVID-19 hit. Chairman Foye stated that this is the reality of the agency's situation, and by law, the MTA must balance its budget and, unlike Washington, the agency cannot print money.

Chairman Foye concluded by stating that the future of the MTA and the future of the New York region rests squarely in the hands of the federal government. The MTA needs its federal partners to recognize the dire situation the agency is in— worse for MTA ridership and revenue than the Great Depression— and how important the MTA and New York are to the nation's economic recovery. The Chairman stated that if the federal government fails to recognize this fact, horrendous choices lie ahead.

Chairman Foye invited Patrick Warren, Chief Safety Officer, to provide an update on the MTA's recent efforts related to COVID-19.

Details of the Chairman's remarks relating thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

4. COVID-19 UPDATE.

Mr. Warren stated that, as is always the case, the health and safety of the employees and customers is the MTA's top priority, and he stated that he is relieved to report that due to the series of safety measures that have been implemented throughout the pandemic, the MTA is completing three months with extremely low numbers of new positive COVID-19 cases in the low single digits—zero, one, or two—per day, as well as no new fatalities. Further, the MTA's aggressive application of safety protocols is also delivering transportation to now over 2.5 million customers daily, and among the safest in the world. The MTA's efforts also contributed to New York's three week run with less than a 1% new positive COVID-19 case rate.

Mr. Warren stated that the MTA's safety measures included providing over 6.6 million masks to employees and customers, 8.4 million pairs of gloves, 57,000 gallons of hand sanitizer, 5.6 million sanitizing wipes, and 158,000 gallons of cleaning solution. The MTA continue its aggressive daily cleaning and disinfecting of stations, trains, buses, paratransit vehicles, and employee workspaces. The MTA has limited potential exposure to the virus through the addition of safety barriers in buses, elimination of the handling of cash, health

screens, including temperature checks, the introduction of improved air filters at facilities and rolling stock, and a rich media campaign, reminding employees and customers of requirements to wear facial coverings, social distancing, and the need for good hygiene.

Mr. Warren stated that the MTA has worked with leading scientific technological and federal safety agencies including the Environmental Protection Agency (“EPA”), Johns Hopkins University and Columbia University, to pioneer new disinfecting protocols and safety systems, such as the development of antimicrobial and ultraviolet light disinfectants. MTA's implementation of these and many other safety measures has helped guide the transportation industry both nationally and internationally. Mr. Warren stated that, as everyone is acutely aware, the pandemic is not over, and therefore, the MTA continues to look for and implement new advancements in safety, which further reduce the risk of contracting the virus and facilitate transportation operations.

Mr. Warren noted that, in close collaboration with labor unions, MTA recently announced that it will be able to resume front door boarding on its buses next week, due to the development and installation of improved innovative barriers. These barriers further facilitate the resumption of fare collection by protecting both the bus driver and the patrons. This effort is another standard setting achievement within the passenger transportation industry. In addition, the MTA has contracted with health care providers to gain priority access to both standard and rapid COVID-19 diagnostic testing, a service that allows the MTA to rapidly determine the effects of its employees' exposure to the virus and implement quarantine protocols, which support employees' health, as well as sustain operations.

Together, with New York State and New York City, the MTA participates in an aggressive contact tracing process, which assists in rapidly identifying the potential effects of COVID-19 clusters and their subsequent containment at work and within communities. The MTA has built applications that customers can use to seek capacity limitations of buses and train cars, which allow these customers to make informed decisions regarding the avoidance of potential crowding situations. The MTA continues to improve its public information efforts regarding the use of masks. The most recent effort and well received program is the MTA's Mask Force, wherein volunteers spread out through the transportation system and offer free masks to those who need one. Mr. Warren stated that the MTA would be pleased and grateful to welcome anyone that wants to join in its efforts with this program.

MTA continues its collaboration with the health and science communities to avoid the challenges presented by COVID-19 and develop new solutions to combat it. Mr. Warren provided examples of collaborations, which include working with Mount Sinai and New York University on identifying regimes that promote customers' proper mask usage, implementation of rapid diagnostic testing, adequate efficacy protocols and identification of at-risk populations.

In short, Mr. Warren stated that MTA is not resting in its efforts to find and implement solutions that will further protect employees and customers from COVID-19 and provide the safe transportation service New Yorkers need and deserve.

Chairman Foye thanked Mr. Warren for his update.

Details of the Mr. Warren's presentation and Board Members' comments and discussion are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

5. FINANCIAL UPDATE.

Chairman Foye stated that, as everyone has heard this morning and in prior Board meetings, the MTA is facing the worst crisis in MTA history, and will be forced to take draconian action without immediate and substantial federal aid. The Chairman stated that in the absence of an extraordinary amount of funding from the federal government—\$12 billion to the MTA through the remainder of 2020 and 2021—the agency will have no choice but to take the actions outlined today or terrible options comparable to them. Chairman Foye noted that there will be no Board resolution or vote today. The Chairman also noted that the MTA does not have, and in no reasonable scenario will this agency have, other means to close a deficit of this size.

Chairman Foye invited Chief Financial Officer Robert Foran to provide an update on the MTA's finances.

Mr. Foran stated that in the July Plan, he advised that if additional federal assistance was not forthcoming, hard, unpleasant decisions would have to be made. Mr. Foran stated that, as the Chairman indicated, everything would be on the table, including wage increases, fare and toll increases, delay or reduction in the Capital Program projects, reductions in force and service reductions.

Mr. Foran stated that the purpose of today's briefing is to reiterate the critical necessity of receiving the \$12 billion of federal aid requested, and if federal aid is not forthcoming, the MTA must look at these hard choices, which is what will be discussed today.

Mr. Foran stated that he will identify a dollar value on the MTA's options, in order to provide an order of magnitude for the Board's consideration and for the public discussion.

Mr. Foran proceeded by providing a presentation updating the Board on the MTA's finances.

Details of the Mr. Foran's presentation are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

Chairman Foye thanked Mr. Foran and stated that before he opens the meeting up for discussion and questions from Board members, he wanted to emphasize a few points.

The Chairman stated that, as he has said before, the Board is not being asked to take any action today on any of the alternatives outlined.

Chairman Foye stated that the MTA will continue to work on cutting costs, as Mr. Foran mentioned. Thanks to the work of the agency Presidents, the MTA has identified non-service and non-personnel expense reductions in 2021 of approximately \$540 million, which is on top of the \$800 million in cost cuts already included in the Financial Plan for 2021.

The actions the MTA is outlining and discussing today are of the scope and magnitude necessary given the size of the pandemic-caused deficits. Chairman Foye stated that the actual alternatives that are discussed before the Board and the public and enacted may be different in scope, nature and timing, but the MTA is \$12 billion dollars short and that reality is not going away.

Chairman Foye stated that staff will come back to the Board and public with more specific service reduction proposals, and with respect to toll and fare increases, wage freezes, pause on the Capital Plan and every one of the items that Mr. Foran discussed.

Finally, Chairman Foye stated that the solution to this nightmare resides in Washington and the financial issues that the MTA faces dwarf what the MTA's predecessors faced in the Great Depression.

Details of the Chairman Foye's remarks and Board Members' comments and discussion relating thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 11:40 a.m.

Respectfully submitted,

Victoria Clement
Assistant Secretary

Staff Summary

Subject Amended Rules of Conduct for NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR
Department MTA Office of the General Counsel
Department Head Name Thomas J. Quigley
Department Head Signature
Project Manager Name Thomas J. Quigley

Date SEPTEMBER 23, 2020
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref # N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Board				

Internal Approvals			
Order	Approval	Order	Approval
1	Chief Development Officer, C&D		
2	Chief Financial Officer		
3	Chief Compliance Officer		

Purpose:

Finalize and adopt amendments to the Rules of Conduct for the New York City Transit Authority, Manhattan and Bronx Surface Transit Operating Authority, Staten Island Rapid Transit Operating Authority, Metro-North Railroad, and Long Island Rail Road, which were first adopted by the MTA as emergency rules in April 2020 and readopted for another 60 days in July. The rules also were published as proposed regulations in the *State Register* but no public comments were received.

Discussion:

The Board is requested to finalize and adopt amendments to the separate Rules of Conduct for NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR, which among other things prohibited the use of large wheeled carts on subways and commuter trains and in stations and terminals and provided maximum time limits for remaining in the paid fare zone of a particular subway station or, in commuter railroad terminals or stations, using benches, chairs, or other furniture in the public or ticketed passenger-only areas. For NYCTA and SIRTOA, the amendments also included provisions applicable only during a Governor-declared disaster emergency relating to public health to preclude any passenger on a subway train from remaining in the train or in the station after the train enters a terminal station and passengers have been instructed to leave the train because it is being taken out of service. Shortly after the emergency regulations were adopted, the MTA announced that all subway trains would stop carrying passengers from 1 a.m. to 5 a.m. to allow for thorough cleaning. More particularly, the proposed final rules amend the existing rules for NYCTA and MaBSTOA, SIRTOA, and Metro-North and LIRR, as follows:

NYCTA and MaBSTOA amended Rules of Conduct, 21 NYCRR 1050:

- Existing NYCTA rules bar “nontransit uses” of subway system. Amended to provide that a “nontransit use” includes “remaining in the paid fare zone of a particular subway station for more than one hour.” [Section 1050.6(c)]
- New provision that applies only during a Governor-declared disaster emergency relating to public health: No passenger on a subway train may remain on the train or in the station after the train enters a terminal station and passengers have been instructed to leave the train because it is being taken out of service. [Section 1050.6(h)]
- Existing NYCTA rules bar carrying on or bringing to any NYCTA facility or conveyance items that

extend outside the windows or doors, or interfere with passenger traffic, or are dangerous. Amended to specifically bar “any wheeled cart greater than 30 inches in either length or width.” Includes shopping or grocery store carts or baskets but excludes any stroller which at the time is being used for children. [Section 1050.9(g)]

- Existing NYCTA rules don’t allow anyone to “block free movement” in NYCTA trains, stations, stairways, and platforms. Amended to provide that no one may “interfere with or impede the movement of passengers” or NYCTA or MTA employees in those locations and also in elevators or escalators.

Staten Island Rapid Transit Operating Authority amended Rules of Conduct, 21 NYCRR 1040:

- Existing SIRTOA rules bar “nontransit uses” of a terminal or station. Amended to provide that a “nontransit use” includes “remaining in the paid fare zone of a particular terminal or station for more than one hour.” [Section 1040.4(e)]
- New provision that applies only during a Governor-declared disaster emergency relating to public health: No passenger on a train may remain on the train or in the terminal or station after the train enters a terminal or station and passengers have been instructed to leave the train because it is being taken out of service. [Section 1040.4(d)]
- Existing SIRTOA rules bar carrying on or bringing to any facility or train items that extend outside the windows or doors, or interfere with passenger traffic, or are dangerous. Amended to specifically bar “any wheeled cart greater than 30 inches in either length or width.” Includes shopping or grocery store carts or baskets, but excludes any stroller which is, at the time it is on or in the facility or train, being utilized for children. [Section 1040.5(s)]
- Existing SIRTOA rules do not allow anyone to “block free movement” in SIRTOA trains, stairways, and platforms. Amended to provide that no one may “interfere with or impede the movement of passengers or SIRTOA employees” in those locations and also in elevators or escalators.

Metro-North Railroad (“MNR”) and Long Island Rail Road (“LIRR”) amended Rules of Conduct, 21 NYCRR 1085 and 21 NYCRR 1097, respectively:

- New provision providing that 90 minutes is the maximum amount of time in a day a person can use benches, chairs or other furniture in the public or ticketed passenger-only areas of any terminals or stations. [MNR Section 1085.4(e); LIRR Section 1097.4(e)] [New provision does not prohibit staying in stations more than 90 minutes, just prohibits using benches, chairs and other furniture in stations for more than 90 minutes.]
- New provision providing that persons may remain in shelters on train platforms no more than 90 minutes. [MNR Section 1085.4(f); LIRR Section 1097.4(f)]
- Existing Railroad rules forbid lying down on the floor, platforms, stairs and landings at stations and terminals. Amended to add prohibition against lying down on tables, benches, chairs, other furniture or counters at stations and terminals. [MNR Section 1085.5(a); LIRR Section 1097.5(a)]
- Existing Railroad rules permitted consumption of alcoholic beverages and carrying open alcoholic beverage containers on trains, platforms, terminals and stations. Amended to remove specific areas where consumption of alcoholic beverages is permitted and instead gives the Railroads discretion to determine where and when to allow such activities. [MNR Section 1085.5(d); LIRR Section

1097.5(d)]

- Existing Railroad rules prohibit smoking on trains, at terminals, stations, and outdoor ticketing, boarding and platform areas. Amended to clarify that this prohibition includes e-cigarettes. [MNR Section 1085.5(o); LIRR Section 1097.5(o)]
- New provision prohibits sitting on platforms, stairs, tables, counters or landings at stations and terminals. [MNR Section 1085.5(r); LIRR Section 1097.5(r)]
- New provision prohibits wheeled carts greater than thirty inches in length or width at stations and terminals, except for authorized deliveries and strollers with children. [MNR Section 1085.5(s); LIRR Section 1097.5(s)]
- New provision prohibits performing any act that interferes with the provision of transportation services, obstructs the flow of traffic around facilities, platforms or conveyances, interferes with access to an escalator, stairway, elevator or train, or otherwise interferes with the safe operation of Railroad trains and facilities. [MNR Section 1085.5(t); LIRR Section 1097.5(t)]

On April 29, 2019, the MTA operating agencies filed these proposed regulations with the New York Secretary of State in accordance with New York’s State Administrative Procedure Act (“SAPA”). They each were filed with a Notice of Emergency Adoption and Proposed Rule Making. Under this emergency procedure, the emergency regulations became effective immediately upon filing, pending their finalizing and adoption following the 60-day public comment period required by SAPA, during which the public was permitted to file comments to the regulations. As noted, no public comments were received.

The Board is now being asked to adopt the proposed final regulations, a copy of which are attached. If approved, they will be filed with the Secretary of State for publication in the *State Register* and will take effect upon publication.

MTA BOARD RESOLUTION

WHEREAS, the New York City Transit Authority (NYCTA), the Manhattan and Bronx Surface Transit Operating Authority (MaBSTOA), the Staten Island Rapid Transit Operating Authority (SIRTOA), Metro-North Commuter Railroad (Metro-North), and the Long Island Rail Road (LIRR) each has been granted the statutory authority and duty to make rules and regulations governing the conduct and safety of the public in the use of their subways, commuter trains, stations and terminals;

WHEREAS, on April 29, 2020, NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR each filed with the Secretary of State a Notice of Emergency Adoption and Proposed Rule Making that immediately amended for 90 days their respective rules governing the conduct and safety of the public in the use of their subways, commuter trains, stations and terminals;

WHEREAS, each Notice of Emergency Adoption and Proposed Rule Making was published in the *New York State Register* on May 20, 2020, soliciting public comments on the proposed rulemaking for a period of 60 days, but no public comments were received;

WHEREAS, NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR each filed with the Secretary of State a Notice of Emergency Adoption on July 27 , 2020 that continued for an additional 60 days the emergency amendments to their respective rules governing the conduct and safety of the public in the use of their subways, commuter trains, stations and terminals;

NOW, THEREFORE, IT IS:

RESOLVED, that the amendments to the NYCTA, MaBSTOA, SIRTOA, Metro-North, and LIRR rules governing the conduct and safety of the public as set forth in the attachments to this resolution, shall each be and thereby are adopted and they shall each be effective when they have been published in the *New York State Register*.

Staff Summary

Subject NYS DOT Grant for Connecting Services	
Department Operations Planning and Analysis	
Department Head Name Ben Cornelius	
Department Head Signature 	
Project Manager Name Kimberly K. Spencer	Program Manager Name

Date September 3, 2020
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref#

Board Action					
Order	To	Date	Approval	Info	Other
1	M-N Comm. Mtg.	9-23-20	X		
2	MTA Finance Mtg				
3	MTA Board Mtg.	9-23-20	X		

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

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

Narrative

PURPOSE:

To obtain MTA Board approval to enter into a contract to accept up to \$500,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYS DOT) to improve access to Metro-North stations, covering the period from October 1, 2020, through December 31, 2021.

DISCUSSION:

Metro-North has worked with NYSDOT to implement various projects to improve access to Metro-North stations. These projects include connecting services across the Metro-North service area; they create and enhance station access/egress and increase ridership and revenue for the Railroad, as well as reduce the number of single-occupancy vehicles on the roads.

Over the past fifteen years, Metro-North has received over \$4 million from similar NYSDOT (CMAQ) grants. These funds have been used for a variety of operational and marketing activities: providing customer information (e.g. signage, kiosks, pocket timetables, etc.); marketing/advertising to launch and support these services; and for customer parking and miscellaneous operational improvements. Metro-North plans to use the funds from the new CMAQ grant in a similar fashion, working with our regional partners to maintain service quality and improve station access.

BUDGET IMPACT:

No budget impacts. Funds are a reimbursement from NYSDOT and allow for projects that would not otherwise be implemented.

RECOMMENDATION:

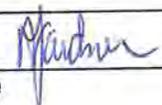
That the MTA Board grant approval to enter into a contract to accept up to \$500,000 in a Congestion Mitigation/Air Quality (CMAQ) grant from the New York State Department of Transportation (NYS DOT) to support access to Metro-North stations, covering the period from October 1, 2020, through December 31, 2021.

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



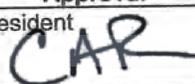
Metro-North Railroad

Procurements

Subject	Request for Authorization to Award Various Procurements
Department	Procurement and Material Management
Department Head Name	Anthony Gardner, Sr Director
Department Head Signature	
Project Manager Name	

Date	September 11, 2020
Vendor Name	Various
Contract Number	Various
Contract Manager Name	Various
Table of Contents Ref #	

Board Action					
Order	To	Date	Approval	Info	Other
1	MNR Comm. Mtg.	N/A			
2	MTA Board Mtg.	9-23-20	x		

Internal Approvals			
	Approval		Approval
X	President 	X	Executive Director Management & Budget
X	Executive Vice President	X	Acting V.P. Capital Programs
X	Sr. V.P. Operations		
X	Acting V.P. & General Counsel		

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

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

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

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

MNR proposes to award competitive procurements in the following categories:

<u>Schedules Requiring Two-Thirds Vote (or more, where noted)</u>	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>		
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$7,800,000
• Various Bus Companies \$7,800,000		
Schedule I: Modifications to Purchase and Public Work Contracts	1	\$5,000,000
• Ducci Electrical Contractors, Inc. \$5,000,000		
SUB TOTAL:	2	\$12,800,000

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:	2 \$12,800,000

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.

SEPTEMBER 2020

METRO-NORTH RAILROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Schedules Requiring Majority Vote:

**H. Modifications to Personal/Miscellaneous Service Contracts
(Approvals/Staff Summaries required for substantial change orders and change orders that cause the original contract to equal or exceed monetary or durational threshold required for Board approval)**

**1. Various Bus Companies \$7,800,000 (not-to-exceed) Staff Summary Attached
Modification to the Emergency and Scheduled Bus Services Contract**

Approval is requested for a contract modification in the not-to-exceed amount of \$7,800,000 to the existing miscellaneous service contracts for the continuation of as-needed Emergency and Scheduled Bus Service that was awarded to the following six Contractors: i) A Yankee Line, Inc.; ii) Community Coach, Inc., iii) Greater Bridgeport Transit Authority; iv) Leprechaun Lines, Inc., v) Peter Pan Bus Lines, Inc. and vi) White Plains Bus Company, Inc. Approximately 80% of the busing operations (emergency and scheduled) take place in CT.

The original 60-month contract was competitively solicited and awarded in October 2018 for a total estimated not-to-exceed amount of \$6,000,000. During 2019, there was an increase in use of emergency and scheduled bus services to support capital improvement projects on the New Canaan, Waterbury and Danbury branches on the New Haven Line, the Port Jervis Line (west of Hudson) and Wassaic Station on the Harlem Line. The additional funding request is needed to maintain transportation for customers and employees during current on-going capital projects and emergency disruption of services, such as the most recent tropical storm Isaias, for the remainder of Year 2 and Year 3 of the contract term through December 2021. Funding for the remaining Years 4 and 5 will be submitted for Board approval at a later date.

This total not-to-exceed amount of \$7,800,000 will be funded by Metro-North's Operating and Capital Budgets, and by the Connecticut Department of Transportation ("CDOT"). CDOT will reimburse 100% in connection with bus service on the New Canaan, Danbury, Waterbury lines.

- I. **Modifications to Purchase and Public Work Contracts**
(Approvals/Staff Summaries required for individual change orders greater than \$250K. Approvals without Staff Summaries required for change orders greater than 15% of previously approved amount which are also at least \$50K)

2. **Ducci Electrical Contractors, Inc. 5,000,000 (not-to-exceed) Staff Summary Attached**
Modification to Harlem Line Express Cable Contract

Approval is requested for a contract modification to an existing contract for a 20-month time extension and additional funding in the not-to-exceed amount of \$5,000,000. This contract modification is needed to bring the utility pole line to a state of good repair by replacing the existing utility poles, and permit the installation of the new communications and signal cables on new utility poles.

The competitively solicited contract was awarded in March 2018, to the firm Ducci Electrical Contractors, Inc. ("Ducci"), in the amount of \$45,467,791 for infrastructure improvements to the Wayside Communications and Signal System. The original contract scope entailed the installation of communications and signal cables on Metro-North's Harlem Line south of Woodlawn Station to north of Southeast Station on existing utility poles. The work area's overall distance is approximately 42 miles.

During March 2018 several Nor'easter storms knocked down trees and caused extensive damage to the utility pole line. It was determined that the installation of new cables due to their weight presented a risk of causing additional damage to the pole line. Metro-North issued a stop work order for Segments 2 and 3.

Accordingly, this contract modification is a high priority for Metro-North in order to help ensure that (i) a critical infrastructure system is less likely to fail during a storm, (ii) Metro-North eliminates reliance on a wireless network to support PTC, and (iii) Ducci's work in Segments 2 and 3 can continue in a timely, efficient and expedient manner.

This contract modification, in the not-to-exceed amount of \$5,000,000, is to be funded by the Metro-North Capital Budget.

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts

Item Number: **H**

Vendor Name (& Location) Various Bus Companies
Description Modification to the Emergency and Scheduled Bus Services
Contract Term (including Options, if any) 60 Months
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: State of CT
Requesting Dept./Div. & Dept./Div. Head Name: Procurement & Material Management, Anthony Gardner, Sr. Director

Contract Number 100000000096417	AWO/Modification # 2
Original Amount:	\$6,000,000
Prior Modifications:	\$ 980,000
Prior Budgetary Increases:	\$ 0.00
Current Amount:	\$6,980,000
This Request:	\$7,800,000 (not-to-exceed)
% of This Request to Current Amount:	111.75%
% of Modifications (including This Request) to Original Amount:	146%

Discussion:

Approval is requested for a contract modification in the not-to-exceed amount of \$7,800,000 to the existing miscellaneous service contracts for the continuation of as-needed Emergency and Scheduled Bus Service that was awarded to the following six Contractors: i) A Yankee Line, Inc.; ii) Community Coach, Inc., iii) Greater Bridgeport Transit Authority; iv) Leprechaun Lines, Inc., v) Peter Pan Bus Lines, Inc. and vi) White Plains Bus Company, Inc. Approximately 80% of the busing operations (emergency and scheduled) take place in CT.

The original 60-month contract was competitively solicited and awarded in October 2018 for a total estimated not-to-exceed amount of \$6,000,000. During 2019, there was an increase in use of emergency and scheduled bus services to support capital improvement projects on the New Canaan, Waterbury and Danbury branches on the New Haven Line, the Port Jervis Line (west of Hudson) and Wassaic Station on the Harlem Line. The additional funding request is needed to maintain transportation for customers and employees during current on-going capital projects and emergency disruption of services, such as the most recent tropical storm Isaias, for the remainder of Year 2 and Year 3 of the contract term through December 2021. Funding for the remaining Years 4 and 5 will be submitted for Board approval at a later date.

In connection with a previous contract awarded to Community Coach, Inc. ("Coach, USA"), 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 Agency President in consultation with the Metro-North Railroad General Counsel in January 2018. No new SAI has been found relating to the Contractor and the Contractor has been found to be responsible.

MNR completed a responsibility review of A Yankee Line, Inc., Greater Bridgeport Transit Authority, Leprechaun Lines, Inc., Peter Pan Bus Lines, Inc. and White Plains Bus Company, Inc. as defined in the All Agency Responsibility Guidelines in connection with this award recommendation, which yielded no significant adverse information (SAI).

This total not-to-exceed amount of \$7,800,000 will be funded by Metro-North's Operating and Capital Budgets, and by the Connecticut Department of Transportation ("CDOT"). CDOT will reimburse 100% in connection with bus service on the New Canaan, Danbury, Waterbury lines.

Schedule I: Modifications to Purchase and Public Works Contracts

Item	I
Vendor Name (& Location) Ducci Electrical Contractors, Inc. 74 Scott Swamp Road Farmington, CT 06032	
Description Modification to Harlem Line Express Cable Contract	
Contract Term (including Options, if any) 24 Months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept./Div. & Dept./Div. Head Name: Procurement & Material Management, Anthony Gardner, Sr. Director	

Contract Number	AWO/Modification #
1000082137	36
Original Amount:	\$45,467,791
Prior Modifications:	\$9,768,957
Prior Budgetary Increases:	\$
Current Amount:	\$55,236,748
This Request:	\$5,000,000 (not-to-exceed)
% of This Request to Current Amount:	9%
% of Modifications (including This Request) to Original Amount:	32%

Discussion:

Approval is requested for a contract modification to an existing contract for a 20-month time extension and additional funding in the not-to-exceed amount of \$5,000,000. This contract modification is needed to bring the utility pole line to a state of good repair by replacing the existing utility poles, and permit the installation of the new communications and signal cables on new utility poles.

The competitively solicited contract was awarded in March 2018, to the firm Ducci Electrical Contractors, Inc. ("Ducci"), in the amount of \$45,467,791 for infrastructure improvements to the Wayside Communications and Signal System. The original contract scope entailed the installation of communications and signal cables on Metro-North's Harlem Line south of Woodlawn Station to north of Southeast Station on existing utility poles. The work area's overall distance is approximately 42 miles.

The contract scope is broken down into three Segments:

- Segment 1 is from Woodlawn to North White Plains
- Segment 2 is from North White Plains to Bedford Hills
- Segment 3 is from Bedford Hills to Southeast

Segment 2 and Segment 3 consisted of the installation of signal cables on Metro-North's existing utility pole line.

During March 2018 several Nor'easter storms knocked down trees and caused extensive damage to the utility pole line. It was determined that the installation of new cables due to their weight presented a risk of causing additional damage to the pole line. Metro-North issued a stop work order for Segments 2 and 3.

Following the stop work order, the Engineer of Record, Gannett Fleming, completed a redesign to address the condition of the pole line. Two hundred fifty-three utility poles were identified as needing to be replaced. The pole replacements are based on the impact of severe weather, and additional weight on the pole line. In addition to carrying signal, traction power, and signal power, the utility poles will be used to carry the fiber optic cable for Positive Train Control ("PTC"). The fiber optic cable will eliminate the reliance on the wireless system that currently supports PTC.

Schedule I: Modifications to Purchase and Public Works Contracts

Accordingly, this contract modification is a high priority for Metro-North in order to help ensure that (i) a critical infrastructure system is less likely to fail during a storm, (ii) Metro-North eliminates reliance on a wireless network to support PTC, and (iii) Ducci's work in Segments 2 and 3 can continue in a timely, efficient and expedient manner.

In connection with a previous contract awarded to Ducci Electrical Contractors, Inc., 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 April 2019. No new SAI has been found relating to the Contractor and the Contractor has been found to be responsible.

This contract modification, in the not-to-exceed amount of \$5,000,000, is to be funded by the Metro-North Capital Budget.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

September 23, 2020



Staff Summary

Subject: Request for Authorization to Award Various Procurements						Date September 23, 2020			
Department Procurement and Logistics									
Department Head Name Richard A. Mack, Acting Chief Procurement and Logistics Officer									
Department Head Signature									
Board Action						Internal Approvals			
Order	To	Date	Appr	Info	Other	Order	Approval	Order	Approval
1	MTA Joint Committee and Board	Sept. 23, 2020				X	President <i>RM</i>		

PURPOSE:

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

DISCUSSION:

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

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>		
Schedule I: Modifications to Purchase and Public Work Contracts	1	\$2,500,000
SUBTOTAL:	1	\$2,500,000

LIRR proposes to award Competitive Procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>		
Schedule I: Modifications to Purchase and Public Work Contracts	2	\$5,629,201
SUBTOTAL:	2	\$5,629,201

LIRR proposes to award Ratifications in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
	<u>None</u>	
TOTAL:	<u>3</u>	<u>\$8,129,201</u>

BUDGET IMPACT:

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

RECOMMENDATION:

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

METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

SEPTEMBER 2020

MTA LONG ISLAND RAIL ROAD

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote

Schedule I. Modifications to Purchase and Public Work Contracts

(Staff Summaries required for change orders greater than \$1,000,000)

- 1. Plasser American Corporation \$2,500,000 *Staff Summary Attached***
Modification to Sole Source Procurement
Contract# 400000000001599

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTA on behalf of Long Island Rail Road (“LIRR”) requests MTA Board to approve an amendment to previously Board-approved, multi-agency, purchase contracts to add funding in the amount of \$2,500,000 for Plasser American Corporation (“Plasser”) for replacement parts, equipment upgrades, troubleshooting, repair services, and training for various track-work equipment.

Staff Summary



Item Number: 1

Vendor Name (& Location) Plasser American Corporation (Chesapeake, VA)
Description Purchase of replacement parts, equipment upgrades, troubleshooting, repair services and training
Contract Term (including Options, if any) 01/03/2018 - 01/03/2023
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: MoW Repair Shop – Glenn Greenberg

Contact Number 400000000001599	Modification #1
Original amount: \$5,028,488.00	
Prior Modifications: \$0.00	
Prior Budgetary Increases: \$0.00	
Current Amount: \$5,028,488.00	
This Request: \$2,500,000	
% of This Request to Current	49.7%
% of Modifications (including This Request) to Total Amount:	49.7%

Discussion:

In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTA on behalf of Long Island Rail Road (“LIRR”) requests MTA Board to approve an amendment to previously Board-approved, multi-agency, purchase contracts to add funding in the amount of \$2,500,000 for Plasser American Corporation (“Plasser”) for replacement parts, equipment upgrades, troubleshooting, repair services, and training for various track-work equipment.

On December 13, 2017, the Board had approved the award of a five-year, multi-agency estimated quantity contract to Plasser for replacement parts, equipment upgrades, troubleshooting, repair services, and training for various track-work equipment (“equipment”) for NYC Transit, Metro-North Railroad (“MNR”), and LIRR with NYC Transit as the lead agency.

This contract included pricing for all three agencies as follows: \$8,497,172 NYCT; \$5,028,488 LIRR; \$1,656,492 MNR. Pricing for parts and labor is based on Plasser’s Parts and Service Price List, published to the industry, to which a discount is applied. The MTA agencies receive a greater discount on Plasser parts than any other transit agency in North America. Plasser’s initial proposal of \$15,382,318 was reduced to \$15,182,153 through negotiations conducted using input from MTA Audit. The current prices, deemed fair and reasonable at inception of contract, will remain unchanged for this extension. The total estimated cost of this extension is consistent with the rate of spend from previous years.

The LIRR is requesting to add an additional \$2.5 million in funding to the initial \$5,028,488.00 to its Plasser contract (4...1599) before it comes to term on January 3, 2023. All equipment and related sub-systems were manufactured by Plasser or other sub-system suppliers and integrated by Plasser. The equipment comprises sophisticated electronic and mechanical devices, essential in the performance of various functions required for installing, testing, and maintaining each agency’s rail system. Plasser is a worldwide leader in the transit and rail industries. Only Plasser has the factory-trained personnel capable of properly troubleshooting the

Staff Summary



equipment, recommending and/or performing repair work, and training in-house forces in the appropriate repair procedures. Replacement parts will be installed either by Plasser or by trained MTA agency personnel tasked with the responsibility of day-to-day maintenance. Equipment that is unable to be repaired by MTA agency personnel will be repaired by Plasser. The additional funding is needed to maintain and repair vital LIRR equipment used for track construction and maintenance.

LIRR's equipment includes one Track geometry measuring machine, two Unimat tamping machines, one 4x4 tamping machine, one BDS ballast regulator machine, and two PTS 62 track stabilizer machines. On average, the above-mentioned equipment is 15 years old, and 85% of the equipment is past its useful life. This vital equipment forms the backbone of Track Dept. construction and maintenance programs. Over the last two years, the Track Dept. has made significant but necessary big-ticket procurements/rebuild of wear parts that are heavily utilized in the field to deliver critical Track Dept. construction and state of good repair efforts ensuring safety and reliability of service. The funding for these contracts has been depleted more quickly than anticipated to support the capital program including Ronkonkoma Double Track, Mainline Expansion and state of good repair work programs. Given this workload, 86% of the funds have been exhausted with 30 months remaining on the contract. The added funds will make sure LIRR can respond to any unforeseen breakdowns involving any of the above-mentioned equipment through the contract expiration date of January 2023.

The LIRR's Operating Budget contains sufficient funding to cover this contract amendment.

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

In 2013, Nouveau was awarded a joint-agency contract to provide full-time, on-site maintenance of the agencies' escalators by teams consisting of two mechanics for LIRR, and one mechanic and a helper for MNR. These dedicated teams provide regularly scheduled essential maintenance services to the agencies' escalators located throughout Nassau, Suffolk, New York and Westchester Counties. While the contract had a base term of three years and two one-year options, agency staff reductions resulted in subsequent modifications to extend the contract and add additional equipment in Penn Station. The additional equipment and updated industry code requirements have necessitated changes to the technical scope of work and impacted scheduling of the new joint-agency RFP solicitation of these services. A one-year contract extension to Nouveau in the amount of \$3,680,632, will allow for the reliable, safe and continuous operation of this critical equipment used by MTA customers, as maintenance and repair services ensure escalators remain in a state of good repair (SOGR) until a new contract award is made.

Schedule I: Modifications to Purchase and Public Works Contracts

Staff Summary



Item Number: 2

Vendor Name (& Location) Nouveau Elevator Industries, Inc., L.I.C., NY
Description Elevators' Scheduled, Un-scheduled Maintenance & Repairs'
Contract Term (including Options, if any) Three Years (3) and one (2-year) option
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: LIRR Engineering EEOC, Dennis Varley - Asst Chief Engineer

Contact Number 150401GS3-SA-N	Modification #8
Original Amount: \$ 9,743,168	
Prior Modifications: \$ 1,161,909	
Prior Budgetary Increases: \$0	
Current Amount: \$10,905,077	
This Request: \$1,948,569 (not-to-exceed)	
% of This Request to Current Amount:	17.8%
% of Modifications (including This Request) to Original Amount:	20%

MTA on behalf of Long Island Rail Road (“LIRR”) requests MTA Board approval of a contract modification in the amount of \$1,948,569 to Nouveau Elevator Industries, Inc. (“Nouveau”) for one additional year to continue to provide essential rehab-work, scheduled preventive maintenance, remedial unscheduled repairs, and emergency on-call repairs of one-hundred and fifteen (115) LIRR elevators.

In February 2015, LIRR awarded a competitively solicited public works contract to Nouveau to provide labor, material, and equipment necessary to perform conditional assessments, scheduled and unscheduled maintenance, repairs and planned component replacements for its one hundred fifteen (115) elevators located throughout Nassau, Suffolk, Queens, and Kings Counties, and Penn Station. The contract had a base term of three years and one two-year option, expiring on March 30, 2020. The contract was subsequently extended to September 30, 2020, due to the onset of the COVID-19 pandemic, as it was deemed safer to delay the solicitation of the new elevators contract, which requires multiple on-site tours of all of the equipment covering the length and breadth of LIRR’s territory, until further safety requirements including appropriate PPE (Personal Protective Equipment) and social distancing were known.

The safe and continuous operations of this critical equipment used by LIRR’s customers is achieved by maintaining the elevators in a state of good repair (SOGR). If SOGR is not maintained, the following situations can occur as a result:

1. Availability goal of 98% of operable elevators will not be met (Fewer operable elevators)
2. Entrapments will increase (customer safety may be compromised)
3. Code required inspections will not be performed/fail (Fines may be imposed for failed code-required inspections/maintenance)
4. ADA elevators may not be available to customers in need
5. Elevator Shutdowns will increase
6. Accidents may increase

The one-year contract extension to Nouveau in the amount of \$1,948,569 with no increase to contractual rates, will allow LIRR to ensure safety and reliability to our riders by performing maintenance and repair services for LIRR’s elevators. This allows sufficient time for MTA on behalf of LIRR to complete a new contract award for these services, including implementation of new pandemic-related safety requirements during on-site tours. This modification is in the best interest of the public as it ensures SOGR is maintained and is deemed fair and reasonable.

Staff Summary



Long Island Rail Road

This contract extension will be funded by LIRR's Operating Budget. LIRR does not have the ability to undertake the rehabilitation work, scheduled preventive maintenance and remedial unscheduled repairs of the elevators with in-house forces.

Schedule I: Modifications to Purchase and Public Works Contracts

Staff Summary



Item Number: 3

Vendor Name (& Location) Nouveau Elevator Industries, Inc. ("Nouveau"), L.I.C., NY
Description Escalators' Preventive Maintenance & Repairs
Contract Term (including Options, if any) Three Years (3) and two (1-year) options
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: LIRR Engineering EEOC, Dennis Varley - Asst Chief Engineer

Contract Number	Modification # 12
131201GS4-L-N	
Original Amount:	\$ 5,950,196 -LIRR \$ 4,944,913-MNR
TOTAL:	\$10,895,109-(Combined)
Prior Modifications:	\$ 1,161,909-LIRR \$ 1,472,999—MNR
TOTAL:	\$ 3,449,018 (Combined)
Prior Budgetary Increases:	\$0
Current Amount:	\$ 7,926,215-LIRR \$ 6,417,912-MNR
TOTAL:	\$14,344,127(Combined)
This Request:	\$ 2,499,749-LIRR \$ 1,180,883-MNR \$ 3,680,632 (Combined NTE)
% of This Request to Current Amount:	26%
% of Modifications (including This Request) to Original Amount:	34%

MTA on behalf of Long Island Rail Road (“LIRR”) and Metro-North Railroad (“MNR”), requests MTA Board approval of a one-year contract modification in the not-to-exceed amount of \$3,680,632 (\$2,499,749 – LIRR, \$1,180,883 – MNR), under the current competitively negotiated, public works contract awarded to Nouveau Elevator Industries, Inc. (“Nouveau”) for preventive maintenance and repair services to 28 LIRR escalators and 14 MNR escalators.

In 2013, Nouveau was awarded a joint-agency contract to provide full-time, on-site maintenance of the agencies’ escalators by teams consisting of two mechanics for LIRR, and one mechanic and a helper for MNR. These dedicated teams provide regularly scheduled essential maintenance services to the agencies’ escalators located throughout Nassau, Suffolk, New York and Westchester Counties. While the contract had a base term of three years and two one-year options, agency staff reductions resulted in subsequent modifications to extend the contract and add additional equipment in Penn Station. The additional equipment and updated industry code requirements have necessitated changes to the technical scope of work and impacted scheduling of the new joint-agency RFP solicitation of these services. A one-year contract extension to Nouveau in the amount of \$3,680,632, will allow for the reliable, safe and continuous operation of this critical equipment used by MTA customers, as maintenance and repair services ensure escalators remain in a state of good repair (SOGR) until a new contract award is made.

If SOGR is not maintained, the following situations can occur:

1. Availability goal of 97% of operable escalators will not be met (Fewer operable escalators)
2. If code required inspections/maintenance are not performed, failures may result in fines being imposed
3. Escalators will not be available to customers in need
4. Escalator Shutdowns will increase
5. Accidents may increase

Staff Summary



Nouveau has held contractual rates constant since 2017, with no increase, and will continue to do so for this contract extension. This contract modification in the amount of \$3,680,632 is therefore deemed fair and reasonable.

Both agencies believe this modification is in the best interests of the public, as neither agency has the technically qualified resources to perform the work, nor access to required replacement parts for the escalators. Each agency will fund the contract modification through its Agency Operating Budget.

PROCUREMENT PACKAGE
September 2020

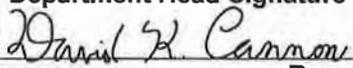


The picture above depicts the installation of formwork panels for the parapet walls in Harold Interlocking in Queens as part of the East Side Access Project. Harold Interlocking is the busiest rail interlocking in the Country. This month's agenda includes two procurement actions related to work in Harold Interlocking.

PROCUREMENT

The Procurement Agenda this month includes three procurement actions for a proposed expenditure of \$76.9M.

Staff Summary

Subject		Request for Authorization to Award Various Procurement Actions				Date: September 14, 2020			
Department		Contracts							
Department Head Name		David K. Cannon							
Department Head Signature									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other		Approval		Approval
1	MNR & LIRR Joint Committee	9/23/2020	X				Executive Vice President & General Counsel		President
2	Board	9/23/2020	X			X	Deputy Chief Development Officer, Development		

PURPOSE:

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

DISCUSSION:

The MTA Construction and Development Company proposes to award Competitive Procurements in the following categories:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Two-Thirds Vote</u>		
Schedule C Competitive Requests for Proposals (Award of Purchase/Public Work Contacts)	1	\$66,275,000
<u>Schedules Requiring Majority Vote</u>		
Schedule I Modifications to Purchase and Public Work Contracts	1	\$ 7,260,000
SUBTOTAL	2	\$73,535,000

The MTA Construction and Development Company proposes to award a ratification in the following category:

	<u># of Actions</u>	<u>\$ Amount</u>
<u>Schedules Requiring Majority Vote</u>		
Schedule K - Ratification of Completed Procurement Actions	1	\$ 3,400,000
SUBTOTAL	1	\$ 3,400,000
TOTAL	3	\$76,935,000

Budget Impact:

The approval of the procurement actions will obligate MTA Construction and Development Company capital funds in the amounts listed. Funds are available in the capital budget for this purpose.

Recommendation:

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

MTA Construction And Development 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.

SEPTEMBER 2020

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

Schedule C. Competitive request for Proposal (Award of Procurement/Public Works Contract)

- | | | | |
|----|---|---------------------|--------------------------------------|
| 1. | Comstock/Haugland JV
Contract No CH063
Twenty-Seven Month Term | \$66,275,000 | <u>Staff Summary Attached</u> |
|----|---|---------------------|--------------------------------------|

MTA Construction and Development seeks Board approval to award a competitively solicited and negotiated design-build contract for the installation of track, special track, contract rail and electric traction catenary in support of the Harold Interlocking program for the East Side Access project.

Procurements Requiring Majority Vote:

**Schedule I. Modification To Purchase and Public Work Contracts
(Staff Summaries required for all items greater than \$1M)**

- | | | | |
|----|--|---------------------|--------------------------------------|
| 2. | Five Star Electric/L.K. Comstock J.V
Contract No. CS086
Modification No. 11 | \$ 7,260,000 | <u>Staff Summary Attached</u> |
|----|--|---------------------|--------------------------------------|

MTA Construction and Development seeks Board approval of a contract modification to accelerate the installation and local testing of the signal equipment and adjust the Contract Milestones.

Division & Division Head Name: ESA/R. Troup 						SUMMARY INFORMATION																									
Department & Department Head Name: Delivery/M. Roche 						Vendor Name Comstock/Haugland JV (CHJV)	Contract Number CH063																								
Board Reviews						Description Design/Build Services for Harold Catenary Construction for the East Side Access Project																									
<table border="1"> <thead> <tr> <th>Order</th> <th>To</th> <th>Date</th> <th>Approval</th> <th>Info</th> <th>Other</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>MNR & LIRR</td> <td>9/23/2020</td> <td>X</td> <td></td> <td></td> </tr> <tr> <td>2</td> <td>Board</td> <td>9/23/2020</td> <td>X</td> <td></td> <td></td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>						Order	To	Date	Approval	Info	Other	1	MNR & LIRR	9/23/2020	X			2	Board	9/23/2020	X									Total Amount \$66,275,000	
Order	To	Date	Approval	Info	Other																										
1	MNR & LIRR	9/23/2020	X																												
2	Board	9/23/2020	X																												
Internal Approvals						Contract Term 27 Months																									
<table border="1"> <thead> <tr> <th>Order</th> <th>Approval</th> <th>Order</th> <th>Approval</th> </tr> </thead> <tbody> <tr> <td></td> <td>Deputy Chief, Development</td> <td></td> <td>President</td> </tr> <tr> <td></td> <td>Vice President, Contracts</td> <td></td> <td>Executive Vice President & General Counsel</td> </tr> <tr> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>						Order	Approval	Order	Approval		Deputy Chief, Development		President		Vice President, Contracts		Executive Vice President & General Counsel					Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A									
Order	Approval	Order	Approval																												
	Deputy Chief, Development		President																												
	Vice President, Contracts		Executive Vice President & General Counsel																												
						Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No																									
						Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive																									
						Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:																									
						Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:																									

PURPOSE/RECOMMENDATION

To obtain approval of the Board to award a competitively solicited and negotiated design-build contract for the installation of track, special track, contract rail and electric traction catenary in support of the Harold Interlocking program for the East Side Access ("ESA") project to Comstock/Haugland JV (CHJV) in the amount of \$66,275,000 and a duration of twenty-seven (27) months.

DISCUSSION

Contract CH063 is a design-build contract for the performance of final design and construction of track, special track, third rail and catenary power (the "Work") within the Harold Interlocking and Sunnyside Yard. The Work under this Contract will provide additional connections to the Midday Storage Yard ("MDSY") from Amtrak's Loop Tracks at the east end of the MDSY and Amtrak's Sub 3 and East River Tunnel Line 4 Tracks at the west end of the MDSY. This work will improve LIRR's full operational flexibility and prevent a single point of failure for the Grand Central service operation upon completion of the overall ESA Project.

The work of the CH063 Contract is work that is typically and was intended to be performed exclusively by Amtrak forces under various Force Account packages. However, Amtrak does not have forces available to reliably perform this work. Indeed, the limited availability of Amtrak forces to date have resulted in the cancelation of numerous outages, delays to ESA work and increased costs. To mitigate this issue, under this Contract, MTA Construction and Development ("C&D") will engage a 3rd party contractor to perform the work. This will free-up Amtrak personnel to provide protection for ESA and other critical MTA activities.

A Two-Step Request for Proposal (RFP) was used for this Contract. Phase I, the Request for Qualification (RFQ), resulted in a shortlist of the following firms:

- Comstock/Haugland JV (CHJV)
- Kiewit Infrastructure Inc. (Kiewit)
- Railroad Construction Co. (RCC)

Staff Summary

Item No. 1

Page 2 of 2

Phase II involved the issuance of a draft RFP to the three shortlisted firms for their review. One-on-one meetings were held with each qualified firm to discuss their issues and recommendations for changes to the terms and conditions, risk allocation and technical portions of the RFP. As a result of these discussions, C&D revised the RFP before formally issuing it.

In response to the RFP, proposals were received from CHJV and RCC (Kiewit elected not to participate for reasons they would not disclose).

The proposals were evaluated and scored by a Selection Committee consisting of members from the ESA Project team, MTA C&D Contracts, AMTRAK and LIRR utilizing a pre-established selection criterion considering the following factors: Management Plan, Design, Construction, Schedule, Safety and Quality, Preparedness for Performing the Work and Cost. A Technical Committee, comprising members of the RFP Design Team, Construction Management Team, Amtrak and LIRR, supported the Selection Committee. Upon completion of the evaluation and scoring of the technical and cost proposals, the Selection Committee determined both firms were qualified and in a competitive range. C&D then entered into negotiations with both firms.

CHJV provided an initial cost proposal of \$88,970,000. RCC's initial proposal was in the amount of \$112,732,432. Negotiations included discussions of the project schedule and overall cost, including pricing assumptions, management costs and scope clarifications. At the conclusion of negotiations, both firms were requested to submit their best and final offers (BAFO). The BAFOs were as followed:

- CHJV - \$66,275,000
- RCC - \$85,895,465

After review of the BAFOs, the Selection Committee determined that the proposal submitted by CHJV is the most advantageous to the MTA and provides the best value. CHJV's BAFO represents a \$22,659,000 (25.5 %) decrease over their original proposal. CHJV's BAFO is found to be fair and reasonable.

In connection with a previous contract awarded to L.K. Comstock & Company ("Comstock"), Comstock was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in February 2016. No new SAI has been found relating to Comstock and Comstock has been found to be responsible.

DBE

The MTA Department of Diversity and Civil Rights has established a goal of 20% DBE. Although this is a design/build contract with some undefined scope of work, Comstock/Haugland JV (CHJV) is projecting to meet the required 20% DBE goal. Comstock/Haugland JV (CHJV) has not completed any MTA contracts with MWDBE goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

IMPACT ON FUNDING

Funding from this Contract comes from ESA and Regional Investments capital projects and resides in the 2010-2014, 2015-2019 and 2020-2024 capital programs.

ALTERNATIVES

Perform the work using in-house personnel. MTA lacks available in-house personnel to perform this work.

Schedule I Modifications to Purchase and Public Work Contracts

Item Number 2

Vendor Name (& Location) Five Star Electric / L.K. Comstock J.V. (Ozone Park, NY)	Contract Number CS086	AWO/Modification # 11
Description Signal Installation Tunnel Systems Package No. 2	Original Amount: \$ 52,990,000	
Contract Term (including Options, if any) 29 Months	Prior Modifications: \$ 468,600	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	Exercised Options: \$ -0-	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount: \$ 53,458,600	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	This Request \$ 7,260,000	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	% of This Request to Current Amount: 13.6%	
Requesting Dept/Div & Dept/Div Head Name: East Side Access, R. Troup.	% of Modifications (including This Request) to Original Amount: 14.6%	

Discussion:

Contract CS086 provides for the installation and testing of the Tunnel Signal System for the East Side Access (“ESA”) Project. In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTA Construction and Development (“C&D”) requests that the Board approve a contract modification to accelerate the installation and local testing of the signal equipment and adjust the Contract Milestones.

This Modification is necessary to overcome delays in the contractor’s access to the Central Instrument Rooms (“CIRs”) and the late delivery of signal equipment. The contractor is required to install the signal equipment in these rooms. The acceleration is necessary in order to meet the start of Integrated Systems Testing (“IST”) by February 28, 2021 by the CS179 Contractor. This Modification will extend the Substantial Completion date from February 21, 2021 to May 24, 2021, recognizing an Excusable Delay of 92 calendar days associated with the late turnover of the CIRs to the CS086 Contractor. In addition to the acceleration, this Modification also compensates the contractor at the Contract liquidated daily rates for the late turnover of the CIRs and the late delivery of equipment as established in the Contract.

The late turnover of the CIRs to the CS086 contractor and the late delivery of the signal equipment were principally caused by delays, and in the case of the turnover of the rooms, defects in the work, of predecessor contracts. MTA is pursuing recovery for the delays and resulting costs from the responsible predecessor contracts.

The Contractor’s proposal for this modification was in the amount of \$7,473,250 for the acceleration effort, \$4,092,500 for the late access to the CIR’s, and \$5,908,000 for the late delivery of the equipment. Following negotiations, the parties agreed to \$2,250,000 for the acceleration effort and \$4,035,000 for the late access to the CIR’s and \$975,000 for a total amount of \$7,260,000 for this Modification which is deemed to be fair and reasonable.

In connection with a previous contract awarded to L.K. Comstock & Company (“Comstock”), Comstock was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in February 2016. No new SAI has been found relating to Comstock and Comstock has been found to be responsible.

SEPTEMBER 2020

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)

- | | | | |
|----|---|---------------------|--------------------------------------|
| 3. | Skanska USA Civil Northeast Inc. | \$ 3,400,000 | <u>Staff Summary Attached</u> |
| | Contract No. CH058A | | |
| | Modification No. 23 | | |

MTA Construction and Development request the Board to ratify a Modification to the Contract to construct a portion of the Eastbound Reroute Approach Structure in the Harold Interlocking.

Schedule K: Ratification of Completed Procurement Actions
Item No. 3

Vendor Name (& Location) Skanska USA Civil Northeast Inc.
Description Harold Structures - B/C Approach for the East Side Access Project
Contract Term (including Options, if any) 831 Days
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept/Div & Dept/Div Head Name: East Side Access, Rob Troop, SVP & Sr. Program Executive

Contract Number	AWO/Modification #	
CH058A	23	
Original Amount:	\$	60,168,000
Prior Modifications:	\$	20,347,188
Options:	\$	2,200,000
Current Amount:	\$	82,715,188
This Request	\$	3,400,000
% of This Request to Current Amount:		4%
% of Modifications (including This Request) to Original Amount:		39%

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, MTA Construction & Development (“C&D”) requests that the Board ratify a Modification to the Contract to construct a portion of the Eastbound Reroute Approach Structure (“EBRR”) in the Harold Interlocking. This is a scope transfer from future Contract CH058B.

The final design and construction of the EBRR is part of the upcoming CH058B design-build contract package, which is planned for release this fall. That contract will take advantage of a long-term outage on the Eastward Pass (“EWD”) and Line 3 Tracks scheduled within the Regional Schedule for the Summer of 2021.

The installation of piles near the RPR track (the “RPR Piles”) is a critical portion of the EBRR work that must be completed before EWD and Line 3 Tracks are taken out of service for the long-term outage. Moreover, LIRR and Amtrak are currently operating on a reduced schedule due to the effects of COVID-19, creating an opportunity to advance work that requires outages. Consequently, the outages required for the RPR Pile installation are currently available on consecutive weekends, which will allow for uninterrupted drilling.

To avoid delay to the EBRR Schedule and take advantage of scheduled summer and fall outages, the President authorized a Retroactive Modification, and, on July 1, 2020, the Contractor was directed to commence a limited scope of work consisting of procuring long lead time items, performing engineering design of support of excavation, and subsurface investigations up to an amount not to exceed \$450,000.

The Contractor submitted a cost proposal of \$4,222,919 to install the RPR piles. After negotiations, both parties agreed to a cost of \$3,400,000, which is considered fair and reasonable.

In connection with a previous contract awarded to Skanska USA Civil Northeast Inc. (“Skanska”), Skanska was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in November 2014. No new SAI has been found relating to Skanska and Skanska has been found to be responsible.



Procurement and Supply Chain

Louis A. Montanti, Acting Senior Vice President

PROCUREMENTS

The Procurement Agenda this month includes 2 actions for a proposed expenditure of \$20.9M.

Subject Request for Authorization to Award Various Procurements					
Department Procurement & Supply Chain – NYCT					
Department Head Name Louis A. Montanti					
Department Head Signature					
Project Manager Name Rose Davis					
Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	9/23/20			
2	Board	9/23/20			

September 21, 2020 Updated 9-21-20			
Department			
Department Head Name			
Department Head Signature			
Internal Approvals			
	Approval		Approval
	President NYCT		Pres. MTA Bus/SVP DOB
	SVP Operations Support	X	Subways
X	Capital Prog. Management	X	Diversity/Civil Rights
X	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:

Schedules Requiring Majority Vote:

Schedule I:	Modification to Purchase and Public Work Contracts	1	\$	4.8 M
	• Seon Design (USA) Corp.		\$	4.8 M
	SUBTOTAL	1	\$	4.8 M

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 I: Modifications to Purchase and Public Works Contracts	1	\$	16.1 M
	SUBTOTAL	1	\$ 16.1 M
	TOTAL	2	\$ 20.9 M

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

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

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

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

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.

Item Number: 1

Vendor Name (Location) Seon Design (USA) Corp (Bellingham, Washington)
Description Bus Camera Security System
Contract Term (including Options, if any) February 15, 2011–September 30, 2020
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Department of Buses, Craig Cipriano

Contract Number C-52097A	AWO/Mod. # 14
Original Amount:	\$ 9,748,256
Option Amount:	\$ 22,642,618
Total Amount:	\$ 32,390,873
Prior Modifications:	\$ 7,429,494
Prior Budgetary Increases:	\$ 678,475
Current Amount:	\$ 40,498,843
This Request:	\$ 4,836,909
% of This Request to Current Amount:	11.9%
% of Modifications (including This Request) to Original Amount:	125.5%

Discussion:

This modification is for the extension of maintenance services for buses and depots equipped with Bus Camera Security Systems (“BCSS”) for an additional 15 months in the estimated total amount of \$4,836,909. The BCSS allows video images to be captured on buses and then wirelessly uploaded along with a system health report from the buses to depot servers during the refueling process for use in managing data and ensuring proper operation of the onboard equipment.

Contract C52097 was awarded to UTC Fire & Security (“UTCFS”) under an Immediate Operating Need for the provision and installation of its MobileView BCSS, consisting of cameras and mobile digital video recorders, on an estimated quantity of 426 buses as well as software and hardware for nine depots, with an option for an additional 1,150 buses and corresponding depots. A total of 1,612 buses and 28 depots have been retrofit with BCSS through this contract. As of August 5, 2020, NYC Transit and MTA Bus Company have received 2,493 new bus deliveries with MobileView BCSS pre-installed, bringing the total number of buses equipped with BCSS to 4,158 (4,105 from Seon Design [USA] Corp. [“Seon”] and 53 from Apollo Video Technology [“Apollo”]). During new bus procurements, original equipment manufacturers have the option of offering preapproved BCSS systems from Seon and Apollo. The Department of Buses (“DOB”) reviews each proposal and chooses the option that provides the best value while meeting all current requirements.

Using an informal competitive method, three companies participated in tests to determine performance acceptability: NICE Systems, Inc. (“NICE”); UTCFS; and March Networks (“March”). Negotiations with each commenced while the tests were underway. Technical ratings on the performance of the respective systems showed that UTCFS’s performance far exceeded that of March and NICE. This process allowed the Authority to ultimately select a superior product at a competitive price from UTCFS.

This contract was assigned to Seon after it officially acquired MobileView from UTCFS on November 30, 2017; Contract C52097 was renamed C52097A as a result.

This modification will extend the contract through December 31, 2021; this extension will allow for the continued provision of maintenance services for all buses and depots currently equipped with MobileView BCSS as well as diagnostic and video data management services, while allowing time to determine the long-term strategy for maintenance. Additionally, this modification will provide for the replacement and/or upgrade of BCSS components on an as-needed basis in order to ensure compatibility with the existing DOB Wi-Fi infrastructure. Additional funding in the amount of \$4,836,909 will be added to the contract in order to cover the expected expenditures to be incurred over the 15-month period.

Seon’s initial proposal for this 15-month period was in the amount of \$6,726,565. Through negotiations, Procurement, DOB, and Seon were able to modify the Scope of Work and identify efficiencies. This resulted in a final price proposal of \$4,836,909 which was 28.1 percent below Seon’s initial proposal. The final proposal was reviewed by NYC Transit’s Cost Price Analysis Unit and was determined to be fair and reasonable. Procurement and DOB concur with this determination.

Item **2**

Vendor Name (Location) Harsco Metro Rail, LLC (Charlotte, North Carolina)
Description Purchase of 65 R252 Flatcars
Contract Term (including Options, if any) June 11, 2018–December 22, 2023
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Department of Subways, Frank Jezycki (Acting)

Contract Number R34252	AWO/Mod. #: 2
Original Amount:	\$ 40,362,487
Prior Modifications	\$ 0
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 40,362,487
This request:	\$ 16,053,396
% of This Request to Current Amount:	39.8%
% of Modifications (including This Request) to Original Amount:	39.8%

Discussion:

This modification is for the exercise of an option to purchase 27 R252 flatcars and related non-car items such as spare parts, technical documentation, and training for NYC Transit Department of Subways from Harsco Metro Rail, LLC (“Harsco”) in the estimated amount of \$16,053,396.

A flatcar, which consists of a frame (a steel structure with a deck) mounted on a pair of trucks (a chassis with two axles, each axle having two wheels), is designed to handle and transport track maintenance machinery and other heavy equipment, materials, and supplies throughout the NYC Transit system. Flatcars are used to support work at various NYC Transit jobsite locations.

On June 11, 2018, Contract R34252 was awarded to Harsco Metro Rail, LLC (“Harsco”) for the purchase of 65 flatcars in the amount of \$40,362,487 as a result of a competitive Request for Proposal under an Immediate Operating Need and was later ratified by the Board in September 2019. The contract included two options: Option A for 27 flatcars and Option B for 62 flatcars, for which subsequent Board approvals would be sought. This action is to exercise Option A. Option pricing is subject to a price adjustment based on a price index formula set forth in the contract. To date, there has been one modification of this contract, which was a no-cost clarification of the contract language.

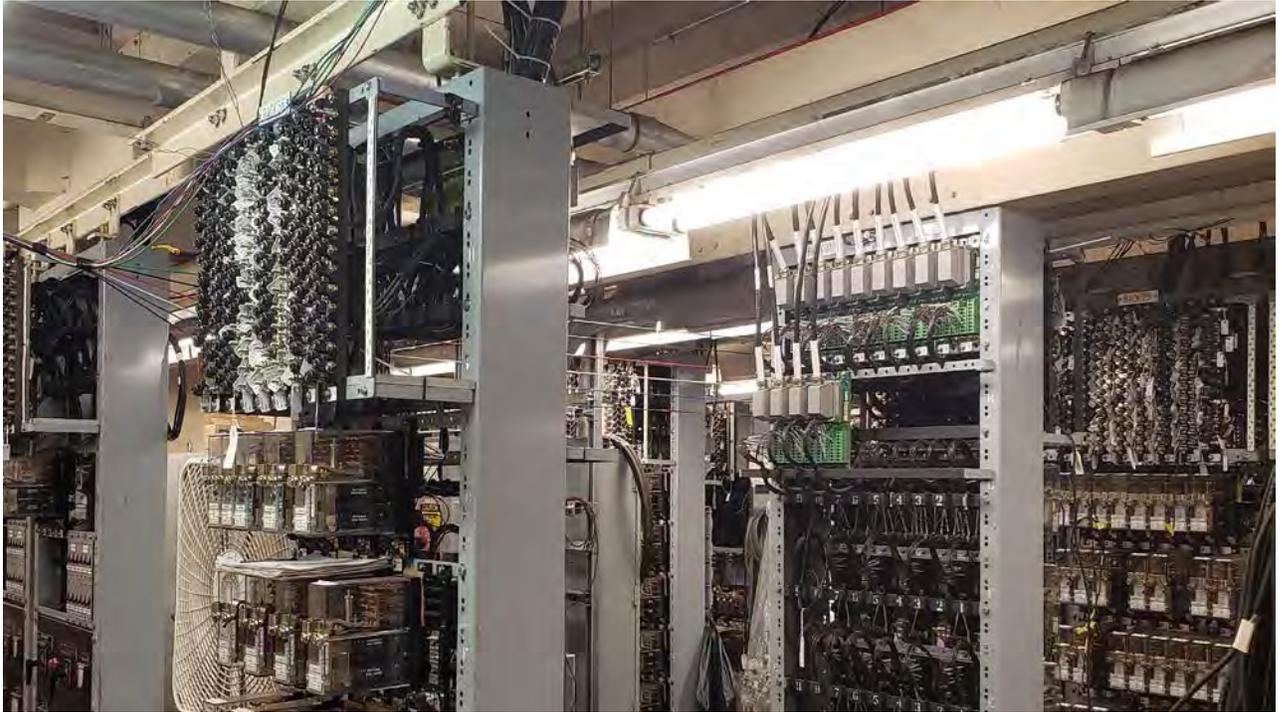
The base quantity of 65 flatcars was originally scheduled for delivery from June 2019 to December 2021 with incentives for early delivery to further accelerate Harsco’s delivery schedule. Harsco was able to accelerate the delivery of the base quantity of 65 flatcars by 16 months (the 65th flatcar was delivered in August 2020). Option A, for 27 flatcars, was originally scheduled for delivery between January 2022 and February 2023, and the option had to be exercised in January 2021 in order to maintain continuous production. In view of the accelerated delivery of the base order, Option A needed to be exercised in July 2020 to maintain that continuous production. However, as it was agreed that this procurement would be deferred and rescheduled for the September 2020 Board, there will be a minimal gap of two months in the production schedule for which the deliveries of the option order flatcars will commence in December 2020 with the last flatcar to be delivered in August 2021.

A market survey was conducted to verify the current market conditions to ascertain if these flatcars could be supplied by any other flatcar manufacturer at a better price and with a shorter delivery schedule. However, of the companies contacted for the market survey, those with experience building new flatcars were unable to provide both a better delivery schedule and more competitive pricing than Harsco’s.

Procurement and NYC Transit’s Cost Price Analysis Unit reviewed the total price of \$16,053,396 for Option A and requested a price concession from Harsco. However, Harsco advised that the offered price was the most aggressive price and no further price reduction could be provided at this time. Because the base price was established in a competitive environment and was adjusted in accordance with the formula contained in the contract, the price is deemed to be fair and reasonable.

Contracts

Stephen Plochochi, Senior Vice President, Contracts



The above photo depicts the 36th St. Relay Room which was constructed as part of the Communications-Based Train Control System contract for the Queens Boulevard Line. This equipment is utilized to monitor and control the switches and signal equipment of the 36th Street interlocking portion of the Queens Boulevard Line.

PROCUREMENTS

The Procurement Agenda this month includes two procurement actions for a proposed expenditure of \$8.1M

Staff Summary

Subject Request for Authorization to Award Various Procurement Actions					
Department Contracts					
Department Head Name & Title Steve Plochochi, Sr. Vice President					
Department Head Signature 					
Board Action					
Order	To	Date	Approval	Info	Other
1	NYCT & Bus Committee	9/23/2020	X		
2	Board	9/23/2020	X		

Date: September 14, 2020			
Internal Approvals			
	Approval		Approval
2	 Executive Vice President & General Counsel	3	 President
1	 Deputy Chief Development Officer, Development		

PURPOSE

To obtain the approval of the Board to award various procurement actions and, to inform the New York Transit and Bus Committee of these procurement actions.

DISCUSSION

MTA Construction & Development Company proposes to award Competitive Procurements in the following category:

MTA Construction and Development Company proposes to award Ratifications in the following category:

Schedules Requiring Majority Vote

K. Ratification of Completed Procurement Actions	2	\$ 8,100,000
TOTAL	2	\$ 8,100,000

Budget Impact:

The approval of procurement actions will obligate the MTA Construction & Development Company capital funds in the amount listed. Funds are available in the capital budget for this purpose.

Recommendation:

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

MTA Construction And Development 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.

SEPTEMBER 2020

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)

- | | | |
|-------------------------------------|--------------------|--------------------------------------|
| 1. Scalamandre – Gramercy JV | \$6,400,000 | <u>Staff Summary Attached</u> |
| Contract No. A-37124.16 | | |

MTA Construction and Development requests the Board ratify a retroactive modification to the contract for accessibility upgrades at the Avenue H Station, located along the Brighton line in Brooklyn.

- | | | |
|--|--------------------|--------------------------------------|
| 2. L.K. Comstock & Co. Inc. | \$1,700,000 | <u>Staff Summary Attached</u> |
| Contract No. S-48005.69 | | |

MTA Construction and Development requests the Board ratify a retroactive modification for the acceleration of work associated with the installation of the Data Communications System (“DCS”) equipment and Communications-Based Train Control (“CBTC”) equipment to ensure completion by July 31, 2020 and October 31, 2020 respectively.

Schedule K - Ratification of Completed Procurement Actions

Staff Summary

Item Number: 1

Vendor Name (Location) Scalamandre – Gramericy JV (Freeport, New York)
Description Installation of Three Elevators at 59th St. Station on 4th Ave. Line “B” Division (BMT), Borough of Brooklyn
Contract Term (including Options, if any) November 19, 2018–January 21, 2021
Option(s) included in Total Amt? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Delivery/Mark Roche

Contract Number A-37124	AWO/Mod. #s 16
Original Amount:	\$ 34,247,000
Prior Modifications:	\$ 4,231,630
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 38,478,630
This Request:	
Modification Cost	\$ 6,150,000
Incentive Cost	\$ 250,000
Total Cost	\$ 6,400,000
% of This Request to Current Amt.:	16.6%
% of Modifications (including This Request) to Original Amount:	31.0%

Discussion:

This retroactive modification is for accessibility upgrades at the Avenue H Station, located along the Brighton line in Brooklyn.

The base contract provides for the installation of three new elevators at the 59th Street station along the 4th Avenue line, B division (BMT), in the borough of Brooklyn. The work includes (1) furnishing and installing one street-to-mezzanine ADA-compliant elevator and two mezzanine-to-platform ADA-compliant elevators; (2) reconfiguration of two street stairs and two platform stairs, and rehabilitation of two street stairs and two platform stairs; (3) expansion of the north mezzanine; (4) reconfiguring the fare control area; (5) constructing a new elevator machine room, electrical panel room, ADA-compliant toilet facilities, and cleaner’s room; and (6) providing new ADA compliant sidewalk curb cuts.

The Avenue H Station accessibility upgrade work includes (1) furnishing and installing a new ADA-compliant customer ramp with a new control house providing access from the street level to the northbound platform; (2) reconfiguring and reconstructing the support columns and existing stair canopy to accommodate the landing for the new control house; (3) upgrading the existing underpass, platform boarding area, and existing control house entryway to current ADA standards; and (4) furnishing and installing new and upgraded Closed-Circuit Television Cameras (CCTV), intercoms, speaker phones, and fire alarm system.

The Avenue H Station ADA accessibility work was originally intended as a separate contract. By advancing the Avenue H work through the issuance of a modification to contract A-37124, MTA C&D will accelerate customer access to a fully ADA-compliant station. In comparison to a separate contract award, advancing this work as a modification to an existing contract will permit this work to start over 3 months earlier, taking advantage of current low ridership levels, thereby minimizing inconvenience to the public. Scalamandre-Gramericy J.V. is a skilled contractor currently mobilized in Brooklyn working on ADA accessibility, and is capable of expediting completion of this work.

The contractor submitted its revised proposal in the amount of \$6,681,945. Negotiations resulted in the agreed-upon lump-sum price of \$6,150,000, which is considered to be fair and reasonable. This modification also includes a negotiated time extension of 94 excusable and non-impactable working days for the completion of the Avenue H ADA accessibility work, extending the contract Substantial Completion date from January 21, 2021, to June 2, 2021. Existing dates and obligations associated with the 59th Street Station work remain unchanged.

In addition to the direct costs, this modification also provides for an incentive payment of up to \$250,000 for achieving substantial completion prior to June 2, 2021. The incentive is scaled and provides a maximum payment of \$2,500 per day for achieving substantial completion 100 days early.

Schedule K - Ratification of Completed Procurement Actions

Staff Summary

Item Number: 2

Vendor Name (Location) L.K. Comstock & Co. Inc. (New York, NY)
Description Installation of CBTC on Queens Boulevard Line
Contract Term (including Options, if any) December 22, 2016 – July 21, 2022
Option(s) included in Total Amt? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Delivery/Mark Roche

Contract Number S-48005	AWO/Mod. #s 69
Original Amount:	\$ 223,300,000
Prior Modifications:	\$ 4,303,810
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 227,603,810
This Request:	
Modification Cost	\$ 1,300,000
Incentive Cost	\$ 400,000
Total Cost	\$ 1,700,000
% of This Request to Current Amt.:	.75%
% of Modifications (including This Request) to Original Amount:	2.7%

Discussion:

This retroactive modification is for the acceleration of work associated with the installation of the Data Communications System (“DCS”) equipment and Communications-Based Train Control (“CBTC”) equipment to ensure completion by July 31, 2020 and October 31, 2020 respectively.

This contract is one of three interrelated contracts that together will provide a CBTC/Automatic Train Supervision system for the Queens Boulevard line (“QBL”) portion of Subways’ B division. Contract S-48005 was awarded to L.K. Comstock & Co. Inc (“LKC”) for the wayside installation of the CBTC system as well as installation of the DCS. To demonstrate interoperability and integration between the two previously approved CBTC systems on a revenue line, supplier contracts were awarded to both Siemens Industry (S-48004-1) and, to a much lesser extent, Thales Transport and Security, Inc. (S-48004-2), to provide carborne and wayside equipment. Siemens also provides the DCS equipment.

Under this contract, LKC is responsible for the installation of DCS and CBTC equipment in several Central Instrument Rooms (“CIR”) and Relay Rooms, including all associated cable and wiring required for power and connectivity. As a result of delays to a predecessor contract for signal system modernization at 71st-Continental & Kew Gardens interlocking, LKC’s access to the CIRs and Relay Rooms was limited, resulting in delays to the LKC contract and potentially to the implementation of CBTC on the QBL line.

This modification provides for premium time labor, additional supervision and additional Safety Supervisor and Signaller coverage required to accelerate the installation of DCS and CBTC equipment in order mitigate prior delays and avoid potential schedule impacts to the system testing to be performed by Siemens. This acceleration ensured the start of testing by Siemens of the DCS by August 1, 2020 and will ensure the start of CBTC testing by November 1, 2020 in order to implement CBTC on the QBL line on-time. The Contractor was directed to begin implementing this acceleration on June 15, 2020.

The contractor submitted a cost proposal of \$2,468,040. Negotiations resulted in the agreed upon lump sum price of \$1,300,000 which has been determined to be fair and reasonable.

This agreement includes a completion incentive of \$200,000 for completion of the DCS by July 31, 2020, which was accomplished, and an additional \$200,000 for completion of CBTC installation by October 31, 2020. The incentive payments are contingent upon completion of all identified work by the established milestone completion dates. If the dates are not met, the contractor will not receive any portion of the incentive payments. In addition, this modification includes disincentives for the late completion of the newly established milestones.

In connection with a previous contract awarded to L.K. Comstock & Company (“Comstock”), Comstock was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel in February 2016. No new SAI has been found relating to Comstock and Comstock has been found to be responsible.

PROCUREMENTS

The Procurement Agenda this month includes 4 actions for a proposed expenditure of \$279.5 M.

Staff Summary

Subject Request for Authorization to Award Various Procurements
Department MTA Procurement
Department Head Name Kuvershen Ayer
Department Head Signature
Division Head Name

Date September 14, 2020
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	09/23/20	X		
2	Board	09/23/20	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 Competitive procurements in the following categories:

Schedules Requiring Two-Thirds Vote:

Schedule C: Competitive Requests for Proposals

	<u># of</u>	<u>\$</u>	<u>Amount</u>
	<u>Actions</u>		
	1	\$	54,975,771
SUBTOTAL	<u>1</u>	<u>\$</u>	<u>54,975,771</u>

Schedules Requiring Majority Vote:

Schedule F: Personal Service Contracts

Schedule H: Modifications to Personal Service and Miscellaneous Service Contracts

	2	\$	214,229,837
	1	\$	10,285,029
SUBTOTAL	<u>3</u>	<u>\$</u>	<u>224,514,866</u>
TOTAL	<u>4</u>	<u>\$</u>	<u>279,490,637</u>

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

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

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

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

SEPTEMBER 2020

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

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

1. Various \$54,975,771 Staff Summary Attached
Multi-Agency Procurement for the Supply (not-to-exceed)
And Distribution of Uniform Garments
Contract No. 249987
Competitively negotiated – 8 proposals – 60 months plus two 18-month options
- a. Unipro International (New York State-certified WBE)
 - b. VF Imagewear, Inc.
 - c. 7th Avenue Trade Apparel
 - d. TyndaleUSA, Inc.

Board approval is sought to award five (5) of five (5) categories of a competitively negotiated Multi-Agency procurement for the Supply and Distribution of Uniform Garments for a combined not-to-exceed amount of \$54,975,771.

Procurements Requiring Majority Vote:

**F. Personal Service Contracts
(Staff Summaries required for all items greater than \$1M: Sole Source; Other Non-Competitive; Competitive RFP.)**

2. Metropolitan Life Insurance Company \$55,511,837 Staff Summary Attached
Life/Accidental Death & Dismemberment, (not-to-exceed)
Long-Term, and Short-Term Disability
Benefits Insurance
Contract No. 15524
Competitively negotiated – 3 proposals – 60 months

Board approval is sought to award a competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company (“MetLife”) that provides life/accidental death and dismemberment, long-term, and short-term disability benefits for non-represented employees and certain represented and retired employees.

SEPTEMBER 2020

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

3. Various **\$158,718,000** **Staff Summary Attached**
MTA All Agencies Dental Benefits Plan (not-to-exceed)
Contract No. 15525
Competitively negotiated – 8 proposals – 36 months plus two 1-year options
- a. Healthplex
b. Metropolitan Life Insurance Company

Board approval is sought to award a competitively negotiated personal services contract to Metropolitan Life Insurance Company (MetLife) and Healthplex to provide dental benefits services to the Metropolitan Transportation Authority (MTA) on behalf of the Constituent Agencies, predominantly comprised of non-represented employees and retirees and some represented employees and retirees that negotiated these benefits.

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 greater than \$1M.)

4. Masabi, LLC **\$10,285,029** **Staff Summary Attached**
Mobile Ticketing Program (LIRR/MNR) (not-to-exceed)
Contract No. 15590, Modification No. 5
Base Amount = \$2,000,000
Current Contract Value = \$3,261,800
Proposed New Contract Value = \$13,546,829

Board approval is sought to extend a competitively negotiated joint-agency (LIRR & MNR) service contract with Masabi LLC for 34 months from September 1, 2020 through June 30, 2023.

Staff Summary

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

Item Number: 1					
Dept & Dept Head Name: MTAHQ Procurement, Kuvershen Ayer					
Division & Division Head Name: MTAHQ Procurement, Kuvershen Ayer					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	9/23/20	X		
2	Board	9/23/20	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement	4	DDCR		
2	Legal	5			
3	CFO	6			

SUMMARY INFORMATION	
Vendor Name: Various	Contract Number: 0000249987
Description: Multi-Agency Procurement for the Supply & Distribution of Uniform Garments	
Total Amount: \$54,975,771 Across All Awards	
Contract Term (including Options, if any): 60-month base plus two 18-month options	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

Board approval is sought to award five of five categories of a competitively negotiated multi-Agency procurement for the supply and distribution of uniform garments on an as-needed basis for a combined not-to-exceed amount of \$54,975,771, as follows:

- i.) Unipro International -WBE ('Unipro') in the not-to-exceed amount of \$35,890,408 for New York City Transit's (NYCT) and MTA Bus Company's (MTABC) standard issue uniform garments;
- ii.) VF Imagewear, Inc. ('VF') in the not-to-exceed amount of \$1,441,644 for NYCT's quantity of required flame resistant (FR) uniform garments;
- iii.) VF Imagewear, Inc. ('VF') in the not-to-exceed amount of \$8,139,312 for Long Island Railroad's (LIRR) standard issue uniform garments;
- iv.) 7th Avenue Trade Apparel ('7th Ave') in the not-to-exceed amount of \$8,006,328 for Metro North Railroad's (MNR) standard issue uniform garments; and,
- v.) Tyndale USA, Inc. ('Tyndale') in the not-to-exceed amount of \$1,498,079 for MNR's quantity of required flame resistant uniform garments.

The contract period for all awarded contracts will be five years with two 18-month options to extend to be exercised at the MTA's discretion for a total contract duration of eight years.

II. DISCUSSION

The MTA and its agencies have historically purchased uniform garments through multiple contracts managed independently by the individual user agencies. This multi-agency Request For Proposals (RFP) consolidates the agencies' requirements (including volumes) as a first step to standardizing the MTA's uniform garments for Subway and Train Conductors, Subway, Train and Bus Operators, Station Agents, Station Cleaners, Emergency Response Personnel, Equipment Maintainers, Collections Agents, Inspectors, and Security Personnel, to achieve cost effective pricing and to reduce administrative and overhead costs. This RFP meets the requirements set forth in the MTA's various collective bargaining agreements to outfit the various workgroups.

The RFP was publicly advertised, and letters were sent to 56 firms advising them of the RFP's availability. Vendors were invited to submit proposals for any of the following five categories: 1) NYCT/MTABC Standard Uniforms, 2) NYCT Flame Resistant, 3) LIRR Standard Uniforms, 4) MNR Standard Uniforms, and 5) MNR Flame Resistant. In all, eight proposals were received for the five categories.

A Selection Committee was convened with representatives from MTA HQ, NYCT, MTABC, LIRR and MNR. The evaluation criteria included: (i) Knowledge and Approach, (ii) Delivery Schedule, (iii) Quality Assurance & Customer Service, (iv) Web-Based Access, (v) Disaster Recovery Plan, (vi) Staffing, (vii) Project Mobilization, (viii) Location of Manufacturing Facilities, (ix) Experience Serving Similar Clients and (x) Diversity Practices. Of the original eight proposers, the Selection Committee determined that five firms - Unipro, VF, 7th Avenue, Tyndale and Elder Manufacturing- were (1) technically capable of meeting the MTA's requirements, and (2) submitted proposals within a competitive range. The Selection Committee recommended that they be invited to provide oral presentations. Following oral presentations, the Selection Committee recommended that the MTA conduct negotiations with each of the five proposers. Based on such negotiations, awards were recommended for the following four firms that provided the most cost-effective best and final offers (BAFOs) for each of the proposed categories: Unipro (NYCT/MTABC), VF (NYCT FR), VF (LIRR), 7th Ave (MNR) and Tyndale (MNR FR).

The original proposed amounts submitted by the four proposers ranged from \$1,500,386 to \$36,708,494, or \$58,842,752 aggregate. Following negotiations, BAFOs ranging from \$1,498,079 to \$35,890,408 were submitted reflecting cost savings of \$3,866,981 or 6.6%. Awards will be made to the four firms that submitted the lowest pricing for each of the five categories. The BAFOs selected for award represent a cumulative savings of \$29,753,974 or 35.12% from Project Management's initial estimate of \$84,729,745 for all 5 categories based on historical and anticipated usage for a full 8-year term. The proposed awardees committed to firm unit pricing for the full 8-year contract duration.

Based on the above, the BAFOs are considered fair and reasonable.

MTA has conducted responsibility reviews on all four firms and has deemed these firms to be responsible for award pursuant to the All Agency Responsibility Guidelines.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights (DDCR) has established 15% MBE, 15% WBE and 6% SDVOB goals for the uniform garment contracts. Unipro International (WBE) will be awarded a prime contract for \$35,890,408 which represents 65% of the anticipated contract awards. Unipro International has achieved its MWDBE goals on previous MTA contracts. VF Imagewear Inc, 7th Avenue Trade Apparel, and Tyndale have not completed any MTA contracts with MWDBE goals; therefore, no assessment of the firms' MWDBE performance can be determined at this time.

IV. IMPACT ON FUNDING

The total cost for the five contracts will be funded by the participating agencies' operating budgets.

V. ALTERNATIVES

1. Purchase Uniform Garments on an as-needed basis: This alternative is not recommended as it would result in an opportunity lost for the MTA to improve buying efficiencies and identify potential cost savings achieved by volume.
2. Rent Uniform Garments: This alternative would be less cost-effective than purchasing the garments.

Staff Summary

Schedule F: Personal Service Contracts

Item Number: 2					
Dept & Dept Head Name: Human Resources, Anita Miller					
Division & Division Head Name: Human Resources & Benefits, Margaret M. Connor					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	9/23/20	X		
2	Board	9/23/20	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement	4	CFO		
2	DDCR	5			
3	Legal	6			

SUMMARY INFORMATION	
Vendor Name: Metropolitan Life Insurance Company	Contract Number: 0000015524-0100
Description: Life/AD&D, Long-Term, and Short-Term Disability Benefits Insurance	
Total Amount: \$55,511,837	
Contract Term (including Options, if any): January 1, 2021 – December 31, 2025	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

NARRATIVE:

I. PURPOSE/RECOMMENDATION

Board approval is sought to award a competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company (“MetLife”) that provides life/accidental death and dismemberment, long-term, and short-term disability benefits for non-represented employees and certain represented and retired employees. The base term of the contract is three years from January 1, 2021, through December 31, 2023. The MTA, at its sole discretion, will have the option to extend the term of the contract for an additional two years expiring December 31, 2025, one year at a time or two years at one time. The total contract cost for a five-year term, including both one-year extensions is \$55,511,837.

II. DISCUSSION

The MTA offers Life/Accidental Death & Dismemberment, Long-term, and Short-term Disability benefit plans to non-represented employees and retirees and to certain represented employees and retirees. In all, over 88,000 employees and retirees are eligible for the current coverage offerings. The MTA pays the full premiums for the basic Life/AD&D and Disability benefits insurance programs without any premium contribution from participating employees and retirees or their dependents. Certain MTA employees are also offered additional voluntary life insurance programs, which are paid for by the employee through payroll deductions. The current agreements with incumbent vendors, MetLife for Life/Accidental Death & Dismemberment (“Life/AD&D”) and Short-term Disability (“STD”) and Cigna for Long-term Disability (“LTD”) benefits, will expire on December 31, 2020.

A two-step Request for Proposal (“RFP”) was publicly advertised, and letters advising potential proposers of its availability were issued to nine firms. The first step was to prequalify firms that met the MTA’s minimum requirements for a contract award of Life/AD&D and Disability benefits (Step 1). The prequalification requirements included: i) firm’s portfolio of clients with similar size as MTA; ii) for each line of coverage, a minimum written premium had to be met or exceeded; iii) currently insuring public sector client or transit authorities; iv) for Life and LTD coverage: demonstrated experience servicing clients with an excess of 10,000 salaried and bargained and 5,000 retired employees; v) services must extend to all employees and retirees eligible under MTA’s Plans; vi) confirmation that all data will be located within the United States; vii) confirmation that the firm will agree that the initial term of a contract with MTA will be three years and that MTA may, at its sole option, extend the term of the contract up to two successive one-year terms (or one two-year term) with the same terms and conditions as the initial term and rates; and viii) firms are required to have satisfactory financial rating, as specified in the pre-qualification letter. Firms that met the prequalification requirements would receive the RFP with the option of submitting submit proposals for one or for multiple benefit plans. In the RFP, the MTA reserved the right to award each line of coverage to one or multiple firms, based on the technical and financial evaluation of each firm.

A total of seven firms submitted proposals Step 1 and were all prequalified; these firms were sent the RFP package (in Step 2). The MTA received three proposals from the following firms: Cigna Life Insurance Company of New York (“Cigna”), Metropolitan Life Insurance Company (“MetLife”), and Securian Life Insurance Company (“Securian”). MetLife and Cigna proposed on all lines of coverage, while Securian proposed on just the Life/AD&D portion, as they do not offer disability benefits coverage.

The evaluation criteria for Step 2 of the RFP were as follows: 1. Proposer's willingness to replicate the MTA's existing plan design; 2. The quality and capability of Proposer's services as demonstrated by: i) customer services; ii) quality controls; iii) claims processing; iv) reporting/technology capabilities; v) customization/flexibility; vi) qualifications of account management; 3. Performance Guarantees; 4. Proposer's Diversity Practices; and 5. Cost.

The MTA engaged Aon Consulting, Inc. ("Aon"), a benefits consulting firm, to assist in the RFP process from a subject matter expertise perspective. Aon's support services included, without limitation, preparation of solicitation documents, development of financial modeling and pricing analysis tools, and aggregation of technical evaluation materials. A Selection Committee was convened with representatives from LIRR Employee Services, MNR Human Resources and MTAHQ Employee Benefits.

Following evaluation of the technical proposals, the Selection Committee determined that all three proposals met the scope of services required in the RFP, and all three firms were invited for oral presentations. After oral presentations, the firms were asked to provide additional technical clarifications based on a standard set of questions and, following negotiations, submit Best-and-Final-Offers ("BAFOs"). Following further review of their technical proposals and BAFOs, the Selection Committee unanimously agreed to recommend an award of all of the benefits plans to MetLife. MetLife had the highest total score for all benefits that was achieved by meeting requirements for all technical evaluation criteria established for this procurement while also offering the most competitive cost.

MetLife's BAFO had the lowest estimated cost for all three coverages. The negotiated premium contributions will remain unchanged during the entire contract term (including options) unless a loss ratio analysis determines a premium reduction is applicable based on MTA's claims experience after the first two years of the contract, and each subsequent contract year thereafter. The loss ratio is the difference between the ratios of premiums paid to an insurance company and the claims settled by the company. The loss ratio analysis may result in a reduction to MTA's paid premiums going forward when applicable.

Subsequent to submitting its BAFO, MetLife was asked if any additional cost reductions could be offered. MetLife offered an incremental 3% reduction to their Long-Term Disability proposal if awarded all lines of coverage. The 3% reduction is included in the \$55.5 million final negotiated MetLife total pricing for all benefit programs. Over the five-year term, the MTA contribution is approximately \$36.7 million of the total cost (with the remaining \$18.8 million as employee contributions for Voluntary Life & AD&D over the term of the contract). The estimated total cost for all benefit programs over the five-year term of the contract, including options is itemized below:

- Basic Life & AD&D - \$20,788,320
- Voluntary Life & AD&D - \$18,831,324
- STD - \$5,894,729
- LTD - \$9,997,464

MetLife's final cost proposal represents a 17.6% reduction to current costs for the three lines of coverage, or \$11.9 million reduction in total over the entire contract term. Of the \$11.9 million in total savings, \$8.5 million is savings to the MTA budget with the remaining \$3.4 million savings being realized by the MTA employees through reduced premium contributions. As part of the RFP support provided by Aon, Aon reviewed MetLife's proposed costs for all benefit programs compared to the MTA's current claims experience and concluded that the negotiated fees with MetLife are very competitive and favorable to the MTA.

Based on the information above, MetLife final cost proposal is considered fair and reasonable.

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

III. MBE/WBE/SDVOB INFORMATION

The MTA Department of Diversity and Civil Rights (DDCR) has established 0% MWBE/SDVOB goals on this contract because the participant data and benefit contract provisions are considered highly sensitive and confidential in nature. Metropolitan Life Insurance Company has not completed any MTA contracts with MWDBE goals; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

IV. IMPACT ON FUNDING

The contract is funded by the MTA's operating budget and employee contributions for the optional insurance programs.

V. ALTERNATIVES

1. Do not approve award of this contract. This is not a practical alternative because these are benefits that MTA provides and intends to continue to provide to its employees.
2. Extend the existing benefit plans. This is not advisable because it will not afford the MTA the ability to realize the cost savings achieved through this competitive solicitation.

Staff Summary

Schedule F: Personal Service Contracts

Item Number: 3					
Dept & Dept Head Name: Human Resources, Anita Miller					
Division & Division Head Name: Human Resources & Benefits, Margaret M. Connor					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	Finance	9/23/20	X		
2	Board	9/23/20	X		
Internal Approvals					
Order	Approval	Order	Approval		
1	Procurement	4	DDCR		
2	Legal				
3	CFO				

SUMMARY INFORMATION	
Vendor Name: Various	Contract Number: 15525
Description: MTA All Agencies Dental Benefits Plans	
Total Amount: \$158,718,000	
Contract Term (including Options, if any): Thirty-Six (36) months plus two 12-month options	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

Board approval is sought to award a competitively negotiated personal services contract to Metropolitan Life Insurance Company (MetLife) and Healthplex to provide dental benefits services to Metropolitan Transportation Authority (MTA) on behalf of its affiliate agencies, comprised of non-represented employees and retirees and some represented employees and retirees that negotiated these benefits. The period of performance is three years from January 1, 2021 through December 31, 2023, plus two one-year options. The total contract price, inclusive of options, is an amount not-to-exceed \$158,718,000 (the PPO is valued at \$156,953,000 and will be awarded to MetLife; and, the DHMO is valued at \$1,765,000 and will be awarded to Healthplex), based on the projected enrollment.

II. DISCUSSION

The MTA currently offers 14 different plans for a population of approximately 30,000 active employees and retirees. Thirteen plans, with 29,000 enrollees, are Preferred Provider Organization (PPO) plans currently insured with MetLife. One plan with 1,000 enrollees is a Dental HMO (DHMO) currently insured with Healthplex. MTA's goal was to replicate the plan currently offered with a best in class dental benefit service vendor that would deliver optimal member experience, empower members to make ideal dental choices and improve the overall health of the covered population of the MTA. The MTA subsidizes the full cost of the dental plans for its employees, retirees, and their eligible dependents. Participants are responsible only for the payment of applicable deductibles, co-payments, non-participating provider charges and for any services that are not covered by the insurance program.

A two-step Request for Proposal was publicly advertised and letters advising potential proposers of its availability were issued to nine firms. The first step was a prequalification step to identify firms that met the MTA's minimum requirements for a contract award of dental benefits in both or either, fully insured and/or self-insured plans. The prequalified firms then received the detailed RFP package in Step 2.

The prequalification requirements for the plans included a) certifications and licenses required to underwrite or administer the dental plans, b) currently offering dental PPO and/or DHMO plans with a minimum of three employer groups, each with 20,000 or more eligible employees and retirees, and overall current plan membership of over one million participants, and c) maintain a national network of providers, with a robust network in the following areas: Tri-state Area (NY, NJ & CT), Pennsylvania, Florida, North and South Carolina.

Eleven firms submitted responses, of which ten were prequalified and moved onto Step 2. The companies were: Aetna Life Insurance Company (Aetna), Cigna Health and Life Insurance Company (Cigna), Delta Dental of New York, Inc. (Delta), Emblem Health, Empire BlueCross BlueShield (Empire), The Guardian Life Insurance Company of America (Guardian), Healthplex, Inc., Metropolitan Life Insurance Company (MetLife), Solstice Health Insurance Company (Solstice) and United Concordia Dental. Eight proposals were received in response to Step 2 of the RFP; Guardian and United Concordia Dental did not submit a proposal. The RFP allowed firms to submit proposals for either or both fully insured and/or self-insured PPO plan options. Six proposals had provided both options, Aetna and Empire each proposed only a self-insured option. Only Aetna, Cigna, Delta, Healthplex and Solstice provided proposals for the DHMO plan.

MTA used Mercer Health & Benefits LLC, a benefits consulting firm, to assist in the RFP process. Mercer's support services included, without limitation, preparation of solicitation documents, and providing financial modeling and pricing analysis.

The evaluation criteria for Step 2 were: i) Cost to the MTA based on proposer's submission and discount analysis; ii) Ability to replicate the requested plan designs; iii) Network access and provider disruption minimization; iv) Resources including portal capabilities, account team, call center and relevant experience; v) Responsiveness to the RFP and the Proposer's demonstration of a clear understanding of the objectives and constraints of the undertaking as described by the RFP documents; and vi) Proposer's diversity practices.

A Selection Committee was convened with representatives from Labor Relations and Benefits, Human Resources.

Based on the evaluation criteria, the Selection Committee recommended that Aetna, Cigna, Empire, Healthplex, MetLife and Solstice move forward in the RFP process. The shortlisted firms were invited to give oral presentations and, following negotiations, submit their best and final offers (BAFOs). Following negotiations and review of their technical proposals and BAFOs, the Selection Committee recommended awards to MetLife and Healthplex. They were the highest ranked proposals for the PPO plans and the DHMO plan respectively with all evaluation criteria taken into consideration. Their proposals met geographic coverage, matched plan designs as required by MTA, had high member access and no member disruption. Both MetLife and Healthplex are incumbent suppliers, so no additional MTA resources will be needed to implement the plans.

MTA chose to proceed with the fully insured PPO option during the first year of the agreement as MTA may experience an increase in utilization of these services during the first year of the contract, as a result of some members deferring care due to COVID-19. It is recommended that the funding status of the PPO plans be re-evaluated for future years to determine if a change to self-funding would be appropriate. MetLife has agreed to allow a change in funding status at any point during the contract, if beneficial to MTA. The DHMO will remain fully insured for the duration of the contract.

For the PPO plans, MetLife's BAFO reduced their original proposal of \$164.4 million for the five-year insured contract to \$161.2 million, about \$3.2 million less than originally quoted. Over the five-year contract, it is estimated to be \$24.0 million less than projected status quo costs (i.e., projections under the existing contracts). Although MetLife's BAFO for the PPO plans is in total \$8.6 million (5.6%) higher than the lowest proposal, the Selection Committee selected MetLife's BAFO based on having offered the lowest price from among those with the ability to match the current plan designs without any member disruption, provide high access and not require the need to utilize internal resources for implementation. In addition, MetLife has offered a one-time credit of \$75,000 (not included in the above costs) that can be used during the contract to offset audits or communications costs. Under this contract MTA would receive a dividend payment equal to 50% of any surplus created if incurred claims are less than 87% of earned premium for that plan year. If the MTA's incurred claims are 87% of earned premium or higher, no dividend would be payable. Although MetLife was not the lowest cost proposer, the Selection Committee determined that it provided the best value to the MTA and rated the MetLife proposal the highest overall.

For the DHMO, Healthplex's BAFO of \$1.8 million over five years is estimated to be \$0.5 million less than projected status quo costs. Healthplex offered the lowest priced DHMO proposal. Healthplex has offered a one-time credit of \$50,000 (not included in the above costs) that can be used during the contract to offset audits or communications costs. The Selection Committee selected Healthplex's proposal, based on having lowest cost, high access and the ability to match the current plan designs without any member disruption.

Subsequent to submitting its BAFO, MetLife was asked if any additional cost reductions could be offered. MetLife agreed to reduce their price by an additional \$4.2 million in light of the concurrent award to MetLife proposed for Life/Accidental Death and Dismemberment, Long-Term and Short-Term Disability Benefits Insurance. This price concession decreased MetLife's BAFO from \$161.2 million to \$157.0 million. The final price is \$28.2 million lower than projected costs under the existing contracts.

Based on the above, Healthplex's and MetLife's final price proposals are deemed to be fair and reasonable.

Responsibility reviews were conducted for both vendors pursuant to the All-Agency Responsibility Guidelines. In connection with a previous contract awarded to MetLife, it was found to be responsible notwithstanding significant adverse information (SAI) pursuant to the All-Agency Responsibility Guidelines, and such responsibility finding was approved by the MTA Interim Executive Director in consultation with the MTA General Counsel in March 2017. No new SAI has been found relating to MetLife and MetLife has been found to be responsible. Healthplex has also been deemed a responsible vendor.

III. D/M/WBE INFORMATION

The MTA Department of Diversity and Civil Rights (DDCR) has established 0% MWBE/SDVOB goals on this contract because the participant data and benefit contract provisions are considered highly sensitive and confidential in nature. Subcontracting to third parties would increase the risk of exposure of confidential information. Metropolitan Life Insurance Company and Healthplex have not completed any MTA contracts with MWDBE goals; therefore, no assessment of the firms' MWDBE performance can be determined at this time.

IV. IMPACT ON FUNDING

This contract is funded by the various agencies' operating budgets.

V. ALTERNATIVES

Do not approve award of the contract. This alternative is not recommended since no action will cost the MTA over \$28M with no additional benefits.

Staff Summary

Schedule H: Modifications to Personal Service & Miscellaneous Service Contracts



Item Number: **4**

Page 1 of 2

Vendor Name (& Location): Masabi, LLC, 1330 Avenue of the Americas, New York, NY 10019 Description: Mobile Ticketing Program for Long Island Rail Road and Metro-North Railroad Contract Term (including Options, if any): May 1, 2014 – June 30, 2023 Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Procurement Type: <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive Solicitation Type: <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: Funding Source: <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: Requesting Dept/Div & Dept/Div Head Name: Operations Planning, Ben Cornelius	Contract Number: 0000015590	AWO/Modification # 5
	Original Amount:	\$2,000,000
	Prior Modifications:	\$1,261,800
	Prior Budgetary Increases:	\$ N/A
	Current Amount:	\$3,261,800
	This Request:	\$10,285,029
	% of This Request to Current Amount:	315%
	% of Modifications (including This Request) to Original Amount:	577%

PURPOSE:

Board approval is sought to extend a competitively negotiated miscellaneous service contract with Masabi LLC (Masabi) to continue administering the mobile ticketing program for Long Island Rail Road and Metro-North Railroad for 34 months from September 1, 2020 through June 30, 2023 for an amount not-to-exceed \$10,285,029 (\$4,985,130.30-LIRR; \$5,299,898.83-MNR).

BACKGROUND:

In April 2014, the Board approved a miscellaneous services agreement with Masabi to develop and implement a customer-friendly mobile application ticket validation software for railroad conductors to scan and validate tickets onboard trains. This contract includes necessary modifications to the railroads' ticket issuing machines (TIMS) and onboard ticketing issuing machines (OBTIMS) to accommodate barcode scanning for on-board validation of mobile tickets. The program grew tremendously and enhanced customer service with additional convenient ticket purchasing options. This technology facilitates onboard train ticket inspection and validation to maximize revenue collection and minimize cash and ticket handling to encourage a more sanitary environment for the conductors and ridership. Four modifications have been issued to date to extend the contract duration, add funding to address expanded usage by both agencies and to provide technical support to convert the payment platform for the service.

At the time of that award, MTA's timeline to transition to a new fare collection system was still in development and reflected in the original award to Masabi by including a provision in the contract for up to five additional years of services in order to support the transition following the initial six-year term, subject to re-negotiations. During this extension period, it was contemplated that Masabi would lead the railroads' cutover from Masabi's Justride fare payment system to the new system, One Metro New York (OMNY), while continuing to support the existing Mobile Ticketing Program (eTix).

In Spring of 2019, the MTA launched a pilot program of its new tap-to-pay system that will make it easier for customers to pay fares across different modes of transit by combining fare payments across subways, buses and commuter rails under the OMNY system. This fare technology has an expected roll-out in multiple phases through 2023.

During the initial RFP process conducted in 2014, it was determined that the leading developers in the industry charge large upfront fees. The negotiated contract with Masabi included no upfront fees, but a fixed \$0.59 commission per transaction and set labor rates for services to implement the necessary infrastructure and hosting for Masabi's Justride eTix platform. Although the contract was awarded in 2014, eTix was not rolled-out to all rail lines until early 2017. During this almost 3-year investment period, Masabi earned no commission until roll-out. Of the total \$588,989,463 eTix fare revenues generated in 2019, Masabi's commission was approximately 2% thereof. Over time, this fixed commission model proved costly and unsustainable and Masabi adopted a percentage fee more consistent with market pricing for all customers.

For this extension, Masabi proposed a 1.2% fee per ticket value. Based on estimated ticket sales for both railroads, this fee is equivalent to \$12,766,299 over this 34-month extended period. Following negotiations, Masabi decreased its fee to a 1% fee per ticket value for two years (September 2020 through August 2022) and 0.85% fee for 6-months (September 2022 through February 2023), as well as a 62% reduction in labor cost, resulting in a final cost proposal of \$10,285,029. During the final six months of this contract when ridership is expected to increase, Masabi is charging their lowest commission rate. Additionally, Masabi committed to providing the most-favored-nation pricing which guarantees MTA receiving best pricing out of all of their customers that are using the same mobile ticketing platform.

Data from the Journal of Public Transportation confirms Masabi's best price guarantee, showing a comparable range in mobile ticketing usage among Masabi's four top customers. Masabi's final pricing reflects a 47% discount to LIRR and MNR when compared to the foregoing market pricing. Negotiations yielded a total cost savings of \$2,481,269. With concurrence from the project management team for each railroad, all pricing and terms for this extension period have been deemed fair and reasonable.

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

Schedule K: Ratification of Completed Procurement Actions

Item Number 1

Vendor Name (& Location) Reliabotics, LLC (New Brunswick, NJ)	
Description Proof of Concept and Technology Test Agreement	
Contract Term (including Options, if any) 60 Months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Procurement Type	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
Solicitation Type	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Delivery, M. Roche	

Contract Number	AWO/Modification #
17003-0100	5
Original Amount:	\$ 3,100,000
Prior Modifications:	\$ 1,060,575
Exercised Options:	\$ 0.00
Current Amount:	\$ 4,160,575
This Request	\$ 928,000
% of This Request to Current Amount:	22.3%
% of Modifications (including This Request) to Original Amount:	64%

Discussion:

Contract 17003-0100 (the “Contract”) is for the development and delivery of a prototype semi-automatic robot (the “Prototype”) to support the MTA’s Communications-Based Train Control (“CBTC”) system. In accordance with Article VIII of the All-Agency General Contract Procurement Guidelines, MTA Construction & Development (“C&D”) requests that the Board ratify a modification to the Contract (the “Modification”) to dismantle, retrofit and deliver a semi-automatic drilling robot (the “Pilot Robot”) for testing and performing initial drilling in support of a C&D subway project to be determined.

The Prototype, mounted on a New York City Transit (“NYCT”) flatcar and controlled by an MTA operator, was designed to more efficiently perform the installation of wayside sensors and track switches in the subway tunnels. The initial Contract scope of work included developing the Prototype, testing and performing a trial installation. In March 2019, Reliabotics successfully performed a demonstration of the Prototype on a portion of out-of-service subway track below Grand Central Terminal.

C&D’s Delivery Department has determined that repurposing the existing Prototype into a Pilot Robot will be advantageous to the MTA. Specifically, the Pilot Robot, which will be re-mounted on the same NYCT flatcar as the Prototype, will be capable of drilling at a far greater speed than manual hand drilling and will also collect any silica dust generated by the drilling operation, avoiding additional costs to mitigate any environmental risk. The increased drilling capacity is expected to expedite the installation of cable management systems in current and future C&D subway projects.

To accelerate deployment of the Pilot Robot and realize the expected efficiency improvements and cost savings associated with its use on current MTA C&D subway projects, the President approved a Retroactive Memorandum and on August 5, 2020, the contractor was directed to proceed up to an amount not-to-exceed \$400,000.

Reliabotics’ proposal for the full scope of the Modification work was in the amount of \$942,200. The parties agreed to an amount of \$928,000 for the cost of all work under this Modification, which has been determined to be fair and reasonable.

SEPTEMBER 2020
MTA REAL ESTATE ACTION ITEMS
FOR
BOARD APPROVAL

MTA METRO-NORTH RAILROAD

License agreement with Chappaqua Transportation Inc for use of vacant land in Chappaqua, New York

Second modification to existing board policy governing the licensing of retail space in Grand Central Terminal, New York

Modification to the policy governing event fees in Vanderbilt Hall, Grand Central Terminal, New York

MTA LONG ISLAND RAIL ROAD

License Agreement with Huntington Orange and White Inc. for Taxi Parking Spaces and a Dispatch Office at the Huntington Station, Huntington, New York

License Agreement with David Enterprise Inc. for Taxi Parking Spaces at the Bay Shore Station, Bay Shore, New York

License Agreement with J.T.E. Enterprise Inc. for Taxi Parking Spaces and a Dispatch Office at Babylon Station, Babylon, New York

License Agreement with J.T.E. Enterprise Inc. for Taxi Parking Spaces at the Sayville Station, Sayville, New York

License Agreement with Huntington Orange and White Inc. for Taxi Parking Spaces and a Dispatch Office at the Hicksville Station, Hicksville, New York

Acquisition of a Warehouse Building for the Mainline Expansion Project at 80 Willis Avenue, Mineola, New York

License agreement with Dorf Associates, Inc. for access and parking along the Montauk branch right of way in Queens, New York

Change Order to contract CM3307 for Penn Station Concourse Improvements

METROPOLITAN TRANSPORTATION AUTHORITY

Lease Agreement with 1825 Park Avenue Property Investors III, LLC for office space for the MTAPD at 1825 Park Avenue, New York, NY

Staff Summary

Subject LICENSE WITH CHAPPAQUA TRANSPORTATION INC. AT HUNTS LANE IN CHAPPAQUA, NY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name NEIL MASTROPIETRO

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Metro-North Railroad ("Metro-North")
LICENSOR: Chappaqua Transportation, Inc. ("CT")
LOCATION: Vacant land adjacent to Hunts Lane in Chappaqua, NY
ACTIVITY: License agreement for use of vacant land for non-commuter parking
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5-year license agreement with one 5-year renewal option
SPACE: 11,132± square feet
COMPENSATION: \$59,740 in year one with 3% annual increases

COMMENTS:

In response to a recent Request for Proposals (RFP), one proposal was received from the incumbent CT, who has offered an initial rent of \$59,740 for year one, with 3% annual increases over the term. Over the five-year term, their proposed rent is equivalent to a present value of \$259,052.97 (using a 7% discount rate).

CT has occupied the Location since 1986. CT provides buses and transportation to local organizations and institutions such as schools, churches and sports teams. Its main facility is located across the street, and it will continue using the Location for vehicle parking for its employees.

CT's rent proposal is consistent with our independent brokers' opinion of value. CT has demonstrated that it has the financial resources to continue to operate and maintain the Location.

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

Staff Summary

Subject GRAND CENTRAL TERMINAL RETAIL LICENSING PROGRAM MODIFICATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name DAVID FLORIO

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23//20	X		
2	Board	9/23/20	X		

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

AGENCY: Metropolitan Transportation Authority (“MTA”) and MTA Metro-North Railroad (“Metro-North”)

PURPOSE: To obtain MTA Board approval for a further modification to Real Estate Policies and Procedures for the Licensing of Real Property, as adopted on April 27, 2009 and amended July 22, 2020

EXPIRATION: The modification will expire August 1, 2022

COMMENTS:

By staff summary dated July 22, 2020 (attached), the MTA Board approved the amendment of the policy governing short-term licenses that was comprised of:

1. Modification of the existing policy to increase the maximum term of new short-term license agreements in Grand Central Terminal to three (3) years (including authorization to enter into new short-term license agreements with existing lessees occupying space under expiring leases for up to three (3) years); and
2. Authorization to extend existing, short term, license agreements in Grand Central Terminal for up to an additional three (3) years.

However, the policy amendment failed to include the temporary modification of the limitation of short term license agreements from applying to just existing and past tenants. In light of the impacts of Covid-19, MTA Real Estate seeks to broaden the offering of these short-term licenses beyond the current MTA tenant roster and past tenants. As with other licensing and leasing policies, MTA Real Estate will put in place procedures that provide governance over public offering and tenant selection protocols.

MTA Real Estate seeks authorization to amend the current Grand Central Terminal Retail Licensing Program on the terms and conditions stated above.

Staff Summary

Subject GRAND CENTRAL TERMINAL RETAIL LICENSING PROGRAM MODIFICATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name DAVID FLORIO

Date JULY 22, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	7/22/20	X		
2	Board	7/22/20	X		

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

AGENCY: Metropolitan Transportation Authority (“MTA”) and MTA Metro-North Railroad (“Metro-North”)

PURPOSE: To obtain MTA Board approval for a modification to Real Estate Policies and Procedures for the Licensing of Real Property, as adopted on April 27, 2009

EXPIRATION: The modification will expire August 1, 2022

COMMENTS:

By staff summary dated April 27, 2009, the MTA Board approved the attached policy and accompanying resolution, authorizing MTA Real Estate to enter into short term license agreements in Grand Central Terminal for up to two years. The policy was created to address retail vacancies that were occurring in the Terminal before Requests for Proposals (RFPs) were awarded and a new tenant would take possession. The policy sought to keep retail space occupied and maintain customer amenities in order to continue to generate revenue.

With the advent of COVID-19, the overall retail market has suffered and many of our tenants, and proposed tenants with whom we were negotiating, are wavering on remaining in the Terminal as their leases and licenses expire.

MTA Real Estate recognizes these current, retail market challenges and the significant impact it has on businesses, especially the retail tenants at Grand Central Terminal. In an effort to avoid vacant or “dark” spaces during a time when responses to RFPs are unknown, MTA Real Estate requests the following:

1. Modification of the existing policy to increase the maximum term of new short-term license agreements in Grand Central Terminal to three (3) years (including authorization to enter into new short-term license agreements with existing lessees occupying space under expiring leases for up to three (3) years); and
2. Authorization to extend existing, short term, license agreements in Grand Central Terminal for up to an additional three (3) years.

MTA Real Estate seeks authorization to amend the current Grand Central Terminal Retail Licensing Program on the terms and conditions stated above.

Staff Summary

Subject TEMPORARY AND PERMANENT MODIFICATIONS TO THE GCT VANDERBILT HALL EVENT RATE SCHEDULE
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name DAVID FLORIO

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/2020	X		
2	Board	9/23/2020	X		

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

AGENCY: MTA Metro-North Railroad (“Metro-North”)
LOCATION: Vanderbilt Hall, Grand Central Terminal
PURPOSE: To obtain MTA Board approval for a temporary modification to the Vanderbilt Hall policy governing event rates and charges

COMMENTS:

By staff summary dated April 23, 2018, the MTA Board approved the attached Vanderbilt Hall rental rate schedule authorizing MTA Real Estate to negotiate rates for events and offer discounts of up to twenty percent. On July 24, 2019, the Board approved a further modification to the rate schedule to provide, among other things, the additional categories of discounted rates for: (1) government agencies; and (2) events that are 30+ days in length.

With the advent of COVID-19, the overall event business has suffered tremendously with all previously booked Vanderbilt Hall events being cancelled indefinitely. MTA Real Estate’s consultant, JLL, has advised that businesses no longer have the budgets to market their brands and products. Coupled with the decline in foot traffic in Grand Central, Vanderbilt Hall, as with other venues, is not as desirable as it was pre-COVID. Events in Vanderbilt Hall are valuable drivers of revenue and provide the necessary foot traffic to our retail tenants.

The goal of this temporary modification is to provide maximum flexibility in negotiating event fees to remain competitive in the current market, and increase Vanderbilt Hall activations by drawing more short and long-term engagements to drive increased foot traffic in support of the Terminal’s retail tenants.

MTA Real Estate proposes to temporarily suspend the rate schedule through December 31, 2021 unless otherwise extended by Board approval, or rescinded by MTA Real Estate based upon improved market conditions.

One permanent modification to the policy is to add a charge for the “bridge” between the Main Concourse and Vanderbilt Hall for separate smaller exhibits.

Staff Summary

**FINANCE COMMITTEE MEETING
TEMPORARY AND PERMANENT MODIFICATION TO GCT VANDERBILT HALL EVENT FEE SCHEDULE
(Cont'd.)**

Existing Vanderbilt Hall Rental Rates

New Event Location in Red

Type of Vanderbilt Hall Duration Rental Fee	Daily Rate	Notes
February through June & September through December		
1+ Day(s)	\$15,000	Full day rate
30+ Days	\$10,000	Daily rate for events that are 30+ days
Tenant Produced Events	\$7,500	Tenants have the opportunity to host an event in Vanderbilt Hall at a 50% discount for the first event day. All subsequent days are full rate
Non-Profit rate	\$11,250	Client must submit a 501c3 for domestic non-profits and appropriate documentation for international clients to receive this rate
Government Agency Rate	\$11,250	Client must submit proof of government agency
Bridge Space	\$5,000	Includes both sides of the Bridge between Vanderbilt Hall and the Main Concourse
Load in/Load out Hourly Rate in addition to at least 1 full day room rental	\$625 per hour	Maximum of 6 hours for load in and load out only Maximum notice of 30 days before the event
January, July, and August		
1 - 6 Days	\$7,500	Daily rate during January, July, and August
7+ Days	\$6,500	Daily rate for events that are 7+ days long
Non-Profit rate 1 – 6 Days	\$7,500	Client must submit a 501c3 for domestic non-profits and appropriate documentation for international clients to receive this rate
Non-Profit rate 7+ Days	\$6,500	Client must submit a 501c3 for domestic non-profits and appropriate documentation for international clients to receive this rate
Government Agency Rate 1 – 6 Days	\$7,500	Client must submit proof of government agency
Government Agency Rate 7+ Days	\$6,500	Client must submit proof of government agency
Tenant Produced Events	\$6,000	Daily rate for tenants of Grand Central
Bridge Space	\$3,000	Includes both sides of the Bridge between Vanderbilt Hall and the Main Concourse
Load in/Load out Hourly Rate in addition to at least 1 full day room rental	\$625 per hour	Maximum of 6 hours for load in and load out only Maximum notice of 30 days before the event
<i>Rates do not include production costs and additional services fees. These rates are strictly room rental fees.</i>		

Based upon the foregoing, MTA Real Estate recommends adoption of the (i) temporary suspension of the above fee schedule which will sunset on December 31, 2021, unless extended by Board approval; and (ii) the permanent modification.

Staff Summary

Subject LICENSE AGREEMENT WITH HUNTINGTON ORANGE AND WHITE INC. FOR TAXI PARKING, HUNTINGTON LIRR STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREA TEDESCHE-GOMEZ

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: Huntington Orange and White Inc.
LOCATION: Huntington Station, Huntington, New York
ACTIVITY: License for taxi parking and dispatch office
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5 years
PREMISES: 10 taxi parking spaces and a dispatch office
COMPENSATION: \$9,900.00 first year, with 3% annual increases

COMMENTS:

The following proposal was received for the Premises pursuant to an RFP dated October 31, 2019:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
Huntington Orange and White Inc.	\$9,900.00	\$10,197.00	\$10,502.96	\$10,818.04	\$11,142.52	\$42,929.83

Huntington Orange and White Inc., the incumbent taxi operator at the Huntington LIRR station, is currently a month to month holdover. Huntington Orange and White Inc.'s proposal was the only proposal received. The Licensee is a tenant in good standing.

The principal, Thomas Villanova, will provide a personal guaranty of Licensee's obligations under the license agreement.

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

Staff Summary

Subject LICENSE AGREEMENT WITH DAVID ENTERPRISES, INC. FOR TAXI PARKING AT THE BAY SHORE LIRR STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREA TEDESCHE-GOMEZ

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: David Enterprises, Inc.
LOCATION: Bay Shore Station, Bay Shore, New York
ACTIVITY: License of property for taxi parking
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5 years
PREMISES: 10 taxi parking spaces year-round and an additional 12 taxi parking spaces from May thru September (total 22 taxi parking spaces)
COMPENSATION: \$7,500.04 first year, with 3% annual increases

COMMENTS:

The following proposal was received for the Premises pursuant to an RFP dated October 31, 2019:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
David Enterprises, Inc.	\$7,500.04	\$7,725.00	\$7,956.72	\$8,195.40	\$8,441.28	\$32,522.50

David Enterprises, Inc., the only proposal received, is the incumbent taxi operator and a tenant in good standing.

The principals, Charles David and John Tomitz, will provide a joint and several personal guaranty of Licensee's obligations under the license agreement.

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

Staff Summary

Subject LICENSE AGREEMENT WITH J.T.E. ENTERPRISES INC. FOR TAXI PARKING, BABYLON LIRR STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREA TEDESCHE-GOMEZ

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: J.T.E. Enterprises Inc.
LOCATION: Babylon Station, Babylon, New York
ACTIVITY: License for taxi parking and a dispatch office
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5 years
PREMISES: 12 taxi parking spaces and a dispatch office
COMPENSATION: \$15,600.00 first year, with 3% annual increases

COMMENTS:

The following proposal was received for the Premises pursuant to an RFP dated October 31, 2019:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
J.T.E. Enterprises Inc.	\$15,600.00	\$16,068.00	\$16,554.04	\$17,046.50	\$17,557.88	\$67,684.99

J.T.E. Enterprises Inc., the incumbent taxi operator and the only proposal received, is currently on a month to month holdover. This Licensee is a tenant in good standing.

The principal, John Tomitz, will provide a personal guaranty of Licensee's obligations under the license agreement.

Based on the foregoing, MTA Real Estate requests authorization for LIRR to enter into a license agreement with J.T.E. Enterprises Inc. on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT WITH J.T.E. ENTERPRISES INC. FOR TAXI PARKING AT SAYVILLE LIRR STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREA TEDESCHE-GOMEZ

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: J.T.E. Enterprises Inc.
LOCATION: Sayville LIRR Station, Sayville, New York
ACTIVITY: License for taxi parking
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5 years
PREMISES: 23 taxi parking spaces
COMPENSATION: \$11,500.00 first year, with 3% annual increases

COMMENTS:

The following proposal was received for the Premises pursuant to an RFP dated October 31, 2019:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
J.T.E. Enterprises Inc.	\$11,500.00	\$11,845.00	\$12,200.35	\$12,566.28	\$12,936.35	\$49,864.63

J.T.E. Enterprises Inc., the incumbent taxi operator and the only proposal received, is currently a month to month holdover. This Licensee is a tenant in good standing.

The principal, John Tomitz, will provide a personal guaranty of Licensee's obligations under the license agreement.

Based on the foregoing, MTA Real Estate requests authorization for LIRR to enter into a license agreement with J.T.E. Enterprises Inc. on the above-described terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT WITH HUNTINGTON ORANGE AND WHITE, INC. FOR TAXI PARKING, HICKSVILLE LIRR STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREA TEDESCHE-GOMEZ

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: Huntington Orange and White, Inc.
LOCATION: Hicksville LIRR Station, Hicksville, New York
ACTIVITY: License of taxi parking and dispatch office
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 5 years
PREMISES: 10 taxi parking spaces and a dispatch office
COMPENSATION: \$14,700.00 first year, with 3% annual increases

COMMENTS:

The following proposals were received for the Premises pursuant to an RFP dated October 31, 2019:

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
Huntington Orange and White, Inc.	\$14,700.00	\$15,141.00	\$15,595.23	\$16,063.08	\$16,544.94	\$64,156.11

Huntington Orange and White, Inc., the only proposal received, is the incumbent taxi operator and a tenant in good standing.

The principal, Thomas Villanova, will provide a personal guaranty of Licensee's obligations under the license agreement.

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

Staff Summary

Subject ACQUISITION OF WAREHOUSE BUILDING AT 80 WILLIS AVENUE, MINEOLA, NEW YORK
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREW D. GREENBERG

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road (the "LIRR") and Metropolitan Transportation Authority ("MTA")

SELLER: 80 Willis Avenue, Inc.

PROPERTY: 80 Willis Avenue, Mineola, New York 11501
Village of Mineola, Section 9. Block 417, Lot 1

ACTIVITY: Acquisition of fee simple title to the property

ACTION REQUESTED: Authorization to acquire the property

SPACE: Approximately 4,119 sq. ft. building consisting of 3,699 sq. ft. ground floor and 420 sq. ft. mezzanine area situated on approximately 6,604 sq. ft. of land

COMPENSATION: \$944,000

COMMENTS:

On December 13, 2017, the MTA Board approved for MTA Capital Construction Company, now MTA Construction & Development ("MTAC&D"), to award a public works contract for design-build services in support of the 3rd Track LIRR Expansion Project, which includes the optimized power plan for the relocation and improvement of various power substations (the "Project"). The elimination of seven grade crossings is part of the Project.

Acquisition of a portion of the Property is required to facilitate the elimination of the Willis Avenue grade crossing. With the remainder of the Property predominantly surrounded by the LIRR's right of way, the Property's access and use will be extensively limited, leaving an uneconomic remainder. Ownership was willing to negotiate a fair market value transaction for the MTA to acquire the entire Property, which will support the new maintenance facility that will be located across the street at 70-74 Willis Avenue. Therefore, acquiring the entire Property is cost effective, and MTA Real Estate successfully negotiated a purchase price of \$970,000, which is consistent with the appraised value of the Property obtained from a MTA Real Estate independent appraiser. A Phase II environmental study was performed which identified a portion of the Property requiring remediation. The negotiated purchase price was further reduced by \$26,000 to cover the cost for the environmental remediation.

Based on the foregoing, MTA Real Estate requests authorization on behalf of LIRR to acquire the Property on the above terms and conditions.

Staff Summary

Subject LICENSE AGREEMENT WITH DORF ASSOCIATES, INC. FOR ACCESS AND PARKING ON LIRR MONTAUK RIGHT OF WAY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name ANDREW GREENBERG

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
LICENSEE: Eric and Jeffrey Dorf, Dorf Associates, Inc., successor in interest to Dorf Management Organization, Inc. ("Dorf")
LOCATION: Portion of LIRR Montauk (Springfield) Branch Right of Way near 180th Street and Liberty Avenue, Queens, NY
ACTIVITY: License renewal to accommodate access, parking and deliveries for Licensee's business
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: 10 years, terminable at will on 60 days' notice
LICENSED AREA: Approximately 40,245 square feet
COMPENSATION: \$2.13 per square foot beginning year one, with 3% annual increases

Year	Annual Rent	Monthly Rent
1	\$85,721.85	\$7,143.49
2	\$88,293.51	\$7,357.79
3	\$90,942.31	\$7,578.53
4	\$93,670.58	\$7,805.88
5	\$96,480.70	\$8,040.06
6	\$99,375.12	\$8,281.26
7	\$102,356.37	\$8,529.70
8	\$105,427.06	\$8,785.59
9	\$108,589.87	\$9,049.16
10	\$111,847.57	\$9,320.63

COMMENTS:

Dorf, the incumbent and currently a month to month tenant, owns buildings which are adjacent to the Licensed Area. Dorf will continue to be responsible for performing any and all necessary improvement work, operation and maintenance of the

Staff Summary

FINANCE COMMITTEE MEETING LICENSE AGREEMENT FOR ACCESS AND PARKING (Cont'd.)

Page 2 of 2

site, as well as providing liability and insurance coverage, at its sole cost and expense; no improvements are contemplated at this time.

The referenced compensation represents a 47% increase to the current compensation. MTA Real Estate's Broker's Opinion of Value (the "BOV") concluded that based upon comparable parking in the vicinity, annual compensation in the amount of \$85,721.85 (\$2.13 psf) represents a fair and reasonable value for the Licensed Area.

The MTA Real Estate Department Policies and Procedures for the Licensing of Real Property permits the licensing of Property without the need for competitive bidding through a Request for Proposals (an "RFP") when: (a) there have been no inquiries on a Property within the past 12 months; and, (b) when a Property is located such that only a single adjacent owner can make use of such Property. In this case, the subject Licensed Area meets this criteria and is in good standing. The transaction was approved by the LIRR.

Based on the foregoing, MTA Real Estate requests authorization for the LIRR to enter into a license agreement with Dorf Associates, Inc. based on the above described terms and conditions.

Staff Summary

Subject PENN STATION CONCOURSE IMPROVEMENTS – CHANGE ORDER TO CONTRACT CM3307
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name PETER MATUSEWITCH

Date September 23, 2020
Vendor Name ONE PENN PLAZA LLC (“VORNADO”)
Contract Number CM3307
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCIES: MTA Construction & Development (“MTA C&D”) and MTA Long Island Rail Road (“LIRR”)

LOCATION: The LIRR Main Concourse, running approximately beneath 33rd Street, between Seventh and Eighth Avenues (the “Concourse”) and connecting corridors located within a portion of Pennsylvania Station (the “Station”).

ACTIONS REQUESTED: Authorization to enter into a Change Order to Contract CM3307, New York Penn Station LIRR Train Hall Renovation, Phase 1 – 33rd Street Entrance (“Entrance Development Agreement”) with Vornado Realty Trust (“Vornado”).

COMMENTS:

In 2019, the Board authorized MTACC (now MTA C&D) and the LIRR to enter into an MOU with Vornado, which provided for, among other things, a new street level entrance into the Concourse from 33rd Street and the widening of, and improvements to, the Concourse, to be delivered in two phases under Development Agreements with Vornado as the MTA’s developer. The goals of these capital improvements are to improve emergency egress, address pedestrian overcrowding, and improve the passenger experience in the Concourse and Station. The Concourse improvements will also require the reconfiguration and expansion of back-of-house spaces for current LIRR operations and future Metro-North/Penn Access operations.

In May 2019, the Board authorized MTA C&D to enter into the Entrance Development Agreement with Vornado for the Phase 1 work, which was subsequently executed. Vornado then executed a Design-Build agreement with Skanska Civil USA to perform the work. Construction of the new entrance is scheduled to be completed in December 2020.

MTA C&D has completed preliminary design of the Concourse improvements and Vornado received competitive design-build proposals in August 2020. MTA C&D and Vornado have selected Skanska Civil USA as the preferred bidder; negotiations are currently underway. MTA C&D anticipates returning to the Board in October 2020 to seek approval of the Phase 2 Development Agreement.

In July 2020, the Board authorized the real estate actions necessary for Vornado and the MTA to convey Property rights necessary to accommodate an elevator to the Concourse, the Concourse improvements, and LIRR back-of house facilities in One Penn Plaza, which are preparatory to a Phase 2 Development Agreement.

To facilitate the current timeline for the Concourse Improvement work and to take advantage of the fact that Madison Square Garden is closed due to COVID-19 restrictions, MTA C&D is seeking approval for a Change Order to the Phase 1

Staff Summary

FINANCE COMMITTEE MEETING PENN STATION CONCOURSE IMPROVEMENTS

Development Agreement to transfer certain Phase 2 work into Phase 1, for a not-to-exceed amount of \$20 million. The scope will include advance design work, utility survey and test pits in 33rd Street, Station roof replacement and street reconstruction in front of Madison Square Garden, and design and erection of temporary protection shields in the Concourse necessary for the work in 33rd Street. The work has utility independent of the larger Phase 2 scope of work. This transfer of scope and associated funding from Phase 2 to Phase 1 does not increase the total cost of the project. The transfer of work will facilitate the project schedule and avoid any interruption to construction progress as the MTA, Vornado and the Design-Builder negotiate the terms of the Phase 2 Development Agreement.

FUNDING:

Funding for this Change Order will come from the \$380 million in NYS funds allocated in the Capital Plan for the Phase 2 work.

Staff Summary

Subject LEASE WITH 1825 PARK AVENUE PROPERTY INVESTORS III, LLC AT 1825 PARK AVENUE FOR MTA POLICE DEPARTMENT
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature
Project Manager Name CHRISTOPHER NESTERCZUK

Date SEPTEMBER 23, 2020
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	9/23/20	X		
2	Board	9/23/20	X		

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

AGENCY: MTA on behalf of MTA Police Department ("MTAPD")
LANDLORD: 1825 Park Avenue Property Investors III, LLC ("Landlord")
LOCATION: 1825 Park Avenue, New York, NY
ACTIVITY: Office space lease for MTAPD
ACTION REQUESTED: Authorization to enter into lease agreement
TERM: 20 Years
PREMISES: Entire 10th floor consisting of approximately 11,406 rentable square feet ("RSF")

	Rent/RSF	Annual Rent
Rent Commencement - 5 th anniversary of Possession	\$41.50	\$473,349.00
5 th Anniversary of Possession – 10 th Anniversary of Possession	\$45.50	\$518,973.00
10 th Anniversary of Possession – 15 th Anniversary of Possession	\$49.50	\$564,597.00
15 th Anniversary of Possession – Lease Expiration	\$53.50	\$610,221.00

Rent increases annually by 1.25% in lieu of having an operating expense escalation. The annual 1.25% increases are not set forth in the rent chart above. See "Operating Expense Escalation" below.

LEASE COMMENCEMENT: Upon mutual execution and delivery of lease documents

RENT COMMENCEMENT: 5 months from possession

Staff Summary

**FINANCE COMMITTEE MEETING
LEASE WITH 1825 PARK AVENUE PROPERTY
INVESTORS III, LLC (Cont'd.)**

RENEWAL OPTIONS:	One Five (5) year renewal option upon 18 months prior written notice calculated on the greater of the then escalated rent or 100% of the fair market value, taking into consideration all relevant factors. The rent escalates by 1.25% annually during the renewal term in lieu of an operating expense escalation.
TERMINATION:	MTAPD shall have the right to terminate in either the 10 th or 15 th anniversary of the Rent Commencement Date upon 18 months prior notice.
REAL PROPERTY TAX ESCALATION:	MTAPD to pay its proportionate share of increases over a 2020/2021 fiscal base year. MTAPD shall not be subject to any real estate tax increases for the first 12 months following possession.
OPERATING EXPENSE ESCALATION:	In lieu of direct pass-through operating expenses, MTAPD shall pay a fixed 1.25% increase in Base Rent, compounding annually, starting on the 13 th month following possession.
ELECTRICITY:	Submetered at 103%
SERVICES:	Landlord shall deliver new air-cooled package unit(s); MTAPD shall operate and maintain the unit(s) at MTAPD's sole cost and expense. Landlord shall provide heat through perimeter radiators at no additional cost to MTAPD during business hours. Landlord shall provide a rooftop area where a generator may be installed at MTAPD's sole cost and expense to provide temporary back-up power. Landlord shall provide a pathway within the building for MTAPD's electrical conduit. Landlord will provide a 24/7 manned security desk in the lobby.
TENANT IMPROVEMENT ALLOWANCE:	Landlord will be providing the MTAPD an Improvement Allowance totaling \$96.60/sf (\$1,101,819.60) towards capital improvements, back-up generator costs and furniture purchases. The allowance includes \$17.50/sf (\$199,605) towards the construction of MTAPD's restrooms that do not currently exist. If Landlord's costs exceed the Allowances, MTAPD may pay the excess in a lump sum or spread out the payment in monthly installments over the term at an interest rate of 6%, provided, however, that with respect to the FF&E Allowance, Landlord will not permit MTAPD to spread out into monthly payments over the term amounts in excess of the FF&E Allowance (which is \$75,279.60). The MTAPD will pay customary management and supervisory fees for the MTAPD's improvement work.
LANDLORD WORK:	The Landlord has agreed at its cost to: 1) Deliver radiators in good working order; 2) Deliver MTAPD-controlled air-cooled package units and build the required mechanical equipment room; 3) Provide connection points to the building's Class "E" fire alarm system; 4) Fully sprinkler the premises; 5) Provide electrical service with panel in the premises for MTAPD's

Staff Summary

FINANCE COMMITTEE MEETING LEASE WITH 1825 PARK AVENUE PROPERTY INVESTORS III, LLC (Cont'd.)

Page 3 of 3

use; and 6) As referenced above in the MTAPD Improvement Allowance, provide \$199,605 towards the construction of the MTAPD's restrooms.

In addition, Landlord has agreed to construct the MTAPD's space, including installation of IT, security and AV systems, furniture and a back-up generator.

MAINTENANCE AND REPAIRS: MTAPD shall maintain the Premises. Landlord shall make all interior, exterior and structural repairs to the Building and any other portion of the Building needing such repairs, except such repairs necessitated by the negligence or willful misconduct of the MTAPD, its agents, contractors, employees or invitees.

CLEANING: MTAPD shall be responsible for cleaning the Premises.

SECURITY DEPOSIT: None

COMMENTS:

The MTAPD is currently experiencing a significant shortage of space with its Mt. Vernon district being over capacity and no available space at its existing facilities.

In order to address these operational challenges, the MTAPD inspected four properties in the general vicinity of Metro-North's 125 Street station, the operational target of this requirement. This location is directly across the street from the 125th Street station on the east side, on the northeast corner of the intersection of 125th Street and Park Avenue. This location is intended to be a 24/7 manned operation with lockers, showers, a muster room and several offices. Parking is available at the station. The location provides excellent connectivity to the police headquarters in the Graybar Building at Grand Central Terminal and the northern suburbs of Westchester and Fairfield Counties. In addition, the MTAPD has conducted community outreach, and the community is in support of the MTAPD's presence in this area.

In addition, the crime rate at this station is particularly high during shift changes when there is little to no police presence. Having this MTAPD reporting location across the street will improve the lack of police presence between shifts and will improve overall security in the area by addressing criminal activity and quality of life complaints in and around the station.

The rental rate and concession package negotiated are well within the market for this area of Manhattan. Based on the foregoing, MTA Real Estate requests authorization for the MTA to enter into a lease agreement on behalf of the MTAPD on the above described terms and conditions.

Staff Summary

Subject: 2020 Title VI Program
Department Diversity and Civil Rights
Department Head Name Michael J. Garner, Chief Diversity and Inclusion Officer
Department Head Signature
Project Manager/Division Head Dr. Rosalyn Green, Acting Deputy Chief Diversity Officer

Date September 23, 2020
Vendor Name N/A
Contract Number N/A
Contract Manager Name N/A
Table of Contents Ref # N/A

Board Action					
Order	To	Date	Approval	Info	Other
1	Diversity Committee				
2	Board				

Internal Approvals			
Order	Approval	Order	Approval
1	Diversity & Civil Rights		
2	Legal		
3	Chief of Staff		

Purpose:

To obtain Board approval for the 2020 MTA Title VI Program update.

Discussion:

As a recipient of Federal Transit Administration (FTA) funds, the Metropolitan Transportation Authority (MTA) must comply with the requirements of FTA Circulars 4702.1B (Title VI), 4703.1 (Environmental Justice), 4704.1A (EEO), and related Federal Transit Laws, 49 U.S.C. § 5332, which ensure non-discrimination on the basis of race, color, national origin, including limited English proficiency (LEP) access, age, sex, religion, and disability, in connection with any federally-funded program or activity of the MTA and the following affiliated and subsidiary agencies: MTA Long Island Rail Road, MTA Metro-North Railroad, MTA Construction & Development, MTA Bus Company, and MTA New York City Transit, including the Manhattan and Bronx Surface Transit Operating Authority and the Staten Island Rapid Transit Operating Authority, (collectively, "the MTA").

Further, as stipulated under FTA Circular 4702.1b, the Title VI Program refers to a document developed for submission to the FTA which details and affirms the MTA's commitment to complying with the requirements of Title VI and related Nondiscrimination Federal Transit Laws with respect to all of its federally-funded programs and activities.

Under the requirements of 4702.1b, the Title VI Program must be approved by the MTA Board of Directors before submission to the FTA.

The MTA must submit an updated Title VI Program to the FTA every three years. MTA's next program submission is due October 1, 2020.

Recommendation:

It is the recommendation that the Board approve the MTA's 2020 Title VI Program update, in satisfaction of the requirements of the FTA Title VI Circular, 4702.1B.

TITLE VI PROGRAM 2020 BOARD RESOLUTION

WHEREAS, Title VI of the Civil Rights Act of 1964, 42 U.S.C. ~~§§2000d et seq.~~ (“Title VI”), the U. S. Department of Transportation (“DOT”) regulations, 49 CFR Part 21, and the Federal Transit Administration (“FTA”) Circular 4702.1B prohibit discrimination on the basis of race, color or national origin by recipients of federal financial assistance in administering the benefits of their programs; and

WHEREAS, Federal Transit Laws, (49 U.S.C. § 5332) further prohibit discrimination in any Federally Assisted Programs on the basis of age, sex, religion, and disability and are protected and investigated under MTA’s Title VI Program.

WHEREAS, as a recipient of federal funds, MTA is required to comply with the requirements of Title VI, the applicable DOT regulations, and the FTA Circular; and

WHEREAS, pursuant to FTA Circular 4702.1B, MTA is required to submit its Title VI Program to the MTA Board for approval; and

WHEREAS, the MTA Board has been briefed on the contents and findings of MTA’s Title VI Program;

Now, THEREFORE IT IS RESOLVED that the Board approves MTA’s Title VI Program as described in the attached Staff Summary.