



Metropolitan Transportation Authority

# April 2012

**MTA Board Action Items**



**MEETING AGENDA**  
**METROPOLITAN TRANSPORTATION AUTHORITY BOARD**  
**April 25, 2012 9:30 a.m.**

347 Madison Avenue  
Fifth Floor Board Room  
New York, NY

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**AGENDA ITEMS**

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

Date of next MTA Board meeting: Wednesday May 21, 2012 at 9:30 a.m.

**Metropolitan Transportation Authority  
Minutes of  
Regular Board Meeting  
347 Madison Avenue  
New York, NY 10017**

**Wednesday, March 28, 2012  
9:30 a.m.**

**The following members were present:**

**Hon. Joseph J. Lhota, Chairman and CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Jonathan A. Ballan  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Fernando Ferrer  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James L. Sedore, Jr.  
Hon. Carl V. Wortendyke**

**The following members were absent:**

**Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Ed Watt**

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira R. Greenberg, Board Member Vincent Tessitore, Jr., Thomas Prendergast, President, NYCTA, Albert C. Cosenza, Executive Vice President, Long Island Railroad, Howard Permut, President of Metro-North Rail Road, James Ferrara, President of TBTA, Darryl Irick, President of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Sophia-LaFrance Brooks, Government and Community Affairs also attended the meeting.

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

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

1. **PUBLIC SPEAKERS.** There were twenty-two (22) public speakers; the speakers listed below addressed items specific to the MTA agenda. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the content of these speakers' statements and to the other agencies' minutes of this date for the list of other speakers.

Timothy Marshall – Jamaica Business Resources  
Nayan Farik – Society of Engineers and Architects  
Samuel Padilla – National Hispanic Business Group  
Andrew Simmons – LaShay Construction & Development  
David Sale – Transit Safety Alliance  
Rev. Jacque-Degraff – 100 Black Men  
Jim Heliger – Association of Minority Enterprises

2. **CHAIRMAN'S REMARKS.**

Chairman Lhota announced the passing of Peter Hine, who worked in the MTA Real Estate Department for almost twenty-five years. The Chairman noted Mr. Hine's passion for the transit system, and his encyclopedic knowledge of New York City and everything MTA. On behalf of the MTA family, the Chairman extended condolences to Mr. Hine's family and friends.

Chairman Lhota also announced that on Friday, March 23, 2012 the MTA officially renamed its 100<sup>th</sup> Street Depot "the Tuskegee Airman Bus Depot", in honor of one of the most remarkable military units in the nation's history. The Chairman stated that New York City Transit was one of the few employers in the nation that opened its arms to the first African American pilots who were permitted in America's segregated military during World War II. Chairman Lhota said that he is proud that the history of the Tuskegee Airmen is now an indelible part of the MTA's history.

Chairman Lhota congratulated President Howard Permit and his team at Metro-North for winning the 2011 Brunel Jury Prize for Design Excellence. Metro-North is the first American railroad to win the prestigious international Jury Prize in the award's 26-year history. Chairman Lhota noted that an exhibit containing panels from all of the projects that received awards or commendations in the 2011 competition is on display in Vanderbilt Hall in GCT.

Chairman Lhota announced that the Governor and the Legislature have reached an agreement on the State's transportation budget, which he said is expected to be formally adopted later in the week. The agreement includes funds for MTA's Capital Program and an increase in the MTA's bond cap that will be phased in over three years. The Chairman

stated that the budget also includes funding to replace the loss of revenue for the Payroll Mobility Tax for this year. Chairman Lhota noted that as part of the overall agreement, the MTA's Capital Program Amendment was deemed approved when it was not vetoed by any of the CPRB members prior to the expiration of the statutory review period. The Chairman stated that the approval of the Capital Program Amendment will ensure that MTA can fund the capital projects contained in the final three years of the current Capital Program, enable the MTA to maintain its core infrastructure, fund capacity and customer improvement projects, and continue to advance the mega-projects that will expand the region's transportation network. Chairman Lhota thanked Linda Kleinbaum, Deputy Executive Director of Administration and her team, Robert Foran, CFO, Hilary Ring, Director of Government Affairs, and the MTA staff who worked diligently on the capital program amendment.

3. **MINUTES.** Upon motion duly made and seconded, the Board approved the minutes of the regular Board meeting held on February 29, 2012.

4. **COMMITTEE ON FINANCE.**

- A. **Action Items.** Upon motion duly made and seconded, the Board approved the following action items, described in further detail in the staff summaries and documentation filed with the meeting materials.

1. **TBTA General Revenue Bonds, Series 2012A.** Approved the Series 2012A Supplemental Resolution and activities in connection with the issuance of bonds in an aggregate principal amount necessary to provide net proceeds (exclusive of premiums) sufficient to fund up to \$250 million of capital projects of the TBTA, including applicable issuance costs, and any original issue discount. Authority was delegated to the officers identified in the supplemental resolution to take all such actions, including the award of contracts to issue obligations, and to execute and deliver all such documents as may from time-to-time be deemed necessary or desirable in connection with the issuance of the new money bonds.
2. **2011 Annual Procurement Report.** Authorized the filing with the State of New York of the annual MTA All-Agency Procurement report for the period January 1, 2011 – December 31, 2011, as required under Section 2879 of the Public Authorities Law.

- B. **Information Item.**

1. **MTA Prompt Payment Annual Report 2011.** The Board received the annual MTA Prompt Payment Annual Report that is required to be submitted to the State Comptroller, State Director of the Budget, the Chairman of the Senate Finance Committee, and the Chairman of the Assembly Ways and Means Committee.



C. **Procurement Items.** Upon motion duly made and seconded, the Board approved the following procurement items, described in further detail in the staff summaries and documentation filed with the meeting materials.

1. Dell Marketing LP and Derive Technologies - All-Agency E-Procurement of PCs and Laptops – Nos. 12003-0100 thru -0200. Approved the award of two all-agency competitively negotiated, purchase contracts using the e-procurement process to Dell Marketing, LP to provide standard and power desktop PCs and with Derive Technologies, Inc. to provide standard and power laptop computers on an as-needed basis over 24 months.
2. Acquia, Inc. – Cloud Based Infrastructure and Web Application – No. 12059-0100. Approved a contract with Acquia, Inc. for hosted internet cloud services and associated professional services for 36 months.
3. Various Contractors - All-Agency Transportation Planning Consulting Retainer Services – Nos. 11007-0100 thru 0600. Approved competitively negotiated personal services contracts with AECOM USA, Inc., Cambridge Systematics, Inc., The Louis Berger Group, Inc., Stantec Consulting Services, Inc., URS Corporation – New York, and VHB Engineering, Surveying & Landscape Architecture, PC to provide transportation planning consultant services on an as-needed basis for a period of forty-eight months.
4. Shinique Smith – AFT Project – No. 12057-0100. Approved a competitive contract to provide technical design, fabrication, crating, storage, delivery and oversight of installation of materials at the Mother Clara Hale Bus Depot.
5. Guardian Services Industries, Inc. – Custodial and Unarmed Security Guard Services – No. 11159-0100. Approved a competitively negotiated miscellaneous services contract using the e-procurement process for custodial and unarmed security guard services for MTA Headquarters and nine (9) MTA Police Facilities for a 3-year term.
6. MIS Science Corporation – All-Agency Customer E-Mail Alert System – No. 07252-0100, c/o. #2. Approved additional funding for a five-year competitive contract approved by the Board in February 2008 for an all-agency email and text message notification system.

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

**Metropolitan Transportation Authority**

1. Revised and updated 2012 MTA Real Estate Department Policies and Procedures for the Leasing-Out and Sale of Real Property; the 2012 All-Agency

Guidelines for the Disposal of Personal Property; designation of the MTA Director of Real Estate as the Real Property Disposition Contracting Officer for the MTA Agencies; and designation of Personal Property Disposition Contracting Officers.

**Long Island Rail Road**

2. License agreements with: JMS Catering, Inc. for the operation of a coffee truck concession at Bellmore Station in Bellmore, N.Y.; Sal Boniventre for a coffee truck concession at Lindenhurst Station in Lindenhurst, N.Y.; and with Partnered Beverages LLC for the operation coffee truck concessions at Seaford Station in Seaford, N.Y., Amityville Station in Amityville, N.Y., Kings Park Station in Kings Park, N.Y., Massapequa Station in Massapequa, N.Y., and Bay Shore Station in Bay Shore, N.Y.

**Metro-North Railroad**

3. Permanent, non-exclusive easement to the Village of Larchmont for emergency first responder access to housing development located south of North Avenue, west of Palmer Avenue, and east of Metro-North's New Haven Line tracks.

**5. COMMITTEE ON CORPORATE GOVERNANCE.**

- A. **Action Items.** Upon motion duly made and seconded, the Board approved the following action items, described in further detail in the staff summaries and documentation filed with the meeting materials.
  1. Mission Statement and Performance Indicator Report. Approved the 2011 Mission Statement and Performance Measurement Report for submission to the State's Authorities Budget Office.
  2. Travel and Business Expense Policy. Approved the All-Agency Travel and Business Expense Policy.
  3. All-Agency Procurement Guidelines and All-Agency Guidelines for Procurement of Services. Approved the revised All-Agency Procurement Guidelines and the All-Agency Guidelines for the Procurement of Services.

**6. ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:35 a.m.

Respectively submitted,

Victoria Clement  
Assistant Secretary

Regular Board Meeting  
March 28, 2012



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

**Wednesday, March 28, 2012  
9:30 a.m.**

**The following members were present:**

**Hon. Joseph Lhota, Chairman and CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Jonathan A. Ballan  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Fernando Ferrer  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James L. Sedore, Jr.  
Hon. Carl V. Wortendyke**

**The following members were absent:**

**Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Ed Watt**

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira R. Greenberg, Board Member Vincent Tessitore, Jr., Thomas Prendergast, President, NYCTA, Albert C. Cosenza, Executive Vice President, Long Island Rail Road, Howard Permut, President of Metro-North Rail Road, James Ferrara, President of TBTA, Darryl Irick, President of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Sophia-LaFrance Brooks, Government and Community Affairs also attended the meeting. Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

**1. CHAIRMAN LHOTA CALLED THE MEETING TO ORDER**

**2. PUBLIC COMMENT PERIOD**

Twenty-one (21) public speaker addressed NYC Transit/MTA Bus issues.

Richard Downey, Alskaw, LLC, urged the Board to suspend consideration of its award of a contract to Bombardier Transit Corporation to furnish and deliver new subway cars.

Timothy Marshall, Jamaica Business Resource Center, expressed support for the outstanding work of the Board and staff in advancing important initiatives for minority communities.

Nayan Parikh, Society of Indo-American English & Art, supported the Board's efforts in promoting diversity and minority businesses and looked forward to continuing efforts in that regard.

Samuel Padilla, National Hispanic Business Group, applauded the MTA's efforts to increase the percentage of minority business enterprises.

Andrew Simmons, LaShay Construction & Development, thanked the Board for being supportive of the programs to advance minority business and is grateful for increased experience and opportunities.

David Sale, Transit Safety Alliance, asked the Board to look into his safety and training program which helps better prepare transportation operators.

Jen Waller, Occupy Wall Street (OWS), spoke out against the arrests which took place on March 17, 2012 and the use of MTA/NYCT buses in connection with such arrests.

Shawn Carrie, OWS, protested the arrests by the NYPD on March 17, 2012, and objected to the use of public buses for transporting arrestees.

Tony Murphy, OWS, was outraged that the NYPD would be allowed to use MTA buses to carry out arrests.

Tom Hintze, OWS, spoke against the MTA's participation in the transport of arrestees.

Marty Goodman, TWU, urged the Board to restore the jobs of previously laid off station agents.

Mickey Egeth urged the MTA to reconsider specified bus service cuts and discussed the hardships such cuts have created for the aging population.

Reverend Jacque-Degraff, 100 Black Men, expressed support for the diversity and mentoring programs and is prepared to continue to fight for this cause.

Jim Heliger, Association of Minority Enterprises, urged the Board to work with them in order to increase the percentage of minority owned businesses.

Robert Cohen, Murray Hill Association, asked the Board to return the M34 and M34a bus stops on Lexington and Madison Avenues.

Sona Cohen, Murray Hill Association, discussed the hardships for disabled persons as a result of bus cuts on the M34 line.

Lucia Favuzzi and Marcia Schumann, Murray Hill Association, also asked the Board to return the M34 bus stops on Lexington and Madison Avenues.

Yonatan Miller, OWS, discussed the arrests which took place on March 17, 2012, and protested the use of MTA buses.

Elizabeth Arce, OWS, protested the arrests which occurred on March 17, 2012, and the use of MTA/NYCT buses in that regard.

Alex Carvallo, OWS, questioned the NYPD's use of public resources to carry out the arrests on March 17, 2012.

### **3. CHAIRMAN LHOTA'S COMMENTS**

Details of Chairman Lhota's comments are set forth in minutes recorded by the MTA, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

### **4. MINUTES**

Upon motion duly made and seconded, the Board unanimously approved the minutes of the regular board meeting of MTA NYC Transit, the Manhattan and Bronx Surface Transit Operating Authority, the Staten Island Railway Transit Operating Authority, and MTA Bus Company held on February 29, 2012.

### **5. COMMITTEE ON TRANSIT OPERATIONS NYC Transit**

#### **Procurements:**

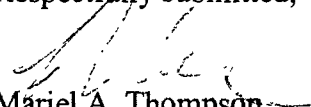
Competitive Procurements: Upon motion duly made and seconded, the Board approved the competitive procurements requiring a two-thirds vote (Schedule C in the Agenda) and a majority vote (Schedules F and I in the Agenda). Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of the NYC Transit/SIR/MTA Bus Company.

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

6. **ADJOURMENT**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,

  
Mariel A. Thompson  
Assistant Secretary

Minutes of the Regular Meeting  
Metro-North Commuter Railroad Company  
Wednesday, March 28, 2012  
9:30 a.m.

The following members were present:

Hon. Joseph Lhota, Chairman and CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Jonathan A. Ballan  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Fernando Ferrer  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James L. Sedore, Jr.  
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira R. Greenberg, Board Member Vincent Tessitore, Jr., Thomas Prendergast, President, NYCTA, Albert C. Cosenza, Executive Vice President, Long Island Railroad, Howard Permut, President of Metro-North Rail Road, James Ferrara, President of TBTA, Darryl Irick, President of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Sophia-LaFrance Brooks, Government and Community Affairs also attended the meeting.

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

1. Chairman Lhota called the meeting to order.
2. Public Comment::

There were 22 public speakers. Murray Bodin of Concerned Grandparents spoke of the ability of Metro-North to run three car sets instead of 2 car sets; expressing his

opinion that 2 car sets are more costly to operate. The subject matter of the remaining public speakers' comments which did not address Metro-North issues is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

3. Approval of Minutes – Upon motion duly made and seconded, the minutes of the Regular Board Meeting of February 29, 2012 were unanimously approved.
4. Chairman's Opening Remarks:

Chairman Lhota congratulated Metro-North President Howard Permut and the Metro-North team for winning the international 2011 Brunel Jury Prize for overall Design Excellence in the support buildings category for its ultra-modern shops at Croton-Harmon. Competition for the award is open to every railway in the entire world, and Metro-North is the first American railroad to win in the 26- year history of the award. The award will be on display in Vanderbilt Hall until March 30, 2012. The exhibit contains panels from all of the projects that received an award or commendation in the 2011 competition and recounts the nearly 30-year history of Metro-North and their phenomenal progress during that time. The details of the remaining portions of Chairman Lhota's statement are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

5. Committee on Finance Committee:

Action Item:

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

- 2011 Annual Procurement Report

Information Item:

- 2011 Prompt Payment Report

Upon motion duly made and seconded, the Board, among other items, approved the following items recommended to it by the Committee on Finance.

- Approval of easement grant to the Village of Larchmont for emergency access to housing development in Larchmont, New York.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

6. Committee on Metro-North Railroad and Long Island Rail Road Operations:

Metro-North Procurements:

Upon motion duly made and seconded, the Board approved the following competitive procurements requiring majority vote by the Board.

Miscellaneous Service Contracts

- Walco Electric Company, Ram Industrial Svc. And Sherwood Electromotion, Inc. -- Repair and return of DC powered traction motors used on Metro-North's M-2/M-3/M-4 and M-6 commuter railcar fleets.
- Sissco Material Handling, Inc. -- Inspection, maintenance and parts replacement -- Metro-North and Long Island Rail Road portable railcar floor jacks, overhead cranes, turntables and car hoists.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

7. Committee on Corporate Governance

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

- Review of the MTA's mission statement and performance measurements and authorization to submit the 2011 Mission Statement and Performance Measurement Report to the State Authorities Budget Office.
- Authorization of proposed revisions to the All-Agency Travel and Business Expense Policy.
- To revise the All-Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services (together, the "Procurement Guidelines") to encompass the award of contracts through the MTA Small Business Federal Program and to reflect the requirement that the Authority prepare an annual procurement report, in compliance with the Authority's existing practice and applicable law.

Staff summaries and reports setting forth the details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

8. Adjournment:

Upon a motion duly made and seconded, the members of the Board present voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,



Linda Montanino  
Assistant Secretary



Minutes of the Regular Meeting  
Long Island Rail Road Company  
Wednesday, March 28, 2012  
9:30 a.m.

The following members were present:

Hon. Joseph Lhota, Chairman and CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Jonathan A. Ballan  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Fernando Ferrer  
Hon. Jeffrey A. Kay  
Hon. Mark D. Lebow  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James L. Sedore, Jr.  
Hon. Carl V. Wortendyke

The following members were absent:

Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira R. Greenberg, Board Member Vincent Tessitore, Jr., Thomas Prendergast, President, NYCTA, Albert C. Cosenza, Executive Vice President, Long Island Railroad, Howard Permut, President of Metro-North Rail Road, James Ferrara, President of TBTA, Darryl Irick, President of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Sophia-LaFrance Brooks, Government and Community Affairs also attended the meeting.

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

1. Chairman Lhota called the meeting to order.
2. **Public Speakers:**

There were 22 public speakers. Only one public speaker, Murray Bodin of Concerned Grandparents, addressed issues specific to LIRR. Mr. Bodin recommended

that Metro-North and LIRR consider the use of three car sets instead of 2 car sets, expressing his opinion that 3 car sets are more economical to operate. The subject matter of the remaining public speakers' comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

3. **Chairman's Opening Remarks:**

Chairman Lhota announced that the State Legislature reached agreement on funding for the Capital Plan and that the Amendment to the Capital Plan was approved by the Capital Program Review Board. Chairman Lhota thanked Linda Kleinbaum, Hilary Ring and the entire staff for their work on the Capital Plan. The details of the remaining portions of Chairman Lhota's remarks are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

4. **Approval of Minutes**

Upon motion duly made and seconded, the minutes of the Regular Board Meeting of February 29, 2012 were unanimously approved.

5. **Committee on Finance Committee:**

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

- 2011 Annual Procurement Report

**Information Item:**

- 2011 Prompt Payment Report

**Real Estate Action Items**

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

- Approval of License agreements with JMS Catering, Inc. for the coffee truck at Bellmore Station, Bellmore, New York; with Sal Boniventre for the coffee truck concession at Lindenhurst Station, Lindenhurst, New York; and with Partnered Beverages LLC for the coffee truck concessions at Seaford Station in Seaford, New York, Amityville Station in Amityville, New York, Kings Park Station in Kings Park, New York, Massapequa Station in Massapequa, New York and the Bay Shore Station in Bay Shore, New York.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

6. **Committee on Metro-North Railroad and Long Island Rail Road Operations:**

**Long Island Rail Road Procurements**

There were no LIRR Procurements.

**Metro-North Railroad Procurements**

The Board voted on Metro-North items. Among the items approved was a miscellaneous service contract with Sissco Material Handling, Inc. for preventative and remedial maintenance, inspection services and parts replacement for Metro-North's portable railcar floor jacks and LIRR's overhead cranes, turntables and car hoists.

**MTACC Procurements**

Upon motion duly made and seconded, the Board unanimously approved two modifications to competitively procured ESA purchase and public works contracts, a modification of the Tutor Perini CH053 Contract to add work related to the location of Amtrak Signal and Communications utility lines; and a modification of the Granite-Taylor Frontier contract CQ031 to provide additional geotechnical and structural instrumentation and improvements to the structure of the GM Bridge. The Board also ratified the modification of the Tutor Perini CH053 Contract for replacement of the Mixed Face Cutterhead for the Microtunnel Boring Machine with a Rock-Face Cutterhead.

Staff summaries and reports setting forth the details of the above items are filed with the records of this meeting.

7. **Committee on Corporate Governance**

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

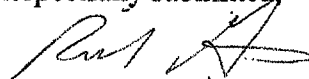
- Review of the MTA's mission statement and performance measurements and authorization to submit the 2011 Mission Statement and Performance Measurement Report to the State Authorities Budget Office.
- Authorization of proposed revisions to the All-Agency Travel and Business Expense Policy.
- Authorization to revise the All-Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services (together, the "Procurement Guidelines") to encompass the award of contracts through the MTA Small Business Federal Program ("SBFP") and to reflect the requirement that the Authority prepare an annual procurement report, in compliance with the Authority's existing practice and applicable law.

Staff summaries and reports setting forth the details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority held this day.

8. Adjournment:

Upon a motion duly made and seconded, the members of the Board present voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read 'Richard Gans', written over a horizontal line.

Richard Gans  
Secretary

**Minutes of the Regular Meeting  
Triborough Bridge and Tunnel Authority  
March 28, 2012**

Meeting Held at  
347 Madison Avenue  
New York, New York 10017

9:30 a.m.

The following members were present:

Hon. Joseph J. Lhota, Chairman and CEO  
Hon. Andrew M. Saul, Vice Chairman  
Hon. Jonathan A. Ballan  
Hon. John H. Banks, III  
Hon. Robert C. Bickford  
Hon. James F. Blair  
Hon. Allen P. Cappelli  
Hon. Fernando Ferrer  
Hon. Jeffrey A. Kay  
Hon. Mark D. LeBow  
Hon. Mark Page  
Hon. Mitchell H. Pally  
Hon. James E. Sedore, Jr.  
Hon. Carl V. Wortendyke

Not Present:

Hon. Susan Metzger  
Hon. Charles G. Moerdler  
Hon. Ed Watt

Nuria Fernandez, Chief Operating Officer; Catherine Rinaldi, Chief of Staff; James B. Henly, General Counsel, MTA; Board Member Andrew Albert; Board Member Norman Brown; Board Member Ira Greenberg; Board Member Vincent Tessitore, Jr.; Albert C. Cosenza, Executive Vice President, Long Island Rail Road; James Ferrara, President, MTA Bridges and Tunnels; Michael Horodniceanu, President, MTA Capital Construction; Darryl Irick, President, MTA Bus Operations; Thomas F. Prendergast, President, New York City Transit; Howard Permut, President, Metro-North Commuter Railroad; and Sophia-LaFrance Brooks, Government and

Community Affairs, MTA also attended the meeting.

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

Chairman Lhota called the meeting to order.

**1. Public Speakers**

There were twenty-two public speakers. None of the speakers specifically commented on issues regarding the Triborough Bridge and Tunnel Authority. The subject matter of the speakers' comments is contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

**2. Chairman Lhota's Opening Comments**

The details of Chairman Lhota's comments are contained in the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

**3. Approval of the Minutes of the Regular Meeting February 29, 2012**

Upon a motion duly made and seconded, the minutes of the Meeting held February 29, 2012 were unanimously approved.

**4. Finance Committee**

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

**• Authorization to issue TBTA General Review Bonds, Series 2012A**

1. The attached Series 2012A Supplemental Resolution and activities in connection with the issuance of bonds in an aggregate principal amount necessary to provide net proceeds (exclusive of premiums) sufficient to fund up to \$250 million of capital projects of the Triborough Bridge and Tunnel Authority:

- Series 2012A Supplemental Resolution authorizing Triborough Bridge and Tunnel Authority General Revenue Obligations, including providing for the issuance of an aggregate principal amount of Triborough Bridge and Tunnel Authority General Revenue Bonds in one or more series necessary to finance capital projects of the Triborough Bridge and Tunnel Authority, plus applicable issuance costs, and any original issue discount.

2. With respect to the above referenced financial transactions set forth in paragraph 1, delegated authority to the Chairman and Chief Executive Officer, the Vice-Chairman, the Chair of the Finance Committee, and in each case, on behalf of MTA and TBTA, the Chief Financial Officer of MTA, and the Director of Finance of MTA to award the obligations either pursuant to competitive bid or to members

(or entities related to such firms) of the MTA underwriting syndicates (as referred to in the Supplemental Resolution) and to execute and/or deliver in each case, where appropriate:

- Notices of Sale and bid forms,
- Purchase Agreements with underwriters,
- Official Statements and other disclosure documents, (incorporating the most recent applicable continuing disclosure filings of the MTA, as well as the most current "recent developments" disclosure available and reasonably current TBTA financial and traffic data),
- Continuing Disclosure Agreements and related filings, and
- Dealer and Broker-Dealer Agreements.

Any such documents will be in substantially the form of any document previously entered into by MTA for previous issues and programs, with such changes as approved by any one or more of the foregoing officers. In addition, such officers are hereby authorized to terminate, amend, supplement, replace or extend any such documents related thereto, as they shall deem advisable.

3. On behalf of MTA and its subsidiaries and affiliates, authorized the Chairman and Chief Executive Officer, the Chair of the Finance Committee, the Vice-Chairman, and in each case, on behalf of MTA Bridges and Tunnels, the Chief Financial Officer of MTA, and the Director of Finance of MTA to take such other actions as may be necessary or desirable to effectuate the issuance of the new money bonds.

A copy of the resolution, staff summary and details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

• **Submission to the Board of the MTA All Agency Prompt Payment Report for 2011**

A copy of the staff summary and MTA Annual Prompt Payment Report for 2011 is filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

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

**Cross Bay Bridge Toll Rebate Program**

Chairman Lhota stated that there was a walk-in item today that was sent electronically to all Board members yesterday and was discussed at the Bridges and Tunnels Committee Meeting on Monday. The budget bills agreed to by the Governor and the Legislature include a section reimbursing the MTA for the costs associated with modifications to the rebate program for E-ZPass customers who reside in Broad Channel and the Rockaway Peninsula in Queens.

The staff summary authorizes the Chairman and other appropriate officers of the MTA and Bridges and Tunnels to take such actions as may be necessary to modify the existing



program to extend rebate coverage to the first two tolls incurred on the Cross Bay Veterans Memorial Bridge, subject to the anticipated enactment of the budget bill containing this appropriation.

Commissioner Kay stated that although he would vote for the item he did so with trepidation. He recalled sitting through discussions with the residents of the Rockaways in 2010 when the MTA proposed to eliminate the rebate program due to budget constraints, and the MTA stood firm. Commissioner Kay stated that this cut was no worse than any of the others. He is opposed to the idea that certain cuts have been singled out for action, and did not want to see this occur every time the Board needed to make a decision regarding budget cuts. Commissioner Kay stated that he recognized that this was a unique situation, but he did not want to see it happen again.

Chairman Lhota stated that he had informed the leadership in Albany that this program will be done only as long as the Legislature funds it.

Commissioner Cappelli stated that he opposed the 2010 elimination of the rebate program and noted that the people who are geographically trapped by bridges are treated unfairly. He stated that the Board needs to have a dialogue about geographic fairness in the region including elements of the Mayor's congestion pricing plan and Sam Schwartz's plan.

Upon a motion duly made and seconded, the Board approved the resolution which authorizes the Chairman and other appropriate officers of the MTA and TBTA to take such actions as may be necessary to modify an existing rebate program, limited to E-ZPass customers who are residents of Broad Channel and the Rockaway Peninsula. This program would be modified and extend rebate coverage to the first two tolls incurred on the Cross Bay Veterans Memorial Bridge ("Cross Bay"), subject to the Legislature's anticipated enactment of a Budget that appropriates to the MTA sufficient funds for this purpose.

A copy of the resolution and staff summary are filed with the minutes of the meeting of the Board of the Triborough Bridge and Tunnel Authority.

### **Procurements**

Commissioner Cappelli stated that there are no non-competitive procurements this month.

### **Competitive Procurements**

Commissioner Cappelli stated that there are two procurements this month totaling \$1.65 million.

Upon a motion duly made and seconded, the Board unanimously approved the following competitive procurement items recommended to it by the Committee for MTA Bridges and Tunnels Operations.

### **Miscellaneous Service Contracts**

Transpo Industries	Contract No. 10-MNT-2864A and B	\$654,414.00
Traffic Safety Service, LLC	Contractors to repair, maintain and replace impact attenuators (collision energy absorbing devices) at various locations since B&T neither has the personnel nor the equipment to perform this work.	\$113,490.00

### **Modifications to Purchase & Public Works Contracts**

El Sol Contracting and Construction Corp./El Sol Limited Enterprises, Inc. (a Joint Venture)	Contract No. TN-85C Additional work to upgrade the existing suspended span under deck work platform to current OSHA standards, which is necessary to allow the Contractor to access and perform the required structural repairs under Contract TN-85C, Suspended Span Repairs at the Throgs Neck Bridge.	\$884,399.00
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Commissioner Cappelli stated that there are no ratifications.

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

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

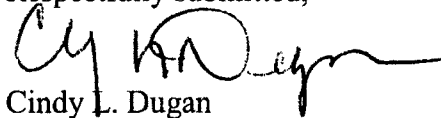
- Review of the MTA's mission statement and performance measurements and authorized submission of the 2011 Mission Statement and Performance Measurement Report to the State Authorities Budget Office.
- Proposed revisions to the All-Agency Travel and Business Expense Policy.
- Revision of the All-Agency Procurement Guidelines and All Agency Guidelines for Procurement of Services (together, the "Procurement Guidelines") to encompass the award of contracts through the MTA Small Business Federal Program ("SBFP") and to reflect the requirement that the Authority prepare an annual procurement report, in compliance with the Authority's existing practice and applicable law.

A copy of the 2011 Mission Statement and Performance Measurement Report, All Agency Policies, staff summaries and details of the above items are filed with the minutes of the meeting of the Board of the Metropolitan Transportation Authority.

7. Adjournment

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 10:35 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Cindy L. Dugan", with a long horizontal flourish extending to the right.

Cindy L. Dugan  
Assistant Secretary

Regular Board Meeting  
MTA Capital Construction Company  
347 Madison Avenue  
New York, NY 10017

**Wednesday, March 28, 2012  
9:30 a.m.**

**The following members were present:**

**Hon. Joseph Lhota, Chairman and CEO**  
**Hon. Andrew M. Saul, Vice Chairman**  
**Hon. Jonathan A. Ballan**  
**Hon. John H. Banks, III**  
**Hon. Robert C. Bickford**  
**Hon. James F. Blair**  
**Hon. Allen P. Cappelli**  
**Hon. Fernando Ferrer**  
**Hon. Jeffrey A. Kay**  
**Hon. Mark D. Lebow**  
**Hon. Mark Page**  
**Hon. Mitchell H. Pally**  
**Hon. James L. Sedore, Jr.**  
**Hon. Carl V. Wortendyke**

**The following members were absent:**

**Hon. Susan Metzger**  
**Hon. Charles G. Moerdler**  
**Hon. Ed Watt**

Nuria Fernandez, Chief Operating Officer, Catherine Rinaldi, Chief of Staff, James B. Henly, MTA General Counsel, Board Member Andrew Albert, Board Member Norman Brown, Board Member Ira R. Greenberg, Board Member Vincent Tessitore, Jr., Thomas Prendergast, President, NYCTA, Albert C. Cosenza, Executive Vice President, Long Island Railroad, Howard Permut, President of Metro-North Rail Road, James Ferrara, President of TBTA, Darryl Irick, President of MTA Bus Operations, Michael Horodniceanu, President of MTA Capital Construction, and Sophia-LaFrance Brooks, Government and Community Affairs also attended the meeting.

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

**Chairman and CEO Lhota called the meeting to order.**

**Public Comment Period**

There were no public speakers on any issues regarding MTA Capital Construction.

**Approval of Minutes**

Upon motion duly made and seconded, the MTA Board unanimously approved the minutes of the regular Board meeting held on February 29, 2012.

**MTA Capital Construction Action Items**

There were no Capital Construction Action Items for the Board members to consider.

**MTA Capital Construction Procurements**

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

- Award of three zero-based consultant contracts for a not-to-exceed aggregate value of \$5 million for independent compliance monitoring services.
- Modification to the Fulton Street Transit Center Rehabilitation of the 4/5 Fulton Street Station and Dey Street Head House contract with WDF, Inc.
- Ratification of a modification to the Second Avenue Subway 96<sup>th</sup> Street Station Structures contract with E.E. Cruz and Tully Construction Company, JV.
- Modification to the East Side Access Harold Structures Part I contract with Tutor Perini Corporation. The modification transfers scope and budget from a package of work previously planned to be carried out by Amtrak forces.
- Ratification of a modification to the East Side Access Harold Structures Part I contract with Tutor Perini Corporation. (This modification is separate from the item listed above.)
- Modification to the East Side Access Queens bored tunnels and structures contract with Granite-Traylor-Frontier, JV.

**Adjournment**

Upon motion duly made and seconded, the MTA Board voted to adjourn the public meeting at 10:35 a.m.

Respectfully submitted,

Patrick Killackey  
Secretary

**Staff Summary**

Page 1 of 2

<b>Subject</b> 2011 Annual Investment Report
<b>Department</b> CFO/Treasury
<b>Department Head Name</b> Robert E. Foran
<b>Department Head Signature</b> 
<b>Project Manager/Division Head</b> Vinay T. Dayal

<b>Date</b> April 12, 2012
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Comm.	4/23			
2	Board	4/25			

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

**Purpose:**

To provide the MTA Board information on the MTA portfolio investment performance for the period 01/01/2011 to 12/31/2011 and obtain Board approval of the MTA 2011 Annual Investment Report and the MTA All Agency Investment Guidelines, pursuant to Public Authorities Law Section 2925.

**Discussion:**

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

The separate 2011 MTA Annual Investment Report contains the additional information:

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

**Recommendation(s):**

It is recommended that the MTA Board re-approve the Board adopted Investment Guidelines and approve the MTA's submission of the 2011 Annual Investment Report.

# Staff Summary



Metropolitan Transportation Authority

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## Metropolitan Transportation Authority Investment Performance by Type of Fund For the Period Jan. 1, 2011 to Dec. 31, 2011

Type of Fund	<u>Net Earnings this Period</u>	<u>Average Daily Portfolio Balance</u>	<u>Net Portfolio Yield, 365-day Basis</u>
All Agency Investments	\$ 977,354	\$ 656,600,861	0.15%
MTA Special Assistance Fund	1,473,213	529,937,084	0.28%
TBTA Investments	108,343	113,310,228	0.10%
MTA Finance Fund	572,498	330,512,730	0.17%
MTA Transportation Resolution Funds	2,673,196	862,713,019	0.31%
State Service Contract Debt Service Fund	1,208	14,667,802	0.01%
MTA Dedicated Tax Fund Resolution Funds	146,410	142,502,817	0.10%
2 Broadway Certificates' Funds	62,988	28,837,283	0.22%
TBTA General Purpose Resolution Funds	404,652	260,314,461	0.16%
TBTA Convention Center Debt Service Fund	432	6,875,363	0.01%
TBTA Subordinate Resolution Funds	39,993	43,132,906	0.09%
Other Capital Restricted Funds	528,805	103,025,384	0.51%
<b>Total</b>	<b>\$ 6,989,093</b>	<b>\$ 3,092,429,937</b>	<b>0.23%</b>

Average Yield on 12 month Generic Treasury Bill (1/1/11 – 12/31/11)	0.16%
Average Yield on 2 year Generic Treasury Note (1/1/11 – 12/31/11)	0.44%

Note: Table above only includes information on funds actively managed by MTA Treasury in accordance with the Board approved Investment Guidelines.

Does not include defeasance investments for tax benefit lease transactions or insurance set asides.



**Staff Summary**

Page 1 of 2

<b>Subject</b>
Paratransit Cost Savings Initiative
<b>Department</b>
Chief Financial Officer
<b>Department Head Name</b>
Robert Foran
<b>Department Head Signature</b>
<b>Project Manager/Division Head</b>

<b>Date</b>
April 18, 2012
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/23	x		
2	Board	4/25	x		

Internal Approvals			
Order	Approval	Order	Approval
1	Chief Operating Officer		Civil Rights
3	Chief of Staff	2	Legal
	Chief Financial Officer		Administration
	Procurement		Other

**Purpose:**

To obtain Board authorization to hold a public hearing on proposed tariff changes that would be required to implement a major cost savings proposal that would achieve substantial recurring savings in the MTA's Paratransit program. Under this proposal, special MetroCards would be provided to Paratransit-eligible customers allowing these customers free passage on NYCT subways and buses, as an incentive for such customers to choose to use NYCT fixed route service for some trips instead of the more expensive Paratransit service. This incentive program is projected to result in savings of more than \$90 million per year by 2015 and beyond.

**Discussion:**

At present, MTA's Paratransit program provides 6.6 million trips to eligible participants, with an additional 1.9 million personal care attendants and 500,000 guests accompanying the ADA Paratransit-eligible customers, for a total annual ridership of nine million. From 2005 to 2010, MTA's Paratransit costs grew approximately 20 percent per year. MTA has already implemented cost-saving measures to try to slow the growth in Paratransit program expenses, including creating a feeder service for ambulatory riders to the fixed route system, requiring trip-by-trip eligibility for some riders to discourage misuse, using more car services and taxis, which are cheaper than our Access-a-Ride vans, and increasing enforcement of our no-show and late policies. However, even after implementation of these measures, program costs were \$442 million in 2011 and are forecast to increase 50 percent by 2015 because of demographic factors and the high costs of operating the Access-A-Ride service.

This proposal, which would offer zero-fare MetroCards to Paratransit riders, is intended to incentivize the use of the cheaper fixed route service for those Paratransit riders who, while medically eligible to participate in the Paratransit program, are physically able to use the fixed route system for some of their travel. It is estimated that the increased flexibility and free cost associated with a free fixed-route option for Paratransit registrants will motivate these riders to use fixed-route options for more than 15% of the trips currently provided by Paratransit carriers. In total, our analysis estimates that approximately 1.47 million Paratransit trips would move to a fixed route service by 2015. A recent analysis performed by the MTA Audit Division estimates that this program would reduce the Paratransit budget by approximately 14.25% (based upon an anticipated \$677 million budget in 2015, with estimated savings of \$96.5 million). Similar Paratransit incentive programs have been successfully implemented in Washington, D.C. and Los Angeles. NYCT has analyzed the impact of this diversion of Paratransit customers to fixed route service and has determined that the impact upon dwell times will be negligible.

In order to address the potential for fraud in this program, MTA/NYCT will take the following steps: (1) existing rigorous procedures for determining eligibility will remain in place; (2) new cards will be sent to registrants' homes; (3) cards will include the registrant's pictures, and bus drivers will be asked to inspect rider's cards, to ensure that the picture matches the rider; and (4) NYCT will continue to monitor trip data from the Automatic Fare Collection system to flag misuse. Additionally, NYCT will be aggressive in investigating suspected fraud and will cancel free MetroCards upon suspicion of

## Staff Summary



Metropolitan Transportation Authority

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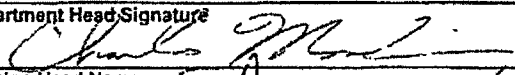
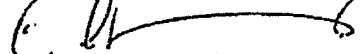
fraud. In the event that NYCT experiences fraud to a degree that is unanticipated and that undermines the expected savings to be realized from this program, the program would be discontinued.

MTA has contacted the Paratransit Advisory Committee, which represents organizations for the disabled from across the City, and it is supportive of this initiative.

### **Recommendation:**




It is recommended that the Board approve a public hearing to obtain public comment on proposed tariff changes associated with this Paratransit cost savings initiative.

# Staff Summary

<b>Subject</b> Request for Authorization to Award Various Procurements
<b>Department</b> Strategic Initiative
<b>Department Head Name</b> Charlie Monheim
<b>Department Head Signature</b> 
<b>Division Head Name</b> Clifford Shockley 

<b>Date</b> April 12, 2012
<b>Vendor Name</b> Various
<b>Contract Number</b> Various
<b>Contract Manager Name</b> Various
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	4/23/12			
2	Board	4/25/12			

Internal Approvals			
Order	Approval	Order	Approval
			Office of Civil Rights
		2	Legal 
4	CFO 		ETG
1	Procurement	3	Strategic Initiative 

## PURPOSE:

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

## DISCUSSION:

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

None None

MTAHQ proposes to award Competitive procurements in the following categories:

### Schedules Requiring Majority Vote

Schedule F: Personal Service Contracts	2	\$ 3,207,979.00
Schedule J: Modifications to Miscellaneous Procurement Contracts	1	\$21,246,729.09
<b>SUBTOTAL</b>	<b>3</b>	<b>\$24,454,708.09</b>

MTAHQ presents the following procurement actions for Ratification:

None None

**TOTAL** 3 \$24,454,708.09

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

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

## BOARD RESOLUTION

### METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

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

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

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

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

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

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

**LIST OF PROCUREMENTS FOR BOARD APPROVAL, APRIL 2012**  
**COMPETITIVE PROCUREMENTS**

**METROPOLITAN TRANSPORTATION AUTHORITY**

**Procurements Requiring Majority Vote:**

**F. Personal Service Contracts**

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

- |   |   |   |
|---|---|---|
| <p>1. Milliman, Inc.<br/>Multi-Agency Actuarial Consulting Services<br/>For Pension and Other Post-Employment Benefit Plans<br/>Contract No. 11088-0100</p> | <p><b>\$2,227,979</b><br/>(Not-to-exceed)</p> | <p><b><u>Staff Summary Attached</u></b></p> |
|---|---|---|
- Competitively negotiated - 5 proposals - 60 months  
Contractor to provide to provide actuarial services as mandated by law for the Metropolitan Transportation Authority (MTA HQ), MTA Manhattan and Bronx Surface Transit Operating Authority (MaBSTOA), MTA Staten Island Rapid Transit Operating Authority (SIRTOA), MTA Metro-North Railroad (MNR), and MTA Long Island Rail Road (LIRR) for a period of three years with two one-year renewal options from May 1, 2012 to April 30, 2017. The Consultant will conduct annual valuations of pension plans, prepare pension plan statements (i.e. Government Accounting Standards Board Statement No. 45 (GASB 45) for the financial reporting of post-retirement benefits), draft summary plan descriptions, update of forecasting models, analyze funding requirements and statistics, prepare five-year experience study, and handle special projects that utilizes the consultant on an as-needed basis for calculations of the effects of pension law changes or other actuarial assumptions. The negotiation cost of \$2,227,979.00 represents a reduction of 3.51% or \$81,244 of the Contractor's initial cost proposal of \$2,309,223.00. These fully loaded hourly rates are the same or lower than the rates that have been paid over the previous two years under the current five-year contract; and will remain firm for the duration of this five-year contract.
2. AFT Project - AFT to provide technical design, fabrication, crating, delivery and oversight of artwork at the station specified below.  
Competitively negotiated - 72 proposals - 48 months  
Chuck Close, 86<sup>th</sup> Street Station/Second Avenue Subway Project (Contract No. 12080-0100 - \$980,000)

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

**J. Modifications to Miscellaneous Procurement Contracts**

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

3. Oracle U.S.A. \$21,246,729.09 Staff Summary Attached  
Maintenance & Support on all Proprietary Products (Total)  
under MTA's Enterprise License Agreement (ELA)

Base plus previous change orders = \$34,486,032.51

To obtain Board approval to extend the existing Board approved, competitively awarded contract for All-Agency maintenance and support of Oracle proprietary software products acquired under MTA's Enterprise License Agreement (ELA) for a five-year period. The Enterprise License Agreement formalized PeopleSoft/Oracle software as the standard MTA Financial/Human Resource suite of products and further implements the Board's directive for MTA and the Agencies to achieve more integrated budgeting and financial reporting practices and to standardize Financial and Human Resource (HR) systems as they are replaced or upgraded. The original proposed cost for the five-year extension was \$22,973,371.29. As a result of negotiations, Oracle's cost was reduced to \$21,246,724.09 for a savings of \$1,726,647.20 or 7.52%. There will be no annual escalation for the 5-year term of the extension. Based on the above, the cost is deemed fair and reasonable.

# Staff Summary

## Schedule F: Personal Service Contracts



Metropolitan Transportation Authority

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<b>Item Number:</b> <b>Dept &amp; Dept Head Name:</b> Human Resources/Margaret Connor <b>Division &amp; Division Head Name:</b> <i>Margaret M Connor</i>						<b>SUMMARY INFORMATION</b> <b>Vendor Name:</b> Milliman, Inc. <b>Contract Number:</b> 11038-0100 <b>Description:</b> Multi-Agency Actuarial Consulting Services for Pension and Other Post-Employment Benefit Plans <b>Total Amount:</b> \$2,227,979 <b>Contract Term (including Options, if any)</b> May 1, 2012 to April 30, 2017 <b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive <b>Solicitation Type:</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: <b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Pension Plan Trust Funds	
<b>Board Reviews</b>							
Order	To	Date	Approval	Info	Other		
1	Finance	4/23/12					
2	Board	4/25/12					
<b>Internal Approvals</b>							
Order	Approval	Order	Approval				
1	Procurement <i>ES</i>	3	Diversity and Civil Rights <i>HA</i>				
2	Human Resources <i>ME</i>	4	Legal <i>RA</i>				
		5	CFO <i>ES</i>				
<b>Narrative</b>							
<p><b>I. PURPOSE/RECOMMENDATION</b></p> <p>To recommend that the Board approve the award of a multi-agency, competitively negotiated personal service contract to Milliman, Inc. (Milliman) to provide actuarial services as mandated by law for the Metropolitan Transportation Authority (MTA), MTA Manhattan and Bronx Surface Transit Operating Authority (MaBSTOA), MTA Staten Island Rapid Transit Operating Authority (SIRTOA), MTA Metro-North Railroad (MNR), and MTA Long Island Rail Road (LIRR) for a period of three years with two one-year renewal options from May 1, 2012 to April 30, 2017. The combined cost for the five-year period will not exceed the total of \$2,227,979.00 for the MTA and the operating agencies.</p> <p><b>II. DISCUSSION</b></p> <p>The current contract for actuarial consultant services will expire on April 30, 2012. The Metropolitan Transportation Authority ("MTA") is responsible for the administration of the MTA Defined Benefit Pension Plan, MTA Manhattan and Bronx Surface Transit Operating Authority (MaBSTOA) Pension Plan, the Metro-North (MNR) Cash Balance Plan and the Long Island Rail Road (LIRR) Plan for Additional Benefits and for Other Post-Employment Benefits (OPEB) (altogether "the Plans"). The individuals in the Plans consist of retirees and beneficiaries receiving benefits, terminated, vested and active participants totaling approximately 26,835. The Plans assets total approximately \$4.2 billion.</p> <p>The MTA Headquarters requires the continued services of an actuarial consultant to conduct annual valuations of pension plans, prepare pension plan statements (i.e. Government Accounting Standards Board Statement No. 45 (GASB 45) for the financial reporting of post-retirement benefits), draft summary plan descriptions, update of forecasting models, analyze funding requirements and statistics, prepare five-year experience study, and handle special projects that utilizes the consultant on an as-needed basis for calculations of the effects of pension law changes or other actuarial assumptions.</p> <p>In order to continue these services, a Request for Proposals (RFP) was publicly advertised and letters advising potential proposers of the RFP's availability were mailed to thirty-one (31) vendors. Five (5) proposals were received. The Selection Committee, consisting of representatives from MTA Headquarters and MaBSTOA evaluated the proposals and recommended that three firms (Milliman, Segal, and Hay Group) be invited to make oral presentations. Upon conclusion of the oral presentations, the selection committee determined that Milliman is the most qualified firm to perform the services required. MTA has conducted a responsibility review and other due diligence on the proposed awardee and has deemed it to be responsible for award.</p>							

# Staff Summary

Contract No. 11088-0100

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As a result of negotiations, the original cost of \$2,309,223.00 proposed by Milliman for the five-year period was reduced to \$2,227,979.00, a negotiated savings of 3.51% or \$81,244. These fully loaded hourly rates are the same or lower than the rates that have been paid over the previous two years under the current five-year contract; and will remain firm for the duration of this contract. Based on the negotiated savings the cost of \$2,227,979.00 is deemed to be fair and reasonable.

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

No D/M/WBE goals were established by the MTA's Department of Diversity and Civil Rights for this contract.

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

Fees charged for actuarial services will be paid through the Pension Plan Trust Funds and participating Agencies' operating budgets.

### **V. ALTERNATIVES**

1. Do not Approve Award of the Contract. This alternative is not feasible. MTA and its agencies require actuarial services as mandated by the operation of the Plans' documents; including those provisions concerning the fiduciary duties involved in administering the Plans.

2. Perform the Services In-house. This is not a feasible alternative. MTA does not possess the internal resources to provide the actuarial services.



# Staff Summary

## Schedule J: Modifications to Miscellaneous Procurement Contracts



Item Number:

Page 1 of 1

<b>Vendor Name (&amp; Location):</b> Oracle U.S.A	
<b>Description:</b> All-Agency Maintenance and Support on all Proprietary Products under MTA's Enterprise License Agreement (ELA)	
<b>Contract Term (Including Options, if any):</b> May 30, 2012 through May 29, 2017	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>Procurement Type:</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type:</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source:</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Strategic Initiatives /EITG & Charlie Monheim/W. Hibri	

<b>Contract Number:</b> 03158-0100	<b>AWO/Modification #</b> 16
<b>Original Amount:</b>	\$1,870,000
<b>Prior Modifications:</b>	\$32,616,033
<b>Prior Budgetary Increases:</b>	\$ --
<b>Current Amount:</b>	\$34,486,033
<b>This Request:</b>	\$21,246,724
<b>% of This Request to Current Amount:</b>	55%
<b>% of Modifications (including This Request) to Original Amount:</b>	

### DISCUSSION:

To recommend that the Board approve the extension of the All-Agency maintenance and support of Oracle proprietary software products acquired under MTA's Enterprise License Agreement (ELA) with Oracle U.S.A. for a five-year period from May 30, 2012 through May 29, 2017 at a total cost of \$21,246,724.09.

In 2003 MTA Board directed MTA to achieve an integrated budgeting and financial reporting practices, standardizing Financial and Human Resources systems as they are replaced or upgraded. To meet this Board-directive, Metro-North Railroad (MNR) conducted a competitive solicitation and received Board approval to award a contract to CherryRoad Technologies, Inc. to implement the Peoplesoft software solution. (Oracle acquired Peoplesoft USA, Inc. in 2004). Subsequently, Headquarters rode MNR's competitively negotiated contract to acquire related Oracle database and development tools and Peoplesoft Application Software.

In May, 2007 the Board approved an amendment in the total amount of \$27,859,447 to this competitively awarded proprietary contract with Oracle for: i) an Enterprise License Agreement (ELA) to provide the most cost effective use of PeopleSoft Financial/Human Resource software and related Oracle Database and Development tools across the MTA and its agencies; and ii) purchase of a new database software license with five years of software maintenance for the adaptation of various Oracle software development tools. Under this amendment, MTA negotiated an 89.58% discount off the then current PeopleSoft Software License, as well as five years of fixed maintenance with no yearly escalations.

One of the fundamental tenets in the creation of the ELA was to generate cost savings for the MTA by seeking out and implementing operational efficiencies. A prime way to achieve this is through the use of cost effective technology and by reducing annual licensing and maintenance costs, which is being realized under this contract.

This All-Agency Enterprise License Agreement, which will expire on May 29, 2012, has formalized Oracle/PeopleSoft software as the standard MTA Financial/Human Resource suite of products and further implements the Board's directive for MTA and the Agencies to achieve more integrated budgeting and financial reporting practices and to standardize Financial and Human Resource (HR) systems as they are replaced or upgraded. In order to continue these essential services for ongoing maintenance MTA has negotiated a five year extension. This contract extension is essential due to the proprietary nature of the software.

The original proposed cost submitted by Oracle for the five-year extension was \$22,973,371, which included 3% annual escalations. Through negotiation, Oracle's cost was reduced to \$21,246,724, with zero escalation for the term of this extension, for a savings of \$1,726,647.20 or 7.52%. Based on the above, the negotiated pricing is deemed fair and reasonable.

**APRIL 2012**  
**MTA REAL ESTATE**  
**LIST OF REAL ESTATE ACTION ITEMS FOR BOARD APPROVAL**

**ACTION ITEMS**

**MTA NEW YORK CITY TRANSIT**

Approval to proceed with acquisition by negotiated purchase or through condemnation of the fee interests in 30, 32, and 34 Fanchon Place (Block 3482, Lots 16, 17, and 19), Brooklyn, New York on behalf of NYCT Department of Buses and MTA Bus

License Agreement with the Coney Island Development Corporation for Operation of an Information Kiosk at Stillwell Terminal, Brooklyn, NY

**MTA METRO-NORTH RAILROAD**

Easement Grant to the County of Westchester for the operation and maintenance of a pedestrian and bicycle path in Yonkers, New York

Surrender Agreement with Nextel Communications Inc. for recapture of space at 525 North Broadway in support of the North White Plains Parking and Access Improvements Project in White Plains, New York

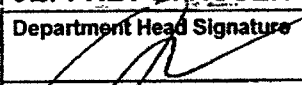
Net Lease with Heartland Brewery Holdings Inc. for the Port Chester station building in Port Chester, New York

Declaration of Covenants and Restrictions and Access Agreement with the New York State Department of Environmental Conservation at the Harmon Railroad Yard in Croton-on-Hudson, New York

Lease with Banana Republic, LLC relating to Retail Space B-57 and Storage Space MCS-5 at Grand Central Terminal

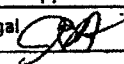


# **MTA NEW YORK CITY TRANSIT**

# Staff Summary

Subject <b>PROPERTY ACQUISITION</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>MICHAEL T. THADATHIL</b>

Date <b>April 23, 2012</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/23/12	X		
2	Board	04/25/12	X		

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

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

SELLER: 30-32-34 Fanchon Place Corporation ("Fanchon Corp")

PROPERTY: 30, 32, and 34 Fanchon Place, East New York, Brooklyn; Block 03482, Lots 16,17, & 19 (the "Properties")

ACTIVITY: Acquisition of fee title

ACTION REQUESTED: Approval of terms

PROPERTY SIZE: Approx. 8,000 square feet

CURRENT USE: Vacant land

IMPROVEMENTS: NYCT will build the new Department of Buses Command Center on the property

COMPENSATION: To be determined.

## COMMENTS:

NYCT Capital Program Management plans to construct a new Bus Command Center ("BCC") in East New York and has identified a site that includes the Properties, which are designated as Kings County Block 03482, Lots 16, 17 and 19, as the project's preferred location. The Properties are located across the street from the East New York Bus Depot at 25 Jamaica Avenue ("Jamaica Depot"). NYCT already owns the two lots (shown as Lots 7 and 20 on the site plan below) on either side of the Properties. Board approval is sought to acquire the Properties, either by negotiation or condemnation.

The new BCC will be a state-of-the art hub for control of NYCT's new Bus Radio System and will replace the BCC at the Jamaica Depot, which no longer meets the New York State Building and Fire Code's seismic requirement. The existing Jamaica Depot facility will serve as a backup to the new BCC. NYCT has determined that no other MTA-owned properties are suitable for the new BCC, thus necessitating the acquisition of private properties.

NYCT initially intended that the BCC would be built on lot 7 alone. However, the presence of the subway under a portion of lot 7 would require the construction of a small footprint multi-story building cantilevered over the subway tunnel. Such a cantilevered building would present design and construction challenges and significantly increase the estimated cost of the building.

# Staff Summary

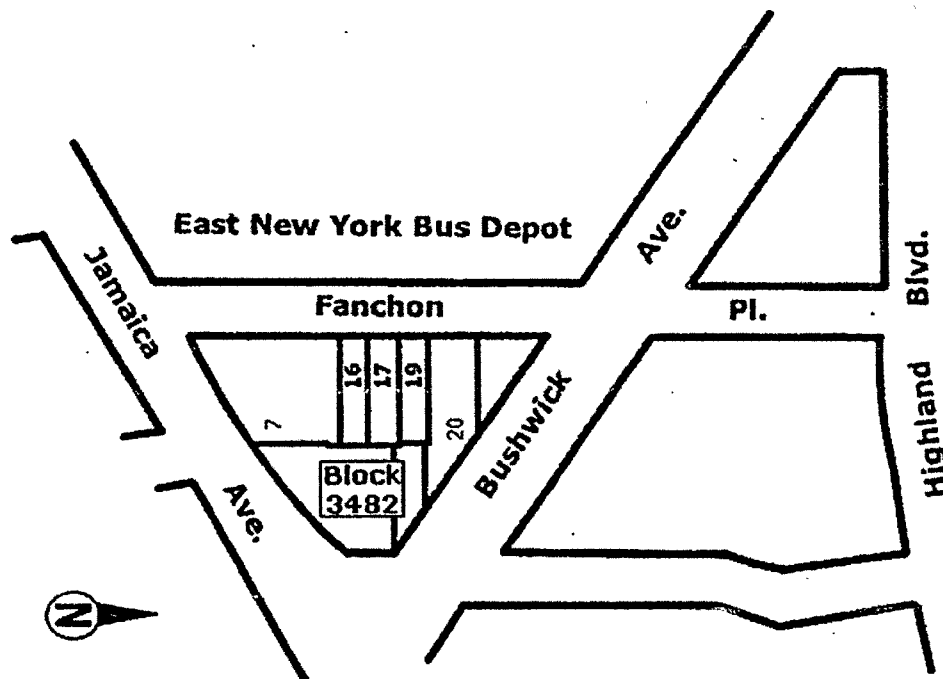
## FINANCE COMMITTEE MEETING Fanchon Place (Cont'd.)

Acquisition of the Properties would allow NYCT to shift the location of the BCC away from the below-ground subway infrastructure. If it were shifted, the BCC would have fewer, larger floors, resulting in a less expensive and more efficient building. The shifted BCC building would occupy the entire footprint of the Properties, all of lot 20, and approximately 70% of lot 7. Since the remaining 30% of lot 7 contains the subway tunnel underneath, that portion of lot 7 will not be built on and instead will be incorporated into the design as the main plaza entrance to the building complex.

NYCT Capital Construction estimates construction on an assembled site would provide a net saving of \$10.4 million relative to the cantilevered construction option. MTA Real Estate anticipates the Properties can be acquired for 10% or less of such \$10.4 million in anticipated construction cost savings.

MTA Real Estate will seek to acquire the Properties through a negotiated agreement. However, if a voluntary transaction cannot be consummated in a timely manner and on reasonable terms, MTA may be compelled to take steps necessary to acquire the Properties in accordance with the Eminent Domain Procedure Law.

MTA Real Estate requests approval of the attached Resolution authorizing the Chairman or his designee to take all necessary actions to acquire a fee interest in the Properties by negotiated settlement or condemnation. The MTA and Federal Transit Administration (FTA) have completed the necessary environmental review, concluding that the Bus Radio System project will not have any significant adverse environmental impact.



## **BOARD RESOLUTION**

**WHEREAS**, MTA New York City Transit ("NYCT") plans to design and construct a new Bus Command Center in East New York, which will be a key element of its Bus Radio System;

**WHEREAS**, acquisition of Lots 16, 17, and 19 in Kings County Block 03482 (a/k/a 30, 32 and 34 Fanchon Place, Brooklyn, New York) (the "Properties") will allow NYCT to construct the Bus Command Center on those lots and on the adjacent lots 7 and 20;

**WHEREAS**, MTA Real Estate will seek to reach an agreement to acquire the Properties at a reasonable negotiated price;

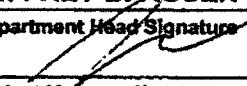
**WHEREAS**, if such a negotiated agreement cannot be concluded in a timely manner, acquisition of the Properties by eminent domain will allow NYCT to move forward with the project.

**NOW, THEREFORE BE IT**

**RESOLVED**, that in accordance with the Eminent Domain Procedure Law and Section 1267 of the Public Authorities Law, the Chairman or designated staff member of the Authority is authorized to proceed with the acquisition by negotiated agreement or eminent domain of fee interests in the Properties described above and to schedule and undertake such preliminary steps, including holding a public hearing, as may be required under the Eminent Domain Procedure Law, in connection with the acquisition.

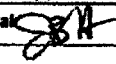


This Resolution shall take effect immediately upon its adoption.

# Staff Summary

Subject <b>LICENSE AGREEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>IAN SALSBERG</b>

Date <b>APRIL 23, 2012</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/23/12	X		
2	Board	4/25/12	X		

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

AGENCY: New York City Transit ("NYCT")

LICENSEE: Coney Island Development Corporation ("CIDC")

LOCATION: Retail unit 23 at the Coney Island/Stillwell Avenue Terminal, Brooklyn, NY

ACTIVITY: Welcome booth and information kiosk

ACTION REQUESTED: Approval of terms

TERM: Up to five years, subject to termination at will by MTA on 60 days' notice.

SPACE: Approximately 174 sq. ft.

COMPENSATION:	Annual	Monthly	% Increase
Year 1:	\$6,000.00	\$500.00	—
Year 2:	\$6,300.00	\$525.00	5%
Year 3:	\$6,612.00	\$551.00	5%
Year 4:	\$6,948.00	\$579.00	5%
Year 5:	\$7,296.00	\$608.00	5%

## COMMENTS

Retail unit 23 at the Coney Island/Stillwell Avenue subway station complex was previously marketed via a request for proposals ("RFP") process. The selected proposer planned to open a dim sum food concession but declined to proceed with the transaction when the New York City Department of Health and Mental Hygiene determined that a bathroom would be required for the unit even though food preparation would be done off site. Due to site conditions a bathroom is not feasible within the space, and MTA did not proceed with the selected proposer.

Subsequently, as MTA Real Estate prepared to re-offer the space through an RFP, it was approached by the New York City Economic Development Corporation ("EDC") with a proposal to use the space as a welcome center and information kiosk for visitors to Coney Island. The welcome center will be operated by the CIDC, a not-for-profit local development corporation, and will provide information about local attractions and sell tickets to area amusement parks. CIDC has agreed to undertake a full build-out of the space and to pay competitive monthly compensation relative to other small concessions at Stillwell Terminal.

# Staff Summary

## FINANCE COMMITTEE MEETING

### Coney Island Development Corporation (Cont'd.)



Metropolitan Transportation Authority

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CIDC's proposed use will benefit visitors to Coney Island, and help CIDC and EDC achieve their mission of promoting local businesses in Coney Island, while NYCT will have the benefit of a fully built-out space suitable for re-marketing upon the completion of the license term.

Based on the foregoing, MTA Real Estate requests authorization to enter into a license agreement with CIDC for Retail Unit 23 at Stillwell Terminal on the above-described terms.



# **MTA METRO NORTH RAILROAD**

# Staff Summary



Metropolitan Transportation Authority

Page 1 of 1

Subject <b>PERMANENT EASEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>BENSON GOODWYN</b>

Date <b>APRIL 23, 2012</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/23/12	X		
2	Board	04/25/12	X		

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

**AGENCY:** MTA Metro-North Railroad ("Metro-North")  
**GRANTEE:** County of Westchester ("Westchester")  
**LOCATION:** Metro-North's Hudson Line, west of the Glenwood Station platform  
**ACTIVITY:** Construction and use of a recreational trail as part of Westchester's "RiverWalk" Project  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Permanent  
**SPACE:** Approximately 2,288 square feet  
**COMPENSATION:** One dollar, payment waived

## COMMENTS

Westchester has undertaken construction of a project commonly known as RiverWalk, which is a recreational trail running along the Hudson River through the various river towns within Westchester County. The trail is designed for recreational purposes such as walking, running, biking, rollerblading, and other similar activities.

To enable construction of a portion of RiverWalk connecting to Metro-North's Glenwood Station on the Hudson Line, Westchester requires a 2,288 square foot permanent easement on the west side of the station. The easement will allow RiverWalk users to directly access Metro-North's southbound platform, and will allow neighborhood residents and northbound Metro-North customers to access RiverWalk via the overpass to the southbound platform. Metro-North will have access rights as needed over the easement area to support its operations.

Pursuant to the Public Authorities Law Section 2897, an appraisal of the proposed non-exclusive easement was obtained. The easement, located on a narrow strip of land between the southbound platform at Glenwood and a public park, was valued at \$7,000. No compensation is being required from Westchester, as the easement grant is for a public benefit, the easement will continue to be held by Westchester only for public recreational purposes, and there is no reasonable alternative to the transfer that would achieve the same purpose.

It is recommended that the Board adopt the resolution attached to this Staff Summary authorizing Metro-North to enter into an easement agreement with Westchester on the above-described terms.

**BOARD RESOLUTION**

**METRO-NORTH COMMUTER RAILROAD**

**WHEREAS**, Westchester County (the "County") has requested a non-exclusive permanent easement over certain real property controlled by Metro-North Commuter Railroad ("Metro-North") via the Harlem-Hudson Lease for use as part of the County's RiverWalk;

**WHEREAS**, the appraised value of the easement area is \$7,000 and there will be no compensation paid by the County;

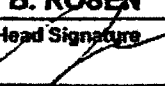
**WHEREAS**, acquisition of this easement will allow users of the County's RiverWalk to directly access the Glenwood Station, without impacting Metro-North's operations; and

**WHEREAS**, the Board has considered all of the information set forth in the staff summary to which this resolution is attached (the "Staff Summary");

**NOW THEREFORE, BE IT:**

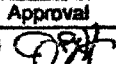
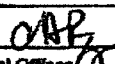

**RESOLVED**, that the Board hereby determines that there is no reasonable alternative to the below market transfer of the easement to the County that would achieve the same purpose of such transfer and the Board hereby approves such transfer on the terms set forth in the Staff Summary and authorizes Metro-North to enter into an easement agreement with the County.

# Staff Summary

<b>Subject</b> <b>LEASE TERMINATION AGREEMENT</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b> 
<b>Project Manager Name</b> <b>BENSON GOODWYN</b>

<b>Date</b> <b>APRIL 23, 2012</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref. #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	04/23/12	X		
2	Board	04/25/12	X		

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

**AGENCY:** MTA Metro-North Railroad ("Metro-North")  
**LESSEE:** Nextel Communications, Inc., successor to Nextel of New York, Inc. ("Nextel")  
**LOCATION:** 525 North Broadway – 50 Haarlem Avenue, White Plains, NY (the "Property")  
**ACTIVITY:** Lease termination and fixture payment  
**ACTION REQUESTED:** Approval of terms  
**TERM:** N/A  
**SPACE:** Approximately 300 square feet plus use of smokestack for antenna placement  
**COMPENSATION:** \$150,000

## COMMENTS

MTA Real Estate acquired the Property on behalf of Metro-North in 2008. In addition to an office building, to which various Metro-North user groups were relocated from other locations, the Property contains a 112-space commuter parking garage, two paved at-grade parking lots and a utility building. Metro-North is in the process of designing a new North White Plains parking garage, which will replace the existing garage, the utility building, and one of the at-grade parking lots with approximately 500 new commuter parking spaces. The former owner of the Property leased a portion of the at-grade space and space on the smokestack of the utility building to Nextel for a cell site and antenna. The cell site and antenna must be removed prior to construction of the new garage. This will require an early termination of the Nextel lease, which currently has a remaining term of approximately 20 years.

Nextel has provided an estimate of relocation costs in the amount of \$150,000 and has agreed to terminate its lease and to vacate the premises in a timeframe consistent with Metro-North's project schedule in consideration of a termination and fixture payment in that amount. For the reasons set forth below, MTA Real Estate and MTA Legal believe that compensation to Nextel in the sum of \$150,000 is fair and reasonable.

If MTA were compelled to terminate Nextel's lease by condemnation, Nextel would be entitled to compensation for (1) its trade fixtures that are abandoned at our site and (2) its reasonable costs to dismantle, move and reassemble movable property at a new location. In preparation for negotiations and potential condemnation, MTA Real Estate procured a trade fixture appraisal that estimated the value of all Nextel equipment installed at the Property in an amount greater than the proposed \$150,000 settlement figure. MTA's condemnation counsel further advises that moving cost claims for similar telecommunications equipment that was moved in connection with another MTA project were higher than \$150,000. Condemnation proceedings also entail substantial litigation costs and delay. Therefore, whether Nextel's equipment is evaluated as a trade fixture claim or a relocation cost claim, the \$150,000 settlement figure is less than MTA's likely

## Staff Summary

### FINANCE COMMITTEE MEETING



Metropolitan Transportation Authority

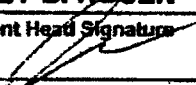
Nextel Communications, Inc., successor to Nextel of New York, Inc (Cont'd.)

Page 2 of 2

exposure in a condemnation proceeding, and this settlement avoids the substantial litigation costs and delay associated with condemnation.

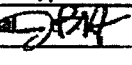


Based upon the forgoing, the Real Estate Department requests Board approval the above referenced lease termination agreement.

# Staff Summary

<b>-Subject</b> <b>LEASE AGREEMENT</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b> 
<b>Project Manager Name</b> <b>DANIEL LEVINE</b>

<b>Date</b> <b>April 23, 2012</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref. #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/23/12	X		
2	Board	4/25/12	X		

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

**AGENCY:** MTA Metro-North Railroad ("Metro-North")  
**TENANT:** Heartland Brewery Holdings Inc. ("Heartland")  
**LOCATION:** Port Chester Station on Metro-North's New Haven Line, 3 Broad Street, Port Chester, New York  
**ACTIVITY:** Net lease of station building for operation of a restaurant and brewpub  
**ACTION REQUESTED:** Approval of terms  
**TERM:** Twenty years with five year extension at tenant's option  
**PREMISES:** Building – approximately 5,630 square feet  
 Adjacent land – approximately 3,600 square feet

COMPENSATION:	Year	Annual Rent	Monthly Rent	Annual Increase
	1	\$80,000.00	\$6,666.67	3.00%
	2	\$82,400.00	\$6,866.67	3.00%
	3	\$84,872.00	\$7,072.67	3.00%
	4	\$87,418.16	\$7,284.85	3.00%
	5	\$90,040.70	\$7,503.39	3.00%
	6	\$92,741.93	\$7,728.49	3.00%
	7	\$95,524.18	\$7,960.35	3.00%
	8	\$98,389.72	\$8,199.14	3.00%
	9	\$101,341.41	\$8,445.12	3.00%
	10	\$104,381.65	\$8,698.47	3.00%
	11	\$107,513.09	\$8,959.42	3.00%
	12	\$110,738.48	\$9,228.21	3.00%
	13	\$114,060.63	\$9,505.05	3.00%
	14	\$117,482.44	\$9,790.20	3.00%

# Staff Summary



Metropolitan Transportation Authority

## FINANCE COMMITTEE MEETING Lease Agreement (Cont'd.)

Page 2 of 3

15	\$121,006.91	\$10,083.91	3.00%
16	\$124,637.11	\$10,386.43	3.00%
17	\$128,376.22	\$10,698.02	3.00%
18	\$132,227.50	\$11,018.96	3.00%
19	\$136,194.32	\$11,349.53	3.00%
20	\$140,280.14	\$11,690.01	3.00%

### Five-Year Extension Period

For year 21, rent will increase to the greater of 95% of fair market value or 3% over year 20 rent, then will increase 3% annually for lease years 22 to through 25.

### COMMENTS:

In furtherance of a net leasing program that MTA Real Estate & Metro-North have develop with respect to selected Metro-North station buildings, a request for proposals ("RFP") was issued seeking proposals to utilize and maintain the entire historic Port Chester Station Building (the "Building") consisting of approximately 5,630 square feet with the option to develop and maintain approximately 3,600 square feet of adjacent exterior land, under a long-term lease, while maintaining the historic ticket booth and preserving a waiting area and bathrooms for Metro-North customer use.

Two proposals were received in August, 2011. One was submitted by Port Chester Beer Station for a beer garden/restaurant, and the other was submitted by Ashkenazy Acquisition Corp. ("Ashkenazy") for an International House of Pancakes franchise. After an analysis of both proposals, it was concluded that Port Chester Beer Station's overall proposal was more advantageous to the MTA as it proposed significantly higher rent, required significantly less dedicated parking, and would be the third in a string of similar establishments successfully launched by the principals of the group, while Ashkenazy was opening only its first location.

In January of 2012, after prolonged negotiations with Port Chester Beer Station had not resulted in agreement upon lease terms and conditions, MTA Real Estate decided to terminate the existing RFP and issue a new RFP, based on several factors, including unsolicited interest from Heartland and a belief that a new RFP would result in proposals significantly stronger than had been received in the original solicitation. Additionally, Metro-North wanted to add a requirement that the winning proposer oversee the replacement of the Building's roof, which had not been contemplated by the original RFP. Ashkenazy and Port Chester Beer Station were invited to submit new proposals in response to the new RFP.

In response to the new RFP, two proposals were received. The two proposers were Heartland and Capitol Café ("Capitol"). Heartland's proposal was for a restaurant/brewpub and Capitol's proposal was for a café to complement the nearby Capitol Theater, which it intends to restore for use as a regional concert hall. The present values of the rental payments proposed for the twenty year lease term, calculated with a discount rate of 9%, were \$576,419.99 for Heartland and \$540,444.44 for Capitol.

While the rent proposals were similar, there were significant disparities between the two proposals with respect to: 1) the amount of capital that the proposers planned to contribute to their respective build-outs, and the long-term benefit to Metro-North from this investment; and 2) the proposers' design concepts for the historic station building, which is eligible for listing on the National Register of Historic Places.

Heartland estimates that it will spend \$1.2 million dollars on its build out, while Capitol estimated it would invest only \$200,000. Heartland proposed improvements to the Building that include: 1) installing new gas service; 2) adding a commercial air conditioning system; 3) installing and upgrading plumbing, electric, and mechanical systems; 4) installing a furnished garden area; 5) installing new lighting consistent with the design of the station; and 6) re-introducing the port-cochere above the entryway to the station building that is visible in old photos of the structure. In addition, Heartland will assume responsibility for executing (at Metro-North's cost and subject to Metro-North oversight) certain work that is contemplated by Metro-North's current capital program, namely replacing the roof, rehabilitating the chimney and repointing the exterior walls.

# Staff Summary

## FINANCE COMMITTEE MEETING Lease Agreement (Cont'd.)

Page 3 of 3

Heartland's significant capital investment and upgraded utilities will provide a long-term benefit to Metro-North. In contrast, Capitol's identified scope of work was mainly decorative in nature, and would entail little long-term benefit to the building.

Heartland currently owns and operates seven restaurant/brewpubs in New York City, including one at the Port Authority Bus Terminal, and is in the process of opening two additional establishments of a similar nature. Heartland has significant available capital, and its principal will provide a guaranty of completion of the project.

Based on the foregoing, MTA Real Estate requests authorization to enter into a lease agreement with Heartland on the terms described above.



# Staff Summary



Page 1 of 1

<b>Subject</b> <b>HARMON YARD LAGOON</b>
<b>Department</b> <b>REAL ESTATE</b>
<b>Department Head Name</b> <b>JEFFREY B. ROSEN</b>
<b>Department Head Signature</b> 
<b>Project Manager Name</b> <b>ALICIA BIGGS</b>

<b>Date</b> <b>APRIL 23, 2012</b>
<b>Vendor Name</b>
<b>Contract Number</b>
<b>Contract Manager Name</b>
<b>Table of Contents Ref. #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/23/12	X		
2	Board	4/25/12	X		

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

**AGENCY:** MTA Metro-North Railroad ("Metro-North")

**Beneficiary/grantee:** New York State Department of Environmental Conservation

**LOCATION:** Harmon Railroad Yard Wastewater Area

**ACTIVITY:** Execution of a declaration of covenants and restrictions and an access agreement with the New York State Department of Environmental Conservation

**ACTION REQUESTED:** Approval of terms

**TERM:** Permanent

**SUBJECT AREA:** Approximately one acre

**COMPENSATION:** N/A

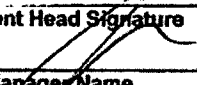
**COMMENTS:**

In 1992, the New York State Department of Environmental Conservation (NYSDEC) issued a Record of Decision directing the environmental remediation of an area within Metro-North's Harmon Yard after PCBs were discovered in the former wastewater retention pond (the "Lagoon"). Significant remediation has occurred at the site since then. Presently, Metro-North is in the process of obtaining a downgrading of the classification of the site by NYSDEC from a Class 2 Inactive Hazardous Waste Site ("significant threat to the public health or environment - action required") to a Class 4 Inactive Hazardous Waste Site ("site properly closed - requires continued management"). Ongoing monitoring and land-use restrictions are required because of trace amounts of contamination that will continue to be addressed through a number of recovery wells that will need to remain in operation for an indeterminate amount of time. In addition, the cap covering the remediated Lagoon cannot be breached. To address these issues, a Site Management Plan ("SMP") has been developed by Metro-North and approved by NYSDEC. The SMP addresses how the site will be monitored going forward, and also requires the execution and recording of a declaration of covenants and restrictions ("DCR") and an access agreement.

MTA Real Estate is required by NYSDEC to sign the DCR, which is an institutional control required under the SMP, and to file it in Westchester County's land records. NYSDEC also requires a non-exclusive access agreement to the Lagoon to conduct inspections of the recovery system and cap in order to confirm that Metro-North's obligations under the SMP are being met. Once these documents have been recorded, Metro-North, MTA and Midtown Trackage Ventures (the fee owner of the Harlem-Hudson Line) will receive a release of liability and covenant not to sue for failure to meet remediation obligations from the NYSDEC.

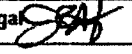
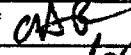

Based on the foregoing, MTA Real Estate requests authorization to execute the DCR and enter into a non-exclusive access agreement with NYSDEC.

# Staff Summary

Subject <b>LEASE AGREEMENT</b>
Department <b>REAL ESTATE</b>
Department Head Name <b>JEFFREY B. ROSEN</b>
Department Head Signature 
Project Manager Name <b>NANCY MARSHALL</b>

Date <b>APRIL 23, 2012</b>
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	4/23/12	X		
2	Board	4/25/12	X		

Internal Approvals			
Order	Approval	Order	Approval
	Executive Director	1	Legal 
3	Chief of Staff 		
2	Chief Financial Officer 		
	Civil Rights		

<b>Narrative</b>																																													
AGENCY:	MTA Metro-North Railroad ("Metro-North")																																												
LESSEE:	Banana Republic, LLC dba Banana Republic																																												
LOCATION:	Retail Space B-57 and Storage Space MCS-5																																												
ACTIVITY:	The retail sale of tenant-branded women's and men's apparel and accessories																																												
ACTION REQUESTED:	Approval of Terms																																												
TERM:	Ten years																																												
SPACE:	Approximately 6170 sq. ft. and approximately 760 sq. ft. of storage space																																												
COMPENSATION:	Annual Base Rent plus 5% of gross sales over Breakpoint, as follows:																																												
	<table border="1"> <thead> <tr> <th>Year</th> <th>Annual Base Rent</th> <th>PSF</th> <th>Breakpoint</th> </tr> </thead> <tbody> <tr><td>1</td><td>\$1,931,210</td><td>\$313.00</td><td>\$9,500,000</td></tr> <tr><td>2</td><td>\$1,989,146</td><td>\$322.39</td><td>\$9,500,000</td></tr> <tr><td>3</td><td>\$2,048,821</td><td>\$332.06</td><td>\$9,500,000</td></tr> <tr><td>4</td><td>\$2,110,285</td><td>\$342.02</td><td>\$9,500,000</td></tr> <tr><td>5</td><td>\$2,173,594</td><td>\$352.28</td><td>\$9,500,000</td></tr> <tr><td>6</td><td>\$2,238,802</td><td>\$362.85</td><td>\$9,500,000</td></tr> <tr><td>7</td><td>\$2,305,966</td><td>\$373.73</td><td>\$9,500,000</td></tr> <tr><td>8</td><td>\$2,375,145</td><td>\$384.95</td><td>\$9,500,000</td></tr> <tr><td>9</td><td>\$2,446,399</td><td>\$396.49</td><td>\$9,500,000</td></tr> <tr><td>10</td><td>\$2,519,791</td><td>\$408.39</td><td>\$9,500,000</td></tr> </tbody> </table>	Year	Annual Base Rent	PSF	Breakpoint	1	\$1,931,210	\$313.00	\$9,500,000	2	\$1,989,146	\$322.39	\$9,500,000	3	\$2,048,821	\$332.06	\$9,500,000	4	\$2,110,285	\$342.02	\$9,500,000	5	\$2,173,594	\$352.28	\$9,500,000	6	\$2,238,802	\$362.85	\$9,500,000	7	\$2,305,966	\$373.73	\$9,500,000	8	\$2,375,145	\$384.95	\$9,500,000	9	\$2,446,399	\$396.49	\$9,500,000	10	\$2,519,791	\$408.39	\$9,500,000
Year	Annual Base Rent	PSF	Breakpoint																																										
1	\$1,931,210	\$313.00	\$9,500,000																																										
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8	\$2,375,145	\$384.95	\$9,500,000																																										
9	\$2,446,399	\$396.49	\$9,500,000																																										
10	\$2,519,791	\$408.39	\$9,500,000																																										
STORAGE RENT:	\$75.00 per sq. ft. per year, increasing annually by 3%																																												
MARKETING:	\$ 5.00 per sq. ft. per year increasing annually by 3%																																												
TRASH:	\$ 6.00 per sq. ft. per year increasing annually by 5%																																												
	Tenant may choose to contract directly for trash removal services and eliminate this charge.																																												
SECURITY:	Three months minimum rent																																												

# Staff Summary



Metropolitan Transportation Authority

Page 2 of 3

## FINANCE COMMITTEE MEETING

Banana Republic, LLC dba Banana Republic (cont.)

INSURANCE: Standard

CONSTRUCTION PERIOD: Following plan approval, tenant will renovate the space on a schedule yet to be determined. Tenant may phase its work such that only certain areas of the store remain open while others are renovated. Tenant will pay rent during its renovation.

### COMMENTS:

In response to a recent MTA Request for Proposals ("RFP") for Retail Space B-57, Grand Central Terminal, four proposals were received. Proposals were received from Banana Republic, LLC dba Banana Republic, Vineyard Vines Retail, LLC dba Vineyard Vines, Ann Inc. dba Loft, and Presidio International, Inc. dba AX Armani.

Per the Guidelines for Selection of Tenants for Grand Central Terminal approved by the MTA Board in November 2009, the proposals received were independently evaluated by Williams Jackson Ewing and Jones Lang LaSalle, and subsequently evaluated by the Director of GCT Development. When evaluating the proposals, two evaluation criteria were taken into account. Selection Criterion A, which accounts for 70% of the score, is designed to evaluate the direct economic value of a proposal. Selection Criterion B, which accounts for 30% of the score, is the evaluator's determination of the indirect benefit to the MTA.

As illustrated in the attached chart, the Unadjusted Guaranteed Rent Amount (i.e. the proposed guaranteed minimum rent, on a present value basis determined using a discount rate of 6%) and the Total Selection Criteria Score for Banana Republic, LLC were both higher than the Unadjusted Guaranteed Rent Amount and the Total Selection Criteria Scores for the remaining three proposers; consequently a selection committee was not convened. The rent proposed by Banana Republic, LLC exceeds the estimated fair market rental value of the subject space, as determined by Williams Jackson Ewing.

Banana Republic has been a successful tenant in the Terminal since the renovation in 1998, finding great customer loyalty for their products from people who work or live in the Grand Central neighborhood. Banana Republic provides this customer base with moderately priced clothing that appeals to both women/men in middle management positions, which is a strong market at GCT. Banana Republic has proposed a \$1 million renovation, which will include new cabinets and fixtures, renovated fitting rooms and new lighting throughout the store.

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

# Staff Summary



Scenario	A	B	C	D	E	F	G	H	I	J
	<u>Uncollected Guaranteed Rent Amount</u>	<u>Guaranteed Rent Adjustment Factor</u>	<u>Adjusted Guaranteed Rent Amount (A x B)</u>	<u>Unadjusted Percentage Rent Amount</u>	<u>Percentage Rent Adjustment Factor</u>	<u>Adjusted Percentage Rent Amount (D x E)</u>	<u>Adjusted Total Rent Amount (C + F)</u>	<u>Selection Criterion A Score** (8-79)</u>	<u>Selection Criterion B Score (8-38)</u>	<u>Total Selection Score (H + I)</u>
Banana Republic	\$16,065,357	1	\$16,065,357	\$154,994	0.28	\$43,597	\$16,109,354	70.9	20	90
Vineyard Vines	\$12,061,849	1	\$12,061,849	0	0	0	\$12,061,849	52.4	20	72.40
Levi	\$11,548,792	1	\$11,548,792	\$1,324,831	0.47	\$623,910	\$12,172,702	52.9	10	62.90
AX Armani Exchange	\$11,035,309	1	\$11,035,309	0	0	0	\$11,035,309	48.9	10	58.9

\* Guaranteed Rent Adjustment Factor from 1.00 (no uncertainty about A) to as low as 0.50 (great uncertainty about A); however may be as low as 0.00 per Guidelines

\*\* Percentage Rent Adjustment Factor as high as 0.50 (no uncertainty about D) to as low as zero (great uncertainty about D)

\*\*\* Selection Criterion A Score: 70 multiplied by the ratio of the Adjusted Total Rent Amount for the proposal to the highest Adjusted Total Rent Amount (from column G)

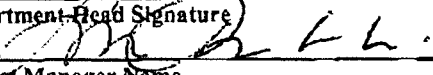
# Report

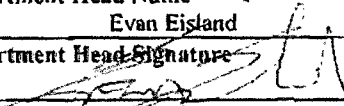





New York City Transit

## PROCUREMENTS

The Procurement Agenda this month includes 7 actions for a proposed expenditure of \$40.9M.

<b>Subject</b> Request for Authorization to Award Various Procurements					
<b>Department</b> Materiel Division – NYCT					
<b>Department Head Name</b> Stephen M. Plochochi					
<b>Department Head Signature</b> 					
<b>Project Manager Name</b> Rose Davis					
<b>Board Action</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	Committee	4/23/12			
2	Board	4/25/12			

April 13, 2012			
<b>Department</b> Law and Procurement - MTACC			
<b>Department Head Name</b> Evan Eisland			
<b>Department Head Signature</b> 			
<b>Table of Contents Ref #</b>			
<b>Internal Approvals</b>			
	<b>Approval</b>		<b>Approval</b>
	President NYCT		President MTACC
	Executive VP	X	Subways
X	Capital Prog. Management	X	Buses
	Law	X	Diversity/Civil Rights

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

**PURPOSE:**

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

**DISCUSSION:**

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

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule	Modifications to Personal/Miscellaneous Service Contracts	1	\$ .3 M
H:	<ul style="list-style-type: none"> <li>Aspect Software, Inc. \$ .3 M</li> </ul>		
SUBTOTAL		1	\$ .3 M

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

NYC Transit proposes to award Competitive procurements in the following categories: NONE

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

Schedules Requiring Majority Vote

Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$	21.1 M
Schedule I: Modifications to Purchase and Public Works Contracts	2	\$	18.5 M
SUBTOTAL	3	\$	39.6 M

NYC Transit proposes to award Ratifications in the following categories:

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	1	\$	.4 M
SUBTOTAL	1	\$	.4 M

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

Schedules Requiring Majority Vote:

Schedule K: Ratification of Completed Procurement Actions	2	\$	.6 M
SUBTOTAL	2	\$	.6 M
TOTAL	7	\$	40.9 M

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

**BUDGET IMPACT:** The purchases/contracts will result in obligating NYC Transit and MTA Capital Construction Co. funds in the amounts listed. Funds are available in the current operating/capital budgets for this purpose.

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

## **BOARD RESOLUTION**

**WHEREAS**, in accordance with Section 1265-a and 1209 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain 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 service and miscellaneous procurement contracts, certain change orders to purchase, public work, and miscellaneous service and miscellaneous procurement contracts, and certain budget adjustments to estimated quantity contracts; and

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

NOW, the Board resolves as follows:

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





APRIL 2012

LIST OF NON-COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

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

1. Aspect Software, Inc.  
Contract # 06E9405.4

\$314,980 (NTE)

Staff Summary Attached

Modification to the contract for an Automatic Call Distributor System, in order to migrate the Interactive Voice Response software to a new hardware platform.

APRIL 2012

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**Procurements Requiring Majority Vote:**

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

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

1. **Hill International, Inc., LiRo** **\$21,100,000 (NTE)** **Staff Summary Attached**  
**Engineers, Inc., Henningson Durham &**  
**Richardson Architecture and Engineering PC**  
**HLH7 (JV)**  
**Contract #CM-1311.6**  
     Modification to the consultant contract for Construction Management Services for the No. 7 Line Extension project, in order to extend the term and perform additional work resulting from revisions to the construction packaging plan.

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

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

2. **E.E. Cruz and Tully Construction Company, JV, LLC** **Staff Summary Attached**  
**Contract # C-26005.113** **\$18,000,000**  
     Modification to the contract for civil, structural, and utility relocation for the Second Avenue Subway, 96th Street Station, in order to increase the transportation and disposal allowance.
3. **Skanska USA Civil Northeast, Inc.** **\$490,000** **Staff Summaries Attached**  
**Contract #A-36138.49**  
     Modification to the contract for the finishes of the Dey Street Concourse as part of the Fulton Street Transit Center, in order to install corridor finishes.

APRIL 2012

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

K. Ratification of Completed Procurement Actions (Involving Schedule E-J)

(Staff Summaries required for items requiring Board approval.)

- |    |                       |           |                               |
|----|-----------------------|-----------|-------------------------------|
| 1. | John P. Picone, Inc.  | \$445,000 | <u>Staff Summary Attached</u> |
|    | Contract # A-35784.49 |           |                               |

Modification to the contract for line structure rehabilitation and improvements to five stations on the West End Line, in order to perform perimeter structural steel repairs at the Fort Hamilton Street Station south mezzanine.

**APRIL 2012**

### LIST OF RATIFICATIONS FOR BOARD APPROVAL

**Procurements Requiring Majority Vote:**

**K. Ratification of Completed Procurement Actions (Involving Schedule E-J)**

**(Staff Summaries required for items requiring Board approval.)**

- |    |  |           |                                 |
|----|--|-----------|---------------------------------|
| 1. | S3 Tunnel Constructors, JV<br>Contract #C-26002.68   | \$300,000 | <u>Staff Summaries Attached</u> |
|    | Modification to the contract for the construction of the Second Avenue Subway Tunnel from 92nd to 63rd Streets, in order to remove and dispose of sound rock at elevations higher than those indicated in the contract documents for the 69 <sup>th</sup> and 72 <sup>nd</sup> Street shaft sites. |           |                                 |
| 2. | WDF, Inc.<br>Contract # A-36137.103  | \$286,335 | <u>Staff Summary Attached</u>   |
|    | Modification to the contract for the rehabilitation of the 4/5 Fulton Street Station and Dey Street Head House, in order to purchase long lead-time white cast glass tiles.  |           |                                 |

# Schedule H: Modifications to Personal & Miscellaneous Service Contracts



Item Number: 1

Vendor Name (& Location)	
Aspect Software, Inc. (Chelmsford, MA)	
Provide hardware and speech recognition software to interface with the Automated Travel Information System	
Contract Term (including Options, if any)	
December 1, 2006 – June 30, 2014	
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: 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 Corporate Communications, Paul Fleuranges	

Contract Number	AWO/Modification #:
06L9593/06E9405	4
Original Amount:	\$ 2,851,439
Prior Modifications:	\$ 292,107
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 3,143,546
This Request:	\$ 314,980 (NTE)
% of This Request to Current Amount:	10.0%
% of Modifications (including This Request) to Original Amount:	21.3%

## Discussion:

This modification will provide for the migration of the speech recognition application to a new Interactive Voice Response (IVR) hardware platform, various software and hardware upgrades with corresponding maintenance and training.

In September 1996 the Board approved the award of a separate, competitive contract to Aspect Software, Inc. (Aspect) to furnish, install and maintain an Automatic Call Distributor System (ACD). The ACD is used to route customer calls to customer service representatives regarding travel, MetroCard and general transit information.

To enhance and improve access to travel information using the internet or a telephone, the Board in 2006, approved two major initiatives. First, in July 2006, the Board approved a modification to a non-competitive contract with Trapeze Software Group, Inc. to provide web based trip planning and mapping software (Trip Planner) and interface software to connect an IVR system to the Automated Travel Information System (ATIS). Second, in 2006 the Board approved the award of this non-competitive contract (06L9593/06E9405) to Aspect to provide IVR hardware and speech recognition software to interface with the ACD system and ATIS and enable customers to request and receive travel information using speech in both English and Spanish without any assistance from a NYC Transit customer service agent, plus hardware and software maintenance through June 30, 2014.

This contract required the implementation of the speech recognition software and IVR hardware, including computer servers. However, due to the lack of spare parts, the hardware manufacturer deemed the servers as "end of life" on December 31, 2011. Under this modification, Aspect will move the speech recognition software to a new IVR hardware platform that will be provided to them by NYC Transit; furnish communication software and hardware upgrades for production and development of the speech recognition application software on the new platform, and perform the corresponding training and hardware and software maintenance. As a result of the migration of voice recognition software to NYC Transit servers, the annual cost for hardware and software maintenance under this contract for the Customer Self Service IVR will be reduced by \$31K and contract funds originally approved for future maintenance will be applied to costs for maintenance of the upgraded hardware and software. Further, Aspect has agreed to continue to support the current hardware platform for no cost during the approximate one year migration phase.

Aspect's initial proposal to perform this software migration and support the hardware and software was \$1,033,428. Following extensive negotiations with Aspect, the agreed upon cost is \$559,780 and comprised of \$335,931 for software migration services and \$223,849 for communication hardware and software upgrades, training and corresponding hardware and software maintenance through the end of the contract term. This cost will be offset by the remaining contract balance of \$244,800, thereby resulting in a net cost of this modification of \$314,980. Aspect's pricing is based on the most favorable prices charged to government agencies which reflects discounts off Aspects published GSA pricing for software (29%), professional labor services (11%) and maintenance support rates (13%). Based on these, Aspect's price is deemed fair and reasonable.

# Schedule H: Modifications to Personal & Miscellaneous Service Contracts



Item Number: 1

<b>Vendor Name (&amp; Location)</b> Hill International, Inc., LiRo Engineers, Inc., & Henningson Durham & Richardson Architecture and Engineering PC, a Joint Venture (HLH7) (JV) (New York, NY)	
<b>Description</b> Consultant Construction Management (CCM) Services for the No. 7 Subway Line Extension Project	
<b>Contract Term (including Options, if any)</b> April 23, 2007 – November 22, 2013	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #
CM-1311	6
<b>Original Amount:</b>	
	\$ 35,842,302
<b>Prior Modifications:</b>	
	\$ 1,334,348
<b>Prior Budgetary Increases:</b>	
	\$ 0
<b>Current Amount:</b>	
	\$ 37,176,650
<b>This Request:</b>	
	\$ 21,100,000 (NTE)
<b>% of This Request to Current Amount:</b>	
	56.8%
<b>% of Modifications (Including This Request) to Original Amount:</b>	
	62.6%

## Discussion:

This modification is for additional Consultant Construction Management (CCM) services and an extension of the contract by an additional 25 months from November 2013 to December 2015.

This contract is for CCM services on the No. 7 Subway Line Extension Project. This project is key to the development of the Hudson Yards area in Manhattan. The Hudson Yards Development Corporation (HYDC) and NYC Transit are the co-lead agencies for this project. This modification will be funded by HYDC.

In April 2007, the base contract for CCM services was awarded to Hill International, Inc., LiRo Engineers, Inc., & Henningson Durham & Richardson Architecture and Engineering P.C., Joint Venture (HLH7). The work for this contract is divided into three stages: Pre-Construction Phase, Construction Phase and Close-out Phase. HLH7 is responsible for a broad scope of project activities ranging from constructability review of design drawings through full time on site construction inspection and management services.

The original construction packaging plan envisioned three large construction contracts. It was subsequently divided into six construction contracts, in order to seek enhanced competition and more favorable pricing. This resulted in considerable project savings. The six construction contracts are: Running Tunnels; Site L Core and Shell; 34<sup>th</sup> Street Station and Sites A, J, K, & L Finishes; Site J Core and Shell; Site K Core and Shell and 11<sup>th</sup> Avenue Viaduct; and Site P Core and Shell and Finishes.

This modification will provide for continuous support by a staff of approximately 50 individuals performing CCM services, some of which is 24 hours per day/7days per week, for the remainder of the contract and the 25 month extension period. The staff will provide core and field staffing for supervision of all contracts. At the present time, staffing is at peak and as the project is progressively completed, the staff will diminish accordingly.

HLH7's initial proposal was in the amount of \$26,771,031; MTACC's revised estimate was \$21,163,942. The overhead rates for each of the consultants have increased since the award of the base contract; however, the JV has agreed to hold to the existing contractual overhead that is approximately 25% below their audited rates, resulting in significant cost savings. The consultants have agreed to maintain existing contract labor rates for the balance of the contract term. Thereafter, labor rates will increase less than 1.5% annually beginning in 2014.

HLH7 submitted a BAFO in the amount of \$21,100,000. HLH7's BAFO contained 203,449 total labor hours, with the bulk (191,335) being for the Construction Phase. With the increased construction packages, there is only enough funding to cover services through December 31, 2012. The estimated cost needed to cover the project resulting from the additional CCM services through the final 10 months of the current contract term, January 2013 through November 2013, is \$8,000,000. The cost of the 25 month extension is estimated at \$13,100,000. Savings of \$5,671,031 were achieved when compared to HLH7's initial proposal. The final price was deemed to be fair and reasonable.

# Schedule I: Modifications to Purchase and Public Work Contracts



Item Number: 2

<b>Vendor Name (&amp; Location)</b> E.E. Cruz and Tully Construction Company, JV, LLC (Holmdel, NJ)	
Civil, structural, and utility relocation for the Second Avenue Subway route – 96 <sup>th</sup> Street Station	
<b>Contract Term (including Options, if any)</b> May 28, 2009 – June 14, 2013	
<b>Option(s) Included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #:
C-26005	113
Original Amount:	\$ 303,863,700
Option 1 Amount:	\$ 17,526,300
Option 2 Amount:	\$ 3,610,000
Total Amount:	\$ 325,000,000
Prior Modifications:	\$ 14,166,195
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 339,166,195
This Request:	\$ 18,000,000
% of This Request to Current Amount:	5.3%
% of Modifications (including This Request) to Total Amount:	9.8%

## Discussion:

This modification will increase the Transportation and Disposal (T&D) spoils allowance.

This contract is for civil, structural, and utility relocation work for the new 96<sup>th</sup> Street Station for the Second Avenue Subway.

The work to be performed under this contract includes: the relocation of utilities, demolition of the existing Century Lumber Building and interior demolition at Astor Terrace Condominium; construction of temporary and permanent Support of Excavation retaining structures including the construction of slurry walls, secant piles and micro pile walls; connection to the existing tunnel north of 99<sup>th</sup> Street; installation of temporary roadway decking; construction of the 96<sup>th</sup> Street Station invert slab; and construction of certain station entrance and ancillary building structural elements.

Initial proposals received during the solicitation of Contract C-26005, from the two main proposers under consideration, included lump sum pricing for the trucking and disposal of all spoils ranging from \$25.5M to \$28M. However, the MTACC estimate for this item was \$16M. The variance was due to differing assumptions regarding the soil content as well as the prosecution of the work. As a result, MTACC elected to assume the risk for this item by introducing an allowance for T&D of spoils with payment to be based on competitive pricing obtained by the Contractor. The allowance was established at \$12M with the assumption that a much greater amount of spoils would be classified as less expensive clean fill.

However, actual soil conditions encountered resulted in significantly higher tonnage than was estimated. Additionally, the estimate did not consider the higher cost for T&D of spoils generated during the less efficient utility relocation work and also assumed that the contractor would stockpile excavated spoils on-site, thereby increasing the efficiency of the trucking operation. As a result, actual costs have been significantly higher, prompting the need to increase the allowance. Further, T&D of spoils from various Additional Work Orders totaling approximately \$1M was charged to the allowance item as opposed to being included in the Additional Work Order costs, due to the difficulty of segregating the additional quantities from the Contract quantities.

Based on competitive pricing for trucking and disposal obtained by the Contractor from the lowest of two trucking companies (a DBE) and the remaining quantities of all spoils on the project, an increase of \$18M to the T&D Spoils Allowance is recommended. This recommendation includes agreement of a flat rate unit price of \$60 per ton for all remaining spoils under which the Contractor assumes risk previously assumed by MTACC with the exception of the total quantities of remaining spoils. This represents a savings of \$13.41 (or 18.3%) from the Contractor's initial composite unit price of \$73.41 per ton for this modification and equates to a total savings of approximately \$4 million to the total revised T&D spoils allowance.

# Schedule I: Modifications to Purchase and Public Work Contracts



Item Number: 3

<b>Vendor Name (&amp; Location)</b> Skanska USA Civil Northeast, Inc. (Whitestone, NY)	
<b>Description</b> Dey Street Concourse, R/W Underpass and Platform Finishes	
<b>Contract Term (including Options, if any)</b> March 30, 2010- October 29, 2011	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #
A-36138	49
Original Amount:	\$ 17,093,000
Prior Modifications:	\$ 1,304,970
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 18,397,970
This Request:	\$ 490,000
% of This Request to Current Amount:	2.7%
% of Modifications (including This Request) to Original Amount:	10.5%

## Discussion:

This modification is for the installation of revised finishes in the Dey Street Concourse.

The contract provides for the finishes of the Dey Street Concourse, R/W Underpass and Platform Finishes at Cortlandt Street Station as part of the Fulton Street Transit Center (FSTC).

This is one of several modifications to be presented to the Board, across the various FSTC contracts, for the implementation of enhancements, technology changes and the reprogramming of space previously identified for use by NYC Transit personnel at the Fulton Street Transit Center and Corbin Building into commercial tenant, retail and public spaces.

This modification will address revisions to the finishes in the Dey Street Concourse including the wall and ceiling finishes, and revisions to electrical work to support the future installation of new LED signage and video displays. Due to the long lead times associated with the procurement of the aluminum and glass wall panels, and in order to mitigate potential schedule impact, MTACC decided to proceed immediately with the material purchase of the wall panels as part of Mod. #59, which was approved by the February Board. This modification includes the labor for the installation of the previously purchased wall panels, labor and materials for the revised ceiling finishes and electrical work, and a credit for the deleted contract work. Any schedule and impact costs will be addressed under a separate modification.

The Contractor's proposal was in the net amount of \$1,003,282 for the work; including \$1,617,058 for the added work and a credit of (\$613,776) for the deleted work. MTACC's revised estimate is in the net amount of \$327,070, including \$1,060,081 for the added work and a credit of (\$733,011) for the deleted work. Following negotiations, the price of \$490,000, including \$1,160,000 for the added work and a credit of (\$670,000) was agreed upon and is considered fair and reasonable when comparing the cost of the added work and the deleted work separately. Savings of \$513,282 were achieved.



# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

<b>Vendor Name (&amp; Location)</b>	
John P. Picone, Inc. (Lawrence, NY)	
<b>Description</b>	
Improvements to Five Stations and Line Structure Rehabilitation - West End Line, Brooklyn	
<b>Contract Term (Including Options, if any)</b>	
August 21, 2009 – January 20, 2012	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b>	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>	
Capital Program Management, Frederick E. Smith	

Contract Number	AWO/Modification #
A-35784	49
Original Amount:	\$ 65,460,000
Prior Modifications:	\$ 2,936,418
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 68,396,418
This Request:	\$ 445,000
% of This Request to Current Amount:	0.7%
% of Modifications (including This Request) to Original Amount:	5.2%

## Discussion:

This unilateral directive retroactive modification is for perimeter structural steel repairs of the south mezzanine at Fort Hamilton Station and for a 115 working day excusable and non-impactable time extension from January 20, 2012 to June 29, 2012.

This contract is for improvements to five stations on the West End Line in Brooklyn: 9<sup>th</sup> Avenue, Fort Hamilton, 50<sup>th</sup> Street, 55<sup>th</sup> Street, and 62<sup>nd</sup> Street and line structure rehabilitation.

At the Fort Hamilton Station, the contract calls for the replacement of the exterior walls of the south mezzanine. The mezzanine is hung from this near 100 year old structure and not supported from the street below. Over the years, the exterior walls were covered with metal and wood cladding. During the removal of the exterior cladding and walls of the mezzanine, it was discovered that the floor perimeter steel that the mezzanine is placed upon was badly corroded. The perimeter beams need to be replaced and some of the hangers repaired to remedy the corrosion. This modification requires the contractor to install a demolition shield, support the structure and protect pedestrians and traffic during repair, break the concrete floor to expose the connections, perform lead abatement, install approximately 270 linear feet of steel and restore the floor. The contractor will provide all labor, materials, equipment and incidentals associated with the structural steel repairs. To mitigate the impact of the modification on the schedule, the contractor was directed to proceed with the work retroactively. Following approval by the Senior Vice President and Chief Engineer on March 16, 2012, the contractor was directed to proceed the same day.

Several rounds of negotiations were conducted with the contractor and no agreement was reached. Since the contractor's best price was more than 60% above the estimate, the cost portion of this modification will be issued unilaterally and will be based on the in-house estimate of \$445,000.

The contractor requested a 257 work day, excusable time extension. NYC Transit's analysis indicates a 115 work day, excusable and non-impactable time extension. Similar to cost, since agreement could not be reached regarding the time extension, this will be issued unilaterally for 115 work days.

# Schedule K: Ratification of Completed Procurement Actions



Item Number: 1

<b>Vendor Name (&amp; Location)</b> S3 Tunnel Constructors, JV (Queens, NY)	
<b>Description</b> Second Avenue Subway: Tunnels from 92 <sup>nd</sup> Street to 63 <sup>rd</sup> Street	
<b>Contract Term (including Options, if any)</b> March 20, 2007- July 20, 2010	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu	

<b>Contract Number</b> C-26002	<b>AWO/Modification #</b> 68
<b>Original Amount:</b>	\$ 337,025,000
<b>Prior Modifications:</b>	\$ 44,619,514
<b>Prior Budgetary Increases:</b>	\$ .0
<b>Current Amount:</b>	\$ 381,644,514
<b>This Request:</b>	\$ 300,000
<b>% of This Request to Current Amount:</b>	0.1%
<b>% of Modifications (including This Request) to Original Amount:</b>	13.3%

## Discussion:

This retroactive modification is for the removal and disposal of high rock at the 69<sup>th</sup> and 72<sup>nd</sup> Street shaft sites.

The contract calls for two tunnels, TBM-1 (west) and TBM-2 (east), to be mined under Second Avenue using a single tunnel boring machine (TBM) from a TBM launch box constructed between 95<sup>th</sup> and 91<sup>st</sup> Streets, to the existing 63<sup>rd</sup> Street Station at Lexington Avenue. The contract also calls for the relocation and restoration of utilities, construction of access shafts at 69<sup>th</sup> and 72<sup>nd</sup> Streets, as well as providing sump pumps, drainage, lighting systems and temporary decking. The rock mass conditions along the tunnel alignments are stated in the contract's Geotechnical Baseline Report (GBR).

In 2009, during the excavation to install the relocated electric, communications, gas, water and steam piping at both the 69<sup>th</sup> and 72<sup>nd</sup> Street shaft sites, the contractor encountered sound rock at substantially higher elevations than those indicated in the contract documents. This modification will cover the reimbursement for the cost of furnishing the labor and materials necessary to remove and dispose of additional quantities of rock resulting from rock profiles substantially higher than that shown in the GBR at the 69<sup>th</sup> and 72<sup>nd</sup> Street shaft sites. This work was deemed schedule-critical, along with concurrent work at the launch box. To avoid impact on the schedule for the future 72<sup>nd</sup> Street Station cavern contract, the work had to continue without delay. Therefore, the MTACC President approved a retroactive waiver. Although the work was done in early 2010, the contractor did not submit a cost proposal until late 2011.

S3TC submitted a proposal of \$611,681. MTACC's revised estimate was \$274,382. Negotiations resulted in the agreed upon lump sum of \$300,000 that was found to be fair and reasonable. Savings of \$311,681 were achieved.

# Schedule K: Ratification of Completed Procurement Actions



Item Number: 2

<b>Vendor Name (&amp; Location)</b> WDF, Inc. (Mount Vernon, NY)	
<b>Description</b> Rehabilitation of the 4/5 Fulton Street Station and Dey Street Head House	
<b>Contract Term (including Options, if any)</b> August 27, 2009 – March 27, 2012	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> MTA Capital Construction, Dr. Michael Horodniceanu	

Contract Number	AWO/Modification #
A-36137	103
Original Amount:	\$ 57,757,000
Prior Modifications:	\$ 2,231,023
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 59,988,023
This Request:	\$ 286,335
% of This Request to Current Amount:	0.5%
% of Modifications (including This Request) to Original Amount:	4.2%

## Discussion:

This modification is for the furnishing of an additional 20,000 white cast glass tiles for the 4/5 platform walls of the Fulton Street Station and Dey Street Head House.

This contract is for the rehabilitation of the 4/5 Fulton Street Station and construction of the Dey Street Head House, including installation of a new elevator and escalator that connects the platform level to the concourse level, new relocated EDR rooms, and all new finishes under the 4/5 Line Station on the concourse level.

White glass tiles are on the upper portion of the 4/5 platform walls in 15' bays, with each bay separated by a mosaic and marble vertical band. The contract originally assumed that 25% of the white glass tiles needed to be replaced; however, it was discovered that the new replacement tiles did not exactly match the existing tiles, giving a patchwork appearance, which was not acceptable to NYC Transit or the State Historic Preservation Office. A stop work order was issued soon after the work was begun to ensure that the mismatched replacement tiles would not be installed next to the existing tiles. If possible, the existing tiles were to be salvaged and used to complete entire bays. However, there was an insufficient amount of salvaged tiles to accommodate all of the contractual repairs. As a result, entire bays will be replaced with new tile only after the salvaged tile supply is exhausted.

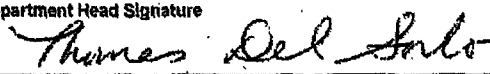
This modification includes the furnishing of additional quantities of the contractually specified walls tiles to complete all remaining bays. The labor for the installation of the tiles as well as any schedule impact and impact costs will be addressed under a separate modification. Due to the lead time associated with the procurement of the glass tiles and to avoid further delay due to the stop work order, the contractor was directed to procure the tiles once negotiations were concluded, and a retroactive waiver was approved by the MTACC President.

The contractor submitted a proposal in the amount of \$301,229; MTACC's estimate was \$277,172. Negotiations resulted in the agreed upon lump sum of \$286,335. Savings of \$14,894 were achieved. The final price was found to be fair and reasonable.

## PROCUREMENTS

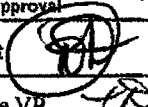


The Procurement Agenda this month includes 2 actions for a proposed expenditure of \$27.9M.

## Staff Summary

<b>Subject</b> Requests for Authorization to Award Various Procurements
<b>Department</b> MTA Bus Company/NYCT Department of Buses
<b>Department Head Name</b> Thomas Del Sorbo
<b>Department Head Signature</b> 
<b>Project Manager Name</b> James P. Curry

<b>Date</b> April 3, 2012
<b>Vendor Name</b> N/A
<b>Contract Number</b> N/A
<b>Contract Manager Name</b> N/A
<b>Table of Contents Ref #</b>

Board Action					
Order	To	Date	Approval	Info	Other
1	Committee	4/23/12	X		
2	Board	4/25/12	X		

Internal Approvals			
Order	Approval	Order	Approval
3	President 		
2	Executive VP 		
1	General Counsel 		

### PURPOSE:

To obtain (i) approval of the Board to award various contracts/contract modifications and purchase orders, as reviewed by the MTA Bus Operations Committee, and (ii) ratification of the procurements listed below.

### DISCUSSION:

MTA Bus Company proposes to award Non-Competitive procurements in the following categories:

None

NYC Transit Department of Buses proposes to award Non-Competitive procurements in the following categories:

None

	<u># of Actions</u>	<u>\$ Amount</u>
Total Non-Competitive Procurements	0	\$0M

MTA Bus Company proposes to award Competitive procurements in the following categories:

None

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

<u>Procurements Requiring Majority Vote</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule H: Modifications to Personal & Miscellaneous Service Contracts	1	\$ 13.2M
	<u># of Actions</u>	<u>\$ Amount</u>
Total Competitive Procurements	1	\$13.2M

**MTA Bus Company seeks Ratifications in the following categories:**

None

**NYC Transit Department of Buses seeks Ratifications in the following categories:**

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule K: Ratification of Completed Procurement Actions (Involving Schedule E-J)	1	\$ 14.7M
Total Ratifications	1	\$ 14.7M
	<u># of Actions</u>	<u>\$ Amount</u>
Total Procurements	2	\$27.9M

## 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 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 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, and certain budget adjustments to estimated quantity contracts; and

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

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

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

APRIL 2012

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Majority Vote:

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

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

**I. First Transit, Inc.  
Contract #03A8610.4**

**\$13,227,955 (Est.)**

Staff Summary Attached

Modification to the contract to provide staff to maintain and operate the Paratransit Call Center, in order to extend the contract term for up to six additional months.



**APRIL 2012**

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

*Procurements Requiring Majority Vote:*

**K. Ratification of Completed Procurement Actions (Involving Schedule E-J)**

(Staff Summaries required for items requiring Board approval.)

2. **Northeastern Bus Rebuilders, Inc.**                      **\$14,676,323 (Est.)**                      *Staff Summary Attached*  
**Contract #06B9346R.3**

Modification to the contract for battery replacement on Orion VII Hybrid Buses, in order to exercise the two-year option.

# Schedule H: Modifications to Personal & Miscellaneous Service Contracts



New York City Transit

Item Number: 1

<b>Vendor Name (&amp; Location)</b>	
First Transit, Inc. (Cincinnati, OH)	
<b>Description</b>	
Staffing and operation of the Paratransit Call Center	
<b>Contract Term (including Options, if any)</b>	
April 16, 2004 – May 31, 2012	
<b>Option(s) included in Total Amount?</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b>	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b>	
Department of Buses, Darryl C. Irick	

Contract Number	AWO/Modification #
03A8610	4
<b>Original Amount:</b>	
	\$ 103,596,442
<b>Option Amount:</b>	
	\$ 21,898,242
<b>Total Amount:</b>	
	\$ 125,494,684
<b>Prior Modifications:</b>	
	\$ 23,701,472
	(282,058)
<b>Prior Budgetary Increases:</b>	
	\$ 0
<b>Current Amount:</b>	
	\$ 148,914,098
<b>This Request:</b>	
	\$ 13,227,955
	(Est.)
<b>% of This Request to Current Amount:</b>	
	8.8%
<b>% of Modifications (including This Request) to Original Amount:</b>	
	29.4%

## Discussion:

This modification will extend the contract for up to an additional six months.

This contract was competitively solicited and awarded to First Transit, Inc. (First Transit) in 2004. First Transit provides the necessary staff to operate an ADA Paratransit Call Center. Staff responsibilities include processing trip requests through advanced reservations, addressing same day service delivery issues, assisting with development and issuance of daily paratransit schedules and providing customer information to Paratransit registrants on a 24-hour basis.

In 2009, Modification #1 was awarded to exercise a contractual option to extend the contract term for two years, from June 1, 2009 through May 31, 2011. The option was exercised to ensure contractor continuity during the implementation of new efficiency measures, such as an Automatic Vehicle Location Monitoring (AVLM) system, which has been successfully accomplished; and Interactive Voice Response (IVR) technology, with an anticipated roll out of fourth quarter 2012. Modification #2, awarded July 2010, memorialized the contractual changes made as a result of the Rapid Procurement Initiative negotiations implemented by the MTA in February 2010, where savings totaling \$282,058 were identified in the areas of staff, overhead and profit. In May 2011, Modification #3 further extended the contract for an additional 12 months, from June 1, 2011 through May 31, 2012 to secure a sufficient amount of time to conduct a competitive solicitation for a replacement contract.

Following exercise of the option, the plan was to conduct a competitive request for proposal (RFP) for a replacement contract. It was believed that Modification #3 would have afforded sufficient time to solicit and review new proposals for the replacement contract, including a cost reduction initiative which included the possibility of relocating the Paratransit Call Center from its current location in Long Island City, NY to an offsite location. However, due to the research involved with potentially implementing an offsite facility (e.g. cost analyses, methods of staffing and operation, disaster recovery, and approach to the cutover of service with a potential new vendor, new site, or both), additional time is required in order to complete the RFP. Thus, NYC Transit is requesting this Modification #4 to extend the contract for up to an additional six months, in the estimated amount of \$13,227,955.

Currently, the RFP process is nearing the negotiations stage which should commence by late April 2012. It is anticipated that Board approval for the replacement contract will be sought in July 2012.

Procurement attempted to secure a price concession but First Transit indicated that any price reduction at this time would adversely affect its current operation and, as a result, pricing will remain firm for the extension period. The final price was found to be fair and reasonable, supported by an analysis of the industry-related Consumer Price Index which showed an escalation of 2.8% based on a 12-month average (February 2011 through February 2012).

## Schedule K: Ratification of Completed Procurement Actions

Item Number: 2

<b>Vendor Name (&amp; Location)</b> Northeastern Bus Rebuilders, Inc. (Deer Park, NY)	
<b>Description</b> Traction Battery Replacement for Orion VII Hybrid Buses	
<b>Contract Term (including Options, if any)</b> April 1, 2008 – April 30, 2012	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Department of Buses, Darryl C. Irick	

Contract Number	AWO/Modification #
06B9346R	3
<b>Original Amount:</b>	
	\$ 8,231,510
<b>Prior Modifications:</b>	
	\$ 0
<b>Prior Budgetary Increases:</b>	
	\$ 8,200,000
<b>Current Amount:</b>	
	\$ 16,431,510
<b>This Request:</b>	
NYCT: \$10,459,181	\$ 14,676,323
MTABC: \$4,217,142	(Est.)
<b>% of This Request to Current Amount:</b>	
	89.3%
<b>% of Modifications (including This Request) to Original Amount:</b>	
	277.9%

### Discussion:

This retroactive modification will exercise the two-year option and extend the contract from May 1, 2012 through April 30, 2014. The contract is for the replacement of lead-acid traction batteries installed on Orion VII Hybrid buses for the Department of Buses (DOB) and MTA Bus Company (MTABC). This purchase contract was competitively solicited, for which two bids were received. An award was made to the low bidder, Northeastern Bus Rebuilders, Inc. (NEBR), for a 3-year term with an option for two additional years to provide scheduled replacement of lead-acid traction batteries on 981 Hybrid buses.

The contractor is required to pick-up and deliver buses from each agency bus depot to the contractor's facility; remove traction battery enclosures (TBE) from the bus roof; remove all traction batteries and properly dispose of them; inspect the TBEs for deterioration or damage; clean the TBE interior, replace or repair missing or defective components or hardware; install new traction batteries in each TBE; record all relevant information regarding new traction batteries; perform the Acceptance Test Protocol (ATP) on each set of new traction batteries (The ATP tests and equalizes the charge across all the traction batteries and verifies that the electronics in both TBEs are working properly.); and reinstall the TBEs on the buses.

DOB and MTABC have 1,677 Hybrid buses which utilize a Hybrid diesel-electric propulsion system that is designed to reduce exhaust emissions and improve fuel economy. The Hybrid propulsion system utilizes a diesel engine driving an electric generator, a traction battery pack to store energy, and an electric traction motor that powers the drive train of the bus. Of the 1,677 Hybrid buses, 981 are equipped with lead-acid traction batteries. Each bus has 46 sealed, roof-mounted lead-acid traction batteries housed in two TBEs, each containing 23 traction batteries. The traction batteries have a lifespan of approximately 2 to 4 years depending on the nature of the bus route, and then must be replaced. The remaining 696 Hybrid buses are equipped with lithium-ion traction batteries, which are under warranty and do not require replacement at this time.

A budget adjustment to increase funding for this contract in the amount of \$8,200,000 was approved on August 7, 2009 in order to cover increased demand for continued replacement of lead-acid batteries on buses servicing outlying depots where buses service less congested routes and are therefore constantly driven at relatively higher speeds. A significantly shorter lifecycle for lead-acid traction batteries (after slightly more than 2 years in service) was experienced on buses servicing such routes. As part of the budget adjustment, NEBR offered a price concession of \$445,000.

The contract was structured with a base and an option. It was structured in this fashion based on the possibility of lithium-ion traction batteries supplanting the need for lead-acid traction batteries in the future. However, lithium-ion traction batteries were found to experience unexpected failures and it was decided against migrating to lithium-ion traction batteries due to many unresolved reliability issues. The current lithium battery packs are going to be reworked by the bus manufacturer to address the reliability issues. Performance assessments of the lithium-ion traction batteries had delayed the decision to exercise this option. Hence, the three-year base contract expiration date was extended from March 31, 2011 to October 31, 2011. The contract was further extended through April 30, 2012 to allow NYC Transit time to determine that the exercise of this option was in NYC Transit's best interest. Based on the outcome of the lithium-ion testing and the approximately \$44K cost per bus for replacement of lithium-ion traction batteries versus approximately \$15K to \$20K cost per bus for replacement of lead-acid traction batteries, it was decided to move forward with exercising the option.

A total of 783 buses underwent replacement of lead acid traction batteries under the base contract and it is anticipated that 877 will undergo replacement of lead acid batteries during this option period. Depending on the buses' duty cycle, a bus may require replacement of lead-acid traction batteries more than once during the term of this contract including the additional option years. The shorter life cycle of lead-acid batteries experienced on buses servicing outlying depots has necessitated an increase in the quantity of buses requiring replacement of lead acid traction batteries from 536 to 877 during the term of this option.

The contract includes a line item for lead-acid traction batteries and a provision where this line item is adjusted (upward/downward) every six months based on a Producer Price Index (PPI) tied to lead-acid batteries. The price per battery under the base contract fluctuated from a high of \$436.23 to a low of \$393.86. The contract also includes a per bus flat rate price for replacement of the traction batteries and two additional line items for hourly labor and material covering miscellaneous work.

Due to the critical need for replacement of lead-acid traction batteries on Hybrid buses and the 3-month lead time required for the batteries, it was necessary to provide NEBR with authorization to place orders for lead-acid traction batteries to cover the first 250 buses scheduled for battery replacement under this option. The value of lead-acid traction batteries needed to cover the first 250 buses is \$3,591,450.

Through negotiations, NEBR offered a price concession in the amount of \$4,540,632 which included a reduction in its flat rate price for the replacement of the traction batteries from \$1,800 to \$1,177 per bus and in the traction battery price from \$411.31 to \$312.30 per battery, which is subject to a price adjustment every six months based on the relative PPI. NEBR's final overall per bus price for this option is 25% below the last per bus price paid under the base contract. The final price for the option has been found to be fair and reasonable and is calculated as follows: (\$312.30/battery x 46 batteries x 877 buses) + (\$1,177 fully loaded labor price per bus x 877 buses) + (\$395/bus for miscellaneous hardware x 877 buses) + (\$698,873 representing 5% contingency for battery price fluctuation).



**Metro-North Railroad**

# **Action Items**

## **April 2012**

# STAFF SUMMARY

Page 1 of 2

**Subject:** Supplemental Agreement between Metro-North Railroad and New York State Department of Transportation for the Replacement of Bridge Street Bridge (HU 65.18) in New Hamburg (Town of Poughkeepsie), Dutchess County, New York

**Department:** Capital Engineering

**Department Head Name:** Timothy McCarthy

**Department Head Signature:**

**Project Manager Name:** Ziona Rubin

**Program Manager Name:** Ronald Bottacari

**Date:** 3/15/12

**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	M-N Comm. Mtg.				
2	MTA Fin. Comm.				
3	MTA Board Mtg.				

## Internal Approvals

Order	Approval	Order	Approval
5	President	4	Budget
	VP Operations	1	Sr. Director Capital Programs
	VP Financial Admin		Engr/Const
	Controller		Project Reporting

## Internal Approvals (cont.)

Order	Approval	Order	Approval	Order	Approval	Order	Approval
3	Sr. VP Planning		Government Relations		Labor Relations	2	General Counsel
	Press		VP Human Resources		Personnel		Other

## Narrative:

- Purpose:** To obtain Board approval to execute a supplemental agreement for \$5,678,000 between New York State Department of Transportation (NYSDOT) and Metro-North Railroad for the following:
  - The design costs (\$32,000) associated with the conversion of the construction contract documents from a lump sum contract to a unit price item contract, as per NYSDOT's requirements.
  - The construction phase costs (\$5,646,000) associated with the replacement of Bridge Street Bridge, located in the Hamlet of New Hamburg, Town of Poughkeepsie in Dutchess County, New York.
- Background and Discussion:** Bridge Street Bridge serves as one of two access routes across the railroad tracks in New Hamburg, at Milepost 65.18 of the Hudson Line. The bridge, which was built in 1930, is 168 feet long. The bridge superstructure and substructure are in poor and deteriorated condition. The bridge has a restricted load limit of 15 tons and the railroad clearance under it is substandard. In 2006 Metro-North signed a grant agreement with NYSDOT for the design phase costs associated with the replacement of Bridge Street Bridge over Metro-North. The design was completed and approved by NYSDOT.

## STAFF SUMMARY

Page 1 of 2

Metro-North, as the administrating agency is responsible for performing the design and construction according to Federal Highway Administration (FHWA) Guidelines. NYSDOT provides federal funding for 80% of all the costs, and Metro-North is funding the remaining 20%. MNR has to execute the supplemental agreement with NYSDOT in order to obtain the federal funding and be reimbursed for the project related costs.

3. Budget Impacts: NYSDOT provides federal funding for 80% of the project costs, and the remainder is funded by MNR's Capital Budget. The total amount of this agreement is \$5,678,000. NYSDOT share is \$4,542,400 and Metro-North's share is \$1,135,600 of which \$1,000,000 was contributed by Hon. S. Saland through the MTA Capital Program Legislative Reserve Funding.
4. Recommendations: That the board authorizes Metro-North to execute a supplemental agreement with NYSDOT for the design associated with the conversion and for construction phase costs for the replacement of Bridge Street Bridge, located in the Hamlet of New Hamburg, Town of Poughkeepsie in Dutchess County.

Approved for Submission to the Board

  
\_\_\_\_\_  
President

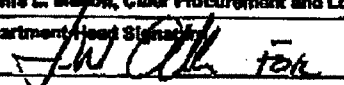

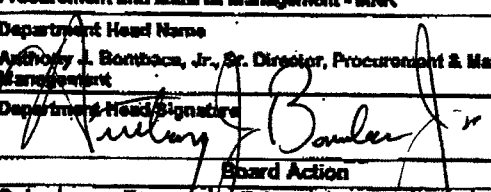
**LONG ISLAND/METRO NORTH  
COMMITTEES**

**PROCUREMENTS**

**FOR**

**BOARD ACTION**

**April 25, 2012**

<b>Subject</b> Request for Authorization to Award Various Procurements						<b>Date</b> April 25, 2012			
<b>Department</b> Procurement and Logistics - LIRR						<b>Department</b> Law and Procurement - MTACC			
<b>Department Head Name</b> Dennis L. Mahon, Chief Procurement and Logistics Officer						<b>Department Head Name</b> Evan M. Elstand, Senior Vice President and General Counsel			
<b>Department Head Signature</b> 						<b>Department Head Signature</b> 			
<b>Department</b> Procurement and Material Management - MNR									
<b>Department Head Name</b> Anthony J. Bombace, Jr., Sr. Director, Procurement & Material Management									
<b>Department Head Signature</b> 									
<b>Board Action</b>						<b>Internal Approvals</b>			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LIRR/MNR Committee	4.23.12				X	President, LIRR		
2	MTA Board	4.25.12				X	President, MNR		
						X	President, MTACC		

**PURPOSE:**

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

**DISCUSSION:**

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

Schedules Requiring Two-Thirds Vote	# of Actions	\$ Amount
Schedule A: Non-Competitive Purchase and Public Works	1	\$750,000
Schedule G: Miscellaneous Service Contracts	1	\$461,022.60
<b>SUBTOTAL:</b>	<b>2</b>	<b>\$1,211,022.60</b>

MNR proposes to award Non-Competitive procurements in the following categories: None

MTACC proposes to award Non-Competitive procurements in the following categories: None

LIRR proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote	# of Actions	\$ Amount
Schedule G: Miscellaneous Service Contracts	3	\$2,363,530
<b>SUBTOTAL:</b>	<b>3</b>	<b>\$2,363,530</b>



MNR proposes to award Competitive procurements in the following categories:

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule G:	Miscellaneous Service Contracts	1	\$34,080,000
	<b>SUBTOTAL:</b>	<b>1</b>	<b>\$34,080,000</b>

MTACC proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule G:	Miscellaneous Service Contracts	1	\$827,725
	<b>SUBTOTAL:</b>	<b>1</b>	<b>\$827,725</b>

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule H:	Mods. to Personal Service Contracts and Miscellaneous Service Contracts	1	\$7,418,433
	<b>SUBTOTAL:</b>	<b>1</b>	<b>\$7,418,433</b>

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule I:	Mods. To Purchase and Public Work Contracts	4	\$7,163,356.50
	<b>SUBTOTAL:</b>	<b>4</b>	<b>\$7,163,356.50</b>

LIRR proposes to award Ratifications in the following categories:

None

MNR proposes to award Ratifications in the following categories:

None

MTACC proposes to award Ratifications in the following categories:

		<u># of Actions</u>	<u>\$ Amount</u>
Schedule D:	Ratification of Completed Procurement Actions	1	\$1,531,403
	<b>SUBTOTAL:</b>	<b>1</b>	<b>\$1,531,403</b>
	<b>TOTAL:</b>	<b>13</b>	<b>\$54,595,470.10</b>

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

BUDGET IMPACT:

The purchases/contracts will result in obligating Long Island Rail Road, Metro-North Railroad and MTA Capital Construction operating and capital funds in the amount 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.)

## METROPOLITAN TRANSPORTATION AUTHORITY

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

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

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

NOW, the Board resolves as follows:

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

**APRIL 2012**

**MTA LONG ISLAND RAIL ROAD**

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

**Procurements Requiring Two-Thirds Vote**

**Schedule A: Non-Competitive Purchase and Public Works Contracts**

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

- |    |   |   |                                      |
|----|---|---|--------------------------------------|
| 1. | <b>Knox Kershaw Inc.</b><br><b>Sole Source</b><br><b>Contract No. IT01537</b> | <b>\$450,000 - LIRR</b><br><b>300,000 - MNR</b><br><b>\$750,000 - Not-to-Exceed</b> | <b><u>Staff Summary Attached</u></b> |
|----|---|---|--------------------------------------|

LIRR, on behalf of itself, and Metro-North Railroad ("Railroads"), requests MTA Board approval to award Sole Source Contracts to Knox Kershaw (Kershaw), for a three-year period in the total not-to-exceed amount of \$750,000 (LIRR, \$450,000/MNR \$300,000) to provide various replacement parts required by the Railroads to maintain their fleet of Knox Kershaw track equipment. LIRR's fleet includes 13 Tie Cranes and 2 Ballast Regulators while MNR's fleet consists of 2 Ballast Regulators and 1 Tie Handler. These highly specialized pieces of track equipment are used by the Railroads for various infrastructure maintenance projects and must be maintained in good operating order. Knox Kershaw is the Original Equipment Manufacturer of this equipment and the sole responsible source for the replacement parts. Kershaw has provided these repair and replacement parts on a sole-source basis to the Railroads for the past three years.

**Procurements Requiring Majority Vote**

**Schedule G: Miscellaneous Service Contracts**

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

- |    |   |   |                                      |
|----|---|---|--------------------------------------|
| 2. | <b>Industries for the Disabled, New York</b><br><b>Sole Source</b><br><b>Contract No. TBD</b> | <b>\$461,022.60</b><br><b>Fixed Price</b> | <b><u>Staff Summary Attached</u></b> |
|----|---|---|--------------------------------------|

LIRR requests MTA Board approval to issue a Miscellaneous Service Contract to the New York State Industries for the Disabled (NYSID) in the fixed price amount of \$461,022.60 to provide data entry and data conversion services for LIRR's cash fare duplex tickets for a three-year period. The work to be performed under this Contract includes all labor, materials, equipment, facilities and transportation necessary to perform Data Conversion services for the LIRR's on-board cash fare duplex tickets. This service is required to capture onboard ticket information used to reconcile and audit on-board fare collections. The term of the contract will be from May 1, 2012 through April 30, 2015. There are no options included in the contract.

**Schedule A: Non-Competitive Purchases and Public Works****Staff Summary**

Item Number: 1

<b>Vendor Name</b> Knox Kershaw Inc. – Montgomery, AL
<b>Description</b> Various Replacement Parts
<b>Contract Term (including Options, if any)</b> 3 Year Blanket Purchase Order
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

<b>Contact Number</b> IT01537	<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount: \$</b>	<b>LIRR:</b> \$450,000 <b>MNR:</b> 300,000 <b>Not-to-Exceed</b> \$750,000
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Maintenance of Way – Kevin Tomlinson, Chief Engineer	
<b>Contract Manager:</b> Richard Barone	

**Discussion:**

LIRR, on behalf of itself, and Metro-North Railroad ("Railroads"), requests MTA Board approval to award Sole Source Contracts to Knox Kershaw (Kershaw), for a three-year period in the total not-to-exceed amount of \$750,000 (LIRR, \$450,000 /MNR \$300,000) to provide various replacement parts required by the Railroads to maintain their fleet of Knox Kershaw track equipment. LIRR's fleet includes 13 Tie Cranes and 2 Ballast Regulators while MNR's fleet consists of 2 Ballast Regulators and 1 Tie Handler. These highly specialized pieces of track equipment are used by the Railroads for various infrastructure maintenance projects and must be maintained in good operating order. Knox Kershaw is the Original Equipment Manufacturer of this equipment and the sole responsible source for the replacement parts. Kershaw has provided these repair and replacement parts on a sole-source basis to the Railroads for the past three years.

In accordance with Public Authorities Law Sections 1265-a(3) and 1265-a(4)(b), LIRR advertised its intent to award a Sole Source Procurement in the NYS Contract Reporter and in the New York Post, and no other vendor expressed an interest in competing for this contract.

As a result of negotiations, the Railroads will receive a 1% discount off the Knox Kershaw price book during the life of the contract. The prices proposed by Knox Kershaw were reviewed and compared to previous prices paid to Knox Kershaw, and after applying the appropriate Producer Price Index (PPI), the prices for this award have been determined to be within the acceptable industry standards of 3.49%. Additionally, Knox Kershaw has certified that the prices quoted the Railroads are not greater than the prices they charge their most favored customers. Based on the above, the prices have been determined to be fair and reasonable. Each agency's operating budget will fund these contracts.

Item Number: 2

<b>Vendor Name (&amp; Location)</b> Industries for the Disabled, New York, NY
<b>Description</b> Data Input Data Conversion
<b>Contract Term (including Options, if any)</b> May 1, 2012 – April 30, 2015
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Procurement Type</b> <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Preferred Source

<b>Contact Number</b> TBD	<b>Renewal?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
<b>Total Amount:</b> \$461,022.60 NTE	
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Treasury, Michael Reilly	
<b>Contract Manager:</b> Louis R. Drago/Cliff De Risi	

**Discussion:**

LIRR requests MTA Board approval to issue a Miscellaneous Service Contract to the New York State Industries for the Disabled (NYSID) in the fixed price amount of \$461,022.60 to provide data entry and data conversion services for LIRR's cash fare duplex tickets for a three-year period. The work to be performed under this Contract includes all labor, materials, equipment, facilities and transportation necessary to perform Data Conversion services for the LIRR's on-board cash fare duplex tickets. This service is required to capture onboard ticket information used to reconcile and audit on-board fare collections. The term of the contract will be from May 1, 2012 through April 30, 2015. There are no options included in the contract.

In accordance with New York State Finance Law, "All State agencies, political subdivisions and public benefit corporations are required to purchase commodities and services from preferred sources when such commodities and services are on the List of Preferred Source Offerings and when they meet form, function and utility requirements as determined by the agency provided the price is within 15% of the fair market value."

NYSID, through their preferred source provider, Fedcap Rehabilitation Services (Fedcap) proposed a total price of \$477,529.20 for the three year period of performance. This amount represented an increase of 13% from the current contract price the LIRR has with Ardem Incorporated, who was awarded their contract through a competitive procurement. LIRR negotiated Fedcap's proposed price down to a fixed price of \$461,022.60, which reflected a 3.5% reduction. MTA Audit conducted a review on NYSID's revised cost proposal and determined that it was fair and reasonable.

Based upon the fact that NYSID/Fedcap meets the form, function, and utility requirements of the LIRR, and the negotiated fixed price is within the 15% of the fair market value and deemed fair and reasonable, it is recommended that the MTA Board approve a miscellaneous service contract to NYSID in the fixed amount of \$461,022.60 for a three year period.

APRIL 2012MTA LONG ISLAND RAIL ROADLIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVALProcurements Requiring Majority Vote**Schedule G: Miscellaneous Service Contracts**

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

- |    |                                   |   |
|----|-----------------------------------|---|
| 3. | Royal Waste Service, Inc.         | \$ 1,342,556 (LIRR \$1,309,212; MTAHQ \$33,344) |
|    | IESI NY (Winter Bros.)            | \$ 374,985 (LIRR )                              |
|    | Jamaica Ash & Rubbish Removal Co. | \$ 110,297 (LIRR)                               |
|    | Jet Sanitation Service Corp.      | \$ 198,218 (LIRR)                               |
|    |                                   | <u>\$2,026,056 Not-to-Exceed</u>                |

In accordance with MTA All-Agency Procurement Initiatives, and pursuant to sealed competitive bidding, the MTA Long Island Rail Road, on behalf of itself and MTA Headquarters, requests MTA Board approval to award four separate Miscellaneous Service Contracts for Scheduled Rubbish Removal and On-Call Container Services to Royal Waste Services (\$1,342,556), Winter Bros. (\$374,985), Jamaica Ash (\$110,297) and Jet Sanitation (\$198,218) in the combined not-to-exceed amount of \$2,026,056. The named companies are all licensed in the counties in which the work will be performed. These renewal contracts will be effective for a period of fourteen months, from May 1, 2012 through June 30, 2013 in order to be co-terminus and re-solicited together with New York City Transit's rubbish removal contracts. Scheduled rubbish removal service consists of a defined number of pick-ups on specific size containers located at the listed stations, facilities, and yards. The current scope of work consolidated the previous fourteen groupings into eight geographical groupings and updated the container sizes and frequency of pick-ups to meet LIRR's current needs. On-call container service consists of supplying, delivering and removing as required and on-call 10, 20, and 30 cubic yard containers required to support engineering, track, and grade crossing work along the right of way. The solicitation allowed bidders to submit sealed bids on any, or all, eight geographical groupings. Eight bidders responded to this solicitation, with a minimum of three bids being received for each group. Awards are recommended for the low bidders for each Group as follows: Royal Waste, Groups 1 and 8, IESI NY, Groups 4 and 6, Jamaica Ash, Groups 2 and 3 and Jet Sanitation, Group 5. All groups are being presented for award with the exception of Group 7, On-Call Containers in Nassau/Suffolk. The bid evaluations for this group showed a potential for significant cost savings if Nassau and Suffolk were separated and re-bid. The aggregate award values for Groups 1 thru 5 represent a 33% savings from previous contract, 20% savings for Group 6, and a 27% aggregate savings from current pricing of Group 8. Based on the above, the pricing as quoted is deemed to be fair and reasonable. These Contracts will be funded by each agency's Operating Budget.

- |    |                       |   |
|----|-----------------------|---|
| 4. | Cummins Allison Corp. | \$129,974 (LIRR \$54,008; MNR \$75,966) |
|    | Competitive Bid       | Not-To-Exceed                           |
|    | Three Year Contract   |   |
|    | Contract No. TBD      |   |

In accordance with MTA All-Agency Procurement Initiatives, and pursuant to sealed, competitive bidding, the MTA Long Island Rail Road (LIRR) on behalf of itself and Metro North Railroad (MNR) requests MTA Board approval to award separate Miscellaneous Service Contracts to Cummins Allison Corp. (Cummins) for Scheduled Maintenance, and On-Call Repair Services for Cummins Currency Sorters and Counters, in the combined not-to-exceed amount of \$129,974. This three year renewal contract will be effective from May 1, 2012 through April 30, 2015. LIRR's Customer Service Department requires scheduled, and on-call repair service for a total of thirty Cummins units located at various LIRR facilities. MNR's Customer Service Department

requires these same services for a total of thirty-six Cummins units throughout their facilities. The Invitation for Bid was advertised in the New York Contract Report on 1/19/12 and in the New York Post on 1/26/12. One bid was received from Cummins, the original equipment manufacturer. Cummins bid pricing is in accordance with their published 2012 Preventive Maintenance Insurance Agreement (PMIA) effective 1/1/12. The quoted rates remain unchanged for the entire three year period of performance. The \$230/Hr. labor rate for on-call repairs is unchanged from the previous contract. The combined agencies award of \$129,974 is \$4,017 or 3.1% more than the prior three year contract pricing of \$125,957 for the same equipment. The 3.1% increase represents an average increase of .52 % per year over the contracts six year periods of performance. Based on the above, the pricing as quoted is deemed to be fair and reasonable. These Contracts will be funded by each agency's Operating Budget.

5.	United Cesspool Service	\$207,500
	Two-Year Contract	Not-to-Exceed
	Contract No: TBD	

LIRR requests approval to award a competitively bid Miscellaneous Service contract to United Cesspool Service, Inc. (United Cesspool) for the daily removal, transport, neutralization and lawful disposal of wastewater from the Railroad's Ronkonkoma Train Wash Facility, to the Bergen Point Waste Facility, in the not-to-exceed amount of \$207,500. This renewal contract is for a two-year period, beginning May 1, 2012. The solicitation was advertised in the NYS Contract Reporter on February 8, 2012 and the New York Post on February 9, 2012. A site tour was held February 21, 2012. The price schedule is based on a fixed rate multiplied by an estimated 1,000,000 gallons per year, for two years. Seven bids were publically opened on February 21, 2012 as follows: incumbent United Cesspool (\$207,500), Tully Environmental (\$212,940), Russell Reid Co. (\$221,400), Environmental Services, Inc. (\$236,730), Go Green Environmental (\$332,370), AB Oil Service Ltd. (\$395,000), and Fenley & Nicol Co., Inc. (\$410,000). United Cesspool's bid of \$207,500 represents a 4.2% price decrease, per gallon from their current two-year contract, and is 2.5% less than second lowest bidder. United Cesspool's price is therefore considered to be fair & reasonable. LIRR's Operating Budget will fund this contract.

**APRIL 2012**

**METRO-NORTH RAILROAD**

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

**G. Miscellaneous Service Contracts**

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

**1. Automotive Resources International (ARI)    \$34,080,000 (estimated)                      Staff Summary Attached**  
**Multi-Agency Fleet Maintenance and Management Services**

Approval is requested to award a competitively solicited RFP for a 5 year miscellaneous service contract to Automotive Resources International (ARI) to provide Fleet Maintenance and Management Services for the participating agencies' rubber tire fleet. MNR led the multi-agency procurement and the participating agencies are Metro-North Railroad (MNR), Long Island Rail Road (LIRR), and New York City Transit Paratransit Division (NYCT Paratransit). The combined agency total estimate includes reimbursement for the cost of repairs (\$33,158,650) based on projected annual fleet repair cost, plus a fixed management fee due to ARI (\$921,350). NYCT Support Fleet, MTA Bus and Bridges & Tunnels fleet are maintained predominately by in-house resources. In the event a decision is made by the non-participating agencies to utilize ARI's services, the contract permits the ability to take advantage of all terms, conditions and negotiated prices.

As part of an MTA strategic review of non-revenue fleet, an MTA All-Agency Non-Revenue Fleet (NRF) Council was established with mandated goals to reduce vehicle maintenance spending, standardize NRF policies to reflect industry best practices, and improve vehicle reliability. The participating Agencies require Fleet Maintenance and Management Services with a vendor who will manage cost effective vehicle repair work, coordinate invoicing from a network of service repair stations located within the MTA operating territory, and provide invoice summaries for each agency with detailed vehicle maintenance reporting data for MTA agency fleet managers. The solicitation was structured as a Request for Proposal (RFP) based on the requirement to evaluate service qualifications, technical expertise as well as cost. An advertisement of the procurement was placed in required publications as well as direct outreach to vendors known to perform these services.

The RFP Selection Committee consisting of representatives from each participating agency's Automotive/Fleet Department, unanimously selected ARI to support MTA's Fleet Maintenance & Management Program. ARI possessed the optimal combination of required qualifications, lowest cost, the best overall technical level of maintenance and management expertise, and experience. ARI ensures low repair costs by negotiating labor rates and hours with the repair shops, compares each repair activity with industry standards to control costs and coordinates MTA fleet managers' approval of detailed repair expenses (labor hours, rates and parts) if the repair exceeds \$450. Other than the monthly administrative fees, no other charges are allowed. All fees will be fixed for the 5 year period of performance and all pricing and terms were deemed fair and reasonable by the agencies.

ARI's lower overall fees of approximately 15% (versus the current contract) represent a potential \$125K savings over the 5 year contract term. Additionally, it is anticipated that there will be a 2% savings on



overall repair cost (due to improved repair cost detail), representing a potential \$660K savings over the 5 year contract term; accordingly there is a total projected 5 year savings of \$785K under this contract. The estimated cost of the 5 year contract is \$34,080,000, (MNR \$11,000,000, LIRR \$18,080,000, Paratransit \$5,000,000) and is to be funded by each agency's Operating Budget.

# Staff Summary

Item Number G					
Dept & Dept Head Name: Procurement & Material Management, Anthony J. Bombace, Jr.					
Division & Division Head Name: Sen. VP – Administration, Raymond Burney					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	M-N Comm.Mtg.	4-23-12	X		
2	MTA Board Mtg.	4-25-12	X		
Internal Approvals					
Order	Approval	Order	Approval		
X	President	X	Sr. V.P. Operations		
	Sr. V.P. Admin.		V.P. Planning		
	V.P. Finance & IT	X	General Counsel		
	Capital Programs				

<b>SUMMARY INFORMATION</b>	
Vendor Name Automotive Resources International (ARI)	Contract Number 1000009713
Description Multi-Agency Fleet Maintenance and Management Services	
Total Amount \$34,080,000 (estimated)	
Contract Term (including Options, if any) 5 years	
Option(s) Included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## I. PURPOSE/RECOMMENDATION:

To obtain MTA Board approval to award a competitively negotiated miscellaneous service contract to Automotive Resources International (ARI) to provide Fleet Maintenance and Management Services for a period of 5 years at an estimated cost of \$34,080,000. MNR led the multi-agency procurement and the participating agencies are Metro-North Railroad (MNR), Long Island Rail Road (LIRR) and New York City Transit Paratransit Division (NYCT Paratransit).

Of the MTA's total non-revenue fleet size of 3,535 vehicles, this contract will be awarded specifically for the 1,419 vehicles for MNR, LIRR, and NYCT Paratransit Division. The remaining 2,116 vehicles owned by NYCT Support Fleet, MTA Bus and Bridges & Tunnels are maintained predominately by in-house resources. In the event a decision is made by the non-participating agencies to utilize ARI's services, the contract permits the ability to take advantage of all terms, conditions and negotiated prices.

## II. BACKGROUND and DISCUSSION:

As a result of an MTA Strategic Sourcing Initiative, opportunities for savings within non-revenue fleet was reviewed and implemented as follows: standardization of non-revenue vehicle specifications, advance forecasting of fleet requirements, reducing the fleet size and the downgrading of certain vehicles, and extending life of selected vehicles with review of maintenance and repair practices. As part of the 2011 fleet reduction exercise, new vehicle purchases were suspended for all agencies - 326 vehicles were removed from the MTA fleet and 193 vehicles were identified for downsizing to less expensive models. In September 2011, an MTA All-Agency Non-Revenue Fleet (NRF) Council was established to create a more efficient non-revenue fleet operation, with mandated goals to reduce vehicle maintenance spending, standardize NRF policies to reflect industry best practices, and improve vehicle reliability.

The NRF Council took an active role in identifying critical services that the fleet management vendor was required to provide, and encouraged the MTA fleet managers to detail maintenance practices that would contain maintenance costs (labor rates and parts markups) to achieve real savings. The Council was instrumental in revising the scope of work and conducting a market analysis which revealed that there are 3 primary vendors who can provide specialized services to help manage a large geographically dispersed fleet, with specific requirements for specialized and heavy duty vehicles. Participating MTA Agencies manage separate fleets in vehicle categories determined by weight as detailed on the chart below:

# Staff Summary

Vehicle Category	MNR	LIRR	Paratransit	Total
Vehicle weight <10K lbs	347	219	23	589
Vehicle weight 10K-16K lbs	165	181	154	500
Vehicle weight >16K lbs	76	175	0	251
Off Road / Special Equipment*	4	75	0	79
Total Vehicles	592	650	177	1,419

\* Special equipment includes mobile cranes, trailers, flatbeds, backhoes, const/shop vehicles.

In October 2011, a Request for Expression of Interest (RFEI) was issued in advance of the Request for Proposal (RFP) to notify the vendors of the pending solicitation, maximize competition, and enhance the scope of work requirements. Responses were received from GE Fleet Services (GEFS), ARI and PHH Arval (PHH).

The NRF/RFP team met with these firms to informally discuss business practices and price control mechanisms with the intention of having the best, most cost effective solution for the MTA fleet management services. Some of the areas discussed were how a fleet maintenance management company could ensure that MTA pays fair and reasonable price for repairs, if they could work with MTA pre-negotiated labor rate contracts and what strategies they could offer that would contain MTA maintenance expenses. Most critical to the fleet managers was the ability to get detailed data about labor rates, parts prices and the number of hours for repairs. The Agencies also wanted to have a flexible and simple process where vehicles could be added or removed from the contract, and accessibility to data and reports. Service Level Agreements (SLA) and data needed to develop metrics typically found in the industry were also discussed.

### III. PROCUREMENT:

In November 2011, a multi-agency RFP solicitation was issued to cover requirements for all participating agencies anticipated over the next five years. The RFP was advertised in the New York State Contract Reporter, the New York Post, the Daily Challenge, and the Metro-North website, and issued to 12 firms.

A Pre-proposal conference was held on November 11, 2011 with a total of 3 firms attending. The RFP established minimum vendor requirements and requested supporting information that provided evidence of the firms' capability to meet the requirements of each agency. Proposers were required to submit their listing of repair shops to show coverage of the MTA service area, their negotiation processes to ensure low repair costs, and their software management tool for effective tracking and reporting.

Concurrently, a Selection Committee was formed consisting of representatives from each participating agency's Automotive/Fleet Maintenance Departments. The Selection Committee agreed to evaluate proposals based on the vendor's 1) presentation of realistic and effective Maintenance Cost Containment approaches, optimal overall service levels, cost for direct service fees and demonstrated understanding of the Work Scope requirements; 2) Data management capability that provides remote (on-line) access to fleet maintenance repair data, the ability to merge operational data with maintenance data, interfaces to MTA asset management systems and available online reports; and 3) Proposed project plan, past experience with large enterprise clients, confidence level, commitment of relevant resources to the project.

Three proposals were received on December 16, 2011 from GEFS, ARI, and PHH. The Selection Committee short-listed all 3 firms, GEFS, ARI and PHH to give presentations. Oral presentations for the 3 short-listed firms were held in January 2012. The results were very competitive. After considerable internal discussions and vendor negotiations, the Selection Committee unanimously selected ARI to support MTA's Fleet Maintenance and Management Program. ARI possessed the optimal combination of required qualifications, the best overall technical level of maintenance and management expertise, a substantial and flexible network of repair vendors, broad experience and lowest overall cost.

The combined agency total contract amount of \$34,080,000 is an estimated amount and is not guaranteed. ARI will receive approximately \$921,350 in direct fees for managing all aspects of vehicle repair approvals, recording repair details, payment of invoices from maintenance repair vendors who service MTA vehicles and the consolidation of monthly

## Staff Summary

invoices for payment by each participating MTA agency. The remaining \$33,158,650 is the 5 year estimate based on projected fleet repair costs.

ARI ensures low repair costs by negotiating labor rates and hours with the repair shops, compares each repair activity with industry standards to control costs and coordinates MTA fleet managers' approval of detailed repair expenses (labor hours, rates and parts) if the repair exceeds \$450. Other than the monthly administrative fees, no other charges are allowed. All fees will be fixed for the 5 year term and all pricing and terms were deemed fair and reasonable by the agencies.

ARI's lower overall fees of approximately 15% (versus the current contract) represent a potential \$125K savings over the 5 year contract term. Additionally, it is anticipated that there will be a 2% savings on overall repair cost (due to improved repair cost detail), representing a potential \$660K savings over the 5 year contract term; accordingly there is a total projected 5 year savings of \$785K under this contract.

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

M/WBE goals were established by the MTA Department of Diversity and Civil Rights (DDCR) at 10% MBE, 10% WBE. DDCR will work with the MTA fleet managers to identify and qualify certified M/WBE repair shops within their specific fleet service areas. ARI will support increased M/WBE participation through monthly reporting of spend with certified vendors, who will be flagged and added to ARI's database as requested. MTA agency participation goals will be reviewed annually to reflect the availability of M/WBE repair shops in the MTA geographic service area and adjusted as warranted.

#### **V. IMPACT ON FUNDING:**

The multi-agency total contract amount is an estimated \$34,080,000. Funding is included in the respective agency's Operating Budgets and is based on the maintenance and repair expenditures by participating agencies over the last 5 years, broken down as follows.

	<b>5 Yr Estimated Amount</b>
MTA LIRR	\$18,080,000
MTA MNR	\$11,000,000
MTA NYCT Paratransit	<u>\$ 5,000,000</u>
Total	\$34,080,000

#### **VI. ALTERNATIVES:**

Each MTA Agency independently manages repair and maintenance for all of its fleet, and contracts with individual repair shops. This approach does not leverage the volume of MTA business and would not result in all MTA agencies receiving most favorable maintenance and repair rates. ARI is contracted to look at MTA as a whole, which significantly lessens the overall maintenance administration for all MTA.

April 2012

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**

*Procurements Requiring Majority Vote*

**Schedule G. Miscellaneous Service Contracts**

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

- |           |  |                                     |                                      |
|-----------|--|-------------------------------------|--------------------------------------|
| <b>1.</b> | <b>Henry Brothers Electronics, Inc.<br/>Contract No. PS836</b> | <b>\$ 827,725<br/>Not-to-Exceed</b> | <b><u>Staff Summary Attached</u></b> |
|-----------|--|-------------------------------------|--------------------------------------|

Pursuant to Article VC of the MTA All-Agency Guidelines for the Procurement of Services and the Emergency Declaration for Security Projects, MTACC requests that the Board approve the award of negotiated and competitively solicited miscellaneous service contract for the Upgrade of CISCO Video Surveillance System for the MTA Police Department with subsequent post implementation support options. This is a joint procurement for MTACC and MTAHQ.

**Schedule H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts**

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

- |           |   |                    |                                      |
|-----------|---|--------------------|--------------------------------------|
| <b>2.</b> | <b>PB America/STV/Parsons Transportation<br/>Group, Joint Venture<br/>(General Engineering Consultant)<br/>Contract No. 98-0040-01R<br/>Modification No. 31</b> | <b>\$7,418,433</b> | <b><u>Staff Summary Attached</u></b> |
|-----------|---|--------------------|--------------------------------------|

Pursuant to Article XIII of the All-Agency Procurement Guidelines for Services, Board approval is requested to modify the Contract for various design changes

**Schedule I. Modifications To Purchase and Public Work Contracts**

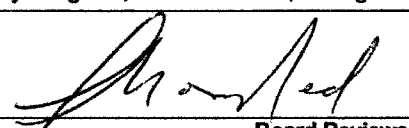
(Staff Summaries required for individual change orders greater than \$250K. Approval without Staff Summary required for change orders greater than 15% of the adjusted contract amount which are also at least \$50K)

- |                   |   |                    |                                      |
|-------------------|---|--------------------|--------------------------------------|
| <b>3 &amp; 4.</b> | <b>Tutor Perini Corporation<br/>Contract No. CH054A<br/>Modification Nos. 25 &amp; 27</b> | <b>\$1,391,226</b> | <b><u>Staff Summary Attached</u></b> |
|-------------------|---|--------------------|--------------------------------------|

Pursuant to Article IX of the All-Agency Procurement Guidelines, Board approval is requested to modify the contract for the construction of the foundation for a Signal Bridge (this is a scope and budget transfer) and to furnish and install temporary guy anchors on catenary structures.

- |                   |  |                       |                                      |
|-------------------|--|-----------------------|--------------------------------------|
| <b>5 &amp; 6.</b> | <b>Granite-Traylor-Frontier ("GTF"), JV<br/>Contract No. CQ031<br/>Modification Nos. 63 &amp; 64</b> | <b>\$5,772,130.50</b> | <b><u>Staff Summary Attached</u></b> |
|-------------------|--|-----------------------|--------------------------------------|

Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval to modify the scope of work for work related to underpinning of the Harold CIL structure and the reconciliation of the unit quantity for bored tunnel excavation.

<b>Item Number 1</b>					
Department and Department Head Name: Security Program, Thomas Reed, Acting Chief					
 4/11/2012					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	MNR & LIRR Committee	04/23/12	X		
2	Board	04/25/12	X		
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1 <i>DR</i>	Chief Procurement Officer	4 <i>JA</i>	Sr. Vice President & General Counsel		
2	Vice President & Chief Engineer	5 <i>MC</i>	Executive Vice President		
3 <i>AD</i>	Chief Financial Officer	6 <i>Y</i>	President		

<b>SUMMARY INFORMATION</b>	
Vendor Name Henry Brothers Electronics, Inc.	Contract Number PS836
Description Upgrade of Cisco Surveillance System	
Total Amount \$827,725 (NTE)	
Contract Term 1 Year with Options to extend for 5 Years	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

**I. PURPOSE/RECOMMENDATION:**

Pursuant to Article VC of the MTA All-Agency Guidelines for the Procurement of Services and the Emergency Declaration for Security Projects, MTACC requests that the Board approve the award of negotiated and competitively solicited miscellaneous service Contract PS836, Upgrade of CISCO Video Surveillance System, to Henry Brothers Electronics (HBE), Inc. in the amount of \$710,000 and a contract duration of 12 months. The Contract also includes two support options with costs of \$90,000 and \$27,725 respectively. This is a joint procurement for MTACC and MTAHQ.

**II. DISCUSSION:**

This Contract will provide an upgraded and supported Cisco Enterprise Video Surveillance Subsystem compatible with the Intergraph Security System and other interfaces within the Integrated Electronic Security System. In addition, there are two options. Option 1 is for an additional 5 years of maintenance after the initial one year covered under the Base and Option 2 is for On Call support and Software Development. The options will be executed, if at all, by MTAHQ upon completion of the base work.

The work under this Contract must be performed by a CISCO certified Value Added Reseller (VAR) in order to work on this type of system. Six firms Arinc, IPLOGIC, Blackbox, ePlus, World Wide Technology and Henry Brothers ("HBE"), were identified as CISCO VARs who had the required expertise, experience and track record for providing this type of services. In accordance with Article IV C of the MTA All-Agency Guidelines and the Emergency Declaration for Security Projects, a Request for Proposal was issued to the six firms on November 7, 2011. Proposals were due on December 22, 2011 and HBE submitted the only proposal. The other firms were contacted and indicated that they did not propose due to unfamiliarity with the existing components of the system and the amount of integration and testing necessary to get the system working properly.

The Selection Committee evaluated the proposal based on the RFP evaluation criteria and found HBE's technical proposal to be acceptable and recommended entering into negotiations.

HBE submitted a cost proposal of \$761,935 for the base work, \$187,903 for Option 1 and \$27,849 for Option 2 for a total of \$977,687. The internal cost estimates was \$685,340 for the base work, \$90,000 for Option 1 and \$25,000 for Option 2 for a total of \$800,340. Negotiations were held and at the conclusion, HBE was requested to submit a Best and Final Offer ("BAFO"). HBE submitted a BAFO that reflected a cost of \$710,000 for the base, \$90,000 for Option 1 and \$27,725 leading to a total of \$827,725. Overall the BAFO resulted in an overall savings of \$149,962. A Cost/Price analysis was conducted and the negotiated cost of with the options is considered to be fair and reasonable as it falls within an acceptable parameter of the estimate.

Please note that the intent is for Options 1 – Additional 5 Year Maintenance after the initial one year covered under the Base and option 2 – On Call support and Software Development to be exercised by MTAHQ under a separate Contract upon completion of the base work.

HBE submitted a Responsibility Questionnaire and responsibility and integrity checks were performed by MTACC Procurement. No SAI within the meaning of the All-Agency Responsibility Guidelines was found. HBE is considered to be financially stable and technically qualified.

**III. IMPACT ON FUNDING:**

Funding for the base work under this Contract is available in the 2000 – 2004 Capital Program for the Security Program. Funding for Options 1 and 2, if exercised, will come from MTA-PD budget.

**IV. ALTERNATIVES:**

There are no viable alternatives for performing this critical work.

# Schedule H: Modifications to Personal/Miscellaneous Service Contract



Item Number: 2

<b>Vendor Name (&amp; Location)</b> PB America/STV/Parsons Transportation Group, Joint Venture	
<b>Description</b> East Side Access General Engineering Consultant Services	
<b>Contract Term (including Options, if any)</b>  December 2016	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	
<b>Procurement Type</b>	<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b>	<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other: Modification
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, A. Paskoff	

Contract Number	AWO/Modification
98-0040-01R	35
Original Amount:	\$ 140,000,000
Prior Modifications:	\$ 177,839,434
Prior Budgetary Increases:	\$
Current Amount:	\$ 317,839,434
This Request	\$ 7,418,433
% of This Request to Current Amount:	2.3 %
% of Modifications (including This Request) to Original Amount:	132 %

## Discussion:

This Contract is for design and engineering services for the LIRR East Side Access project. Pursuant to Article XIII of the MTA All-Agency Guidelines for the Procurement of Services, Board approval is requested to modify the Contract for additional design changes.

The Contract has been modified several times to incorporate changes to the scope of Final Design. These changes have been to satisfy various Program objectives such as implementation of Railroad operating requirements, realization of construction cost savings, resolution of schedule conflicts, mitigation of technical and contractual risk, and retroactive adjustment to overhead rates. In addition, funding for Construction Phase Services has been increased. The table below shows the allocation of the current and proposed Contract amounts.

Work Category	Original Contract	Previous Modifications	Current Contract	Proposed Modification	Proposed Contract
Final Design	\$120,000,000	\$ 133,695,022	\$ 253,520,022	\$ 7,418,433	\$ 261,113,455
Construction Phase Services	\$ 20,000,000	\$ 43,609,782	\$ 63,609,782	\$ -0-	\$ 63,609,782
Misc Technical Support	\$ -0-	\$ 534,630	\$ 534,630	\$ -0-	\$ 534,630
<b>TOTAL</b>	<b>\$ 140,000,000</b>	<b>\$ 177,839,434</b>	<b>\$ 317,839,434</b>	<b>\$ 7,418,433</b>	<b>\$ 326,257,867</b>

The Current Contract and Proposed Contract amounts do not include \$5,002,779 previously approved by the Board for task orders and repackaging work which has not yet been allocated.

This modification is required to incorporate changes for, among other things, a major effort involving the GCT Concourse and Caverns, rehabilitation work in the existing 63<sup>rd</sup> St Tunnel, requests from LIRR and Amtrak to reconfigure various track and infrastructure in Harold, the addition of an elevator connecting the LIRR and MNR station operations centers, and the extension of existing elevators to the mezzanine level of the Caverns.

The Consultant proposed \$8,897,289 for these changes while the MTACC's estimate totaled \$7,015,546. Negotiations were held and the parties agreed to a cost of \$7,418,433 which leads to a savings of \$1,478,856. The negotiated price is considered fair and reasonable as it falls within an acceptable parameter of the estimate.

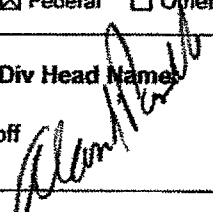
Funding for this modification is available in the Project's contingency. This request addresses the need for the additional Final Design services described above only. MTACC intends to return to the Board in the future for additional funding for other changes that will result from its on-going efforts to mitigate construction risks, and for continuation of Construction Phase Services.



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



Item Numbers 3 & 4

<b>Vendor Name (&amp; Location)</b> Tutor Perini Corporation (Peekskill, New York)		<b>Contract Number</b> CH054A	<b>AWO/Modification #</b> 25 & 27
<b>Description</b> Construct Harold Structures Part IIA for the ESA Project		<b>Original Amount:</b> \$ 21,777,777	
<b>Contract Term (including Options, if any)</b> 28 Months		<b>Prior Modifications:</b> \$ 2,327,753	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A		<b>Prior Budgetary Increases:</b> \$ 0	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b> \$ 24,105,530	
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		<b>This Request</b> \$ 1,391,226	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of This Request to Current Amount:</b> 5.8%	
<b>Requesting Dept/Div&amp;Dept/Div Head Name</b> East Side Access, Alan Paskoff 		<b>% of Modifications (including This Request) to Original Amount:</b> 26.7%	

**Discussion:**

The work under this Contract involves civil construction work consisting of demolition, clearing, grubbing and grading, construction of retaining walls, storm sewers and utility relocation in the Harold Interlocking area for the East Side Access Project. Pursuant to Article IX of the MTA All-Agency Procurement Guidelines, MTACC seeks Board approval for the following modifications.

**MOD #25 – Signal Bridge #11 Foundations and Installation**

Signal Bridge #11 is required to be installed this year in order to complete the Point interlocking cutover by the 1<sup>st</sup> Qtr. of 2013. In order to meet this deadline, the foundation work, which was originally to be installed under future Contract CH057, is being moved to this Contract because the Contractor is already mobilized, on site and has the required experience to perform the work.

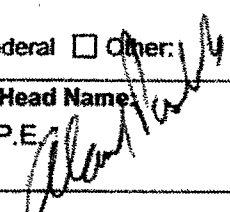
Perini submitted a cost proposal in the amount of \$497,429 and the project estimate is \$296,138. Negotiations were held and the parties agreed to a cost of \$309,133 for the work leading to a savings of \$188,296. The negotiated cost is considered fair and reasonable as it falls within an acceptable parameter of the estimate. There is no time impact associated with this modification. The Budget for this modification will be transferred from Contract CH057.

**MOD #27 - Furnish & Install Temporary Guy Anchors on Catenary Structures**

The location of the existing catenary guy anchors conflicts with the alignment of the 12kV ductbank and storm sewer. Due to delays in approval of the mainline catenary package, the permanent replacements for the catenary guy anchors will not be installed in time to meet the construction schedule of the 12kV ductbank and storm sewer that are to be constructed under this Contract. It is therefore necessary to temporarily relocate nine (9) guy anchors. Failure to do this work now will delay other work and result in delays in excess of the cost of this change.

Perini submitted a cost proposal in the amount of \$1,500,631 and the project estimate is \$1,007,833. Negotiations were held and the parties agreed to a cost of \$1,082,093 for the work leading to a savings of \$418,538. The negotiated cost is considered fair and reasonable as it falls within an acceptable parameter (within 10%) of the estimate. There is no time impact associated with this modification. An errors and omissions analysis will be conducted to determine if the cost for this modification is recoverable from the designer.

Item Number: 5 &amp; 6

<b>Vendor Name (&amp; Location)</b> Granite-Traylor-Frontier ("GTF"), Joint Venture		<b>Contract Number</b> CQ031	<b>AWO/Modification #</b> 63 & 64
<b>Description</b> Queens Bored Tunnels and Structures		<b>Original Amount:</b> \$ 659,200,700.00	
<b>Contract Term (including Options, if any)</b>  31 Months		<b>Prior Modifications:</b>	\$ 106,200,917.12 (includes an option of \$58,400,700)
<b>Option(s) included in Total Amount?</b> <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a		<b>Prior Budgetary Increases:</b>	\$ 0
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b>	\$ 765,401,617.12
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification		<b>This Request</b>	\$ 5,772,130.50
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other: 		<b>% of This Request to Current Amount:</b>	7.5%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> East Side Access, A. Paskoff, P.E.		<b>% of Modifications (including This Request) to Original Amount:</b>	17%

**Discussion:**

The work under this contract includes the construction of four soft-ground bored tunnels and miscellaneous demolition of surface structures for the East Side Access project. In accordance with Articles IX of the All-Agency Procurement Guidelines, MTACC seeks Board approval for the following modifications:

**Modification No. 63 Underpinning of the Harold CIL Structure**

During mining operations for the B/C Tunnel, the Tunnel Boring Machine will pass directly beneath the Harold Central Interlocking House (CIL). The Harold CIL houses sensitive railroad relay equipment that controls signals and switches in the Harold Interlocking. Any damage to this relay equipment could cause major system disruption and adversely impact the ability to safely maneuver trains through the interlocking and beyond. To minimize settlement of the CIL during mining, and thus further protect this sensitive equipment, underpinning of the structure is required.

ESA's estimate for this underpinning work was \$793,755. The Contractor's cost proposal was \$1,072,557. Negotiations were held and the parties agreed to a cost of \$873,130.50 leading to a savings of \$278,802. The negotiated price is considered to be fair and reasonable as it falls within an acceptable parameter of the estimate. The budget for this modification will come from the contract's contingency and there will be no additional cost to the overall Project's budget.

**Modification No. 64 Reconciliation of Bored Tunnel Excavation**

The Contract provides for 9,961 linear feet of bored tunnel excavation through soil for the four tunnel drives (A, YL, D & B/C). However, refinements in design and actual conditions encountered have resulted in some variation in the total linear feet bored. Tunnel B/C drive was increased by 492 linear feet to reduce the quantity of open cut construction, reduce railroad impacts and resource requirements and reduce construction durations. Tunnel A drive was reduced by 232 linear feet to mitigate critical and expensive delays to tunneling operations. Tunnel YL drive increased by 11 linear feet to avoid existing catenary foundations. The Tunnel D drive increased by 5 linear feet due to the elimination of the Tunnel D reception pit.

The Contract unit price for TBM tunnel excavation is \$17,750 per linear foot. The Contract provides that the Unit Price of an item shall apply if the actual quantity does not vary above or below 25% of the estimated quantity in the Contract. Because the net increase here is less than 25% of the estimated quantity in the contract, the contract's existing unit price will be utilized causing an increase to the Contract of \$4,899,000 which is considered to be fair and reasonable.

This change will result in no increase to the Program cost as budgets will be adjusted for scope moved in and out of this contract.

April 2012

**LIST OF RATIFICATIONS FOR BOARD APPROVAL**

**Procurements Requiring Two-Thirds Vote:**

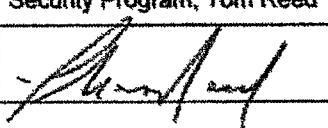
**Schedule D. Ratification of Completed Procurement Actions**  
(Staff Summaries required for items requiring Board approval.)

- |    |   |              |                               |
|----|---|--------------|-------------------------------|
| 7. | Skanska USA Civil Northeast, Inc.<br>Contract No. PS837.<br>Emergency Declaration | \$ 1,531,403 | <u>Staff Summary Attached</u> |
|----|---|--------------|-------------------------------|

Pursuant to Article III of the All Agency Procurement Guidelines, MTACC request the Board ratify award of a public work contract to furnish and install an ACTIVU Video Wall and associated electrical enhancements and incidentals for the MTA Police Department

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

Item No. 7

<b>Vendor Name (&amp; Location)</b> Skanska USA Civil Northeast, Inc. (Whitestone, NY)	<b>Contract Number</b> PS837	<b>Renewal?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Description</b> Furnish and install an ACTIVU Video Wall with Associated Electrical Enhancements and Other Incidentals	<b>Total Amount:</b> \$1,531,403	
<b>Contract Term (including Options, if any)</b> 12 Months (excluding options)	<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Homeland Security	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a	<b>Requesting Dept./Div &amp; Dept./Div Head Name:</b> Security Program, Tom Reed	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	 4/11/2012	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Emergency Declaration		

**DISCUSSION:**

In accordance with Article III of the All Agency Guidelines for the Procurement of Services, MTACC requests the Board ratify award of a public work contract to Skanska USA Civil Northeast, Inc. ("Skanska"). The Contract is for the furnishing and installation of an ACTIVU Video Wall with associated electrical enhancement and other incidentals for the MTA Police Department ("MTAPD"), in the amount of \$1,531,403.

The scope of work for this contract includes, among other things, providing all labor, equipment and material required to furnish and install the ACTIVU Video Wall. The material will include but is not limited to monitors, workstation consoles, electronic equipment, conduits, cables, and any other electrical and communications equipment and incidentals. MTAHQ's IT department through the MTAPD's Support Unit will provide system administration, support and maintenance of the ACTIVU Video Wall after installation and upgrade.

MTACC has processed this procurement pursuant to the Emergency Declaration for Security Projects and in accordance with Articles II (C) and III (A) (1) of the MTA's All Agency Procurement Guidelines as this equipment will increase the functionality of the security sensitive IESS system as well as provide additional situational awareness which are essential to the efficient operation of the MTAPD. MTACC identified three firms, ARINC, Henry Brothers Electronics, Inc. (HBE) and Skanska USA Civil Northeast (Skanska), which possess the expertise, experience and track record for performing this type of work. Each of these firms had previously signed MTA Security Sensitive Non-Disclosure Agreements, worked with IESS and/or in the secure MTAPD facility. A Request for Proposal was issued to the three firms. All three firms submitted proposals on the RFP closing date of March 9, 2012. The Selection Committee evaluated the proposals based on the RFP evaluation criteria and found all proposals to be acceptable and recommended entering into negotiations with all three firms.

The Cost Proposals received for the work were as follows:

Skanska	\$1,543,215
HBE	\$1,570,894
Arinc	\$1,851,875

MTACC's estimate was for \$1,605,025. Negotiations were held and at their conclusion, the following Best and Final Offers (BAFOs) were received:

Skanska	\$1,531,403
HBE	\$1,565,000
ARINC	\$1,641,310

The Selection Committee recommended award to Skanska as the Committee determined their BAFO represented the best overall value to the MTA. In connection with a previous contract award, Skanska was found to have Significant Adverse Information (SAI) within the meaning of the All Agency Responsibility Guidelines. The Chairman approved a recommendation that they be found responsible for that award and future awards provided no new SAI was found. No new SAI has been found. Skanska is considered to be financially stable.

In order to expedite the lead time associated with this essential equipment, MTACC authorized Skanska to proceed with the work.



# **Bridges and Tunnels**

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## **Procurements April 2012**

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# Staff Summary



<b>Subject:</b>	Request for Authorization to Award Various Procurements
<b>Department:</b>	Procurement
<b>Department Head Name</b>	Anthony W. Koestler
<b>Department Head Signature</b>	<i>Anthony W. Koestler</i>
<b>Project Manager Name</b>	Various

<b>Date</b>	April 9, 2012
<b>Vendor Name</b>	
<b>Contract Number</b>	
<b>Contract Manager Name</b>	
<b>Table of Contents Ref #</b>	

Board Action					
Order	To	Date	Approval	Info	Other
1	President	4/9/12	<i>[Signature]</i>		
2	MTA B&T Committee	4/23/12			
3	MTA Board	4/25/12			

Internal Approvals			
Order	Approval	Order	Approval
	President <i>[Signature]</i>		VP Operations
	Executive Vice President <i>[Signature]</i>		Chief Procurement Officer
	VP Staff Services/COS		Chief Engineer
	General Counsel		VP Labor Relations

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

## PURPOSE:

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

## DISCUSSION:

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

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

<u>Schedules Requiring Majority Vote</u>		<u># of Actions</u>	<u>\$ Amount</u>
Schedule F	Personal Service Contracts	3	\$10.171M
Schedule H	Modifications to Personal/Miscellaneous Service Contracts	2	\$ 8.406M
Schedule I	Modifications to Purchase & Public Works Contracts	1	\$ 1.832M
Schedule J	Modifications to Miscellaneous Procurement Contracts:	1	<u>\$15.028M</u>
SUBTOTAL		7	\$35.437M

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

TOTAL	7	\$35.437M
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## BUDGET IMPACT:

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

## RECOMMENDATION:

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

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

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

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

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

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

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

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

**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**  
**APRIL 2012**

**MTA BRIDGES & TUNNELS**

**Procurements Requiring Majority Vote:**

**F: Personal Service Contracts**

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

- |   |  |   |                               |
|---|--|---|-------------------------------|
| 1.  | HNTB NY Engineering and<br>Architecture, PC<br>Hardesty and Hanover, LLP<br>WSP Sells Transportation &<br>Infrastructure<br>HAKS Engineers, Architects and Land<br>Surveyors, PC<br>Contract Nos. PSC-11-2899A - D | \$2,670,587.54<br><br>\$1,852,039.00<br><br>\$2,982,173.72<br><br><u>\$1,235,797.00</u><br>\$8,740,597.26 | <u>Staff Summary Attached</u> |
| <p>2 yr. contracts – Competitive RFP – 6 Proposals<br/>Provide biennial bridge inspection and miscellaneous design services at the Robert F. Kennedy and Verrazano Narrows Bridges.</p>   |  |   |                               |
| 2.  | Dewberry Engineers Inc.<br>Contract No. PSC-11-2895  | \$ 1,371,859.81   | <u>Staff Summary Attached</u> |
| <p>4 yr. contract – Competitive RFP – 6 Proposals<br/>Provide design and construction support services for Project BB-54, Rehabilitation of the Brooklyn Plaza at the Brooklyn Battery Tunnel.</p>  |  |   |                               |
| 3.  | Queens Trucking School, Inc.<br>Contract No. PSC-11-2900   | \$ 58,900.00  |                               |
| <p>2 yr. contract – Competitive RFP – 5 Proposals<br/>B&amp;T requires the services of a consultant to provide commercial driver training courses to prepare Maintenance employees for the New York State, New Jersey, Connecticut and/or Pennsylvania State Department of Motor Vehicles (DMV) Class "A" Commercial Driver's License (CDL) written and road tests. The training services are required so that all new maintenance employees can obtain a CDL which is a condition of their employment. The service requirements were publicly advertised. On January 31, 2012 five proposals were received from Queens Trucking School, Inc. (QTS), Commercial Driver Training, Inc., The Commercial Driver's License School, Inc. (two proposals) and Ferrari Driving School, Inc. The proposals were evaluated against established criteria set forth in the RFP including qualifications of the firm, depth of understanding of project, experience of the firm and cost. Based on the committee's review of the proposals, it was determined that each company has a satisfactory understanding of the technical requirements and that all firms can perform the services. QTS was unanimously selected by the committee based on its: (i) proposed lowest cost; (ii) extensive experience related to CDL training; (iii) satisfactory past performance; and (iv) highly qualified personnel. B&amp;T accepted QTS' proposal in the amount of \$58,900. The rates for this contract are fixed for the two year term and are the same as those under the current contract. The overall proposed amount is 23% lower than the user's estimate of \$76,000 and is considered fair and reasonable. QTS is deemed to be a responsible</p> |  |   |                               |



**LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL**  
**APRIL 2012**

consultant. Funding is available in the Operating Budget under General Ledger No. 712601.

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

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

4. **Parsons Transportation Group of NY, Inc.**      \$    8,354,051.00      **Staff Summary Attached**  
**Contract No. PSC-03-2689**

Add design support services during construction for Project VN-80, Upper Level Deck Replacement at the Suspended Span of the Verrazano-Narrows Bridge and additional design services to incorporate modifications to the Staten Island Approaches into the bid documents for this construction project.

5. **Lund Fire Protection Products Co., Inc.**      \$    52,145.00      **Staff Summary Attached**  
**Contract No. 06-MNT-2771**

Additional services under the contract for inspection, maintenance and repair of fire suppressant systems located at various B&T facilities.

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

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

6. **Judlau Contracting, Inc.**      \$    1,832,137.00      **Staff Summary Attached**  
**Contract No. HH-10**

Additional work, reduce the estimated quantities for three unit prices due to field conditions and reduce the requirements for the field office by utilizing computer equipment, software and office space provided under another contract. This work will be performed under Contract HH-10, Replacement of the Upper Level Curb Stringers and Roadway Lighting at the Henry Hudson Bridge.

**J: Modifications to Miscellaneous Procurement Contracts**

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

7. **Telvent USA**      \$    15,028,370.00      **Staff Summary Attached**  
**Contract No. 07-OPS-2809**

Exercise two one-year renewal options to maintain and repair all the hardware and software components of the Electronic Toll Registry System throughout all B&T facilities.

# Staff Summary

Page 1 of 3

<b>Item Number 1 (Final)</b>					
<b>Dept &amp; Dept Head Name:</b> Engineering and Construction, Joe Keane, P.E.  <i>Joe Keane</i>					
<b>Division &amp; Division Head Name:</b> Engineering and Construction, Aris Stathopoulos, P.E.  <i>Aris Stathopoulos</i>					
<b>Board Reviews</b>					
<b>Order</b>	<b>To</b>	<b>Date</b>	<b>Approval</b>	<b>Info</b>	<b>Other</b>
1	President	4/1/12	<i>[Signature]</i>		
2	MTA B&T Committee	4/26/12			
3	MTA Board	4/28/12			
<b>Internal Approvals</b>					
<b>Order</b>	<b>Approval</b>	<b>Order</b>	<b>Approval</b>		
1	Chief Financial Officer <i>DS</i>	4	Chief of Staff		
2	General Counsel <i>MM</i>	6	President <i>[Signature]</i>		
3	Chief Procurement Officer <i>AWK</i>	5	Executive Vice President <i>[Signature]</i>		

<b>SUMMARY INFORMATION</b>	
<b>Vendor Name</b>	<b>Contract Number</b>
A) HNTB NY Engineering and Architecture, PC	PSC-11-2899A
B) Hardesty and Hanover, LLP	PSC-11-2899B
C) WSP Sells Transportation & Infrastructure	PSC-11-2899C
D) HAKS Engineers, Architects and Land Surveyors, PC	PSC-11-2860D
<b>Description</b>	
2012 Biennial Bridge Inspections and Design of Miscellaneous Structural Repairs at the Robert F. Kennedy and Verrazano Narrows Bridges	
<b>Total Amount</b>	
PSC-11-2899A, \$2,670,587.54; PSC-11-2899B, \$1,852,039.00; PSC-11-2899C, \$2,982,173.72; PSC-11-2899D, \$1,235,797.00	
<b>Contract Term (including Options, if any)</b>	
Two (2) years	
<b>Option(s) included in Total Amount?</b> <span style="float: right;"><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</span>	
<b>Renewal?</b> <span style="float: right;"><input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</span>	
<b>Procurement Type</b>	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
<b>Solicitation Type</b>	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
<b>Funding Source</b>	
<input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All-Agency Guidelines for Procurement of Services to award four personal service contracts for the 2012 Biennial Bridge Inspections at the Robert F. Kennedy and Verrazano Narrows Bridges to (A) HNTB NY Engineering and Architecture, PC (HNTB), (B) Hardesty and Hanover, LLP (H&H), (C) WSP Sells Transportation & Infrastructure (Sells) and (D) HAKS Engineers, Architects and Land Surveyors, PC (HAKS). The negotiated contract amounts are: (A) \$2,670,587.54, (B) \$1,852,039, (C) \$2,982,173.72 and (D) \$1,235,797. Each contract shall be for a duration of two (2) years.

### II. DISCUSSION

B&T requires the services of four consultant firms to provide biennial bridge inspection and miscellaneous design services at the Robert F. Kennedy Bridge (RFKB) and Verrazano Narrows Bridge (VNB). The inspections are required by the New York State Department of Transportation.

The requirements were publicly advertised. Ten firms submitted qualification information for review and evaluation by the selection committee. Six firms: HNTB; H&H; HAKS; Sells; Weidlinger Associates Inc. (Weidlinger); and URS Corporation – New York (URS) were chosen to receive the RFP based on a review of those qualifications and all six firms submitted proposals. The proposals were evaluated against established criteria set forth in the RFP including technical work proposed, depth of understanding of the project, qualifications of the firm for specific personnel proposed and cost. Based on the committee's review of all submittals and its consideration of proposed costs, the committee selected HNTB for Group A (RFKB Bridge Main Span), H&H for Group B (RFKB Lift Span), Sells for Group C (Verrazano-Narrows Bridge

## Staff Summary

Upper and Lower Spans) and HAKS for Group D (Verrazano-Narrows Bridge Approaches and Ramps). The committee's selections were based on the following:

- HNTB proposed an inspection team which has the necessary experience and qualified personnel for Group A with extensive experience working at various B&T structures. HNTB demonstrated an in-depth understanding of the inspection requirements and related field issues such as access to the main span subsequent to the rehabilitation and addition of new recreation fields on Randall's and Wards Island as well as its excellent past performance at the VNB Main Span. HNTB was ranked highest technically for this Group with sufficient resources to perform a biennial inspection of the magnitude of Group A. HNTB's proposed cost for this Group is below the Engineer's estimate and the second lowest cost of all proposers for this Facility.

- H&H proposed an inspection team that has the necessary experience and qualified personnel for Group B (RFKB Lift Span) with extensive experience working at various B&T structures. H&H has a thorough understanding of the RFKB Lift Span and was the only firm with an in-house electrical and mechanical department to inspect the lift span. H&H's proposed price was lower than the other proposers that were considered technically qualified to perform the required inspection services for Group B.

- Sells exhibited a thorough knowledge of the requirements for Group C and offered extensive experience and knowledge of the inspection requirement for this facility. Sells has a history of completing projects without field problems, timely submission of deliverables and being very responsive to B&T requirements. Sells' proposed price was lower than the other proposers that were considered technically qualified to perform a biennial inspection of Group C.

- HAKS demonstrated a wide range of experience with similar projects with other agencies throughout the region. In addition, HAKS has been responsive to B&T's needs to provide follow-up services necessitated by findings in their previous biennial inspections at the Henry Hudson, Verrazano Narrows and Marine Parkway Bridges. HAKS' proposed cost for this project was within 1% of B&T's estimate for Group D.

URS's technical proposal was rated lower than that of the selected firms. Weidlinger's proposed cost and man-hours proposed were significantly higher than B&T's estimates.

The following represents a summary of costs incurred in the preceding contracts 2010 Biennial Contracts (PSC-09-2860) (excluding allowances), the costs proposed, estimated and negotiated for the recommended 2012 Biennial Contracts.

2010 Contracts		2012 Contracts				
Group	Amount	Estimated	Proposed	Negotiated	Allowance	Contract Amount with Allowance
A	\$1,987,666.86	\$2,025,681.00	\$1,975,193.15	\$1,920,587.54	\$750,000.00	\$2,670,587.54
B	\$1,040,513.62	\$1,512,656.00	\$1,366,859.00	\$1,352,039.00	\$500,000.00	\$1,852,039.00
C	\$2,015,647.13	\$1,932,923.00	\$2,070,822.89	\$2,032,173.72	\$950,000.00	\$2,982,173.72
D	\$693,348.61	\$889,757.00	\$893,712.00	\$835,797.00	\$400,000.00	\$1,235,797.00

The scope for the 2012 Contracts was increased compared with the 2010 Contracts to include an audio subsurface concrete inspection ("sounding" - previously issued as a work order from the Allowance). Negotiations under Group A resulted in an amount that is 5% below the estimate and 3% lower than the prior (2010) value. The negotiated cost for B is 11% less than the estimate and 30% higher than the 2010 value; this may primarily be attributed to the 2012 requirements for a diving inspection and a fathometric survey (detects changes to the underwater land profile) which are only required every four years. The negotiated cost for C was 5% above the estimate and 1% higher than the 2010 value. The negotiated cost for D was 6% under the estimate and 21% higher than the 2010 Contract; this variance may primarily be attributed to the lower labor and overhead rates included in the 2010 Contract<sup>1</sup>. Based on the above, the negotiated amounts are considered fair and reasonable. Each firm is considered to be a responsible consultant.

<sup>1</sup> For information, the negotiated amount for Group D is 5% above the 2008 Contract amount.

## **Staff Summary**

The total amount for each contract will include the following assigned allowances as shown in the table above. These allowances are to provide support based on the results of the inspection and include: (i) interim or special inspections; (ii) concrete removal supervision; (iii) sign gantries and light pole inspections; (iv) auxiliary design services for the repair of defective structure conditions; (v) preliminary design investigations toward alternative solutions; and (vi) and auxiliary testing services for elements such as concrete cores, steel coupons, cable wires, etc. These services will be provided via work orders on an as-needed basis. These items are primarily developed as part of the inspection process and the amounts are based on historical costs. The allowances will permit B&T to quickly respond to the needs of each facility.

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

The MTA Department of Diversity and Civil Rights has established goals of 10% MBE and 10% WBE for each of these contracts. The contracts will not be awarded until the M/WBE requirements are satisfied.

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

Funding in the amount of \$8,740,597.26 is available in the Operating Budget under GFM-500, General Ledger #711101.

### **V. ALTERNATIVES**

There are no recommended alternatives. B&T does not have the resources required to perform these New York State inspection requirements.

# Staff Summary

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Item Number <b>2</b> (Final)					
Dept & Dept Head Name: Engineering and Construction, Joe Keane, P.E. <i>Joe Keane</i>					
Division & Division Head Name: Engineering and Construction, Vincent Montanti, P.E. <i>VM</i>					
<b>Board Reviews</b>					
Order	To	Date	Approval	Info	Other
1	President	4/9/12	<i>[Signature]</i>		
2	MTA B&T Committee	4/23/12			
3	MTA Board	4/25/12			
<b>Internal Approvals</b>					
Order	Approval	Order	Approval		
1	Chief Financial Officer <i>[Signature]</i>	4	Chief of Staff		
2	General Counsel <i>mmt</i>	5	Executive Vice President <i>[Signature]</i>		
3	Chief Procurement Officer <i>[Signature]</i>	6	President <i>[Signature]</i>		

<b>SUMMARY INFORMATION</b>	
Vendor Name Dewberry Engineers Inc.	Contract Number PSC-11-2895
Description: Design and Construction Support Services for Project BB-54, Rehabilitation of the Brooklyn Plaza at the Brooklyn Battery Tunnel	
Total Amount \$1,371,859.81	
Contract Term (including Options, if any) Four (4) years	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

## Narrative

### I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Guidelines for Procurement of Services to award a personal service contract for Design and Construction Support Services for Project BB-54, Rehabilitation of the Brooklyn Plaza at the Brooklyn Battery Tunnel to Dewberry Engineers Inc. (Dewberry) for a period of four (4) years. The cost of the design portion of the Contract is \$1,371,859.81. At a future date, the cost for construction support services will be presented to the Board for approval.

### II. DISCUSSION

B&T requires the services of a consultant to provide design and construction support services for the rehabilitation of the Brooklyn Plaza at the Brooklyn Battery Tunnel. The design activities required include but are not limited to the following: rehabilitation of the base structural slab, pavement, trench drains, expansion joints, gutter and sidewalks; investigations and design of drainage improvements; re-pointing of retaining walls; and phased construction support services.

The service requirements were publicly advertised; fourteen (14) firms submitted qualification information. Six (6) firms: Dewberry; AECOM; Michael Baker Engineering (MBE); Gannett Fleming Engineers and Architects, P.C. (GF); Hatch Mott MacDonald (HMM); and URS Corp.-New York, Inc. (URS) were chosen to receive the RFP based on a review of their

# Staff Summary

Page 2 of 2

qualifications. All firms submitted proposals which were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements and expertise, proposed personnel, oral presentations and cost. The Selection Committee recommended that B&T enter into negotiations with Dewberry, the highest rated firm. Dewberry proposed several viable technical solutions and its project team demonstrated solid experience on similar projects. Dewberry proposed the second highest cost, however, its level of effort based on its proposed hours was consistent with the Engineer's estimate. MBE's, GF's and AECOM's proposals were not considered to be sufficient on the basis of the understated number of hours each firm proposed to complete the Contract's requirements. URS did not propose sufficient technical alternatives for the rehabilitation of the structural slab and retaining walls. HMM proposed the highest cost, which did not support its assertion of a cost efficient and effective proposal.

Dewberry submitted a proposal in the amount of \$1,392,168.86. The Engineer's estimate is \$1,302,761. Negotiations were conducted and the parties agreed to an amount of \$1,371,859.81, which is 5.3% above the estimate and is fair and reasonable. Dewberry is deemed to be a responsible consultant.

### III. D/M/WBE INFORMATION

The MTA DDCR has established goals of 10% MBE and 10% WBE for the referenced contract. This contract will not be awarded without approval of MTA DDCR.

### IV. IMPACT ON FUNDING

Funding in the amount of \$1,371,859.81 is available in the 2010 – 2014 Capital Program under Project BB-54.

### IV. ALTERNATIVES

There are no recommended alternatives. The Authority does not possess the resources required to perform these services.

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

Item Number: 4

(Final)

<b>Vendor Name (&amp; Location)</b> Parsons Transportation Group of NY, Inc., New York, NY		<b>Contract Number</b> PSC-03-2689	<b>AWO/Modification #</b>
<b>Description</b> Design and Design Services During Construction for Project VN-80, Upper Level Deck Replacement at the Suspended Span of the Verrazano-Narrows Bridge		<b>Original Amount:</b> \$971,618.00	
<b>Contract Term (including Options, if any)</b> December 30, 2003 - November 30, 2012		<b>Prior Modifications:</b> \$11,046,282.72	
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>Prior Budgetary Increases:</b> \$0.00	
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b> \$12,017,900.72	
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		<b>This Request:</b> \$8,354,051.00	
<b>Funding Source</b> <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of This Request to Current Amount:</b> 69.5%	
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Engineering & Construction, Joseph Keane P.E., Chief Engineer		<b>% of Modifications (including This Request) to Original Amount:</b> 1997%	

### Discussion:

B&T is seeking approval in accordance with the All-Agency Guidelines for Procurement of Services to amend this Contract with Parsons Transportation Group of NY, Inc. (PTG) for Phase C, Design Support Services During Construction and additional design services in the negotiated amount of \$8,354,051.

### Previously Approved:

The Contract was planned and structured as a phased contract so that each design phase of Project VN-80 would proceed after the best course of action had been determined. The Contract is divided into three phases: Phase A - Investigation and Design Brief; Phase B - Final Design; and Phase C - Design Support Services During Construction. Initially, only Phase A was negotiated and awarded in an amount of \$971,618 pursuant to Board approval in December 2003. Three amendments totaling \$105,480.53 were subsequently issued in 2005. When it was determined that the upper level deck should be replaced and an orthotropic or concrete grid deck be incorporated in the final design under Phase B, which includes Projects VN-80A (utilities relocation for the upper roadway replacement) and VN-80B (replacement of the upper level deck), Board approval was obtained in November 2005 to amend the contract in the negotiated amount of \$8,485,205.09, revising the contract value to \$9,562,303.62. Several amendments were issued to improve the design and add support services for VN-80, including Board approved amendments in 2007, 2008 and 2011 totaling \$2,455,597.10, resulting in a revised amount of \$12,017,900.72. The contract extends through November 30, 2012.

### Current Request for Board Approval:

The prospective amendment totals \$8,354,051 as follows: (i) \$8,108,358 for Phase C- Design Support Services During Construction that include, but are not limited to reviewing shop drawings and document submittals, technical review of any claims, providing technical assistance and support for community outreach, quality assurance and oversight for orthotropic deck fabrication, design of wind mitigation measures and other associated work and (ii) \$245,693 in additional design services authorized by B&T on February 28, 2012 so that modifications to the Staten Island Approaches that were designed under a separate project (including document and drawing review, staging and signing revisions) may be incorporated into the bid documents for this construction project. This contract will be extended through December 31, 2017. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

PTG submitted a cost proposal of \$10,739,530 for Phase C and \$245,693 for the additional work. The Engineer's estimate for Phase C is \$8,100,000 and for the additional work is \$246,530. Negotiations resulted in B&T and PTG agreeing to an amount totaling \$8,108,358 for Phase C and \$245,693 for the additional work, which are considered fair and reasonable. Funding is available for this amendment in the 2005-2009 Capital Program under VN-80 for the \$245,693 in additional design services and in the 2010-2014 Capital Program under VN-80 for \$8,108,358 in support services.

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

Item Number: 5

(Final)

<b>Vendor Name (&amp; Location)</b> Lund Fire Protection Products Co., Inc., Bayside, NY
<b>Description</b> Inspection, Maintenance and Repair of Fire Suppressant Systems Located at Various Authority Facilities
<b>Contract Term (including Options, if any)</b> December 5, 2006 through July 4, 2012
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive
<b>Solicitation Type</b> <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Maintenance Division, Patrick J. Parisi

<b>Contract Number</b> 06-MNT-2771	<b>AWO/Modification #</b>
<b>Original Amount:</b> \$57,540.00	
<b>Prior Modifications:</b> \$0.00	
<b>Prior Budgetary Increases:</b> \$0.00	
<b>Current Amount:</b> \$57,540.00	
<b>This Request:</b> \$52,145.00	
<b>% of This Request to Current Amount:</b> 90.6%	
<b>% of Modifications (including This Request) to Original Amount:</b> 90.6%	

### Discussion:

B&T is seeking approval in accordance with the All-Agency Guidelines for Procurement of Services to modify this contract with Lund Fire Protection Products Co., Inc. that requires the contractor to perform inspection, maintenance and repair of fire suppressant systems located at various facilities in the amount of \$52,145. Consistent with the Procurement Guidelines, this amendment constitutes a substantial change.

This amendment will enable the contractor to rehabilitate fire suppressant systems at gas pump stations at two facilities in order to meet NYCFD requirements. The estimate for this work is \$50,000; the balance will be used for inspection activities. The contract will be extended from July 5, 2012 through December 31, 2012 for the purpose of finalizing specifications, soliciting and awarding a new contract. Given that the Contractor will be compensated under the current rates of the contract, the value of the amendment is considered fair and reasonable. Funding for this amendment is available in the Operating Budget chargeable to General Ledger #713302.



# Schedule I: Modifications to Purchase and Public Works Contracts

Item Number: 6 (Final)

Vendor Name (& Location) Judlau Contracting, Inc., College Point, NY		Contract Number HH-10	AWO/Modification #
Description Replacement of the Upper Level Curb Stringers and Roadway Lighting at the Henry Hudson Bridge			
Contract Term (including Options, if any) December 22, 2010 – September 21, 2013		Original Amount: \$32,820,000.00	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Prior Modifications: \$266,850.00	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		Prior Budgetary Increases: N/A	
Solicitation Type <input type="checkbox"/> RFP <input checked="" type="checkbox"/> Bid <input type="checkbox"/> Other:		Current Amount: \$33,086,850.00	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		This Request: \$1,832,137.00	
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction, Joe Keane, P.E.		% of This Request to Current Amount: 5.5%	
		% of Modifications (including This Request) to Original Amount: 6.4%	

## Discussion:

B&T is seeking the Board's approval under the All-Agency Procurement Guidelines to modify this Contract with Judlau Contracting, Inc. (Judlau) in the net amount of \$1,832,137. The items are summarized as follows:

- 1) During the course of construction, the Biennial Bridge and field inspections revealed additional steel members that need to be repaired and replaced. Since a temporary platform was installed under this contract, it is more cost effective to perform these repairs at this time. Judlau proposed a cost of \$2,621,774; the Engineer's estimate is \$1,825,438. Negotiations resulted in an amount totaling \$1,937,982, which is 6% over the estimate and is fair and reasonable.
- 2) To improve traffic safety, the Engineer determined the drainage system at the Kappock Street exit at the north end of the bridge needs to be expanded to remove water not currently being collected and that a railing should be installed over support members of the north abutment wall to avoid any potential direct impact with traffic. Judlau submitted proposals in the amount of \$158,500; the Engineer's estimates are \$123,613. Negotiations resulted in an amount totaling \$127,000, which is 3% above the estimates and is fair and reasonable.
- 3) Field inspection revealed the need to replace inoperable bridge bearings. Additionally, the Engineer determined that the pin and hanger assemblies in four locations need to be replaced with elastomeric bearings and associated supports. Judlau submitted proposals in the amount of \$698,800; the Engineer's estimates are \$570,955. The parties agreed to the negotiated amount of \$593,800, which is 4% above the estimates and is fair and reasonable.
- 4) Due to the overlap of two projects, B&T was able to reduce the requirements for the field office under this project by utilizing computer equipment, software and office space provided under another contract. Judlau submitted a credit proposal in the amount of \$43,300; the Engineer's credit estimate is \$57,997. B&T and Judlau agreed to the negotiated credit of \$51,000, which is 12% below the estimate and is fair and reasonable.
- 5) This amendment includes credits for a reduction to the estimated quantity of three unit price items for steel repairs based on field conditions. In accordance with Article 3.02 (Variable Quantities Clause), the Engineer determined that the existing bid prices are equitable to all parties. Therefore, a total credit of \$775,645 based on the reduced quantities is considered fair and reasonable.

The overall net increase to the contract equates to \$1,832,137. In order to avoid contract delays and associated impact costs, on March 2, 2012 B&T authorized \$130,000 for the purchase of long lead time items and the cost associated with the pre-fabrication of steel. Funding for this amendment is available in the 2010-14 Capital Budget under Project HH-10.

## Schedule J: Modifications to Miscellaneous Procurement Contracts

Item Number: **7**

(Final)

<b>Vendor Name (&amp; Location)</b> Telvent USA, Austin, TX		<b>Contract Number</b> 07-OPS-2809	<b>AWO/Modification #</b>
<b>Description</b> Maintenance and Repair of the Electronic Toll Registry System		<b>Original Amount:</b>	\$28,631,985.00
<b>Contract Term (including Options, if any)</b> August 1, 2008 – July 31, 2012		<b>Prior Modifications:</b>	\$0.00
<b>Option(s) included in Total Amount?</b> <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>Prior Budgetary Increases:</b>	\$1,721,213.60
<b>Procurement Type</b> <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive		<b>Current Amount:</b>	\$30,353,198.60
<b>Solicitation Type</b> <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		<b>This Request:</b>	\$15,028,370.00
<b>Funding Source</b> <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:		<b>% of This Request to Current Amount:</b>	49.5%
<b>Requesting Dept/Div &amp; Dept/Div Head Name:</b> Operations, James Fortunato		<b>% of Modifications (including This Request) to Original Amount:</b>	58.5%

### Discussion:

B&T is seeking Board approval under the All-Agency Procurement Guidelines to modify the contract with Telvent USA (Telvent) to exercise two one-year renewal options in the amount of \$15,028,370 to maintain and repair all the hardware and software components of the Electronic Toll Registry System throughout all B&T facilities.

The contract was awarded to Telvent in August 2008 in the amount of \$28,631,985 for a duration of four years to maintain and repair the Electronic Toll Registry system. The services include the following: (i) performing maintenance necessary due to normal wear and tear and damage to equipment; (ii) establishing and managing an inventory of spare parts; (iii) designing and implementing a preventive maintenance program; and (iv) providing on-call emergency services. The Contract contains two one-year options (years 5 and 6) to renew. In anticipation of the expiration of the contract on July 31, 2012, B&T determined that it would be in its best interest to exercise both one-year options provided the contractor agreed to renegotiate the cost for both option years. Telvent submitted a proposal in the amount of \$12,793,420 for the two years, which reflects the current prevailing wage rates for electronic technicians set by the New York State Department of Labor effective July 1, 2011. The user's estimate based on the original negotiated prices for the two years is \$13,316,919. B&T accepted Telvent's proposal. As a result, the re-negotiated prices are 2.9% and 4.9% lower for years 5 and 6, respectively, compared with the original negotiated prices for those years. Additionally, the renegotiated price for year five is the same price B&T is currently paying for year 4. A savings of \$523,499 will be realized by B&T without reducing any services. The contract includes allowances for incentives, spare parts, software development and additional coverage totaling \$2,234,950 for the two years, increasing the total price of this amendment to \$15,028,370. Based on the above, the negotiated prices for the two one-year renewal options are considered to be fair and reasonable. Funding for this amendment is available in the Operating Budget under General Ledger No. 711420.