



Metropolitan Transportation Authority

October 2019

MTA Board Action Items



MTA Board Meeting
2 Broadway, 20th Floor Board Room
New York, N.Y. 10004
Wednesday, 10/23/2019
9:00 AM - 2:00 PM ET

1. PUBLIC COMMENT PERIOD

2. PRESENTATIONS

Timekeeping Update

3. APPROVAL OF MINUTES

MTA Regular Board Minutes - September 25, 2019

MTA Regular Minutes - September 25, 2019 - Page 4

NYCT/MaBSTOA/SIRTOA/MTA Bus Company Regular Board Minutes - September 25, 2019

NYCT Regular Minutes - September 25, 2019 - Page 15

MTA Metro-North Railroad Regular Board Minutes - September 25, 2019

Metro-North Regular Minutes - September 25, 2019 - Page 24

MTA Long Island Rail Road Regular Board Minutes - September 25, 2019

LIRR Regular Minutes - September 25, 2019 - Page 35

Triborough Bridges & Tunnels Regular Board Minutes - September 25, 2019

TBTA Regular Minutes - September 25, 2019 - Page 47

MTA Capital Construction Regular Board Minutes - September 25, 2019

MTACC Regular Minutes - September 25, 2019 - Page 55

4. COMMITTEE ON FINANCE

Action Items (No Items)

MTAHQ Procurements Report

MTAHQ Procurement Report - Page 58

i. Non-Competitive (No Items)

ii. Competitive

MTAHQ Competitive Procurement - Page 61

iii. Ratifications (No Items)

Real Estate Items

i. Real Estate Agenda and Staff Summaries

Real Estate Agenda and Staff Summaries - Page 64

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

Action Items

PTC Systems Integrator Contract - Page 77

MNR Procurements Report (no items)

LIRR Procurements Report

LIRR Procurements - Page 79

i. Non-Competitive

LIRR Non-Competitive Procurements - Page 83

ii. Competitive

LIRR Competitive Procurements - Page 86

iii. Ratification (No Items)

MTACC Procurements Report (No Items)

6. COMMITTEE ON NYCT & BUS

Action Items

i. Findings Statement for Jamaica Bus Depot Reconstruction

Jamaica Bus Depot Reconstruction - Page 89

NYCT & Bus Procurements Report

NYCT & Bus Procurement Cover, Staff Summary & Resolution - Page 101

i. Non-Competitive (No Items)

ii. Competitive

MTA Bus Competitive Action - Page 106

NYCT Competitive Actions - Page 109

iii. Ratifications

NYCT Ratifications - Page 115

7. COMMITTEE ON MTA BRIDGES & TUNNELS OPERATIONS

Action Items (No Items)

B&T Procurements

B & T Procurements - Page 119

i. Non-Competitive (No Items)

ii. Competitive

B & T Competitive - Page 122

iii. Ratification (No Items)

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

9. EXECUTIVE SESSION

**Metropolitan Transportation Authority
Minutes of
Regular Board Meeting
2 Broadway
New York, NY 10004
Wednesday, September 25, 2019
9:00 a.m.**

The following members were present:

**Hon. Patrick Foye, Chairman & CEO
Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Susan Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman**

The following alternate non-voting member was also present:

Hon. Randolph Glucksman

Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, and Lucille Songhai, Assistant Director, Government Affairs, also attended the meeting.

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

Unless otherwise indicated, these minutes reflect items on the agenda of the Board of the Metropolitan Transportation Authority, the Metropolitan Suburban Bus Authority, and the First

Mutual Transportation Assurance Company. Refer to the other agencies' minutes of this date for items on the agendas of the Boards of the other agencies.

1. PUBLIC SPEAKERS SESSION.

Lucille Songhai, Assistant Director, Government Affairs, reviewed the emergency safety procedures protocol, reminded speakers of the two (2) minute speaking limit, and called speakers attention to the countdown clock and the warning light, which will come on alerting speakers that thirty (30) seconds remain to conclude their remarks.

The following fifty-five (55) speakers commented during the public speakers' session. Refer to the video recording of the meeting produced by the MTA and maintained in MTA records, and to the other agencies' minutes of this date, for the content of speakers' statements.

qvcleTramell Thompson, TWU L100
Jocelyn McCrae, TWU L100
Canella Gomez, TWU L100
Kenneth Murray, TWU L100
John Ferretti, TWU L100
Rodney Ransom, TWU L100
Seth Rosenberg, TWU L100
Lee Ireland, TWU L100
Duane Sorrentino, TWU L100
Alberto Alamo, TWU L100
Guillermo Rosa, Rockland County
Rick Horan, Queens Rail
Kathleen Collins, DIA
Joseph Pollard, TWU L100
Kim Knight, MTA
Larry Penner, Transit Advocate
Brian Burke, TWU L100
Jason Pinero, Passengers United
Thomas Hillgardener, private citizen
Amy Paffenroth, Village of Suffern
Ed Markunas, Villiage of Suffern
Ellen Shannon, PCAC
Lisa Daglian, PCAC
HP Schroer, UMEWE
Eman Rimawi, NYLPI
Rachael Fauss, Reinvent Albany
Daniel Porro, Community Board #9 Bronx
Charles Muniz, TWU L100
Michael Ring, DIA
Robert Grismold, MDSO
Ydanis Rodriguez, City Councilmember
Kit Lee, private citizen
Lauren Bailey, Tri State Transportation

Collin Wright, Transit Center
Johanna Climenko, CIDNY
Suzhen Chi, CIDNY
Alex Lanz, MDSO
Gian Pedulla, CIDNY
Richard Vann-Lace Bartley, BCID
Jessica DeLa Rosa, BCID
Jean Ryan, DIA
Kevin Zeng, private citizen
Ashley Price, Transit Center
Zachary Arcidiacono, TWU L100
Janice Bartley, AHRC
Joanne Jaworski, MTA
Sasha Blair-Goldensohn, Elevator Action Group
Miriam Fisher , Elevator Action Group
Valerie Joseph , BCID
Phillip Dominguez, private citizen
Jackie Cohen, Straphangers Campaign
Jessica Murray, Rise & Resist
Edith Prentiss, Community Board #12 Manhattan
Ruth Lowenkron, private citizen
Richard Lewis, Community Board #12 Manhattan

2. CHAIRMAN FOYE'S REMARKS.

Chairman Foye welcomed everyone to the September Board meeting.

The Chairman acknowledged the historic proposed 2020-2024 Capital Program released last week, which he stated, if approved, would revitalize and modernize public transportation in New York and is a result of the Governor's leadership. Chairman Foye, noting that Janno Lieber, MTA Chief Development Officer, MTACC, will present highlights of the Capital Program later in the meeting, stated that a capital program of a public agency like the MTA is a concrete manifestation of the agency's vision and objectives.

Chairman Foye stated that using scarce taxpayer and customer dollars, the proposed \$51.5 billion MTA Capital Plan, excluding Triborough and Bridge Tunnel Authority funds, looks forward to a region of greater accessibility across the MTA system; more reliability and more service on subways, buses and commuter rail; environmental sustainability and resiliency; safety and security across the system; a new and engaged relationship with MTA employees; job creation across New York State; and attaining Governor Cuomo's highest in the nation MWBE goals, enabling the MTA to fulfill every element of its vision.

The Chairman stated that the Capital Program has come together, thanks to the leadership and partnership of the Governor and the legislative and local leaders, through the passage of the \$25 billion in new revenue sources in the last legislative session, and thanks to the support from the City and the Mayor, as well. The Chairman stated that he received a letter this morning from the Mayor, outlining MTA's, the State's and the City's shared priorities; that New Yorkers need reliable public transit and a shared agreement that the MTA needs

significant resources to deliver reliable public transportation. Chairman Foye stated that importantly, the letter notes:

“Based on the City’s preliminary review of the proposed 2020-2024 Capital Plan, the outlined investments appear to align with the same investments in the 10-point plan released by the Governor and the Mayor in February 2019 and in the enacted State budget. It is appropriate that New York City contribute to the 2020-2024 Capital Plan. As we determine the size and nature of that contribution, we intend to secure conditions to advance the needs of transit riders and taxpayers. New York City stands ready to contribute to an MTA Capital Plan as it has done in the past.”

Chairman Foye stated that MTA looks forward to continuing the conversation with the City in the weeks ahead.

Chairman Foye stated that while a fully funded Capital Plan would invest a tremendous amount of resources into the transportation system, he stated that he wants to make clear that much of the funds received from the Central Business District Tolling or other new revenue sources are lock-boxed for capital projects. Without new funding sources for operations or absent cost reductions, MTA will continue to face significant financial constraints, with forecasted deficits in future years. MTA will continue to focus on its operating budget deficits and to find ways to reduce costs and balance the budget, as statutorily required, as we work towards the November Financial Plan. Chairman Foye stated that he wants to acknowledge the hard work the women and men of the agency continue to do every day. The Chairman noted that key performance metrics continue to improve in August, with subway on-time performance reaching 84%, and the Chairman thanked the entire NYCT team for continuing to deliver strong service. The Chairman commended Metro-North Railroad and Long Island Rail Road for strong August on-time performances at 93% and 92%, respectively.

The details of the presentation are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

3. OTHER MTA BUSINESS

A. MTA 2020-2024 Capital Program Presentation:

Chairman Foye stated that 2020-2024 Capital Plan is a historic and transformational plan, and a bold vision for the future of the region. It is an ambitious plan that meets crucial needs to provide riders with the system they deserve.

The proposed \$51.5 billion investment is 70% larger than the last Program, and invests in core system priorities such as signal modernization and ADA accessibility, while making the repairs needed to revitalize and maintain the system. Chairman Foye stated that in this program, the investment in New York City Transit is unprecedented, with

over \$40 billion, larger than the entire 2015-2019 Capital Program and double New York City Transit's 2015 allocation. There are significant investments for both LIRR and Metro-North Railroad, with more than \$3.5 billion in core infrastructure investment for each railroad, in addition to funds to complete expansion projects that would ultimately benefit both railroads. The Chairman stated that MTA's Capital Plan process is guided by State Law, and the Public Authorities Law requires that the MTA's five-year plan be submitted to the Capital Program Review Board ("CPRB") on or before October 1st of the year before it starts. Provided that the Board approves the Plan, MTA intends to submit the Plan by the deadline. The CPRB has ninety days to review, veto, request changes or approve the Plan, and failure to act is otherwise deemed approval.

Chairman Foye stated that New York depends on public transportation, with more than 2 billion users of the system each year, the largest and busiest transportation network in New York State.

The Chairman stated that there are 7,300 jobs created in New York State for every \$1 billion invested in the MTA Capital Plan. 89% of Capital investments for the MTA program are sourced or performed in New York State, with every region of the State benefiting from the MTA's Capital Plan, an estimated 350,000 jobs estimated to be created statewide over the next five years. Chairman Foye stated that the proposed plan would continue MTA's partnership with MWBE firms, which have been awarded \$1 billion of capital projects since 2015. The Chairman stated that MTA is closer to the Governor's MWBE goal of 30%, under Michael Garner's leadership and his team.

With respect to regional changes, Chairman Foye stated that new jobs are being created, which leads to greater demands on mass transportation. In the past, investments in New York Transportation system has not kept up and one of the consequences is that traffic congestion cost the region an excess of \$20 billion annually. The Chairman stated that customers experience the effects of under investment in the system- with six subway lines operating at or above passenger load capacity in the AM peak and over \$300 million annually in lost work time due to subway delays. Chairman Foye stated that, rising to the challenge, the successful Subway Action Plan targeted the root cause of subway delays to arrest the decline of the subway system, and he stated that those lessons are being institutionalized to modernize each of the agencies. Chairman Foye noted that on-time performance has dramatically improved on the subways and on the railroads as well.

Chairman Foye stated that, in order to sustain and build upon improvements, it is time to reinvest in the system, and he noted, under the leadership of the Governor, legislative and local leaders, the passage of \$25 billion of new revenue, most notably, the Central Business District Tolling, elimination of an internet tax advantage, and progressive tax on high-end real estate in New York City. The Chairman stated that these three revenue sources, by law, dedicate 80% to New York City Transit, 10% to the Long Island Rail Road and 10% to Metro-North Railroad.

The Chairman stated that MTA's Transformation Plan, set forth in State law, provide for a complete restructuring of the organization to simplify a complex and inefficient organization and make it more customer focused and cost effective.

Finally, Chairman Foye stated that the Capital Construction Forensic Audit is underway, which pursuant to State Law, is due by December 31, 2019, and the firm conducting the work has assured the MTA that they will meet the deadline. The Chairman stated that the MTA is committed to accelerating the work product on the Forensic Audit and the recommendations and findings of the Forensic Audit will be incorporated into the 2020-2024 Capital Plan.

Chairman Foye invited Janno Lieber to provide additional background on the Capital Plan.

Janno Lieber provided details of how the agency is transforming capital construction and project delivery, including strengthening project management, reducing red tape, and rebalancing risk. He also highlighted additional details of the Capital Plan.

Following Mr. Lieber's remarks, Chairman Foye commented on the funding sources necessary to sustain the Capital Program, including \$25 billion from three new revenue sources, \$10.7 billion in federal funds, \$3 billion from the State of New York, \$3 billion from the City of New York, and \$9.8 billion of MTA bonds and PAYGO.

Copies of the 2020-2024 MTA Capital Program, 2015-2019 MTA Capital Program Amendment, and the 2010-2014 Capital Program Amendment were distributed to Board members.

The details of the presentation and Board members' comments and questions with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

B. Action Items: MTA Capital Program. Upon motion duly made and seconded the Board approved the following action items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Mihaltses recused herself from the vote and Board Member Law abstained on the vote from item #2 below.

1. Approval of the 2020-2024 Capital Program. Approved the proposed \$54.8 billion MTA 2020-2024 Capital Program and authorized the MTA to submit the \$51.5 billion Capital Program Review Board (CPRB) portion of the Capital Program to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b.
2. Approval of the 2015-2019 Capital Program Amendment. Approved the proposed amendment to the MTA 2015-2019 Capital Program that increases the total funding to \$33.913 billion and authorize the MTA to submit the \$30.977 billion Capital Program Review Board (CPRB) portion of it to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b. The most notable changes are the advancement of four accessible subway stations originally slated for construction in NYCT's 2020-2024 Capital Program, and the addition of \$529.5 million in State funds to the LIRR program, both to complete the LIRR Penn Station Corridor and Entrance (a/k/a PSNY-33rd Corridor) project, and to construct

a new Elmont Station. No new MTA funds, beyond those already approved, are required by this amendment.

3. Approval of the 2010-2014 Capital Program Amendment. Approved the proposed amendment to the MTA 2010-2014 Capital Program that reduces it to \$31.704 billion and to authorize the MTA to submit the \$28.917 billion Capital Program Review Board (CPRB) portion of it to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b.

C. Inspector General's Presentation.

Chairman Foye introduced MTA Inspector General Carolyn Pokorny to discuss the work being done by the Inspector General's Office.

Inspector General Carolyn Pokorny thanked the Chairman for inviting her to today's Board meeting.

Inspector General Pokorny stated that the Board Members had requested that she periodically appear before the Board to discuss the work being performed by the I.G.'s office and other issues of interest to the Board. Inspector General Pokorny stated that today she will provide an overview of her first 100 days as the MTA Inspector General, which will primarily focus on three priorities: transparency, riders' concerns and how the I.G.'s Office is using its strong compliance approach to help make the MTA safe, strong and smart for everyone.

Details of Inspector General Pokorny's presentation and Board Members questions and comments pertaining thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

D. Timekeeping Presentation.

In the interest of time, Chairman Foye made a motion to defer the Timekeeping Presentation to the October 23, 2019 Board meeting.

E. Transformation Update.

Chairman Foye stated that he will provide an update on Transformation and two procurement items before the Board today; Guidehouse and six recruitment firms.

The Chairman stated that the Alix Partners' report, approved by the MTA Board in July, provided a blueprint for transformation. The report included a high-level outline of what the future MTA could look like after an accelerated organizational review performed in a short timeframe.

The Chairman stated that to maintain momentum on Transformation and to meet deadlines outlined in a July 24 press release, including completing a detailed Reorganization Implementation Plan by October 15, 2019, the MTA began working in

two simultaneous workstreams: (1) accelerating hiring for critical positions, and (2) validating and reviewing the Transformation report recommendations.

While recruitment is ongoing for a Chief Transformation Officer and a Chief Operating Officer, the Chairman stated that the MTA did not want to stop making progress on Transformation. The MTA engaged Guidehouse, LLP (“Guidehouse”) formally Pricewaterhouse Coopers Public Section LLP, their government services consulting organization, to augment internal staff working on Transformation, to ensure accelerated progress on this effort, and to draft a Request for Proposal (“RFP”) for the firm that will conduct the 2- to 3-year implementation of the AlixPartners’ recommendations. The Chairman stated that it is expected that AlixPartners, in addition to other firms, will compete for the contract, as (a) the implementation of the recommendations was beyond the scope of the earlier retention of AlixPartners, (b) the MTA did not want to give all the work to one firm, (c) the MTA did not want a firm that might be competing for the work to draft or have a significant role in the RFP, and (d) the MTA did not want any single firm to have a significant informational edge that it might create an imbalance in the competitive process of the RFP.

Chairman Foye stated that Guidehouse was identified after reviewing current MTA and State panel contracts that the MTA had access to, either directly or by riding another government procurement. MTA worked with the State Division of Budget on this process and by selecting Guidehouse on a State Panel Contract, MTA was able to take advantage of the lowest State rate that the State had achieved with Guidehouse on similar work.

Chairman Foye stated that in addition to the recruitment of the Chief Transformation Officer and the Chief Operating Officer, the recruitment of a Chief People Officer, Chief Technology Officer, Chief Engineer and Chief Procurement Officer is ongoing.

Separately, the Chairman stated that in order to ensure that the MTA continues to make progress on recruitment for the next layer of critical management, the MTA has engaged six recruitment firms to work at filling several positions, including the Director of Research and Development, Director of Quality Assurance, Disability Advisor, and construction managers, engineering managers and project managers, who would work in Janno Lieber’s new Construction Development Organization. The chairman stated that the firms are specifically searching for candidates with design-build experience given the focus on the legislative mandate to utilize this process for all projects \$25 million or above.

The Chairman stated that staff will report on the progress of this work, including the announcement of a Transformation Task Force.

Chairman Foye invited questions and discussion from the Board members. Board Member Linn asked for an update on Chief Financial Officer Robert Foran’s targeted cost savings. Mr. Foran responded that cost cutting measures will be outlined in the November Financial Plan and presented to the Board. Discussing potential reductions in force, Mr. Foran also explained that Guidehouse will assist the MTA to evaluate what business processes are necessary to effectuate the necessary transformation.

Details of the Chairman's comments, Board Members questions and comments pertaining thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

4. APPROVAL OF MINUTES.

Upon motion duly made and seconded, the Board approved the Minutes of the Regular Board meeting held on July 24, 2019 and the Minutes of the Special Board meeting held on August 16, 2019.

5. COMMITTEE ON FINANCE.

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

1. Payroll Mobility Tax Obligation Resolution for Submission to the Capital Program Review Board. Approved the resolution authorizing the submission of the Proposed Payroll Mobility Tax Obligation Resolution, Standard Resolution Provisions for Payroll Mobility Tax Obligations and Supplemental Standard Resolution Provisions for Payroll Mobility Tax Second Lien Obligations (collectively, the "PMT Obligation Resolution") to the Metropolitan Transportation Authority Capital Program Review Board (CPRB) for approval. Upon approval by the CPRB, a complete and final set of PMT Obligation Resolution Documents will be resubmitted to the Finance Committee and the TBTA Board for formal adoption.
2. State and City Sales Tax Obligation Resolution for Submission to the Capital Program Review Board. Approved the resolution authorizing the submission of the proposed Special Obligation Resolution Authorizing Sales Tax Revenue Obligations (Statewide and Citywide Sales Tax), Standard Resolution Provisions and Supplemental Standard Resolution Provisions (collectively, the "Sales Tax Obligation Resolution") to the Metropolitan Transportation Authority Capital Program Review Board (CPRB) for approval. Upon approval by the CPRB, a complete and final set of Sales Tax Obligation Resolution Documents will be resubmitted to the Finance Committee and the TBTA Board for formal adoption.

B. Procurement Items. Upon motion duly made and seconded the Board approved the following procurement items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Vanterpool voted in opposition to items #4 and #6 below. Board Member Lacewell recused herself from the vote on items #3 and #5 below.

1. Brush Industries, Inc. – Refurbishment of MetroCard Turnstiles Swipe Read/Write Head Assemblies – No. 6030070657, Modification No. 9. Approved the extension of terms of a non-competitive miscellaneous service contract with Brush Industries, Inc. for three years to continue repair and refurbishment of NYCTs

existing 4,800 Metro-Card Turnstile Magnetic Swipe Read/Write (SRW) Head Assemblies.

2. Giesecke + Devrient Currency Technology America, Inc. – Upgrade of Four BPS High Speed Counter /Sorter /Strappers Interfaced to the Consolidated Revenue Facility Cash Settlement System – No. 60000000022410, Modification No.7. Approved a six-year extension to the current 12 year term of a sole-source miscellaneous service contract with Giesecke + Devrient Currency Technology America Inc. for preventive and remedial maintenance, upgrade and refurbishment of four high speed counter/sorter/strappers.
 3. ConnectiCare, Inc. – Metro-North Railroad Health Benefits – No. 15324. Approved the award of a competitively negotiated, personal service contract to ConnectiCare, Inc., to provide health care benefits, inclusive of medical and prescription coverage for non-represented and represented employees, for a period of five (5) years from January 1, 2020 through December 31, 2024, which include two one-year options.
 4. Various Contractors – Executive Recruitment Services – No. 16359, Modification No. 1. Approved the modification and increase to a competitively negotiated, personal services contracts with The Burgess Group, David Gomez & Associates International Co., Gilbert Tweed International, Inc., Harris Rand Lusk, Infosys International and Krauthamer and Associates to provide executive recruitment services to support the MTA approved transformation plan.
 5. Metropolitan Life Insurance Co., MTA Dental Benefits – No. 11089-0200, Modification No. 3. Approved a one-year extension of a previously Board-approved, competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company that provides dental benefits for non-represented employees and certain represented and retired employees.
 6. Guidehouse, LLP – MTA Transformation Plan Roadmap Support Services – No. 15507-0100. Approved the award of a competitively negotiated personal service contract to Guidehouse LLP (“Guidehouse,” formerly known as “Pricewaterhouse Coopers Public Section LLP”) to provide MTA transformation plan roadmap support services, including an implementation plan that will result in a separate implementation RFP in response to the MTA Board’s recent approval of the Transformation Plan objectives. The Transformation Plan is required per New York Public Authorities Law under Section 1279-e. This contract term is through March 31, 2020.
- C. **Real Estate Items.** Upon motion duly made and seconded the Board approved the real estate items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials

Metro-North Railroad

1. Amendment of a license with AT&T Corp for the continued operation and maintenance of one (1) 24 Strand fiber optic cable along Metro-North's right-of-way on the Hudson Line, Poughkeepsie, N.Y.

Long Island Rail Road

2. Amendment of a license with Neptune Regional Transmission System LLC to grant Neptune the ability to sublicense portions of its fiber optic cable system to telecommunications service providers along portions of the LIRR's right-of-way on the Montauk and Central Branches, Montauk, N.Y.
3. Acquisition of temporary easements from 333 East Shore Road Realty, LLC of property located at 310-333 East Shore Road (Section 2, Block 375, Lot 25A) for LIRR's construction staging together with temporary non-exclusive easement for access to the staging area needed in connection with LIRR's Colonial Road Improvement Project in the Village of Thomaston, Town of North Hempstead, Nassau County, N.Y.
4. Acquisition from Cascelta Company LLC of a warehouse building at 225 Central Avenue South (Nassau County Tax Map Section 49, Block 294, Lot 2) Bethpage, N.Y.

New York City Transit Authority

5. Lease agreement with Musaid Nagi, Waleed Nagi, Fouad Mused (or an entity to be formed owned and controlled by said individuals) for the operation of a delicatessen and grocery store located at 1581 Myrtle Avenue, Brooklyn, N.Y.

Metropolitan Transportation Authority

6. Amendment of a lease with 111 Washington Avenue, LLC for office space for MTA Government Affairs located at 111 Washington Avenue, Suite 209, Albany, N.Y.

6. **ADJOURNMENT.** Upon motion duly made and seconded, the Board voted to adjourn the meeting at 2:30 p.m.

The Chairman announced that the next Board meeting is on Wednesday, October 23, 2019.

Respectfully submitted,

Victoria Clement
Assistant Secretary

Regular Board Meeting
September 25, 2019

**Minutes of the
Regular Board Meeting
for the New York City Transit Authority,
Manhattan and Bronx Surface Transit Operating Authority,
Staten Island Rapid Transit Operating Authority and
MTA Bus Company
2 Broadway
New York, NY 10004
Wednesday, September 25, 2019
10:00 a.m.**

The following members were present:

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Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Susan Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman**

The following alternate non-voting member was also present:

Hon. Randolph Glucksman

Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, and Lucille Songhai, Assistant Director, Government Affairs, also attended the meeting.

1. CHAIRMAN FOYE CALLED THE MEETING TO ORDER

MTA Chairman & CEO Patrick Foye called the meeting to order.

2. PUBLIC COMMENT PERIOD

There were fifty-five (55) registered public speakers. The following speakers spoke on MTA NYC Transit/Staten Island Rapid Transit Operating Authority /MTA Bus Company matters during the public speaker session.

Tramell Thompson, TWU L100
Jocelyn McCrae, TWU L100
Canella Gomez, TWU L100
Kenneth Murray, TWU L100
John Ferretti, TWU L100
Rodney Ransom, TWU L100
Seth Rosenberg, TWU L100
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Duane Sorrentino, TWU L100
Alberto Alamo, TWU L100
Guillermo Rosa, Rockland County
Rick Horan, Queens Rail
Kathleen Collins, DIA
Joseph Pollard, TWU L100
Kim Knight, MTA
Larry Penner, Transit Advocate
Brian Burke, TWU L100
Jason Pineiro, Passengers United
Thomas Hillgardener, private citizen
Amy Paffenroth, Village of Suffern
Ed Markunas, Village of Suffern
Ellen Shannon, PCAC
Lisa Daglian, PCAC
HP Schroer, UMEWE
Eman Rimawi, NYLPI
Rachael Fauss, Reinvent Albany
Daniel Porro, Community Board #9 Bronx
Charles Muniz, TWU L100
Michael Ring, DIA
Robert Grismold, MDSO
Ydanis Rodriguez, City Councilmember
Kit Lee, private citizen
Lauren Bailey, Tri State Transportation
Collin Wright, Transit Center
Johanna Climenko, CIDNY
Suzhen Chi, CIDNY
Alex Lanz, MDSO
Gian Pedulla, CIDNY
Richard Vann-Lace Bartley, BCID

Jessica DeLa Rosa, BCID
Jean Ryan, DIA
Kevin Zeng, private citizen
Ashley Price, Transit Center
Zachary Arcidiacono, TWU L100
Janice Bartley, AHRC
Joanne Jaworski, MTA
Sasha Blair-Goldensohn , Elevator Action Group
Miriam Fisher, Elevator Action Group
Valerie Joseph, BCID
Phillip Dominguez, private citizen
Jackie Cohen, Straphangers Campaign
Jessica Murray, Rise & Resist
Edith Prentiss, Community Board #12 Manhattan
Ruth Lowenkron, private citizen
Richard Lewis, Community Board #12 Manhattan

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

3. CHAIRMAN FOYE'S REMARKS

Chairman Foye welcomed everyone to the September Board meeting.

The Chairman acknowledged the historic proposed 2020-2024 Capital Program released last week, which he stated, if approved, would revitalize and modernize public transportation in New York and is a result of the Governor's leadership. He stated that a Capital Program of a public agency like the MTA is a concrete manifestation of the agency's vision and objectives.

Chairman Foye stated that using scarce taxpayer and customer dollars, the proposed \$51.5 billion MTA Capital Program, excluding Triborough and Bridge Tunnel Authority funds, will help achieve an MTA system with greater accessibility, improved reliability and service on subways, buses, and commuter rails, environmental sustainability and resiliency, safety and security, and job creation across New York State. Further, the Capital Program will assist Governor Cuomo in attaining the highest MWBE goals in the nation.

The Chairman stated that the Capital Program came together as a result of the leadership and partnership of the Governor and the legislature, through the passage of \$25 billion in new revenue sources in the last legislative session, and also with the support of the City and the Mayor. The Chairman stated that he received a letter this morning from the Mayor outlining the shared priority of the MTA and the City, namely, that New Yorkers need reliable public transportation and that the MTA needs significant resources to deliver that objective. Quoting directly from the letter, Chairman Foye stated:

“Based on the City’s preliminary review of the proposed 2020-2024 Capital Plan, the outlined investments appear to align with the same investments in the 10-point plan release by the Governor and the Mayor in February 2019 and in the enacted State budget. It is appropriate that New York City contribute to the 2020-2024 Capital Plan. As we determine the size and nature of that

contribution, we intend to secure conditions to advance the needs of transit riders and taxpayers. New York City stands ready to contribute to an MTA Capital Plan as it has done in the past.”

Chairman Foye stated that the MTA looks forward to continuing the conversation with the City in the weeks ahead.

The Chairman also stated that while a fully funded Capital Program would invest a tremendous amount of resources into the transportation system, a majority of the funds received from Central Business District Tolling or other new revenue sources are lock-boxed for capital projects. Without new funding sources for operations or cost reductions, the MTA will continue to face significant financial constraints, with forecasted deficits in future years. The MTA will continue to focus on its operating budget deficits to find ways to reduce costs and balance the budget, as statutorily required, as the MTA works toward the November Financial Plan. Chairman Foye acknowledged the hard work that the women and men of the agency continue to perform every day. The Chairman noted that key performance metrics continue to improve in August, with subway on-time performance reaching 84%. The Chairman thanked the entire New York City Transit team for continuing to deliver strong service. The Chairman also commended Metro-North and Long Island Rail Road for strong August on-time performances at 93% and 92% respectively.

Please refer to the video recording of the meeting produced by the MTA and maintained in MTA records for the complete record of Chairman Foye’s remarks.

4. OTHER MTA BUSINESS

A. MTA 2020-2024 Capital Program Presentation

Chairman Foye noted the historic and transformational nature of the proposed 2020-2024 Capital Program, noting that the Program is 70% larger than the 2015-2019 Capital Program, and makes an unprecedented \$51.5 billion investment in the region.

The Chairman stated that the Program invests in core system priorities such as signal modernization and ADA accessibility, while making the repairs needed to revitalize and maintain the system. He stated that the \$40 billion investment in New York City Transit is larger than the entire 2015-2019 Capital Program and double New York City Transit’s 2015 allocation. He also noted the significant investments for both LIRR and Metro-North Railroad, with more than \$3.5 billion in core infrastructure investment for each railroad, in addition to funds to complete expansion projects that would ultimately benefit both railroads.

The Chairman stated that MTA’s Capital Program process is guided by State Law, and the Public Authorities Law requires that the MTA’s five-year plan be submitted to the Capital Program Review Board (“CPRB”) on or before October 1st of the year before it starts. Provided that the Board approves the Program, the MTA intends to submit the Program by the deadline. The CPRB has ninety days to review, veto, request changes or approve the Program, and failure to act is otherwise deemed approval.

Chairman Foye stated that New York depends on public transportation, with more than 2 billion users of the system each year, the largest and busiest transportation network in New York State.

The Chairman stated that there are 7,300 jobs created in New York State for every \$1 billion invested in the MTA Capital Program, and 89% of Capital investments are sourced or performed in New York State. He expressed that every region of the State will benefit from the Capital Program, and approximately 350,000 jobs are estimated to be created statewide over the next five years. Chairman Foye stated that the proposed Program would continue MTA's partnership with MWBE firms, which have been awarded \$1 billion of capital projects since 2015. The Chairman stated that the MTA is closer to the Governor's MWBE goal of 30%, under Michael Garner's leadership and his team.

With respect to regional changes, Chairman Foye stated that the creation of new jobs leads to greater demands on mass transit. In the past, investments in New York's transportation system have not kept up. One of the consequences is traffic congestion, which costs the region an excess of \$20 billion annually. The Chairman stated that customers experience the effects of under investment in the system- with six subway lines operating at or above passenger load capacity in the AM peak and over \$300 million annually in lost work time due to subway delays. Chairman Foye stated that, rising to the challenge, the successful Subway Action Plan targeted the root cause of subway delays to arrest the decline of the subway system, and he stated that those lessons are being institutionalized to modernize each of the agencies. Chairman Foye noted that on-time performance has dramatically improved on the subways and on the railroads as well.

The Chairman stated that to sustain and build upon improvements, it is time to reinvest in the system. He stated that the leadership of the Governor, and legislative and local leaders, resulted in the passage of \$25 billion of new revenue, most notably, the Central Business District Tolling, the elimination of an internet tax advantage, and a progressive tax on high-end real estate in New York City. The Chairman stated that these three revenue sources, by law, dedicate 80% to New York City Transit, 10% to the Long Island Rail Road and 10% to Metro-North Railroad.

The Chairman stated that MTA's Transformation Plan, set forth in State law, provides for a complete restructuring of the organization to make it more customer focused and cost effective.

Finally, Chairman Foye stated that the Capital Construction Forensic Audit is underway, which pursuant to State Law, is due by December 31, 2019. The firm conducting the work has assured the MTA that they will meet the deadline. The Chairman stated that the MTA is committed to accelerating the work product on the Forensic Audit, and the recommendations and findings of the Forensic Audit will be incorporated into the 2020-2024 Capital Program.

Chairman Foye then invited Janno Lieber, MTA Chief Development Officer, to provide additional background on the Capital Program. Mr. Lieber provided details of how the agency is transforming capital construction and project delivery, including strengthening project management, reducing red tape, and rebalancing risk. Mr. Lieber highlighted some of the Metro-North projects outlined in the Capital Program including a \$900 million investment in the Grand Central Terminal Trainshed and Park Avenue Tunnel Viaduct, an investment in new Metro-North rolling stock, station accessibility improvements, Penn Station Access investments, and West of Hudson improvements.

After Mr. Lieber's remarks, Chairman Foye commented on the funding sources necessary to sustain the Capital Program, including \$25 billion from three new revenue sources, \$10.7 billion

in federal funds, \$3 billion from the State of New York, \$3 billion from the City of New York, and \$9.8 billion of MTA bonds and PAYGO.

Copies of the 2020-2024 MTA Capital Program, 2015-2019 MTA Capital Program Amendment, and the 2010-2014 Capital Program Amendment were distributed to Board members.

After his presentation, Chairman Foye permitted Board members comments and discussion. The details of the presentation and Board members' comments and questions with respect thereto are included in the videotape of the meeting produced by the MTA and maintained in MTA records.

B. MTA Capital Program Action Items

Upon motion duly made and seconded, the Board approved the following action items listed below. The specifics are set forth in the staff summaries and documentation filed with the meeting materials. Board Member Mihaltses recused herself from the vote from item #2 below and Board Member Law abstained on the vote from item #2 below.

1. Approval of the 2020-2024 Capital Program. Approved the proposed \$54.8 billion MTA 2020-2024 Capital Program and authorized the MTA to submit the \$51.5 billion Capital Program Review Board (CPRB) portion of the Capital Program to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b.
2. Approval of the 2015-2019 Capital Program Amendment. Approved the proposed amendment to the MTA 2015-2019 Capital Program that increases the total funding to \$33.913 billion and authorizes the MTA to submit the \$30.977 billion Capital Program Review Board (CPRB) portion of it to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b. The most notable changes are the advancement of four accessible subway stations originally slated for construction in NYCT's 2020-2024 Capital Program, and the addition of \$529.5 million in State funds to the LIRR program, both to complete the LIRR Penn Station Corridor and Entrance (a/k/a PSNY-33rd Corridor) project, and to construct a new Elmont Station. No new MTA funds, beyond those already approved, were required by this amendment.
3. Approval of the 2010-2014 Capital Program Amendment. Approved the proposed amendment to the MTA 2010-2014 Capital Program that reduces it to \$31.704 billion and authorizes the MTA to submit the \$28.917 billion Capital Program Review Board (CPRB) portion of it to the CPRB for its review and approval, in accordance with Public Authorities Law Section 1269-b.

C. MTA Office of Inspector General's Presentation

Chairman Foye introduced MTA Inspector General Carolyn Pokorny to discuss ongoing work performed by her Office. Inspector General Pokorny provided an overview of her first 100 days as the MTA Inspector General and explained her focus on transparency, concerns of the ridership, and how her Office is using its strong compliance approach to help make the MTA safe, strong, and smart.

Details of Inspector General Pokorny's presentation and Board Members questions and comments pertaining thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

D. Timekeeping Presentation

In the interest of time, Chairman Foye deferred the Timekeeping Presentation to the October 23, 2019 Board meeting.

E. Report on Transformation

Chairman Foye provided an update on the MTA Transformation. The Chairman stated that the AlixPartners' report, approved by the Board in July, provided a blueprint for transformation. It included a high-level outline of what the future MTA could look like after an accelerated organizational review performed in a short timeframe.

The Chairman stated that in order to maintain momentum on transformation and to meet deadlines outlined in a July 24, 2019 press release, including completing a detailed Reorganization Implementation Plan by October 15th, the MTA began working in two simultaneous workstreams: (1) accelerating hiring for critical positions; and (2) validating and reviewing the transformation report recommendations.

Chairman Foye stated that recruitment is ongoing for a Chief Transformation Officer and a Chief Operating Officer. He also stated that the MTA recently hired Guidehouse LLP ("Guidehouse"), a government services consulting organization that was formerly owned by Pricewaterhouse Coopers, to augment internal staff working on transformation, to ensure accelerated progress on this effort, and to draft a Request for Proposal (RFP) to hire a firm to conduct the two to three-year implementation of AlixPartners' recommendations. Chairman Foye stated that Guidehouse was identified after reviewing current MTA and State panel contracts. The MTA worked with the State Division of Budget on this process and was able to take advantage of the lowest rate the State had achieved with Guidehouse on similar work. The Chairman stated it is expected that AlixPartners, in addition to other firms, will compete for the contract, as (a) the implementation of the recommendations was beyond the scope of the earlier retention of AlixPartners, (b) the MTA did not want to give all the work to one firm, (c) the MTA did not want a firm that might be competing for the work to draft or have a significant role in the RFP, and (d) the MTA did not want any single firm to have a significant informational edge that it might create an imbalance in the competitive procurement process.

Chairman Foye stated that in addition to the recruitment of the Chief Transformation Officer and the Chief Operating Officer, the recruitment of a Chief People Officer, Chief Technology Officer, Chief Engineer, and Chief Procurement Officer is ongoing.

Separately, the Chairman stated that to ensure that the MTA continues to make progress on recruitment for the next layer of critical management, the MTA has engaged six recruitment firms to work at filling several positions, including the Director of Research and Development, Director of Quality Assurance, Disability Advisor, and construction managers, engineering managers, and project managers who would work in Janno Lieber's new Construction and Development Organization. Chairman Foye stated that the firms are specifically searching for candidates with

design build experience given the focus of the legislative mandate to utilize this process for all projects \$25 million or above. The Chairman stated that staff will report on the progress of this work, including the announcement of a Transformation Task Force.

Chairman Foye invited questions and discussion from the Board members. Details of the Chairman's comments, Board Members questions and comments pertaining thereto are contained in the video recording of the meeting produced by the MTA and maintained in the MTA records.

5. APPROVAL OF MINUTES.

Upon motion duly made and seconded, the Board approved the Minutes of the Regular Board meeting held on July 24, 2019 and the Minutes of the Special Board meeting held on August 16, 2019.

6. COMMITTEE ON FINANCE

Real Estate Item:

Upon motion duly made and seconded, the Board approved a lease agreement between MTA New York City Transit and Musaid Nagi, Waleed Nagi, Fouad Mused (or an entity to be formed owned and controlled by said individuals) for the operation of a delicatessen and grocery store at vacant, street-level space at 1581 Myrtle Avenue in Brooklyn.

The specifics of the above item are set forth in the staff summaries and documentation filed with the meeting materials.

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

Procurements:

Competitive Procurements: Upon motion duly made and seconded, the Board approved competitive procurements requiring a two-thirds vote (Schedule B in the Agenda) and a majority vote (Schedule H in the Agenda).

Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

Ratifications: Upon motion duly made and seconded, the Board approved ratifications requiring a majority vote (Schedule K in the Agenda).

Details of the above items are set forth in staff summaries, copies of which are on file with the records of the meeting of the Board of MTA NYC Transit /Staten Island Rapid Transit Operating Authority /MTA Bus Company.

8. **ADJOURNMENT.**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 2:30 p.m.

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

Minutes of the Regular Meeting
Metro-North Commuter Railroad Company
2 Broadway – 20th Floor
New York, NY 10004
Wednesday, September 25, 2019
9:00 a.m.

The following members were present:

Hon. Patrick Foye, Chairman & CEO
Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Susan Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman

Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, and Lucille Songhai, Assistant Director, Government Affairs, also attended the meeting. Unless otherwise indicated, these minutes reflect items on the agenda of the Metro-North Commuter Railroad Company Board (“Metro-North”). Refer to the other agencies’ minutes of this date for items on the agendas of the Boards of the other agencies.

Chairman Foye called the meeting to order.

1. **SAFETY PROCEDURES:**

Lucille Songhai, Assistant Director, Government Affairs, played the electronic emergency safety procedure announcement and introduced the public speakers.

2. **PUBLIC SPEAKERS:**

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

Guillermo Rosa, speaking on behalf of Rockland County Executive Edward Day, commented on the lack of projects for Rockland County and the Pascack Valley Line identified in the 2020-2024 Capital Program. He commented on the need for two passing sidings on the Pascack Valley Line and new equipment for West of Hudson service. He also asked the MTA to fund the Gateway Tunnel Project, the Bergen Loop, and ADA accessibility improvements at the Suffern Station.

Kim Knight commented on the need to remove an advertising campaign associated with Grand Central Terminal and commented that she was a primary developer of Metro-North and Grand Central Terminal.

Amy Paffenroth commented on needed Suffern Station infrastructure improvements. She noted that the Suffern Station is not ADA accessible and commented that the Village of Suffern is seeking to acquire the Suffern Station.

Ed Markunas, Mayor of the Village of Suffern, urged the MTA Board to acquire the Suffern Station and commented on efforts to encourage economic development in the Village of Suffern.

Ellyn Shannon, with the Permanent Citizen's Advisory Committee, commented on the Suffern Station and needed infrastructure improvements. She commented that the Suffern Station needs to be made ADA accessible and asked the MTA to acquire the Station.

Lisa Daglian, Executive Director of the Permanent Citizens Advisory Committee, commented on the 2020-2024 Capital Program and expressed concerns about transparency and capacity. She commented that for the Capital Program to succeed, the MTA must have the proper organizational structure and asked about the MTA's plan for project managers. She also expressed concern that the new MTA debarment procedures will cause well-respected firms to look elsewhere for work.

H.P. Schroer, Director of "U and ME Become WE," commented on the need for a discount for veterans and remarked on bills before the State Legislature that will provide for and fund a discount.

Rachael Fauss, with Reinvent Albany, commented on the 2020-2024 Capital Program and voiced concerns about the MTA's ability to complete the projects within a viable timeframe. She asked the MTA to provide an implementation plan, a spending plan, informative project listings, a detailed debt analysis, and an itemized list of all changes from prior plans.

Lauren Bailey, with the Tri-State Transportation Campaign, commented on the 2020-2024 Capital Program and the desire to prioritize state of good repair projects.

Phillip Dominguez commented on the 2020-2024 Capital Program and system expansion efforts. He also commented on the need to improve system working conditions and employee benefits and asked the Board to recognize the important role of agreement employees.

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

3. **CHAIRMAN FOYE'S REMARKS:**

Chairman Foye welcomed everyone to the September Board meeting.

The Chairman acknowledged the historic proposed 2020-2024 Capital Program ("Capital Program" or "Capital Plan") released last week, which he stated, if approved, would revitalize and modernize public transportation in New York and is a result of the Governor's leadership. Chairman Foye stated that a Capital Program of a public agency like the MTA is a concrete manifestation of the agency's vision and objectives.

Chairman Foye stated that using scarce taxpayer and customer dollars, the proposed \$51.5 billion Capital Program, excluding Triborough and Bridge Tunnel Authority funds, looks forward to an MTA system with greater accessibility, improved reliability and service on subways, buses, and commuter rails, environmental sustainability and resiliency, safety and security, job creation across New York State, and will assist in attaining Governor Cuomo's highest in the nation MWBE goals. Chairman Foye stated that the proposed Capital Program will enable the MTA to fulfill every element of this vision.

The Chairman also stated that the Capital Program has come together, thanks to the leadership and partnership of the Governor and legislature, through the passage of \$25 billion in new revenue sources in the last legislative session, and the support of the City and the Mayor. The Chairman stated that he received a letter this morning from the Mayor outlining the shared priority that New Yorkers need reliable public transportation, which the MTA needs significant resources to deliver. Quoting directly from the letter, Chairman Foye stated:

Based on the City's preliminary review of the proposed 2020-2024 Capital Plan, the outlined investments appear to align with the same investments in the 10-point plan released by the Governor and the Mayor in February 2019 and in the enacted State budget. It is appropriate that New York City contribute to the 2020-2024 Capital Plan. As we determine the size and nature of that contribution, we intend to secure conditions to advance the needs of transit riders and taxpayers. New York City stands ready to contribute to an MTA Capital Plan as it has done in the past.

Chairman Foye stated that the MTA looks forward to continuing this conversation with the City in the weeks ahead.

Chairman Foye also stated that while a fully funded Capital Program would invest a tremendous amount of resources into the transportation system, a majority of the funds received from Central Business District Tolling or other new revenue sources are lock-boxed for capital projects. Without new funding sources for operations or cost reductions, the MTA will continue to face significant financial constraints, with forecasted deficits in future years. The MTA will continue to focus on its operating budget deficits to find ways to reduce costs and balance the budget, as statutorily required, as the MTA works towards the November Financial Plan. Chairman Foye acknowledged the hard work the women and men of the agency continue to do every day. The Chairman noted that key performance metrics continue to improve in August, with subway on-time performance reaching 84%, and the Chairman thanked the entire New York City Transit team for continuing to deliver strong service. The Chairman also commended Metro-North and Long Island Rail Road for strong August on-time performances at 93% and 92%, respectively.

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

4. **OTHER MTA BUSINESS:**

a. MTA 2020-2024 Capital Program Presentation:

Chairman Foye stated that 2020-2024 Capital Program is 70% larger than the 2015-2019 Capital Program and makes an unprecedented \$51.5 billion investment in the region. Chairman Foye stated that the \$40 billion investment in New York City Transit is larger than the entire 2015-2019 Capital Program and there are also significant investments for both Long Island Rail Road and Metro-North.

Chairman Foye stated that the Capital Program process is guided by State Law, and the Public Authorities Law requires that the MTA's five-year plan be submitted to the Capital Program Review Board ("CPRB") on or before October 1st of the year before it starts. Provided that the Board approves the Program, the MTA intends to submit the Program by the deadline. The CPRB has ninety days to review, veto, request changes or approve the Program, and failure to act is otherwise deemed approval.

Chairman Foye stated that New York depends on public transportation, with more than 2 billion users of the system each year, the largest and busiest transportation network in New York State. The Chairman stated that there are 7,300 jobs created in New York State for every \$1 billion invested in the MTA Capital Program and 89% of Capital investments are sourced or performed in New York State. Every region of the State will benefit from the MTA's Capital Program and approximately 350,000 jobs are estimated to be created statewide over the next five years. Chairman Foye stated that the proposed plan would continue the MTA's partnership with MWBE firms, which have been awarded \$1 billion in capital projects since 2015. The Chairman stated that the MTA is close to meeting the Governor's MWBE goal of 30%, under Michael Garner's leadership and his team.

With respect to regional changes, Chairman Foye stated that the creation of new jobs leads to greater demands on mass transit. In the past, investments in New York's transportation system have not kept up. One of the consequences is traffic congestion which costs the region an excess of \$20 billion annually. The Chairman stated that customers experience the effects of under investment in the system – with six subway lines operating at or above passenger load capacity in the AM peak and over \$300 million annually in lost work time due to subway delays. Chairman Foye stated that, rising to the challenge, the successful Subway Action Plan targeted the root cause of subway delays to arrest the decline of the subway system, and he stated that those lessons are being institutionalized to modernize each of the agencies. Chairman Foye noted that on-time performance has dramatically improved on the subways and on the railroads as well.

Chairman Foye stated that to sustain and build upon improvements it is time to reinvest in the system. He stated that the leadership of the Governor, and legislative and local leaders, resulted in the passage of \$25 billion of new revenue, most notably, Central Business District Tolling, elimination of an internet tax advantage, and progressive tax on high-end real estate in New York City. The Chairman stated that these three revenue sources, by law, dedicate 80% to New York City Transit, 10% to the Long Island Rail Road and 10% to Metro-North.

The Chairman stated that the MTA's Transformation Plan, set forth in State law, provides for a complete restructuring of the organization to make it more customer focused and cost effective.

Finally, Chairman Foye stated that the Capital Construction Forensic Audit is underway, which pursuant to State law, is due by December 31, 2019. The firm conducting the work has assured the MTA that they will meet the deadline. The Chairman stated that the MTA is committed to accelerating the work product on the Forensic Audit and the recommendations and findings of the Forensic Audit will be incorporated into the 2020-2024 Capital Program.

Chairman Foye then invited Janno Lieber, MTA Chief Development Officer, to provide additional background on the Capital Program. Mr. Lieber provided details of how the agency is transforming capital construction and project delivery, including strengthening project management, reducing red tape, and rebalancing risk. Mr. Lieber highlighted some of the Metro-North projects outlined in the Capital Program including a \$900 million investment in the Grand Central Terminal Trainshed and Park Avenue Tunnel and Viaduct, an investment in new Metro-North rolling stock, station accessibility improvements, Penn Station Access investments, and West of Hudson improvements.

After Mr. Lieber's remarks, Chairman Foye commented on the funding sources necessary to sustain the Capital Program, including \$25 billion from three new revenue sources, \$10.7 billion in federal funds, \$3 billion from the State of New York, \$3 billion from the City of New York, and \$9.8 billion of MTA bonds and PAYGO.

Copies of the 2020-2024 MTA Capital Program, 2015-2019 MTA Capital Program Amendment, and the 2010-2014 Capital Program Amendment were distributed to Board members. After his presentation, Chairman Foye permitted Board Member comments and discussion. During

the discussion, Mr. Lieber commented on the \$1 billion funding discrepancy between Metro-North and Long Island Rail Road and explained how Metro-North will be benefitting from the East Side Access and Long Island Rail Road Third Track mega-projects that are accounted for in the Long Island Rail Road budget.

The videotape of the meeting produced by the MTA and maintained in MTA records contains a complete record of the presentation and Board members' comments and questions with respect thereto.

b. Capital Program Action Items:

The Board was presented with the following action items related to the Capital Program:

- Board approval of the proposed \$54.8 billion MTA 2020-2024 Capital Program and Board authorization for the MTA to submit the \$51.5 billion Capital Program Review Board portion of the Capital Program to the Capital Program Review Board for its review and approval, in accordance with Public Authorities Law Section 1269-b.

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

- Board approval of the proposed amendment to the MTA 2015-2019 Capital Program that increases the total funding to \$33.913 billion and Board authorization for the MTA to submit the \$30.977 billion Capital Program Review Board portion of it to the Capital Program Review Board for its review and approval, in accordance with Public Authorities Law Section 1269-b.

Upon motion duly made and seconded the Board approved the foregoing action item. Board Member Mihaltses recused herself from the vote and Board Member Law abstained from the vote. The details of the action item are set forth in staff summaries and documentation filed with the records of this meeting.

- Board approval of the proposed amendment to the MTA 2010-2014 Capital Program that reduces it to \$31.704 billion and Board authorization for the MTA to submit the \$28.917 billion Capital Program Review Board portion of it to the Capital Program Review Board for its review and approval, in accordance with Public Authorities Law Section 1269-b.

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

c. MTA Office of Inspector General Presentation:

Chairman Foye introduced MTA Inspector General Carolyn Pokorny to discuss ongoing work performed by her Office. Inspector General Pokorny provided an overview of her first 100 days as the MTA Inspector General and explained her focus on transparency, concerns of the ridership, and how her Office is using its strong compliance approach to help make the MTA safe, strong, and smart.

The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of Inspector General Pokorny's presentation and Board Members' comments and questions with respect thereto.

d. Timekeeping Presentation:

In the interest of time, Chairman Foye deferred the Timekeeping Presentation to the October 23, 2019 Board Meeting.

e. Report on Transformation:

Chairman Foye provided an update on the MTA Transformation. The Chairman stated that the AlixPartners' report, approved by the MTA Board in July, provided a blueprint for transformation. The report included a high-level outline of what the future MTA could look like after an accelerated organizational review performed in a short timeframe.

The Chairman stated that to maintain momentum on transformation and to meet deadlines outlined in a July 24, 2019 press release, including completing a detailed Reorganization Implementation Plan by October 15, 2019, the MTA began working in two simultaneous workstreams: (1) accelerating hiring for critical positions and (2) reviewing the transformation report recommendations.

Chairman Foye stated that recruitment is ongoing for a Chief Transformation Officer and a Chief Operating Officer. He also stated that the MTA recently hired Guidehouse LLP ("Guidehouse"), a Pricewaterhouse Coopers government services consulting organization, to augment internal staff working on transformation, to ensure accelerated progress on this effort, and to draft a Request for Proposal ("RFP") to hire a firm to conduct the two to three-year implementation of AlixPartners' recommendations. Chairman Foye stated that Guidehouse was identified after reviewing current MTA and State panel contracts. The MTA worked with the State Division of Budget on this process and was able to take advantage of the lowest rate the State had achieved with Guidehouse on similar work. The Chairman stated it is expected that AlixPartners, in addition to other firms, will compete for the contract, as (a) the implementation of the recommendations was beyond the scope of the earlier retention of AlixPartners, (b) the MTA did not want to give work to only one firm, (c) the MTA did not want a firm that might be competing for the work to draft or have a significant role in the RFP, and (d) the MTA did not want any single firm to have a significant informational edge that it might create an imbalance in the competitive procurement process.

Chairman Foye stated that in addition to the recruitment of the Chief Transformation Officer and the Chief Operating Officer, the recruitment of a Chief People Officer, Chief Technology Officer, Chief Engineer, and Chief Procurement Officer is ongoing.

Separately, the Chairman stated that to ensure that the MTA continues to make progress on recruitment for the next layer of critical management, the MTA has engaged six recruitment firms to work at filling several positions, including the Director of Research and Development, Director of Quality Assurance, Disability Advisor, and construction managers, engineering managers, and project managers, who would work in Janno Lieber's new Construction Development Organization. Chairman Foye stated that the firms are specifically searching for candidates with design-build experience. The Chairman stated that staff will report on the progress of this work, including the announcement of a Transformation Task Force.

Chairman Foye invited questions and discussion from Board Members. Board Member Linn asked for an update on Chief Financial Officer Robert Foran's targeted cost savings. Mr. Foran responded that cost cutting measures will be outlined in the November Financial Plan and presented to the Board. Discussing potential reductions in force, Mr. Foran also explained that Guidehouse will assist the MTA to evaluate what business processes are necessary to effectuate the necessary transformation.

Board Member Zuckerman stated that the Chief Transformation Officer position will be challenging and will need the Board's support to define his or her job and how it is performed.

Board Member Albert asked if the staff at MTA Capital Construction will be increased. Janno Lieber explained that MTA Capital Construction will not absorb the capital work of the agencies, but that a new organization will likely be formed.

The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of the Chairman's presentation, Board Members questions and comments pertaining thereto, and comments made by staff.

5. APPROVAL OF MINUTES:

Upon motion duly made and seconded, the Board approved the Minutes of the Metro-North Regular Board meeting held on July 24, 2019 and the Minutes of the Special Board meeting held on August 16, 2019.

6. COMMITTEE ON FINANCE:

MTAHQ Procurements:

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

- Board approval to award a competitively negotiated, personal services contract to ConnectiCare, Inc., to provide health care benefits, inclusive of medical and

prescription coverage for Metro-North non-represented and represented employees, retirees, and their dependents who reside or work in Connecticut who choose this coverage. The period of performance is five years from January 1, 2020 through December 31, 2024, which includes two one-year options for a total not-to-exceed amount of \$159,177,000 with the options.

- Board approval for a modification and increase to competitively negotiated, personal services contract for executive recruitment services in the aggregate not-to-exceed amount of \$2,400,000 to support the MTA approved Transformation Plan. The participating firms include the Burgess Group, David Gomez Partners, Gilbert Tweed International, Inc., Harris Rand Lusk, Raj Technologies Inc. (formerly Infosys International), and Krauthamer and Associates.
- Board approval to extend a previously Board-approved, competitively negotiated, all-agency personal services contract with Metropolitan Life Insurance Company (“MetLife”) to provide dental benefits for non-represented employees and certain represented and retired employees. This one-year extension runs from January 1, 2020 to December 31, 2020 for an additional cost of \$36.3 million.

Upon motion duly made and seconded, the Board approved the foregoing procurements. Board Member Vanterpool voted against the procurement for the executive recruitment services. Board Member Lacewell recused herself from the vote on the MetLife and ConnectiCare, Inc. procurements. The details of the approved procurements are contained in staff summaries and documentation filed with the records of this meeting.

The Board was presented with the following ratification recommended to it by the Committee on Finance that relates to Metro-North:

- Board approval to award a competitively negotiated personal service contract to Guidehouse, LLP to provide MTA Transformation Plan roadmap support services, including an implementation plan that will result in a separate implementation RFP in response to the MTA Board’s recent approval of the Transformation Plan objectives. The contract term is through March 31, 2020 for a total not-to-exceed amount of \$1,911,737.

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

During the Transformation Report discussion, Board Member Vanterpool commented on the lack of need for the six recruiting firms and her desire to have internal talent be considered for open positions. She also expressed concern over the MTA’s engagement of consultants such as Guidehouse to implement the reorganization process and suggested amending AlixPartners’ scope of work. Chairman Foye explained a full procurement would have been necessary to change AlixPartners’ scope of work. He also stated that he believes internal candidates have applied for some of the positions and there will be plenty of opportunities for internal candidates

to compete for the construction manager, engineering manager, and project manager positions, specifically. Board Member Schwartz stated that after the Finance Committee Meeting, and upon further discussion with Chairman Foye, he supports the procurements.

The video recording of the meeting produced by the MTA and maintained in the MTA records contains a complete record of the comments made by Board Members and staff.

Real Estate Items:

The Board was presented with the following real estate item that relates to Metro-North:

- Board authorization to amend a license agreement for the continued operation and maintenance of one (1) 24 Strand fiber optic cable owned by AT&T Corporation located along Metro-North's Right-of-Way on the Hudson Line, Poughkeepsie, NY.

Upon motion duly made and seconded, the Board approved the foregoing real estate item. The details of the above real estate item, as well as real estate information items not voted on by the Board, are contained in staff summaries and documentation filed with the records of this meeting.

7. JOINT METRO-NORTH AND LONG ISLAND RAIL ROAD COMMITTEE:

Action Item:

One Metro-North action item was presented to the Board:

- Board approval for Metro-North to enter into a contract to accept up to \$365,000 in a Congestion Mitigation/Air Quality ("CMAQ") grant from the New York State Department of Transportation to support connecting services, covering the period from October 1, 2019 through September 30, 2020.

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

Procurements:

One competitive procurement was presented to the Board:

- Board adoption of a resolution declaring that competitive, sealed bidding is impractical or inappropriate and that it is therefore in the public interest to use the competitive Request for Proposal ("RFP") process, pursuant to Public Authorities Law Section 1265-a for the design-build of three traction power substations at Metro-North's Golden Bridge, Croton Falls, and Katonah Stations.

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

8. **ADJOURNMENT:**

Upon motion duly made and seconded, the Board voted to adjourn the meeting at 2:30 p.m.

Respectfully submitted,



Richard Gans
Vice President, General Counsel and
Secretary

September-2019 Board Minutes –FINAL
Legal/Corporate

**Minutes of the Regular Board Meeting
Long Island Rail Road Company
2 Broadway
New York, NY 10004
Wednesday, September 25, 2019
10:00 a.m.**

The following members were present:

Hon. Patrick Foye, Chairman & CEO

Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Susan Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman

The following alternate non-voting member was also present:

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

Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andrew Byford, President, NYCT, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel DeCrescenzo, Acting President, TBTA, Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses, and Lucille Songhai, Assistant Director, Government Affairs, also attended the meeting.

MTA Chairman & CEO (“Chairman”) Patrick Foye called the meeting to order.

1. Safety Procedures

MTA's pre-recorded safety public address announcement reviewed the emergency safety procedures.

2. Public Speakers

Lucille Songhai, MTA Assistant Director Government Affairs, stated that there were 55 public speakers registered to speak at the meeting. She reminded all public speakers about the two-minute time limit.

Eleven (11) public speakers spoke about matters relating to LIRR:

Rick Horan, Executive Director of the Coalition for Queens Rail, commented that the Rockaway Beach Branch should be reactivated as part of the New York City ("NYC") subway system and as recommended in the 2016 Feasibility Study.

Kathleen Collins, a member of Disabled in Action, expressed her concerns about spontaneous movement within the bus and rail system, and litigation issues which Disabled in Action has with the MTA. She also discussed on-demand service for Access-A-Ride.

Kim Knight spoke about the current Grand Central Station ("GCT") advertisement campaign and the heating system on platforms located at GCT.

Larry Penner, a transportation historian, writer, advocate and a 31-year employee of the Federal Transit Administration, expressed his concerns about the 2020-2024 Capital Plan (herein "Capital Plan," "Capital Program", "the Plan" or "the Program"), particularly congestion pricing and revenue.

Jason Pineiro, Regional Communication Strategist for Passengers United, expressed his concerns about MTA transparency, the AirTrain to Laganardia Airport project, and the NYCT Subway Action Plan.

Lisa Daglian, Executive Director of the Permanent Citizens Advisory Committee to the MTA, spoke about her organization's excitement about the 2020-2024 Capital Plan. She expressed her concerns about congestion pricing, transparency and capacity, and the release of the Capital Plan to the public and board members six days prior to a vote. Ms. Daglian also expressed her concerns about the work, planning and resources discussed in the Capital Plan. She commented that for this plan to succeed, the MTA must have the right organizational structure and hire the proper contractors. She discussed the MTA's need for accountability and responsibility.

H.P. Schroer, Director of U and ME Become WE and a WWII Veteran, thanked the MTA Board, particularly Chairman Foye, and Board Members Lawrence Schwartz and David Jones, and NYCT President Andy Byford, for providing veterans enrolled in college the ability to purchase a discounted MetroCard. He commented that 95% of veterans are not in college,

and those who are, lose the discount when graduating. Mr. Schroer commented that he and Chairman Foye will be meeting with Governor Andrew M. Cuomo's Deputy of Transportation to discuss the passing of two state bills that will provide discounted fares for veterans. Mr. Schroer, on behalf of himself and fellow veterans, thanked the MTA for recognizing our veterans' sacrifice and for helping us pass these state bills.

Rachael Fauss, Senior Research Analyst for Reinvent Albany, expressed her concerns about the 2020-2024 Capital Plan. She stated that the funding pledged to the MTA is hugely welcome, badly needed and we hope well spent. She expressed her concerns about the MTA's ability to build all these projects within a politically viable timeframe and about the operating budget, new borrowing and debt service and NYC funding plan. She commented that amendments to the 2015 and 2010 Plan lack a clear itemized list of changes and contain new deferred and rolled over projects buried in pages of text. Ms. Fauss also commented that the MTA will have to choose which projects come first and last. She asked the MTA for a spending plan, an implementation plan, informative project listings, a detailed debt analysis and an itemized list of all changes from the 2010 and 2015 Plans.

Adonis Rodriguez spoke about deplorable NYCT stations and transit service cuts. He also expressed his concerns about the expansion of the Second Avenue Subway and additional funding for the line to be extended to the South Bronx. He stated that the 2020-2024 Capital Plan is great and that the MTA needs to be more transparent regarding spending.

Lauren Bailey, Director of Climate Policy for the Trans State Transportation Campaign, spoke about the 2020-2024 Capital Plan. She spoke about her organization's interest in a public Good Repair project. She commented on transparency and accountability with our colleagues in the Build Trust Campaign and called for our legislature in Albany to support this Capital Plan. She asked the MTA for additional commitments regarding bus electrification beginning with electrifying depots in environmental justice communities.

Phillip Dominguez commended the MTA for creating the 2020-2024 Capital Program. He stated that 86% of New York City's population is within half a mile of a subway station. He commented about the commuter rail system, a system infrastructure that must be reliable and sustainable for decades to come that can be designed, maintained and improved upon without requiring outside and international contractors. He commented on capital construction projects which don't cause years of partial shutdowns and line closures. He commented that with the passing of congestion pricing, we have an opportunity not to just fix our system but to expand our system. He asked the MTA to consider fast tracking additional system expansion for our urban and regional users. Mr. Dominguez urged the Board to recognize the role agreement employees have played in significantly improving safety and performance system-wide by quickly and generously settling outstanding agreements.

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

3. Chairman's Remarks

Chairman Foye stated that he first wanted to acknowledge the historic, proposed 2020-2024 Capital Program issued last week, which, if approved, would revitalize and modernize public transportation in New York. While this proposed Program will be discussed later in today's session, Chairman Foye noted a few key points at the beginning.

A Capital Plan of a public agency like the MTA is a concrete manifestation of the agency's vision and objectives. Using scarce taxpayer and customer dollars, the proposed \$51.5 billion MTA Capital Plan looks forward to a region of greater accessibility across the MTA system; more reliability and more service on subways, buses, and commuter rail; environmental sustainability and resiliency; safety and security across the system; a new and engaged relationship with our employees; job creation across New York State; and attaining Governor Cuomo's highest in the nation Minority and Women Business Owned Enterprises ("MWBE") goals. This proposed Capital Plan will enable the MTA to fulfill every element of that vision.

This Capital Program has come together thanks to the partnership and support of our legislative and local leaders – both through the passage of \$25 billion in new revenue sources in the last legislative session, and thanks to the support of the City and the Mayor as well.

President Foye stated that he received a letter this morning from the Mayor, outlining our shared priorities – that New Yorkers need reliable public transit – and shared agreement on the fact that the MTA needs significant resources to deliver on that. He quoted from this letter:

"Based on our preliminary review of the proposed 2020-2024 Capital Plan, the outlined investments appear to align with the same investments in the 10-point plan and in the enacted State budget. Given the general alignment with investments we have long advocated for, it is appropriate that New York City contribute to the 2020-2024 Capital Plan. As we determine the size and nature of that contribution, we intend to secure conditions to advance the needs of transit riders and taxpayers."

The conditions include using the new revenue sources and the MTA contribution first for the program, accelerating the forensic audit, and discussing priorities focused on customer service and rider experience. We look forward to continuing the conversation with the City in the weeks ahead.

Chairman Foye stated that it's important to note that today, with Board approval of the Capital Plan, it is only the beginning of the process, and there will be ample opportunity for public comment in the coming weeks.

While a fully funded Capital Program would invest a tremendous amount of resources into our transportation system, Chairman Foye stated that he wants to make it clear that much of those funds we received – from the Central Business District Tolling or other new revenues – are lock-boxed for capital projects. Without new funding sources for operations, we will continue to face significant financial constraints, with forecasted deficits in future years. We continue to

focus on our operating budget deficits and to find ways to reduce costs and balance the budget – as statutorily required – as we work towards the November Financial Plan.

In the meantime – as we think about building and investing in the future of the system – Chairman Foye stated that he also wants to acknowledge the hard work the women and men of this agency continue to do every day. Our key performance metrics continued to improve in August, with subway On-Time Performance (“OTP”) reaching 84% - we thank Andy, Sally and the entire team for helping continue to deliver strong service. He commended Cathy and Phil at Metro-North and Long Island as well, for strong August performance on both railroads, at 93% and 92% respectively.

Chairman Foye stated that before we begin public comment, he’d like to note that we do have several items on the agenda for discussion, in addition to an in-depth overview of the Capital Program.

We will hear an update from Inspector General Carolyn Pokorny, and the latest Timekeeping Modernization update from Wael – a priority initiative where we continue to make progress.

Chairman Foye stated that lastly, he will share an update on Transformation as well. Continued progress on the MTA Transformation Plan will play an important role in the success of the 2020-2024 Capital Program and the organization; we continue to press forward in delivering on these priority initiatives.

4. Other MTA Business

Action Items:

- Approval of the 2020-2024 Capital Program
- Approval of the 2015-2019 Capital Program Amendment
- Approval of the 2010-2014 capital Program Amendment

2020-2024 Capital Program

Chairman Foye and Chief Development Officer Janno Leiber provided a brief presentation of the 2020-2024 Capital Program.

Chairman Foye stated that this is a historic and transformational Plan, a bold vision for the future of this region. It’s an ambitious Plan that meets crucial needs, to provide riders with the system they deserve.

Chairman Foye stated that the proposed \$51.5 billion investment is 70% larger than the last Program, and invests in core system priorities such as signal modernization and American with Disabilities Act (“ADA”) accessibility, while making the repairs needed to revitalize and maintain the system. In this Program, the investment in NYCT is unprecedented – with over \$40 billion, larger than the entire 2015-2019 Capital Program and double NYCT’s 2015

allocation. There are also significant investments for both LIRR and Metro-North, with more than \$3.5 billion in core infrastructure investments for each railroad, in addition to funds to complete expansion projects that would ultimately benefit both railroads, such as East Side Access.

Chairman Foye discussed the Capital Plan process, the importance of public transit, economic benefits, regional changes, investment in its infrastructure, customer impact, reinvestment in the system and the major reforms of how the MTA conducts business, the MTA Transformation Plan and forensic audit.

Chief Development Officer Leiber discussed how the MTA is transforming capital construction and project delivery. He discussed strengthening project management, reducing red tape, and rebalancing. He discussed each agency's priority initiatives and how the MTA will be using design build and bundling projects, so that they can be managed and implemented more effectively and efficiently.

Chairman Foye further discussed funding sources, next steps and continuing dialogue with the Board, elected officials, stakeholders, partners, community members, and customers. Completing the forensic audit and Incorporating its findings and recommendations. He stated that this is the MTA's vision for what it will take to revitalize the transit system. We know this is an ambitious and transformational Plan, but it is also the Plan that New Yorkers deserve.

There was a detailed discussion amongst the Board Members regarding the availability of the Plan to the Board and the public for review and comment six days prior to its vote. The Board also expressed their concerns regarding funding availability for commuter railroads, State of Good Repair and infrastructure, operating costs, rolling stock, Third Track, East Side Access and the Subway Action Plan. The Board further discussed lack of transparency, accountability, capacity and ridership.

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

2015-2019 Capital Program Amendment

Chairman Foye discussed the amendment to the 2015-2019 Capital Program. He stated that this includes accelerating four ADA stations to begin delivering on our commitment to accessibility starting now, and \$529 million in New York State funds for Elmont Station and the 33rd St. Corridor.

Additionally, this includes a "loan" from Penn Station Access in the 2015-2019 Capital Program to purchase 54 M9 growth cars for East Side Access. These funds have been repaid by LIRR for Penn Station Access in the 2020-2024 Capital Program, so this strategy does not divert any funds from the total project budget for Penn Station Access.

Chairman Foye asked the Board to approve the proposed MTA Capital Program Amendment that increases the 2015-2019 Capital Program to \$33.913 billion and to authorize the MTA to submit to the Capital Program Review Board the portion of the amendment requiring its review and approval in accordance with Public Authorities Law (“PAL”) Section 1269-b.

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

2010-2014 Capital Program Amendment

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

MTA Office of Inspector General Report

Inspector General Pokorny presented her report to the Board regarding her Office’s work and issues of interest. She discussed in detail her first 100 days as Inspector General and the Office’s three priorities -- (1) transparency (2) ridership concerns and (3) strong compliance -- to help make the MTA safe, strong and smart for everybody.

The details of the foregoing presentations, Board Members’ comments and questions with respect thereto are included in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

Timekeeping Presentation

Chairman Foye proposed, and it was agreed, that the Timekeeping Report will be presented at the October Board of Directors Meeting.

Report on Transformation

Chairman Foye presented an update on the Transformation Plan. The Alix Partners report, approved by the Board in July, provided a blueprint for transformation. It included a high-level outline of what the future MTA could look like, after an accelerated organizational review performed in a short timeframe.

Several next steps followed from the Alix Report, including vetting assumptions behind the Alix analysis and further review of the recommendations; building out the recommended organizational chart to include the next layers down; and developing a detailed and full Request for Proposals (“RFP”), for the three-year implementation period, as noted in the Alix Report.

To maintain momentum on Transformation and to meet deadlines outlined in a July 24 press release – including completing a detailed Reorganization Implementation Plan by October 15 – the MTA began working in two simultaneous workstreams: accelerating hiring for critical positions; and validating and reviewing the Transformation report recommendations.

While recruitment is ongoing for a Chief Transformation Officer (“CTO”), we did not want to stop making progress on Transformation. We mobilized internal staff and set up Functional Working Groups to build out more detailed recommendations and develop the detailed Implementation Roadmap for October.

Guidehouse was brought on to augment internal staff working on Transformation; to ensure accelerated progress on this effort and consistency of efforts across the organization; and support development of the Implementation Roadmap in time to meet the October 15 deadline. We discussed the need for external resources at the August Special Board meeting, during the Transformation Update.

The work being done by the Functional Working Groups and supported by Guidehouse is preparatory and foundational, with the goal of having building blocks and a menu of options in place for the CTO to leverage and build on when they arrive. None of the decisions being made to develop these options are irreversible. The Working Groups are careful to ensure that the CTO has every opportunity to weigh in and put forth a plan to the Board that they have ownership of.

Guidehouse was identified after reviewing current MTA and State “panel” contracts to which the MTA had access either directly or by “riding” another government procurement. Guidehouse was identified via a State Department of Budget management consulting contract, where work could begin immediately, maintaining the aggressive pace for Transformation activities.

This option not only offered an expedited process, but also provided access to a qualified firm which could immediately provide support without encountering conflict of interest issues in bidding for the full implementation RFP.

Alix Partners was very specific in not providing implementation advice because they may propose on the RFP, and any firm brought on to draft the RFP would be precluded from bidding for the full implementation assignment.

A Steering Committee comprised of senior executive leadership has met weekly and overseen efforts by the Functional Working Groups and Guidehouse, to ensure progress on Transformation within the established timeline. Again, this early effort by the Working Groups lays the groundwork and builds a foundation of accurate and thoughtful information for the Chief Transformation Officer to evaluate and build from once they are onboard, ensuring no time is lost during the critical implementation phase.

At the same time, as we proceed on validating and reviewing the Transformation Report recommendations, we are also to accelerate hiring of critical executive and management positions to deliver on Transformation.

This includes two different paths: a focused recruitment effort for executive positions via an executive search firm, and a separate recruitment effort for 45 critical management positions. Both are focused on meeting deadlines this fall.

The executive search firm is recruiting for six key positions, most of which report directly to the Chairman. Recruitment includes positions such as the Chief Transformation Officer, Chief Operating Officer (“COO”), Chief People Officer, Chief Technology Officer, Chief Engineer and Chief Procurement Officer.

To support this recruitment, an effort was made to identify search firms with extensive expertise recruiting from a range of sectors, including private sector experience, together with an understanding of the unique challenges of a public-sector leadership role. Chairman Foye has weekly status calls on these searches with the Managing Director and General Counsel, and we have met with each of the CTO & COO candidates.

Separately, to ensure the MTA continues to make progress on recruitment for the next layer of critical management positions – in line with the deadline of 15 positions by November 1 and an additional 30 positions by December 1 – the MTA has engaged six recruitment firms. These are Director or Manager-level positions that would support new C-suite roles, including the Director of Research and Development; Director of Quality Assurance; Disability Advisor; and Construction Managers, Engineering Managers or Project Managers.

The majority of these positions would augment existing internal staff in the new organizational structure that the MTA is working towards, such as reporting within the future groups of Construction and Development, Procurement or Human Resources. Senior staff at the MTA are assisting with the interview process to ensure the MTA continues to make progress in filling critical management positions.

The details of the foregoing presentations, Board Members’ comments and questions with respect thereto are included in the video recording of the meeting, produced by the MTA and maintained in the MTA records.

5. Approval of Minutes

Chairman Foye asked for a motion to approve the minutes of the Regular Board Meeting of July 24, 2019. Upon motion duly made and seconded, the minutes of the Regular Board Meeting of July 24, 2019 were approved.

6. Committee on Finance

Procurement Items

The Board was presented with eleven (11) procurement items, seven (7) of which related to LIRR:

Competitive Procurement:

- **Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded to Contracts for Services**

4-9 Various

Executive Recruitment Services

Base Amount: \$2,255,081

Current Value: \$2,255,081

Proposed New Contract Value: \$4,655,081

- a. The Burgess Group**
- b. David Gomez & Associates International Co.**
- c. Gilbert Tweed International, Inc.**
- d. Harris Rand Lusk**
- e. Infosys International**
- f. Krauthamer and Associates**

10 Metropolitan Life Insurance Co.

MTA Dental Benefits

Base Amount: \$163,226,040

Current Value: \$260,326,040

Proposed New Contract Value: \$295,526,040

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

Real Estate Items

The Board was presented with six (6) real estate items, three (3) of which related to LIRR:

- **Amendment of License Along Montauk and Central Branches, Montauk, NY – Agency: LIRR; Licensee - Neptune Regional Transmission System LLC; Location – Portions of the LIRR’s Right of Way on the Montauk and Central Branches, Montauk, NY; Activity – Amendment of license to grant Neptune the ability to sublicense portions of its fiber optic cable system to telecommunications service providers; Action Requested – Authorization to amend the license agreement; Term – 16 years,**

subject to termination by the LIRR on 60 days' notice; Space – Longitudinal occupancy comprised of 30 feet along the Montauk Branch and 63.87 feet along the Central Branch for a total of 93.87 feet; Compensation – 25% of Neptune's gross revenue collected from sublicenses.

- **Acquisition of Temporary Easements in Thomaston, NY** – Agency: LIRR; Grantor – 333 East Shore Road Realty, LLC; Location – 310-333 East Shore Road, Section 2, Block 375, Lot 25A, village of Thomaston, Town of North Hempstead, Nassau County, New York; Activity – Acquisition of temporary exclusive easement by the LIRR for construction staging together with temporary non-exclusive easement for access to the staging area needed in connection with the LIRR's Colonial Road Improvement Project; Action Requested – Authorization to enter into temporary easement agreement; Term – 29 months with a right to extend on a month to month basis, if necessary, for the duration of project; Space – 5,193 square feet for the non-exclusive temporary easement area, 8,146 square feet for the exclusive temporary easement; Compensation - \$142,284.00 (one time up-front lump sum payment) for the 29 month term, and \$5,445.00 per month for any month-to-month extensions.
- **Acquisition of Warehouse Building at 225 Central Avenue South, Bethpage** – Agency: LIRR and MTA; Seller – Cascelta Company LLC; Location – 225 Central Avenue South, Bethpage, NY, Nassau County Tax Map Section 49, Block 294, Lot 2; Activity – Acquisition of fee simple title to the Property including early occupancy of a portion of the warehouse space; Action Requested – Authorization to acquire the property; Space – Approximately 86,374 square foot warehouse and office building configured with 78,082 square feet on the ground floor and an 8,292 square foot mezzanine situated on approx. 10.5 acres of improved and unimproved land; Compensation - \$20,000,000 plus early occupancy at a rental rate of \$1 per square foot per annum for the warehouse portion of the building until closing.

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

7. Committee on Metro-North Railroad and Long Island Rail Road

Action Items

One Metro-North Action Item was presented to the Board:

- NYSDOT Grant for Connection Services

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

Procurement Items

The Board was presented with two (2) procurement items for approval recommended to the Board by the Committee on Metro-North Railroad and Long Island Rail Road, one (1) of which related to LIRR:


- **Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)** - LIRR requests Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the design-build RFP procurement method pursuant to section 1265-a of the Public Authorities Law to award a contract to replace the Ocean Avenue substation, with an option to replace the Bellmore substation, which are operating beyond their useful life.

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

9. Adjournment

Chairman Foye asked for a motion to adjourn the meeting. Upon motion duly made and seconded, the Board voted to adjourn the meeting at 2:30 pm.

Respectfully submitted,



Stephen N. Papandon,
Acting Secretary

TRIBOROUGH BRIDGE AND TUNNEL AUTHORITY

BOARD MINUTES

September 25, 2019

Minutes of the Regular Meeting
Triborough Bridge and Tunnel Authority
September 25, 2019

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

10:00 a.m.

Hon. Patrick J. Foye, Chairman & CEO
Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David R. Jones
Hon. Linda A. Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David S. Mack
Hon. Susan G. Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica, Jr.
Hon. Lawrence S. Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman

The following alternate non-voting member was also present:

Hon. Randolph Glucksman

Veronique Hakim, Managing Director, Helene Fromm, Chief of Staff, Janno Lieber, MTA Chief Development Officer, Robert Foran, Chief Financial Officer, Thomas J. Quigley, General Counsel, Andy Byford, President, New York City Transit Authority, Phillip Eng, President, Long Island Rail Road, Catherine Rinaldi, President, Metro-North Railroad, Daniel F. DeCrescenzo, Jr., Acting President, Triborough Bridge and Tunnel Authority, Craig Cipriano, Acting President, MTA Bus Company and Acting Senior Vice President, New York City Transit Department of Buses, and Lucille Songhai, Assistant Director, Government 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 Company, the Metro-North Commuter Railroad Company, the MTA Capital Construction Company, the MTA Bus Company, and the First Mutual Transportation Assurance Company.

1. Public Speakers

There were fifty-five (55) public speakers. Larry Penner and Lisa Daglian (Permanent Citizens Advisory Committee) discussed congestion pricing.

Refer to the video recording of the meeting produced by the Metropolitan Transportation Authority and maintained in MTA records, and to the other agencies' minutes of this date, for the content of the speakers' statements.

2. Chairman and Chief Executive Officer Foye's Opening Remarks

Chairman and CEO Foye stated that the historic, proposed 2020-2024 MTA Capital Program was released last week and, if approved, would revitalize and modernize public transportation in New York and is the result of the governor's leadership on MTA capital plan issues. A capital plan of a public agency like the MTA is a concrete manifestation of the agency's vision and objectives. Using scarce taxpayer and customer dollars, the proposed \$51.5 billion MTA Capital Plan (which excludes TBTA) looks forward to a region of greater accessibility across the MTA system; more reliability and more service on subways, buses, and commuter rail; environmental sustainability and resiliency; safety and security across the system; a new and engaged relationship with our employees; job creating across New York State; and attaining Governor Cuomo's highest in the nation MWBE goals. This proposed capital plan will enable the MTA to fulfill every element of that vision. This Capital Program has come together thanks to the partnership and support of our legislative and local leaders – both through the passage of \$25 billion in new revenue sources in the last legislative session, and thanks to the support of the City and Mayor de Blasio. Chairman and CEO Foye stated that he received a letter from the mayor, outlining the shared priorities – that New Yorkers need reliable public transit – and the shared agreement that the MTA needs significant resources to deliver on that. Importantly, the letter notes:

Based on our preliminary review of the proposed 2020-2024 Capital Plan, the outlined investments appear to align with the same investments in the 10-point plan and in the enacted State budget. Given the general alignment with investments we have long advocated for, it is appropriate that New York City contribute to the 2020-2024 Capital Plan. As we determine the size and nature of that contribution, we intend to secure conditions to advance the needs of transit riders and taxpayers.

The conditions include using the new revenue sources and the MTA contributions first for the program, accelerating the forensic audit, and discussing priorities focused on customer service and rider experience. We look forward to continuing the conversation with the City in the weeks ahead. Chairman and CEO Foye noted that Board approval of the Capital Plan is only the beginning of the process, and there will be ample opportunity for public comment in the coming weeks. While a fully funded Capital Program would invest a tremendous amount of resources into our transportation system, much of the funds the MTA receives – from the Central Business District Tolling Program or other new revenues – are lock-boxed for capital projects. Without new funding sources for operations, MTA will continue to face significant financial constraints, with forecasted deficits in future years. MTA continues to focus on operating budget deficits and to find ways to reduce costs and balance the budget – as statutorily required – as we work towards the November Financial Plan.

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

3. Special Presentation of the 2020-2024 Capital Program

Chairman and CEO Foye and Janno Lieber presented the 2020-2024 Capital Program. Chairman and CEO Foye stated that this is a historic and transformational plan, and a bold vision for the future of this region. The plan is ambitious one that meets crucial needs, to provide riders with the system they deserve. The proposed \$51.5 billion investment is 70% larger than the last Program, and invests in core system priorities such as signal modernization and Americans with Disabilities Act (ADA) accessibility, while making the repairs needed to revitalize and maintain the system. Upon review and approval by the MTA Board, MTA

plans to submit it to the Capital Program Review Board by October 1, 2019 per legislative requirement. The legislation also included a provision for a forensic audit, to examine capital planning processes. This effort is currently underway, and tracking towards the January 1, 2020 deadline. This is an important analysis and MTA is open to accelerating if needed. With regard to cost-containment efforts, Janno Lieber, MTA Chief Development Officer, stated that the focus is on building on the work done by the Cost Containment Working Group including strengthening project management, reducing red tape and rebalancing risk. With regard to TBTA, Mr. Lieber stated that TBTA is not included in the \$51.5 billion funding. Toll revenue funds 100% of TBTA capital program while also providing \$1.1 billion in total support to mass transit. \$3.3 billion will be spent to investing in the core assets of TBTA including safety and capacity upgrades. With regard to Capital Program funding, Chairman and CEO Foye stated that \$15 billion will come from Central Business District tolling revenues, \$10 billion in new tax revenues, approximately \$11 billion in federal support including funding for the Second Avenue Subway, \$10 billion in MTA funding, \$3 billion from the City and \$3 billion from New York State.

Upon a motion duly made and seconded, the Board approved the 2020-2024 Capital Program, submitting the Capital Program Review Board (CPRB) portion of the Capital Program to the CPRB for their review, in accordance with Public Authorities Law § 1269-b. The Board approved the amendment to the 2015-2019 Capital Program that increases the total funding to \$33.910 billion and submission of the \$30.977 billion CPRB portion to the CPRB for its review and approval, in accordance with Public Authorities Law § 1269-b. Commissioner Mihaltses and Commissioner Law recused themselves from voting on this action item. The Board also approved the amendment to the 2010-2014 Capital Program that reduces it to \$31.705 billion and submission of the \$28.917 billion CPRB portion to the CPRB for its review and approval, in accordance with Public Authorities Law § 1269-b.

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

4. MTA Inspector General Carolyn Pokorny Presentation

MTA Inspector General Carolyn Pokorny gave a presentation regarding the work her office is performing. She stated that her office is focusing on transparency, issues of concern to the ridership and using a strong compliance approach to help make the MTA safe, strong and smart for everyone. Ms. Pokorny stated that her office is making its reports more readily available by posting the reports on its website (from 2016 to date) and emailing the reports to MTA Board members in real time. Year to date the MTA Inspector General's office has received 948 complaints. This represents approximately 38% more complaints than in 2018. Ms. Pokorny has met with rider advocacy groups and inspected areas of concern for riders. With regard to homelessness, Ms. Pokorny stated that the Bowery Residents Committee (BRC), which contracted with MTA to provide homeless outreach services, is being investigated. In closing, Ms. Pokorny stated that her office plans to focus on various issues including worker safety, falling debris, elevators and escalators, and timekeeping. Commissioner Schwartz thanked Ms. Pokorny for the reports that her office has sent to the Board especially the report regarding fare evasion and that he was able to discuss the report with Andy Byford and Tim Mulligan, Senior Vice President, Operations Support at New York City Transit. Commissioner Schwartz also suggested that Ms. Pokorny's office and MTA management meet to discuss the recommendations in the report and a process for implementation. Commissioner Linn inquired regarding the division of responsibility between MTA management and the Inspector General's office. Ms. Pokorny stated that the MTA Inspector General is independent from the MTA and her office can provide oversight and review on MTA management and make recommendations; however, it would be up to management to implement those recommendations. Commissioner Lacewell commented that Ms. Pokorny has a wealth of experience and is the best person for the job as Inspector General. She also stated that she would encourage Ms. Pokorny to continue to review and investigate systemic issues and continue to report her findings to the Board.

The details of Ms. Pokorny's presentation and the discussions with regard to same are contained in the video recording of this meeting, produced by the MTA and maintained in MTA records, and the MTA's and other agencies' minutes of the meeting of this date.

5. Report on Transformation

Chairman and CEO Foye stated that the AlixPartners report, which was approved by the MTA Board in July, provided a blueprint for transformation. The report included a high-level outline of what the future MTA could look like, after an accelerated organizational review performed in a short timeframe. To maintain momentum on transformation and to meet deadlines outlined in a July 24, 2019 press release – including completing a detailed reorganization implementation plan by October 15, 2019 – the MTA began working in two simultaneous workstreams: accelerating hiring for critical positions; and reviewing the AlixPartners transformation report recommendations. Recruitment is ongoing for a Chief Transformation Officer and Chief Operating Officer. MTA has hired Guidehouse to augment internal staff working on transformation and to make sure that momentum continues prior to the Chief Transformation Officer coming on board and to draft the RFP for the firm that will do the two to three year full implementation of AlixPartners' recommendations. AlixPartners may bid for the full implementation project since the full implementation recommendations were not included in the scope of work for AlixPartners' retention and AlixPartners did not have a significant role in drafting the implementation RFP. Russell Reynolds Associates, an executive search firm, is also recruiting a Chief People Officer, Chief Technology Officer, Chief Engineer and Chief Procurement Officer. Six recruitment firms are also working to recruit individuals for 30 additional positions including Director of Research and Development, Director of Quality Assurance, Disability Advisor etc. Commissioner Vanterpool stated that she objected to only external applicants for many of the positions as opposed to considering promoting from within MTA. Chairman and CEO Foye responded that for some categories, internal employees have applied for these positions. Commissioner Linn asked for clarification regarding when the Board would receive an update relating to the financial targets in the plan. Robert Foran, Chief Financial Officer, stated that an update would be provided with briefings before the November Financial Plan. Ideally, a Chief Transformation Officer would be hired to come in and guide the transformation of the MTA. However, this could take a longer period of time. MTA is focusing on budget reduction program measures and the AlixPartners measures. Guidehouse will assist with determining which business processes are needed during the time of transformation and the appropriate reduction in force. Commissioner Zuckerman stated that the Chief Transformation Officer position is a difficult one and the person hired will need to have experience in this role before.

The details of Chairman and CEO Foye's presentation and the discussions with regard to same are contained in the video recording of this meeting, produced by the MTA and maintained in MTA records, and the MTA's and other agencies' minutes of the meeting of this date.

6. Approval of Minutes of Regular Meeting July 24, 2019 and Special Meeting August 16, 2019

Upon a motion duly made and seconded, the minutes of the Regular Board Meeting held on July 24, 2019 and Special Board Meeting held on August 16, 2019 were approved.

7. Committee on MTA Bridges and Tunnels Operations

Procurements

Commissioner Lacewell stated that there are nine (9) procurements totaling \$196.8 million.

Non-Competitive Procurements

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

Competitive Procurements

Commissioner Laceywell stated that there are nine (9) competitive procurements totaling \$196.8 million.

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

Judlau Contracting, Inc.	Contract No. RK-23C TBTA is seeking Board approval under the All Agency General Contract Procurement Guidelines to award a competitively solicited public work contract for Design-Build Services for the New Harlem River Drive Connector Ramp.	\$47,825,000.00
Various Contractors	Contract No. GFM-527 TBTA is seeking Board approval under the All Agency General Contract Procurement Guidelines to award public work contracts via the competitive RFP process for Miscellaneous Construction on an As-Needed Basis.	\$120,000,000.00

Personal Service Contracts

Hardesty & Hanover Construction Services, LLC	Contract No. PSC-19-3024 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for construction administration, inspection and design oversight services for Project RK-66, Design-Build of Electrical Upgrades at the Robert F. Kennedy Bridge.	\$2,845,771.00
Greenman-Pedersen, Inc. (GPI)	Contract No. PSC-18-3023 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Construction Administration, Inspection and Design Oversight Services for Project BW-07/BW-32, Design-Build Services for Fender Protection and Fire Standpipe Systems at the Bronx-Whitestone Bridge.	\$3,320,648.14
RAD/En Tech JV	Contract No. PSC-18-3020 TBTA is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Construction Administration and Inspection Services for Project HH-07A/HH-30, Structural Rehabilitation and	\$3,365,791.00

Painting at the Henry Hudson Bridge.

Gannet Fleming Engineers & Architect, P.C.	Contract No. PSC-19-3031 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract to provide Master Planning and Advanced Design services for the Rehabilitation of the Tunnel Support Buildings at the Hugh L. Carey Tunnel and Queens-Midtown Tunnel.	\$3,351,517.30
LiRo Engineers	Contract No. PSC-19-3028 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Construction Administration and Inspection Services for Project RK-23C, Design-Build Services for the New Harlem River Drive Connector at the Robert F. Kennedy Bridge.	\$4,021,762.00
Greenman-Pedersen, Inc. (GPI)/M&J Engineers, P.C. JV	Contract No. PSC-18-3022 TBTA is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a personal service contract for Construction Administration and Inspection Services for RK-20 – Main Bridge Cable Inspection and Rehabilitation at the RFK Bridge and RK-19/70 – Phase 1A Structural Rehabilitation at the Robert F. Kennedy Bridge.	\$7,810,639.40

Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded

Thornton Tomasetti, Inc.	Contract No. PSC-15-2977 TBTA is seeking Board Approval under the All Agency Service Contract Procurement Guidelines to amend this contract with Thornton Tomasetti, Inc. for funding to provide construction support services for Project TN-53, Rehabilitation and Seismic Retrofit of the Approach Viaducts and Rehabilitation of the Lower Garage at the Throgs Neck Bridge.	\$4,272,683.18
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Ratifications

Commissioner Lacewell stated that there are no ratifications.

Commissioner Lacewell stated that the Committee members who were present at the Committee Meeting considered and voted in favor of the procurements although a Committee Quorum was not present. Upon

a motion duly made and seconded, the Board approved the procurements recommended to it by the Committee for MTA Bridges and Tunnels Operations. Commissioner Law recused himself from the Gannet Fleming, LiRo and Greenman-Pedersen items.

8. **Adjournment**

Upon a motion duly made and seconded, the Board unanimously voted to adjourn the meeting at 2:30 p.m.

Respectfully submitted,



Adana Savery
Assistant Secretary

Regular Board Meeting
MTA Capital Construction Company
2 Broadway
New York, NY 10004
Wednesday, September 25, 2019
9:00 AM

The following members were present:

Hon. Patrick Foye, Chairman & CEO
Hon. Andrew Albert
Hon. Sarah E. Feinberg
Hon. Rhonda Herman
Hon. David Jones
Hon. Linda Lacewell
Hon. Kevin Law
Hon. Robert W. Linn
Hon. David Mack
Hon. Susan Metzger
Hon. Haeda B. Mihaltses
Hon. Robert F. Mujica
Hon. Lawrence Schwartz
Hon. Vincent Tessitore, Jr.
Hon. Veronica Vanterpool
Hon. Neal Zuckerman

The following alternate non-voting members were also present:

Hon. Randolph Glucksman

The following non-voting members were absent:

Hon. Norman E. Brown
Hon. John Samuelsen

Veronique Hakim, Managing Director, MTA; Helene Fromm, Chief of Staff, MTA; Janno Lieber, Chief Development Officer, MTA/President MTA Capital Construction; Robert Foran, Chief Financial Officer, MTA; Thomas J. Quigley, General Counsel, MTA; Andrew Byford, President, NYCT; Phillip Eng, President, Long Island Rail Road; Catherine Rinaldi, President, Metro-North Railroad; Daniel DeCrescenzo, Acting President, TBTA; Craig Cipriano, Acting President, MTA Bus/Senior Vice President, NYCT Department of Buses; Evan Eisland, Executive Vice President, General Counsel and Secretary, MTA Capital Construction; David Cannon, Vice President, Chief Procurement Officer and Assistant Secretary; and Lucille Songhai, Assistant Director, Government Affairs, also attended the meeting.

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

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

Chairman and Chief Executive Officer ("Chairman") Patrick Foye called the meeting to order.

Public Comment Period

There were fifty-five (55) public speakers.

Lisa Daglian, Executive Director of the Permanent Citizens Advisory Committee to the MTA (“PCAC”) stated that the PCAC is excited about the MTA’s proposed 2020 – 2024 Capital Program Plan’s (Plan) pretext to transform the riders experience and improve the system, including accessibility projects and the infusion of congestion pricing funds. She also expressed concerns about transparency, capacity, and the lack of time for Board Members and the public to review the Plan prior to the Board’s vote. She requested the information be made available in an open data format along with a dashboard.

Ms. Daglian expressed additional concerns as to whether of MTACC, has the resources needed to oversee the bulk of the work. Ms. Daglian noted that, according to the MTA’s July Financial Plan, actual staffing levels at MTACC are currently below what is budgeted and these levels are projected to remain static through 2023. She also questioned whether there would be enough contractors willing to do the work due to the new debarment rules.

None of the other public speakers spoke on MTACC matters. The names of the remaining public speakers and their remarks are contained in the minutes of Regular Board Meeting of the Metropolitan Transportation Authority (“MTA”) and in the minutes of the other Agencies of this date.

Chairman and Chief Executive Officer’s Remarks

Chairman Foye’s opening remarks are contained in the minutes of the Regular Board Meeting of the MTA of this date.

Proposed 2020 – 2024 Capital Program

Special Presentation

Chairman Foye and the MTA’s Chief Development Officer & MTACC President, Janno Lieber, provided a presentation on the proposed 2020 – 2024 Capital Program and a discussion amongst Board members followed.

Details of proposed 2020 – 2024 Capital Program presentation and the Board members’ discussion and comments are filed with the records of the Regular Board Meeting of the MTA of this date.

Action Items

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

1. The proposed MTA \$54.8B 2020 -2024 Capital Program and authorization for the MTA to submit the \$51.5B Capital Program Review Board (CPRB) portion of the Capital Program to the CPRB for their review and approval, in accordance with Public Authorities Law §1269-b.
2. The proposed amendment to the MTA 2015 – 2019 Capital Program that increases the total funding to \$33.913B and authorization for the MTA to submit the \$30.977B CPRB portion of the Capital Program to the CPRB for its review and approval, in accordance with Public Authorities Law §1269-b. Board members Kevin Law and Haeda B. Mihaltses recused themselves from this vote.
3. The proposed amendment to the MTA 2010 – 2014 Capital Program that reduces the total funding to \$31.704B and authorization for the MTA to submit the \$28.917B CPRB portion of the Capital Program to the CPRB for its review and approval, in accordance with Public Authorities Law §1269-b.

A copy of staff summaries for the above items are filed with the records of the Regular Board Meeting of the MTA of this date.

MTA Inspector General Presentation

The MTA Inspector General, Carolyn Pokorny (the “Inspector General”), gave a presentation on her first 100 days in office. Thereafter, a discussion among Board members and the Inspector General ensued.

The details of the presentation, the Board members' comments and discussions with the Inspector General are filed with the records of the Regular Board Meeting of the MTA held on this date.

Transformation Update

Chairman Foye gave an update on the transformation initiative. Thereafter, a discussion among Board members ensued.

Board member Andrew Albert commented that the headcount of MTACC remains pretty steady through 2023 and with all the additional work coming its way, he inquired at what point will that headcount be revisited and perhaps revised. MTA Chief Financial Officer, Bob Foran, responded that there are several factors that go into the headcount issue, including the skillsets needed as we perform more design-build work. Janno Lieber explained that a new organization will be created, which will focus almost exclusively on the delivery of design-build projects. Mr. Lieber further explained that this new organization will do these projects at scale, using principals the agency pioneered on the LIRR 3rd Track Expansion Project, such as bundling work, managing key performance indicators and performing good state of repair work while simultaneously performing work for 3rd Track along the same corridor. Mr. Lieber stated that this new organization and its progress will not be based on the size of the MTACC staff but will come out of the re-organization effort that is currently on-going.

The details of the update and the rest of the Board members' discussion are filed with the records of the Regular Board Meeting of the MTA held on this date.

Approval of Minutes

Upon motion duly made and seconded, the Board approved the minutes of the Regular Board Meeting of MTACC and the minutes of the Regular Board Meeting of the MTA held on July 24, 2019.

New York City Transit and Bus Committee

Procurement

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

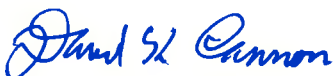
Exercise of Option 4 to Contract CM-1190 (Consultant Design Services for Phase 2 of Second Avenue Subway Project) with Phase 2 Partnership, Joint Venture of WSP USA and STV Inc for: (i) the preparation of contract documents for as many as three design-build packages for the construction of the ancillary structures and fit out of the stations and ancillary structures, and one design-build package for the installation of track, traction power, signal, and communication systems in the stations and tunnels, and commissioning of the systems; and (ii) providing construction phase services with respect to each such design package for the amount of \$60,152,169.

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

Adjournment

Upon motion duly made and seconded, the Board voted to adjourn the public meeting at 2:30 PM.

Respectfully submitted,





David K. Cannon
Assistant Secretary

PROCUREMENTS

The Procurement Agenda this month includes 1 action.

Staff Summary

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

Date October 15, 2019
Vendor Name Various
Contract Number Various
Contract Manager Name Various
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance	10/21/2019	X		
2	Board	10/23/2019	X		

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

PURPOSE:

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

DISCUSSION:

MTAHQ proposes to award Competitive procurements in the following categories:

Schedules Requiring Majority Vote:

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

	<u># of Actions</u>	<u>\$ Amount</u>
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Works Contracts)	1	\$ N/A
SUBTOTAL	<u>1</u>	<u>\$ N/A</u>
TOTAL	<u>1</u>	<u>\$ N/A</u>

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

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

BOARD RESOLUTION

METROPOLITAN TRANSPORTATION AUTHORITY

WHEREAS, in accordance with Section 1265-a and Section 120 of the Public Authorities Law and the All Agency Procurement Guidelines, the Board authorizes the award of certain non-competitive purchase and public work contracts, and the solicitation and award of request for proposals in regard to purchase and public work contracts; and

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

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

NOW, the Board resolves as follows:

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

OCTOBER 2019

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

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

- | | | |
|-----------|--|--------------------------------------|
| 1. | Contractor To Be Determined \$TBD
All-Agency Omnibus Authorizing Resolution to
Solicit All Design/Build Contracts
by RFP from now until the end of 2022
Contract Duration To Be Determined | <u>Staff Summary Attached</u> |
|-----------|--|--------------------------------------|

To request that the Board declare competitive bidding impractical or inappropriate for all MTA Design/Build projects to be solicited between now and the end of 2022 and determine that it is in the public interest to issue competitive Requests for Proposals (RFPs) for such contracts pursuant to New York State Public Authorities Law Section 1209(9)(f) and Section 1265-a(4)(f) and/or the All Agency General Contract Procurement Guidelines. Board approval of each proposed contract award will still be required.

Staff Summary

Schedule B: Request to Use RFP for Procurement of Purchase and Public Works in lieu of Sealed Bids



Item Number 1			
Department, Department Head Name: Procurement & Supply Chain, NYCT, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Order	Approval
1	MTACC		
2	MTA HQ		
3			
4			
5			

SUMMARY INFORMATION	
RFP Authorizing Resolution	Contract No. N/A
Description: All-Agency Omnibus Authorizing Resolution to solicit all Design/Build contracts by RFP from now until the end of 2022.	
Total Amount: N/A	
Contract Term (including Options, if any) N/A	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Renewal? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> N/A	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input checked="" type="checkbox"/> Other:	

Purpose

To request that the Board declare competitive bidding impractical or inappropriate for all MTA Design/Build projects to be solicited between now and the end of 2022 and determine that it is in the public interest to issue competitive Requests for Proposals (RFPs) for such contracts pursuant to New York State Public Authorities Law Section 1209(9)(f) and Section 1265-a(4)(f) and/or the All Agency General Contract Procurement Guidelines. Board approval of each proposed contract award will still be required.

Discussion

MTA continuously strives to streamline and make the procurement process faster, more efficient, and more cost effective. This request is submitted as part of that continuing effort.

This year as part of the Budget, the Legislature amended Public Authorities Law 1264(1) to require that all MTA agencies use Design/Build contracting for all projects over \$25 million absent a specific waiver from the New York State Budget Director. It is a procurement best practice to solicit Design/Build contracts using a competitive RFP process rather than by sealed bids because the competitive RFP process allows MTA to consider, in addition to price, non-price factors such as delivery schedule, creative design and construction approaches, the experience of the proposer, and negotiated contract terms. Experience and creativity of the design and construction team are particularly important factors to consider when selecting a Design/Build contractor.

Section 1209 subdivision 9(f) and Section 1265-a subdivision 4(f) of the Public Authorities Law, however, require MTA New York City Transit and other MTA agencies (except for MTA Bridges and Tunnels) to obtain Board approval to solicit purchase and public work contracts by RFP rather than by sealed bids. The MTA All Agency General Contract Procurement Guidelines require MTA Bridges and Tunnels to obtain Board approval to solicit such contracts by RFP rather than by sealed bids. Because MTA agencies are now required by statute to use Design/Build for all projects over \$25 million and competitive RFP is the procurement best practice for Design/Build projects, it would be inefficient to seek Board approval to solicit each individual Design/Build project by competitive RFP. Therefore, it is requested that the Board provide an omnibus authorization to solicit all Design/Build contracts by competitive RFP rather than by sealed bids from now until the end of 2022. By eliminating the need for the Board to approve individual authorizing resolutions for each Design/Build project, this omnibus resolution will expedite award of Design/Build contracts.

While Public Authorities Law 1264(1) only requires MTA to use Design/Build for projects over \$25 million, MTA plans to use Design/Build for some projects valued at \$25 million or less. Therefore, the request to declare competitive bidding impractical or inappropriate includes those projects as well. The great majority of Design/Build projects will be over \$25 million.

The requested omnibus authorization is to authorize use of the competitive RFP process for all Design/Build projects to be solicited from now to the end of 2022 by any MTA agency. All proposed contract awards resulting from these competitive RFPs will be submitted to the Board for approval prior to award.

In accordance with MTA policy regarding the use of design-build, it is MTA's intent generally to pay stipends to proposers for Design/Build RFPs that are not selected, yet provide proposals that are responsive to the RFP requirements. This will be done to enhance competition and defray proposal costs.

Alternatives

Request Board approval to use the competitive RFP process instead of sealed bids with individual authorizing resolutions for each Design/Build contract. Not recommended since the use of the Design/Build method is mandated by statute for all MTA projects over \$25 million; it is not a best practice to solicit Design/Build projects by sealed bids; and, it would be inefficient to obtain Board authorization to use a competitive RFP via individual authorizing resolutions for each Design/Build contract.

Impact on Funding

There is no direct impact on funding. This action only changes the method by which contracts for the required work are solicited.

Recommendation

It is recommended that, pursuant to New York State Public Authorities Law Section 1209 (9)(f) and Section 1265-a(4)(f) and/or the MTA All Agency General Contract Procurement Guidelines, the Board declare competitive bidding impractical or inappropriate for all MTA Design/Build projects to be solicited from now to the end of 2022 by any MTA agency, and that it is in the public interest to issue competitive Requests for Proposals for such projects.

OCTOBER 2019
MTA REAL ESTATE ACTION ITEMS
FOR
BOARD APPROVAL

MTA METRO-NORTH RAILROAD

License agreement with PureDC, LLC for retail space at the Croton-Harmon Station, Croton-Harmon, NY

MTA LONG ISLAND RAIL ROAD

License with All New Season Inc. for retail space at Flushing Main Street Station, Flushing, NY

MTA NEW YORK CITY TRANSIT

License with Rockaway KB Company LLC for retail access space in the 34th Street/ Herald Square Station, New York, NY

Ground lease with South Brooklyn Railway Company for a railcar facility and track improvements, Brooklyn, NY

Surrender of Master Lease property in Far Rockaway, NY

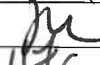

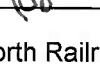
MTA METRO NORTH RAILROAD

Staff Summary

Subject LICENSE AGREEMENT FOR RETAIL AT CROTON-HARMON STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name ALICIA BIGGS

Date OCTOBER 23, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/21/19	X		
2	Board	10/23/19	X		

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

AGENCY: Metropolitan Transportation Authority ("MTA") and MTA Metro-North Railroad ("Metro-North")
LICENSEE: PureDC, LLC
LOCATION: Croton-Harmon Station, Hudson Line, Westchester County
ACTIVITY: Retail sale of juice, smoothies and acai bowls, or other permitted uses
ACTION REQUESTED: Authorization to enter into a license agreement
TERM: Five years (plus 120-day build-out period), subject to termination by Licensor on 60 days' notice at no cost
SPACE: A portion of the free-standing, single story building measuring approximately 321 sq. ft. adjacent to the station overpass
COMPENSATION: \$6,600.00 for license year 1 with 3% annual increases throughout the term

COMMENTS:

In response to a January 2019 request for proposals ("RFP") to license a portion of the free-standing building at Metro-North's Croton-Harmon station, one response was received. PureDC, LLC proposed an annual fixed license fee of \$6,600.00 for the first license year with 3% annual increases over the term of the license. The proposed compensation exceeds the market value of the space as determined by MTA Real Estate's independent consultant. Over the five-year term, the present value, using a 7% discount rate, is \$28,617.35.


The principals of PureDC have been operating "pop-up" locations at various supermarket locations for the past 4 years. This will be their first brick and mortar location. The proposed improvements include installing a 3-compartment sink, a ductless HVAC/rooftop condenser, new floor tiles and a new door frame/saddle and moldings. The menu will include freshly made juices, smoothies and acai bowls.

In lieu of providing a personal guarantee, PureDC has agreed to post a 12-month security deposit based on the 5th license year's compensation. The MTA will retain the right to terminate this agreement at will upon 60 days' prior written notice.

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

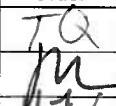
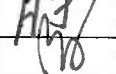

MTA LONG ISLAND RAIL ROAD

Staff Summary

Subject LICENSE AGREEMENT FOR RETAIL AT FLUSHING-MAIN STREET STATION, FLUSHING, NY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name DORRIE MASSARIA

Date OCTOBER 23, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/21/19	X		
2	Board	10/23/19	X		

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

AGENCY: MTA Long Island Rail Road ("LIRR")
 LICENSEE: All New Season Inc. ("All Season")
 LOCATION: 40-40 Main Street, LIRR Flushing Main Street, Flushing, NY
 ACTIVITY: License for the construction of enclosed retail structure within station plaza area for retail concessions, including seasonal open-air carts

ACTION REQUESTED: Authorization to enter into a license agreement
 TERM: Five years with 1 five year option, subject to termination by Licensor on 60 days' notice at no cost
 SPACE: 110 sf of permanent retail concession and 132 sf of seasonal space for use and storage of carts
 COMPENSATION: \$68,000 in year 1, with 3% annual increase and 8% of gross sales over \$500,000.

COMMENTS:

MTA Real Estate received one proposal for the retail location at the Flushing Main Street Station pursuant to an April 2018 RFP.

Proposer Name	Year 1	Year 2	Year 3	Year 4	Year 5	Net Present Value
All New Season Inc.	\$68,000.00	\$70,040.00	\$72,142.20	\$74,305.44	\$76,534.60	\$294,871.95
	Year 6	Year 7	Year 8	Year 9	Year 10	
If Option is Exercised	\$78,830.64	\$81,195.56	\$83,631.42	\$86,140.37	\$88,724.58	\$538,605.77

LIRR recently expanded and renovated the station, and in doing so created an open area for retail use on the plaza. Licensee in going to construct a permanent food concession of approximately 110 square feet with 132 square feet for

Staff Summary

FINANCE COMMITTEE MEETING

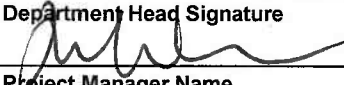
[Subject] (Cont'd.)

seasonal cart uses. The Licensee, at its sole cost and expense, will be responsible for the construction of the enclosed retail structure. Licensee will maintain the building, the designated seasonal cart area, a portion of the plaza, and provide liability and required insurance coverage. Licensee is providing a security deposit equal to six month's license fees, and a principal of Licensee is providing a limited guaranty of the licensee's payment obligations,

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





MTA NEW YORK CITY TRANSIT

Staff Summary

Subject LICENSE AGREEMENT FOR RETAIL AT 34 STREET-HERALD SQUARE STATION
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name MICHAEL T. THADATHIL

Date OCTOBER 23, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/21/19	X		
2	Board	10/23/19	X		

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

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

LICENSEE: Rockaway KB Company LLC ("Rockaway KB") (managing agent: Kaufman Realty Corporation)

LOCATION: Northwest corner of West 34 Street and Broadway/6th Avenue
34 Street-Herald Square Station, Manhattan

ACTIVITY: Grant of license to use and maintain retail concession doorway opening within subway wall for ingress and egress

ACTION REQUESTED: Authorization to enter into a license agreement for use and maintenance of a retail concession opening within the subway station wall at the subway stair landing between subway stairs S-7 and M-7

TERM: 10 years

SPACE: Existing built-in access opening through the subway station wall as doorway to adjacent underground retail space located in a building owned by Rockaway KB

COMPENSATION: For each year of the license period, the greater of (A) Fifty percent (50%) of the total annual net rent (base rent plus percentage rent less certain deductions for real estate taxes and utility payments) received by Rockaway KB from its tenant (currently Burger King) occupying the retail space in Rockaway KB's building or (B) the minimum annual fixed compensation set forth below

Minimum annual fixed compensation payable by Rockaway KB to NYCT:

<u>Year</u>	<u>Annual</u>	<u>Monthly</u>	<u>% Increase</u>
1	\$60,000.00	\$5,000.00	
2	\$61,800.00	\$5,150.00	3.0%
3	\$63,654.00	\$5,304.50	3.0%
4	\$65,563.62	\$5,463.64	3.0%
5	\$67,530.53	\$5,627.54	3.0%
6	\$69,556.44	\$5,796.37	3.0%
7	\$71,643.14	\$5,970.26	3.0%
8	\$73,792.43	\$6,149.37	3.0%
9	\$76,006.20	\$6,333.85	3.0%

10 \$78,286.39 \$6,523.87 3.0%

COMMENTS:

The retail concession doorway opening within the subway station wall at the subway stair landing between subway stairs S-7 and M-7 leads to and provides a means of ingress and egress for a commercial retail space located in the below grade / basement level of a building owned by Rockaway KB (the "Retail Space") and located at 1313 Broadway, New York, New York (Manhattan Block 810, Lot 40).

In June 1999, NYCT and the predecessor in interest to Rockaway KB entered into a license agreement for use of the retail concession doorway opening for ingress and egress to the Retail Space for a term together with all extension options of 20 years.

Rockaway KB leased the Retail Space to a Burger King franchisee and the retail concession doorway opening served as the main entrance to the Burger King restaurant. The Retail Space occupied by Burger King cannot be used for commercial retail purposes without ingress and egress through the concession doorway opening.

The NYCT / Rockaway KB license has expired. However, Rockaway KB continues to use the concession opening via month-to-month holdover agreements. Rockaway KB has requested a new license for the retail concession opening within the subway station wall.

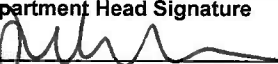
The MTA Real Estate Policies & Procedures for the Licensing of Real Property permit the licensing of property without an RFP when the property is located such that only a single adjacent owner can make use of the property.

After lengthy negotiations, Rockaway KB has agreed to pay compensation to NYCT as described above. The minimum annual compensation is based on base rent payments currently payable by Burger King to Rockaway KB. The proposed compensation exceeds the valuation for the use of the concession opening that was obtained by MTA Real Estate's independent consultant.

NYCT will have the right to terminate the new license agreement upon at least sixty (60) days prior written notice to Rockaway KB if it is determined that (1) NYCT requires the use of the whole or any part of the retail concession opening within the subway station wall for a transit purpose, or (2) the retail concession opening within the subway station wall interferes with the safety, comfort, or convenience of the traveling public.

Based on the foregoing, MTA Real Estate requests authorization for NYCT to enter into a new license agreement with Rockaway KB on the terms and conditions described herein.

Staff Summary

Subject GROUND LEASE WITH SOUTH BROOKLYN RAILWAY COMPANY FOR A RAILCAR FACILITY & TRACK IMPROVEMENTS IN BROOKLYN, NY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name ANGELA SZU / NICHOLAS ROBERTS

Date OCTOBER 23, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance Committee	10/21/19	X		
2	Board	10/23/19	X		

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

LESSOR: South Brooklyn Railway Company ("SBK")

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

LOCATION: Third – Fourth Avenue Yard, Brooklyn, NY [Brooklyn Block 704, portion of Lot 7 (the "Property") and Block 705, portion of Lot 6]

ACTIVITY: Ground lease for the design, construction, operation, and maintenance of a railcar receiving, repair, maintenance, and testing facility (the "Railcar Facility") and track improvements ("NYCT Trackage"), and operation of NYCT Trackage

ACTION REQUESTED: Authorization for NYCT to enter into a ground lease agreement

TERM: 20 years, with two 10-year extension options

SPACE: Approximately 56,095 SF

COMPENSATION: \$1.00, payment waived

COMMENTS:

In support of an accelerated subway railcar overhaul plan for improved reliability of subway passenger service, NYCT's Division of Car Equipment has identified the Property as optimal for the construction of a new railcar receiving facility. NYCT's existing railcar acceptance capacity is inadequate for the projected fleet replacement plan and, hence another railcar receiving location will be required.

The Property is owned by SBK, a private freight railroad wholly owned by the City of New York ("NYC") and governed by a ten-member Board, six of whom are appointed by the Mayor of the City of New York and four are appointees of NYCT. Pursuant to the master lease between NYC and NYCT, NYCT provides SBK with freight operations, railroad engineering, and administrative support on a cost reimbursement basis. The master lease does not grant NYCT any property rights or interests to SBK property and hence a separate lease agreement for the use of the Property is necessary.

The Property is one of the few critical track connections between NYCT's Coney Island Complex and the national port and rail network. NYCT will construct the Railcar Facility and realign tracks on the Property. NYCT will also replace the SBK lead track into NYCT's track network around the SBK-NYCT interchange near Fourth Avenue, including the segment that is located east of Fourth Avenue on Brooklyn Block 705, Lot 6. SBK will have the right to terminate the lease if NYCT has not secured funding for the construction of the Railcar Facility within two years of the lease commencement, or if the

Staff Summary

FINANCE COMMITTEE MEETING

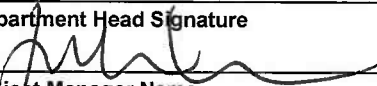
GROUND LEASE WITH SOUTH BROOKLYN RAILWAY COMPANY FOR A RAILCAR FACILITY & TRACK IMPROVEMENTS (Cont'd.)

Railcar Facility is not completed and in service within five years of the lease commencement date (subject to force majeure, NYCT cure rights and delays caused by SBK or its representatives).

In lieu of ground rent, SBK is amenable to accepting NYCT's rail infrastructure improvements as an enhancement of an underutilized SBK property asset, reduced economic cost of subway delays to NYC, reduced road congestion associated with NYCT's subway railcar overhaul activities in Sunset Park, and reduced freight congestion and preserving transloading capacity on other freight routes.



Based on the foregoing, MTA Real Estate requests authorization for NYCT to enter into a term sheet and to subsequently negotiate and enter into a ground lease agreement on behalf of NYCT consistent with the terms and conditions herein described.

Staff Summary

Subject SURRENDER OF MASTER LEASE PROPERTY IN FAR ROCKAWAY, NY
Department REAL ESTATE
Department Head Name JOHN N. LIEBER
Department Head Signature 
Project Manager Name NICHOLAS ROBERTS

Date OCTOBER 23, 2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref. #

Board Action					
Order	To	Date	Approval	Info	Other
1	NYCT/MTA Bus	10/21/19		X	
2	Finance Committee	10/21/19	X		
	Board	10/23/19	X		

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

AGENCIES: MTA New York City Transit ("NYCT")
MTA Bus Company ("MTA Bus")

LOCATION: Beach 21st Street, between Mott and Cornaga Avenues, Far Rockaway, Queens, NY;
Master Lease property, Block 15705, Lot 69, (the "Property")

ACTION REQUESTED: Authorization to enter into a binding Memorandum of Understanding (the "MOU") with the City of the New York ("the City") to surrender the Property to the City

COMMENTS:

As part of a broader effort by the City to revitalize a 25-block area of downtown Far Rockaway, the City has requested that MTA surrender Block 15705 Lot 69, property the City acquired through condemnation in the late 1970s for the MTA's use as an off-street bus terminal and which was subsequently added to the NYCT's Master Lease property. The City intends to redevelop the Property as well as adjacent land it owns into a mixed-use development featuring affordable housing, retail, and a pedestrian plaza that would connect Beach 21st Street to Beach 22nd Street, where the A-train terminus is located.

To accommodate the two MTA Bus lines operating from the terminal – the Q22 and QM17 – which would be displaced by the proposed redevelopment, the City will build an on-street layover space on the eastern side of Beach 21st that conforms with specifications provided by MTA Bus.

The MTA will agree to surrender the Property and relocate MTA Bus to the proposed on-street facility so long as the following conditions are met:

Staff Summary

FINANCE COMMITTEE MEETING

SURRENDER OF MASTER LEASE PROPERTY IN FAR ROCKAWAY (Cont'd.)

Page 2 of 2

- The on-street facility will include among other things a curb-to-curb concrete road bed, a bus shelter with amenities, street signage, and a 12' wide curb land for bus use;
- The facility and all related improvements will be built at the City's sole cost and expense;
- The City will work with the New York City Police Department ("NYPD") to manage traffic conditions on Beach 21st Street, including enforcing "no parking" regulations on the west side of Beach 21st Street, so MTA Bus can effectively operate from the on-street facility;
- The selected developer will be required to provide MTA Bus with a fully built out and furnished 350-square foot break room. The break room will have a dedicated entrance and include two dedicated restrooms within it. MTA Bus will have a perpetual easement to the break room space for as long as buses operate.

The existing bus terminal is not well utilized, due partially to its isolation from the street, and an on-street facility with the proposed bus boarding, lighting, and passenger amenities would be improvements for MTA Bus customers. Likewise, the 350-square foot break room would be an improvement for MTA Bus employees since they do not currently have access to a break room or restrooms. Lastly, since the development will be heavily subsidized by the City, it offers little to no surrender value to the MTA, and the Property is too small to work as a bus terminal without being combined with adjacent land.

MTA Real Estate requests authorization for NYCT to execute a binding MOU on the above-referenced terms and conditions and to surrender the Property to the City, pursuant to the MOU.

Staff Summary

Subject PTC Systems Integrator Contract
Department N/A
Department Head Name N/A
Department Head Signature N/A
Project Manager Name N/A

Date October 23, 2019
Vendor Name Bombardier Siemens PTC Project Consortium, Bombardier Transportation (Holdings) USA Inc. and Siemens Rail Automation Corporation
Contract Number 1712 and 29544; PTC Integrator, LIRR Modification 11 and MNR Change Order 8.
Contract Manager Name N/A
Table of Contents Ref # N/A

Board Action

Order	To	Date	Approval	Info	Other
1	MNR and LIRR Joint Committee	10/21/19	X		
2	Board	10/23/19	X		

Internal Approvals

Order	Approval	Order	Approval
1	General Counsel <i>[Signature]</i>	2	LIRR President <i>[Signature]</i>
3	MNR President <i>[Signature]</i>		

Purpose:

To obtain Board ratification of the Contract Modification dated September 3, 2019 between Bombardier Siemens PTC Project Consortium, Bombardier Transportation (Holdings) USA Inc., and Siemens Rail Automation Corporation (“Siemens and Bombardier”) and Long Island Rail Road and Metro-North Railroad (collectively, the “Railroads”).

Discussion:

In 2013, the Railroads awarded the Siemens and Bombardier Consortium separate contracts for each railroad (the “Contracts”) to complete the system design, upgrades and implementation of Positive Train Control (“PTC”) by the federally-mandated deadline of December 31, 2015. The statutory deadline was subsequently extended to December 31, 2020. Because of concerns that Siemens and Bombardier were not providing adequate technical support and project management resources to meet interim milestones and to ensure that both railroads would be in compliance with the federal deadline, the Chairman and the MTA Board demanded assurances from executives of both companies, including Siemens’ Global Chief Executive Officer Joe Kaeser, that the Consortium would take all necessary steps to meet the federal deadline. To give effect to these assurances, the Railroads have modified the existing Contracts to increase Siemens’ and Bombardier’s liability in the event the federal PTC deadline is missed through the Consortium’s fault.

The Contract Modification provides that if the Railroads do not receive PTC System Certification by the statutory deadline of December 31, 2020 due to the fault of Siemens and Bombardier, the Consortium will be liable for all of the Railroads’ actual proven damages including any penalties imposed by the Federal Railroad Administration (“FRA”). The maximum liability for such damages and penalties is a combined aggregate of \$4 million per month with an aggregate cap of \$100 million. The Agreement further provides that if the Board ratifies the Agreement, the Railroads will confirm there are presently no grounds for debarment of Siemens and Bombardier under these Contracts as a result of agreed-upon adjustments to certain milestones in the contracts, and that the Railroads will not initiate debarment proceedings against Siemens or Bombardier under the

Staff Summary

Contracts pending the December 31, 2020 deadline. In sum, Siemens and Bombardier have committed to provide whatever support is necessary to meet the December 2020 deadline. The Railroads and the MTA will continue to hold them accountable under the Contracts by shifting the financial liability of potentially failing to meet the deadline onto Siemens and Bombardier. In addition, the Consortium remains contractually responsible for completing all requirements of the Contracts, including supporting the reliability of the Railroads' PTC systems after full PTC implementation.

It is recommended that the Board ratify the Contract Modification.

LONG ISLAND RAIL ROAD

PROCUREMENTS

FOR

BOARD ACTION

October 23, 2019

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

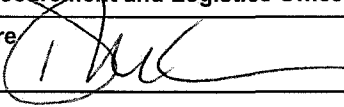

WHEREAS, in accordance with Section 2879 of the Public Authorities Law and the All Agency Guidelines for Procurement of Services, the Board authorizes the award of certain service contracts and certain change orders to service contracts.

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.



Staff Summary

Subject: Request for Authorization to Award Various Procurements						Date October 23, 2019			
Department Procurement and Logistics									
Department Head Name Dennis L. Mahon, Chief Procurement and Logistics Officer									
Department Head Signature 									
Board Action						Internal Approvals			
Order	To	Date	Approval	Info	Other	Order	Approval	Order	Approval
1	LI Committee	10.21.19				X	President 		
2	MTA Board	10.23.19							

PURPOSE:

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

DISCUSSION:

LIRR proposes to award Non-Competitive Procurements in the following	<u># of Actions</u>	<u>\$ Amount</u>
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Schedules Requiring Two-Thirds Vote

Schedule A: Non-Competitive Purchases and Public Works Contracts	1	\$3,100,000
SUBTOTAL:	1	\$3,100,000

LIRR proposes to award Competitive Procurements in the following	<u># of Actions</u>	<u>\$ Amount</u>
---	---------------------	------------------

Schedule B: Competitive Requests for Proposals (Solicitation)	1	\$TBD
SUBTOTAL:	1	\$TBD

LIRR proposes to award Ratifications in the following categories:	<u># of Actions</u>	<u>\$ Amount</u>
--	---------------------	------------------

	<u>None</u>	
TOTAL:	<u>2</u>	<u>\$3,100,000</u>

BUDGET IMPACT:

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

RECOMMENDATION:

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

OCTOBER 2019

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 \$1M)

- | | | | |
|-----------|--|--|--------------------------------------|
| 1. | Siemens Mobility, Inc.
Sole Source
Contract No. TBD | \$3,100,000
Not-to-Exceed | <i><u>Staff Summary Attached</u></i> |
|-----------|--|--|--------------------------------------|

Long Island Rail Road (LIRR) requests MTA Board approval to award a contract to Siemens Mobility, Inc. (Siemens) in an aggregate amount not-to-exceed \$3.1M over a 36-month period to purchase the following: crossing gates, electronic module & various electronic components, signals, signal light lenses, circuit boards, relays, and other proprietary components for signal systems manufactured by Siemens.

Siemens, the Original Equipment Manufacturer (OEM) is the designer of various signals, relays, crossing gates and components installed and operated by LIRR. The LIRR will procure these items on an “as required” basis, in various quantities during the 36-month term of this contract to allow the LIRR to operate and maintain the numerous signal systems designed and manufactured by Siemens that are currently in operation along the LIRR’s right of way.

Siemens is the OEM designer of these components and holds proprietary rights for essential safety critical grade crossing mechanisms. Siemens possess the proprietary software and manufacturing expertise and therefore is the only source able to successfully supply the replacement parts for automatic grade crossing warning systems on behalf of the Railroad. These systems are safety critical and it is imperative that they operate reliably and as designed.

Staff Summary



Item Number: 1

Vendor Name Siemens Mobility, Inc.– Louisville, KY
Description Various Signals, Crossing Gates and Electronic Components
Contract Term (including Options, if any) 3 Years
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Procurement Type <input type="checkbox"/> Competitive <input checked="" type="checkbox"/> Non-Competitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Sole Source

Contact Number TBD	Renewal? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Total Amount: \$3,100,000 (Not-to-Exceed)	
Funding Source <input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	
Requesting Dept/Div & Dept/Div Head Name: Maintenance of Way – Christopher Calvagna, Chief Engineer	
Contract Manager: Doug Bartels	

Discussion:

Long Island Rail Road (LIRR) requests MTA Board approval to award a contract to Siemens Mobility, Inc. (Siemens) in an aggregate amount not-to-exceed \$3.1M over a 36-month period to purchase the following: crossing gates, electronic module & various electronic components, signals, signal light lenses, circuit boards, relays, and other proprietary components for signal systems manufactured by Siemens.

Siemens, the Original Equipment Manufacturer (OEM) is the designer of various signals, relays, crossing gates and components installed and operated by LIRR. The LIRR will procure these items on an “as required” basis, in various quantities during the 36-month term of this contract to allow the LIRR to operate and maintain the numerous signal systems designed and manufactured by Siemens that are currently in operation along the LIRR’s right of way.

Siemens is the OEM designer of these components and holds proprietary rights for essential safety critical grade crossing mechanisms. Siemens possess the proprietary software and manufacturing expertise and therefore is the only source able to successfully supply the replacement parts for automatic grade crossing warning systems on behalf of the Railroad. These systems are safety critical and it is imperative that they operate reliably and as designed.

Siemens quoted a 7% discount off the current Siemen’s list price book, as they have in previous contracts. As a result of negotiations, Siemens is no longer charging the LIRR the freight cost to ship the material as they have on prior contracts. Sixteen (16) high dollar/usage items which results in about 70% of the items purchased from Siemens had an average increase of 2.2% from the last purchase price. The PPI industry data for the category “Railroad rolling stock manufacturing - Railway maintenance of way, parts and accessories,” showed an approximate 4.3% increase.

Based on this review, prices are within the acceptable industry increase reported by the PPI. Additionally, Siemens has certified that the prices quoted to the Agencies 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. There is no obligation for the Agencies to procure any minimum quantity of parts under these contracts. The parts identified above will be funded via the Agencies Operating or Federal Budgets.

Staff Summary



In connection with a previous contract awarded to Siemens, Siemens was found to be responsible notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman and Chief Executive Officer in consultation with the MTA General Counsel in August 2016. No new SAI has been found relation to Siemens and Siemens has been found to be responsible. As an additional step to ensure continued responsibility, a contractor Compliance Program was put into place for Siemens in April 2018.

OCTOBER 2019

MTA LONG ISLAND RAIL ROAD

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote

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

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

- | | | | |
|-----------|-------------------------|--------------|--------------------------------------|
| 2. | TBD | \$TBD | <i><u>Staff Summary Attached</u></i> |
| | Competitive RFP | | |
| | Contract No. TBD | | |

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the Design-Build Request for Proposal (D/B RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a contract to replace the Babylon and Hillside Motor Generators which are operating beyond their useful life.

LIRR's 2015-2019 Capital Program includes replacement of two (2) Signal power motor generators that are past their useful life. With this procurement, Babylon and Hillside Motor Generators will be replaced under the current capital program. The contractor will design, fabricate, deliver, install, integrate and test the modular motor generators including building enclosures, equipment, cabling and supervisory control systems. In addition, the contractor will be responsible for the design & construction of the foundation system and final site work. LIRR Forces will connect the Motor Generator to the LIRR power and communications infrastructure by installing conduit, cable, switches and terminations.

Staff Summary



Item Number: 2					
Dept & Dept Head Name: Procurement & Logistics, Dennis Mahon Department Head Signature & Date <i>[Signature]</i> 10/16/19					
Division & Division Head Name: Program Management, Paul Dietlin Division Head Signature & Date <i>[Signature]</i> 10/15/19					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	LI Committee	10.21.19			
2	MTA Board	10.23.19			
Internal Approvals					
Order	Approval	Order	Approval		
5	President <i>[Signature]</i>	2	Sr VP/Operations <i>[Signature]</i>		
4	VP/Gen'l Counsel & Sec'y <i>[Signature]</i>	1	Sr VP/Engineering <i>[Signature]</i>		
3	VP/CFO <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name TBD	Contract Number TBD
Description Replacement of Babylon and Hillside Motor Generators	
Total Amount \$TBD	
Contract Term (including Options, if any) TBD	
Options(s) included in Total Amount: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-Competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION:

LIRR requests MTA Board approval to adopt a resolution declaring that competitive bidding is impractical or inappropriate and that it is in the public's best interest to use the design-build Request for Proposals (RFP) procurement method pursuant to Section 1265-a of the Public Authorities Law to award a contract to replace the Babylon and Hillside Motor Generators which are operating beyond their useful life.

II. DISCUSSION:

LIRR's 2015-2019 Capital Program includes replacement of two (2) signal power motor generators that are past their useful life. With this procurement, LIRR intends to replace the Babylon and Hillside motor generators. The successful proposer will design, fabricate, deliver, install, integrate and test the power motor generators including building enclosures, equipment, cabling and supervisory control systems. In addition, the successful proposer will be responsible for the design and construction of the foundation system and final site work. LIRR forces will connect the motor generators to the LIRR power and communications infrastructure by installing conduit, cable, switches and terminations.

The utilization of the RFP process will enable LIRR to better assess which proposers are capable of performing the work within LIRR's required schedule, fully evaluate the qualifications of each proposer including key personnel and to work out a fair allocation of risk. Additionally, the RFP process gives LIRR the ability to negotiate and evaluate terms and conditions other than price so that it can select the proposer that will provide the best value to the Railroad. Since the successful proposer will be responsible for both civil/site work and design and supply of the motor generators the RFP process will permit LIRR to hold substantive meetings with proposers and vet their understanding of the technical scope of work and technical approach to completing the project on-time and within budget while ensuring a high-quality product.

III. D/M/WBE INFORMATION:

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

Staff Summary



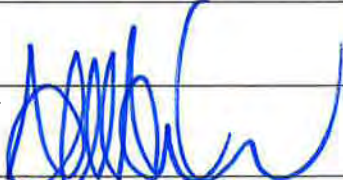

IV. IMPACT ON FUNDING:

Funding for this project is included in LIRR's 2015-2019 Capital budget.

V. ALTERNATIVES:

The alternative is to use the Invitation for Bids (IFB) procurement method. The IFB procurement method does not allow the LIRR the opportunity to negotiate price or to fully vet a proposer's technical approach, project team and ability to complete the work within the required schedule. In addition, the IFB process does not allow for meaningful dialogue with proposers, thereby preventing the LIRR from negotiating terms and conditions including, among other things, improvements to the schedule and means and methods of the work into the contract.

Staff Summary

Subject Jamaica Bus Reconstruction
Department MTA NYCT
President Name Andy Byford
President Signature 
Project Manager/Division Head Emil F. Dul P.E. 

Date October 3, 2019
Vendor Name
Contract Number D61162
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	Finance				
2	Board				

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

AGENCY: METROPOLITAN TRANSPORTATION AUTHORITY NEW YORK CITY TRANSIT (“MTA NYCT”), as Lead Agency

ACTION REQUESTED: Adopt the Findings Statement for the MTA NYCT Reconstruction and Expansion of the Jamaica Bus Depot (JBD) located at 165-18 Tuskegee Airmen Way, Jamaica, New York 11433

Purpose and Need of the Proposed Action:

The purpose of the Proposed Action is to develop an expanded and reconstructed Jamaica Bus Depot (JBD) that can:

- manage the operation, maintenance, and on-site bus storage of up to 300 Standard Bus Equivalents (SBEs);
- allow additional capacity to provide adequate bus service to the southeast section of Queens; and,
- demonstrate the maximum potential to minimize adverse effects/impacts to the community based on integrated consideration of engineering, economic and environmental factors.

The Proposed Action is also needed because of the growing demand for bus service requiring an increased number of buses and storage capacity. In addition, the current facility lacks the technology and ability to provide appropriate operational/maintenance services for a modern bus fleet.

Discussion

Pursuant to the State Environmental Quality Review Act (“SEQRA”), MTA NYCT, as Lead Agency, has completed a Final Environmental Impact Statement (“FEIS”) for the Reconstruction and Expansion of the JBD. The Preferred Alternative for the “Proposed Action” is Candidate Alternative A, which will be located on Tuskegee Airmen Way, Jamaica, New York. Candidate Alternative A consists of a principally open parking depot with a new one-story building (Building A) located along Merrick Boulevard which will extend from Tuskegee Airmen Way to 107th Avenue. An administrative building will also be constructed and will be located along Tuskegee Airmen Way extending from 165th Street to Merrick Boulevard.

The FEIS identifies and evaluates the environmental impacts associated with the Proposed Action. Typically, the reconstruction of existing transportation facilities, such as the JBD, are not subject to an environmental analysis pursuant to SEQRA. However, because the buses currently located at the current JBD must be relocated, maintained and operated at an off-site location during the new JBD construction period, the Proposed Action is ineligible for the SEQRA

exemption as set forth in Public Authorities Law Sect. 1266-c (11). Consequently, because a site to store and maintain the buses has yet to be identified, supplemental environmental documentation will be prepared once the site is located.

The SEQRA EIS process is one in which an agency takes a hard look at a proposed action by identifying and reviewing a reasonable array of alternatives, including the No Action Alternative. The EIS process also assures that there is public involvement and solicitation of public comments. In order to assure that there would be input from the community, MTA NYCT began its public involvement process on May 18, 2016 by submitting a Positive Declaration and Notice of Intent (NOI) to prepare an EIS for the Proposed Action and published its intentions in the New York State Department of Environmental Conservation (NYSDEC) Environmental Notice Bulletin (ENB). The NOI invited the public to participate in the project “scoping” process, including attendance at a public scoping meeting. “Scoping” refers to the process by which the issues to be addressed in the DEIS are identified and shared with the public (NYCRR Part 617.8). Although scoping was not required under SEQRA at that time (see 6 NYCRR 617.8(a)), MTA NYCT chose to implement scoping.

MTA NYCT prepared a Draft Scoping Document which resulted in a formal scoping meeting held on June 15, 2016. During the meeting, MTA NYCT presented the Candidate Alternatives, the scope of the planned DEIS analyses and public comments were heard. State and local agencies were invited by letter, to participate in the scoping process. The agencies and the general public had the opportunity to review the materials presented in the Draft Scoping Document (released on May 18, 2016); participate in the public scoping meeting (held on June 15, 2016); and, provide written comments. (See FEIS, Chapter 21, for a list of the state and local agencies invited to participate in the environmental review process).

The scoping process culminated in the preparation of a Final Scoping Document, released to the public in March 2019; and, the subsequent preparation of a Draft Environmental Impact Statement (DEIS). The DEIS addressed environmental, engineering and economic matters, and sought to identify an alternative that met the project’s purpose, need, goals and objectives, while minimizing, in aggregate, its significant adverse impacts. Included in the DEIS was an analyses of the following environmental impact areas as related to the construction and operation of the JBD: transportation (traffic, parking, pedestrians, transit); air quality; noise; vibration; historic and cultural resources; social and economic conditions; natural resources; urban design and visual resources; shadows; neighborhood character; contaminated and hazardous material; infrastructure, energy and solid waste; safety and security; construction methods and activities; displacement and relocations; cumulative effect; irretrievable and irreversible commitment of resources; unavoidable adverse impacts; growth inducing aspects of the proposed action; and, coordination and outreach. The DEIS for the Proposed Action was published on June 5, 2019 and a public hearing to accept comments on the DEIS was held June 27, 2019.

The comment period for written and oral comments on the DEIS closed on July 19, 2019. Thereafter, MTA prepared a Response to Comments and selected its Preferred Alternative in the FEIS. In addition, the FEIS assessed any and all public concerns regarding several issues, including, but not limited to, any additional impacts or effects not addressed in the DEIS. The FEIS was issued to the public on September 11, 2019.

After an assessment of the above and input from the public, MTA NYCT has prepared a Findings Statement to complete its SEQRA analysis of the Proposed Action. MTA NYCT has determined that Candidate Alternative A is preferred from among the other alternatives evaluated to meet the stated purpose, need, goals and objective of the Proposed Action. MTA NYCT concluded that Candidate Alternative A demonstrates the greatest potential to minimize, based on integrated consideration, of environmental, engineering and economic factors, the effects/impacts related to the construction and operation of the Proposed Action.

Recommendation:

That the MTA Board take the following action:

- Accept the Final Environmental Impact Statement prepared and issued to the public on September 11, 2019,
- Adopt the Findings Statement pursuant to the requirements of the State Environmental Quality Review Act; and,
- Authorize implementation of the Preferred Alternative for the reconstruction and expansion of Jamaica Bus Depot.

FINDINGS STATEMENT

State Environmental Quality Review Act (SEQRA)

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

Lead Agency: Metropolitan Transportation Authority New York City Transit (“MTA NYCT”)

Name of Proposed Action: Proposed Reconstruction and Expansion of Jamaica Bus Depot (JBD) located at 165-18 Tuskegee Airmen Way, Jamaica, New York 11433

SEQRA Classification: Type 1 Action

Description and Location of Proposed Action:

MTA NYCT Bus is planning to reconstruct and expand the existing Jamaica Bus Depot located at 165-18 Tuskegee Airmen Way in Jamaica, Queens, NY. The existing depot is antiquated and unable to accommodate the current capacity of buses, some of which were being stored/parked on neighboring streets.

The Proposed Reconstruction and Expansion of the Jamaica Bus Depot (the “Proposed Action”) would modernize the depot and provide the facilities needed to operate, maintain, and store up to 300 Standard Bus Equivalents (SBEs) allowing NYCT Bus to serve the current and potential future bus route assignments and reconfigurations. It would also create more capacity to accommodate new bus service demands in the borough of Queens. Further, the new facility will allow NYCT Bus to maintain and deploy a modern bus fleet that would include articulated and electric buses so that NYCT Bus can better serve Queens for decades to come.

I. INTRODUCTION

This Findings Statement sets forth the MTA’s findings with respect to the environmental impacts of the Proposed Action, based on the Final Environmental Impact Statement (FEIS) prepared and accepted by MTA NYCT as Lead Agency and, the related documents and public comments received during the environmental review process. This Findings Statement also certifies that the Lead Agency has met the applicable requirements of 6 NYCRR Part 617 in reviewing the Proposed Action; including, but not limited to:

- Establishing the MTA NYCT as Lead Agency;
- Issuing a Positive Declaration and the Draft Scoping Document (DSD) on May 18, 2016;
- Holding a Public Meeting on the Draft Scoping Document on June 16, 2016;
- Issuing a Final Scoping Document on March 2019;
- Issuing a Draft Environmental Impact Statement (DEIS) and beginning the public comment period on June 5, 2019;
- Holding a Public Hearing on the DEIS on June 27, 2019;
- Closing of the DEIS comment period on July 19, 2019;
- Preparing the Final Environmental Impact Statement (FEIS);
- Accepting the FEIS and filing the Notice of Completion on September 11, 2019; and,
- Adopting the Findings Statement for the Proposed Action.

II. FINDINGS

The relevant environmental impacts, facts, and conclusions presented in the FEIS and its related documents, and the rationale for these findings and subsequent agency decisions, are set forth in the FEIS. These include MTA NYCT's (Lead Agency) review of: the Proposed Action's environmental impacts; the ability of the Proposed Action to satisfy the project purpose and need; the environmental impacts of the alternatives to the Proposed Action; the ability or inability of alternatives to meet the project purpose and need, the No Action Alternative; the public comments received on the Draft Scoping document and the DEIS; and, the Lead Agency's response to the public comments.

The process, initiated in 2015, identified over fifteen (15) service sequencing opportunities and resulted with seven (7) Potential Alternatives. These were then further analyzed and three (3) Candidate Alternatives were selected for analysis in the Draft Environmental Impact Statement.

Based on the reasons and conclusions set forth in the FEIS and its related documents, MTA NYCT has concluded that from among the three Candidate Alternatives, Candidate Alternative A is selected as the Preferred Alternative. *Candidate Alternative A* is the Preferred Alternative which, in aggregate, and based on engineering, economic and environmental factors, provides the greatest potential to minimize significant adverse effects/impacts during construction and operation of the Proposed Action. Preferred Alternative A meets the purpose and need of the Proposed Action and satisfies the Proposed Project's goals and objectives.

MTA NYCT also finds that Preferred Alternative A complies with the NYS Smart Growth Infrastructure Policy Act of 2010.

III. DESCRIPTION OF THE PROPOSED ACTION

The Proposed Action will modernize the depot and provide the facilities needed to operate, maintain, and store up to 300 SBES; and, allow NYCT Bus to serve the current and potential future bus route assignments and reconfigurations. It will create more capacity to accommodate new bus service demands in the borough of Queens and allow NYCT Bus to maintain and deploy a modern bus fleet. It is anticipated that MTA NYCT will expand its fleet to include articulated and electric buses, allowing it to better serve Queens for decades to come.

Importantly, it should be recognized that the 2015-2019 Capital Program initially established the "platform" for this project when MTA proposed its MTA Capital Program 2015-2019 to the MTA Board with the following statement:

"...\$298 million to reconstruct the Jamaica Bus Depot. The project will address numerous functional deficiencies at the current depot...such as poor layout, inadequate work areas, and insufficient capacity. The project will help NYCT to reduce its reliance on outdoor street parking for buses, improving neighborhood conditions for the nearby residents."

The **purpose** of the project is to develop an expanded and reconstructed JBD that can:

- *Manage the operation/maintenance and on-site bus storage* of up to 300 SBES to serve the projected future bus assignments at this depot;
- *Allow additional capacity* to provide adequate bus service in the southeast section of Queens and the long-range outlook for new service demands, while accommodating potential route/depot assignment reconfigurations; and,
- *Demonstrate the maximum potential*, from among the Candidate Alternatives, to minimize significant adverse effects/impacts to the community based on integrated consideration of engineering, economic, and environmental factors.

The **need** for the project results from the:

- *growing demand for bus service* which requires an increased number of buses and vehicle storage capacity;
- *antiquated technology and facilities at the existing JBD* which does not provide appropriate operation/maintenance services for a modern bus fleet; and,
- *long-term inability of NYCT, for almost two decades, to secure a new property(ies)* in the region to manage the current and estimated future bus demand capacity.

IV. EIS METHODOLOGY

MTA has adopted EIS methodologies for the analysis of the various impact categories that are referenced herein and throughout the FEIS and, generally considered to be the most appropriate technical analysis methods and guidelines for environmental impact assessment of projects to be built in New York City that are subject to SEQRA.

Analysis Years

The Proposed Action could have potential significant adverse environmental impacts during its operational phase; therefore, the analysis year 2025 (representing, generally, “first day of operations”) is considered the operational year. Conditions in the future *without the Proposed Action*, (i.e. the No-Build condition) have also been evaluated to compare conditions in the future *with the Proposed Action* for the analysis year.

Construction is anticipated to begin in 2021 and would require approximately 42 to 48 months to complete, depending on which of the three Candidate Alternatives was considered. The critical construction year – the period when construction activity has the greatest potential for environmental impacts – would vary depending on the resource category.

In the DEIS and FEIS, MTA NYCT analyzed the three Candidate Alternatives pursuant to the guidelines set forth by SEQRA for the construction year starting in 2021, as well as for operating year 2025, which is the year that the reconstructed JBD would be in operation.

The No Action Alternative was included for consideration pursuant to 6 NYCRR Part 617.9(b)(5)(v), but it did not meet the Project’s purpose, need, goals or objectives.

Comparative Evaluation of Alternatives and Summary

The Proposed Action is the culmination of years of NYCT attempts to address the existing site limitations of the current bus depot. NYCT investigated eleven different properties in the region believed to have the potential to serve as a replacement for the existing JBD. However, *none of these opportunities materialized*; thus, NYCT concluded that *reconstruction at the existing JBD* is the only viable approach to pursue.

To accommodate the requirements of the future bus depot at the existing location would also require NYCT to expand upon the existing footprint. Therefore, NYCT would secure/purchase six properties adjacent to the existing JBD along Merrick Blvd to meet the future bus service demand and operational requirements.

As previously noted, fifteen (15) service sequencing opportunities were evaluated early in the EIS process to maximize the potential *to utilize the existing site for current and future bus service/storage demands and to minimize capital costs of construction*. [Note: A preliminary analysis in the form of an Alternative Analysis/Feasibility Evaluation was performed during the Scoping for the EIS process.]

From among the 15 sequencing opportunities, seven (7) Potential Alternatives were developed and analyzed. After NYCT’s analyses, then three (3) alternatives, *Candidate Alternatives A, B and D*, were selected because they potentially offered the greatest opportunity to minimize potential adverse effects.

These Candidate Alternatives were then subjected to the more refined evaluation in the DEIS and FEIS. The three Candidate Alternatives are characterized by their bus storage features:

- Candidate Alternative A: principally open parking
- Candidate Alternative B: partially open parking
- Candidate Alternative D: principally enclosed parking

The three Candidate Alternatives and the No Action Alternative were examined in the Environmental Impact Statement (EIS) analyses and were evaluated for engineering feasibility (constructability) and economic viability, in addition to environmental impacts. [Note: all of the Alternatives would require NYCT to secure off site temporary bus storage space to accommodate JBD buses while reconstruction is underway.]

The EIS evaluated the Proposed Action for potential environmental impact categories related to both operational and construction conditions.

The analyses indicated that in terms of the environmental effects/impacts from among Candidate Alternatives A, B, and D, there were no distinguishing environmental characteristics among the alternatives. However, in terms of the effects/impacts with relevant economic, engineering and other considerations, differences were judged by NYCT to exist among the three alternatives as follows:

With regard to engineering: the design complexity, construction complexity and construction duration all increased as the proposed JBD building structure increased in size from Alternative A to Alternative B to Alternative D. As a result, Candidate Alternative A (followed by Alternative B to Alternative D) was considered to have the lowest potential for engineering effects/impacts.

With regard to the costs/economics: the construction, energy, and facility maintenance costs for each Candidate Alternative significantly increased from Alternative A to Alternative B to Alternative D.

*The EIS analyses demonstrated that there would be no unavoidable significant adverse environmental impacts (e.g., Air Quality, Noise and Vibration, Traffic, etc.) from any of the three Candidate Alternatives for both the construction and operational conditions. However, when compared to Candidate Alternative A, the evaluation did demonstrate that from engineering and economic perspectives, **Candidate Alternatives B and D would be: more complex to design** (larger buildings with more integrated systems as one singular facility when operational); **more difficult to construct** (increasing construction duration, requiring more phasing of construction, more structural components); **cost more to build** (Alternative A = \$385M, Alternative B = \$493M, and Alternative D = \$519M) **and maintain** (more HVAC systems, air exchangers, heating, cooling); and, **have higher ongoing energy usage** (more equipment).*

The results of the comparative analyses determined that Candidate Alternative A was the Preferred Alternative because it: fulfills the project's purpose, need, goals and objectives; and, demonstrates the greatest potential to minimize, based on integrated consideration of engineering, economic, and environmental factors, the effects/impacts of construction and operation of the reconstructed Jamaica Bus Depot.

The comparative analyses to determine the Preferred Alternative from among Alternatives A, B and D were developed in detail in the FEIS. The No Action Alternative was determined to not fulfill the project goals and was, therefore, not included in the comparative evaluation. Lastly, **Candidate Alternative A was identified as the Preferred Alternative for reasons described below and in the FEIS.**

V. POTENTIAL EFFECTS/IMPACTS OF THE PROPOSED ACTION

In terms of potential environmental effects/impacts, the DEIS evaluated Candidate Alternatives A, B and D at a greater level of detail than was performed among the array of reasonable alternatives (see FEIS) These analyses were further refined in the preparation of the FEIS. *The analyses demonstrated that there would be no significant adverse environmental impacts that were unavoidable or unmitigable from any of the three alternatives analyzed for the project's operating and construction condition.*

The EIS analyses demonstrated the following environmental effects/impacts during the Operational phase of the proposed Reconstructed JBD:

- Transportation: All three Candidate Alternatives would result in a significant traffic impact at the intersection of Tuskegee Airmen Way and 165th Street during the AM peak hour.

MITIGATION MEASURES MAY INCLUDE:

- *Installation of a traffic signal* at this intersection would improve intersection operations to an acceptable Level of Service (LOS) C conditions or better for all approaches.
- *Reroute all AM peak hour buses* that were originally assigned to exit the proposed JBD via Tuskegee Airmen Way to exit via Merrick Boulevard.

These measures will be developed in consultation with NYCDOT.

- Noise and Vibration: None of the three Candidate Alternatives would result in any significant mobile (from moving buses) or stationary (from the depot) noise impacts to sensitive noise receptors such as nearby residences and community facilities. Buses are rubber-tired vehicles; therefore, there would be no significant vibration effects to nearby vibration sensitive receptors such as residences and community facilities. The design for each of the Candidate Alternatives would incorporate security/sound barrier walls. For Candidate Alternative A, the height of the security/sound barrier wall adjacent to the primarily residential properties present along 165th Street would be 31 feet so that noise levels from the proposed JBD would not exceed the FTA's threshold criteria level. Candidate Alternatives B and D would require 20-foot high security/sound barrier walls.
- Displacement and Relocation: Each Candidate Alternative would require the acquisition of six adjacent lots located on Merrick Boulevard and the permanent displacement of the occupants to permit the reconstruction of the depot. All acquisitions would be undertaken within the framework of the Federal Uniform Relocation Assistance and Real Property Acquisition Policies Act and the New York State Eminent Domain Procedure Law. Adequate notice for any relocation of the adjacent commercial businesses will be assured by written and verbal distribution of information that explains the relocation benefits (i.e., advisory services, moving costs, and reestablishment costs) and eligibility requirements.
- Permanent Easements: For each of the three Candidate Alternatives, a permanent five (5) foot wide easement below grade on the adjoining 165th Street private properties would be required to accommodate the foundation for the security/sound barrier wall. Temporary and permanent easements would be established by MTA NYCT in consultation with the property owners.
- There were no effects/impacts for the following resource categories: air quality; parking; socioeconomic; historic and cultural resources; contaminated and hazardous materials natural resources; and, safety and security.

The EIS analyses also demonstrated the environmental effects/impacts during the Construction phase (year 2021-2024) of the proposed Reconstructed JBD. Construction activities for the Proposed Action would initially consist of demolition of the existing properties along Merrick Boulevard to make space for

the construction of the new depot structure. Also, when the new JBD is completed, the existing JBD would be demolished. The construction would begin in 2021 and have an estimated duration of approximately 42 to 48 months, depending on the Candidate Alternative selected. However, the DEIS did demonstrate that there are differentiating environmental effects/impacts from the construction of the alternatives. Construction impacts, though usually temporary, can include disruptive and noticeable effects of a project. The determination of the impacts, if any, and whether mitigation is required, is generally based on: the specific construction element/activity; its duration; and, the magnitude of the effect/impact. Specifically, the EIS analyses demonstrated the following effects/impacts during the *construction phase* of the proposed reconstructed JBD:

- Concerning construction related *traffic* impacts:

Average daily construction worker and truck activities were projected for the full duration of construction. Construction worker and truck trips were estimated to peak in the second (Q2) and third (Q3) quarters of 2022, during Phase 1 of construction.

The analysis of the eight study intersections for the construction of the AM and PM peak hours indicated that all movements and intersections would continue to operate at an acceptable level of service (LOS) in the 2022 construction period; therefore, no significant adverse traffic impacts would result from construction related trips.

- Concerning construction related *transit* impacts:

Construction worker travel demand is expected to generate a total of approximately 52 transit trips in both the 6-7 AM and 4-5 Pm construction peak hours. Given that these transit trips would be served by multiple bus routes, no single bus route would experience an increase of 50 or more passenger trips; therefore, detailed analysis of transit conditions are not required, and the proposed JBD would not result in any significant adverse transit impacts.

- Concerning construction related *pedestrians* impacts:

As per the criteria established in the NYC CEQR Technical Manual, quantitative pedestrian analyses are warranted if a proposed project results in more than 200 new peak hour pedestrian trips. Based on the increase of 72 new walk trips during construction, a detailed analysis of the pedestrian condition is not warranted, and construction of the Proposed Action would not result in any significant adverse pedestrian impacts.

- Concerning construction related *parking* impacts:

Construction workers traveling to the site would increase on-street parking demand by 173 vehicles, which would create a parking shortfall of 160 spaces. This shortfall is not considered a significant impact for this project due to the availability and proximity of public transit in the area. As such, construction activities during the 2022 peak construction traffic period would not result in a significant adverse parking impact.

- Concerning construction related *air quality* impacts:

Construction-related increases in both mobile and stationary source emissions of carbon monoxide (CO), nitrogen dioxide (NO₂), particulate matter less than 2.5 microns in diameter (PM_{2.5}), and particulate matter less than 10 microns in diameter (PM₁₀) would not result in any exceedances of the National Ambient Air Quality Standards (NAAQS) or the NYSDEC *de minimis* impact criteria at any of the studied sensitive receptors. In order to predict worst case future conditions, potential impacts related to the proposed JBD were analyzed for the long-term peak period of construction emissions (in year 2021) and the short-term peak period of construction emissions (in year 2023) for on-site stationary sources. The analyses included the implementation of MTA NYC transit construction performance requirements.

- Concerning construction noise and vibration impacts:

Noise

Projected noise levels for construction equipment related to the Candidate Alternatives would not exceed the FTA noise thresholds at any noise sensitive locations adjacent to the proposed construction limits.

At times, noise levels may be elevated above ambient noise levels; however, these noise increases would be minimized by strict adherence to the revised 2005 NYC Noise Code noise preventive measures that would be identified in the construction contracts. In addition, predicted worst-case noise levels for both Phase I and Phase II of construction would last for only a few months and would be intermittent and of short term duration. Because the sources of noise would migrate throughout the construction areas, the effects of construction noise on the sensitive receptors would change depending on the location of the particular noise sources. Finally, the phasing of the JBD construction would include the installation of security/sound barrier walls that would further reduce noise levels for some residents along 165th Street in Phase I and Phase II noise levels along the east side of Merrick Boulevard.

The MTA NYCT construction contract specifications would require the contractor to meet the requirements set forth in the NYCDEP Noise Control Code (e.g. construction Noise Mitigation Plans). Based on these requirements, the contractor must implement and adhere to the Noise Mitigation Plan measures as required.

Vibration

Results of the vibration study indicate that projected vibration levels for construction equipment near sensitive receptors adjacent to the construction zones would not exceed the FTA damage criteria of 0.20 inches per second (ips) for the wood framed residential buildings facing the western edge of the construction zone. After performing an analysis, it was determined that the vibration criteria would not be exceeded at the Allen Cathedral Senior Center building. Damage from vibration could, however, potentially occur at one residential building at 104-09 165th Street where the northern façade of the house would be approximately three feet from the JBD construction zone. Damage from vibration may also occur at some of the backyard garages of homes along 165th Street. For the house at 104-09 165th Street and the smaller garage structures, MTA NYCT would use vibration control measures to minimize, to the extent practicable, the vibration levels for all properties near the construction site.

The FTA vibration *annoyance* criterion of 72 VdB (vibration decibels) would be exceeded at properties within approximately 80 feet of the construction zones. Exceedances would occur at some residential buildings along 165th Street and along 107th Avenue at the Allen Cathedral Senior Center. However, these activities would be relatively short and intermittent, and the sources of vibration would migrate throughout the larger construction zone. All efforts would be made by the contractor to schedule these types of activities during the least intrusive times. Furthermore, the contractor would inform the occupants of adjacent buildings in advance, before they proceed with work associated with equipment such as a jackhammer or backhoe.

During construction, a condition survey of all buildings adjacent to the work would be conducted. For the house at 104-09 165th Street, MTA NYCT would use vibration control measures to minimize, to the extent practicable, the vibration levels for all properties near the construction site. Prior to and during construction, vibration would be monitored at all buildings within a 200-foot radius of the project and if vibration measurements indicated the potential for the building to be damaged, alternative construction methods would be implemented. *MTA NYCT and/or its contractors would be responsible for any vibration damage incurred during construction. NYCT would repair damage or provide equitable compensation to the property owners.* Furthermore, all

efforts would be made by the contractor to schedule vibration generating activities during the least intrusive times. In addition, the contractor would inform the occupants of adjacent buildings in advance of proceeding with work associated with equipment such as a jackhammer or backhoe.

- Concerning construction related *socioeconomic conditions* impacts:

Because most construction activities would take place within the project site, which occupies a full-block site that does not contain any neighboring businesses, construction activities associated with the proposed project would not: significantly block or restrict access to any facilities in the area; affect the operations of any nearby businesses; or, obstruct thoroughfares used by customers or businesses. Therefore, no adverse impacts to the economic viability of local businesses would be anticipated due to construction.

- Concerning construction related *historic and cultural resources* impacts:

There is little to no historic period archaeological sensitivity at the JBD given the level of past disturbance and there are no historic structures located within the Area of Potential Effect (APE). Therefore, construction of the proposed JBD does not have the potential to result in significant adverse effects/impacts on archaeological or architectural resources.

- Concerning construction related *contaminated and hazardous materials* impacts:

Subsurface contamination includes impacts from a historic petroleum release at the Jamaica Bus Depot which is being managed by NYCT in accordance with New York State Department of Environmental Conservation (NYSDEC) requirements under NYSDEC Global Consent Order C02-20000101-3341. The management activities for this spill are being conducted as a separate project; however, during construction, the potential exists for construction workers to encounter these contaminated and hazardous materials. Therefore, the MTA NYCT construction specifications would require the contractor to prepare and implement plans (e.g., health and safety plans, emergency action plan, abatement plans, waste management plan, etc.) and work practices that would prevent exposures of hazardous and contaminated materials to construction workers or the public. Thus, no significant adverse impacts would result from contaminated and hazardous materials.

- Concerning construction related *natural resources* impacts:

The project site contains impervious surfaces and is located in an urban environment; therefore, few plants or animals are located in the vicinity of the JBD. With the proposed JBD, no adverse impacts to natural resources are expected as no biological resources are present. Additionally, there would be no adverse impacts to groundwater or nearby surface water bodies.

A Stormwater Pollution Prevention Plan (“SWPPP”) will be prepared by the contractor which would include a description and detail of: 1) the erosion and sediment control measures during construction; 2) post-construction stormwater management strategies; and, 3) periodic certifications, inspections, and reporting (if required). With these measures in place, no significant adverse impacts to wetlands or water resources would result during construction.

- Concerning construction related *safety and security* impacts:

The proposed JBD would be designed, built, and operated to comply with all relevant federal, state, and local safety regulations, including: the New York State Uniform Fire Prevention and Building Code; ADA regulations; OSHA regulations; and, applicable NFPA guidelines and standards. In addition, NYCT has requirements to ensure the safety and security of employees, transit riders, and the general public. These requirements are contained in NYCT’s Safety Policy/Instruction §10.1.2. The NYCT System Safety Program Plan governs all NYCT facilities, including the reconstruction and expansion of the JBD; requiring NYCT staff and contractors to be

trained in all appropriate safety procedures under this plan. During construction, written Safe Work Plans will be developed identifying potential hazards as well as safety measures to be implemented for the protection of workers on the project site and the general public in the surrounding vicinity.

- Concerning construction related *temporary easement* impacts:

Under each of the Candidate Alternatives, a number of temporary easements would be required which could impact existing use of properties adjoining the project site. During demolition of the existing bus depot, a 10-foot temporary easement would be required on the adjoining properties along 165th Street. The temporary easement would extend from the JBD property line (approximated by the existing depot building wall) 10 feet onto the properties that adjoin the western perimeter of the project site and front 165th Street. At the western edge of the easement, an approximately 15-foot tall construction safety and security barricade would be constructed. The purpose of the barricade is to define the boundary of the work area and protect residents during construction activities. Structures located within the 10-foot temporary easement would be relocated (if practicable) in consultation with the property owner or removed. Trees located within the 10-foot temporary easement area would also be removed. The temporary easements would be removed once the construction has been completed.

VI. PUBLIC COMMENTS

Following the publication of the DEIS, the public review process generated comments relevant to the selection of an alternative. Analysis of the public comments on the DEIS, indicates that six (6) individuals commented on the DEIS, including: one (1) elected official; two (2) representatives from Queens Community Board 12; the president of Amalgamated Transit Unit Local 1056; one resident; and, one private citizen. MTA NYCT responded to all the comments in the FEIS.

The FEIS provides responses to the public's comments on the DEIS which address public concerns regarding several issues including; but not limited to, the potential impacts related to: air quality/adverse health effects; on-street storage of buses and employee parking traffic congestion; construction duration; safety and health concerns; noise; and, vibration.

The commenters were:

- NYC Council Member I. Daneek Miller
- Queens Community Board 12 Michelle Keller, Transportation Chair
- Queens Community Board 12 Yvonne Reddick, District Manager
- Delores Sharp, Private Citizen
- Mark Henry, Amalgamated Transit Unit Local 1056
- Norm Miller (online comment)

VII. IDENTIFICATION OF THE PREFERRED ALTERNATIVE

Based upon MTA NYCT's analyses in the FEIS, with input from the public, and, the FEIS Responses to Comments, MTA NYCT believes that *Candidate Alternative A is preferred* from among the array of alternatives evaluated to meet the stated purpose, need, goals and objectives for this project. *MTA NYCT has concluded that Candidate Alternative A is the Preferred Alternative because it demonstrates the greatest potential to minimize, based on integrated consideration of engineering, economic, and environmental factors, the effects/impacts of construction and operation of the reconstructed Jamaica Bus Depot.*

VIII. SUMMARY

In summary, no unavoidable significant adverse environmental effects are expected from the construction and operation of any of the three Candidate Alternatives evaluated in the FEIS. However, based on integrated consideration of engineering, economic and environmental factors as presented in the FEIS, Candidate Alternative A demonstrates the greatest potential to minimize the engineering, economic and environmental effects/impacts of construction and operation of the reconstructed JBD.

The above Findings Statement was approved and adopted by the Board of Directors of MTA NYCT on _____ 2019.

By: _____

CORPORATE SECRETARY

Procurement & Supply Chain

Steve Plochochi, Senior Vice President



MTA Procurement staff and colleagues from the MTA Department of Diversity and Civil Rights (DDCR) are pictured together at New York State's 9th Annual MWBE Forum in Albany, New York. Among NYS Agencies and Public Authorities, the MTA is ranked number one with dollars paid to NYS certified Minority and Women-Owned Business Enterprises, due in large part to the partnership between Procurement and DDCR.

PROCUREMENTS


The Procurement Agenda this month includes 8 actions for a proposed expenditure of \$249.0M.

Subject Request for Authorization to Award Various Procurements

Department Procurement & Supply Chain – NYCT

Department Head Name Stephen M. Plochochi

Department Head Signature



Project Manager Name Rose Davis

Board Action

Order	To	Date	Approval	Info	Other
1	Committee	10/21/19			
2	Board	10/23/19			



October 14, 2019

Department Law and Procurement

Department Head Name

Department Head Signature

Internal Approvals

	Approval		Approval
	President NYCT		Acting Pres. MTA Bus/SVP DOB
	SVP Operations Support	X	Subways
X	Capital Prog. Management	X	Diversity/Civil Rights
	Law		

Internal Approvals (cont.)

Order	Approval	Order	Approval	Order	Approval	Order	Approval

PURPOSE

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

DISCUSSION

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

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

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

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

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

<u>Procurements Requiring Two-Thirds Vote:</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$ 150.9 M
SUBTOTAL	<u>1</u>	<u>\$ 150.9 M</u>

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

<u>Schedules Requiring Two-Thirds Vote:</u>		
Schedule B: Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)	2	\$ TBD M
Schedule C: Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)	1	\$ 43.7 M
<u>Schedules Requiring Majority Vote:</u>		
Schedule H: Modifications to Personal/Miscellaneous Service Contracts	1	\$ 8.4 M
SUBTOTAL	<u>4</u>	<u>\$ 52.1 M</u>

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

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

NYC Transit proposes to award Ratifications in the following categories:

<u>Schedules Requiring Two-Thirds Vote:</u>		
Schedule D: Ratification of Completed Procurement Actions	2	\$ 44.0 M
<u>Schedules Requiring Majority Vote:</u>		
Schedule K: Ratification of Completed Procurement Actions	1	\$ 2.0 M
SUBTOTAL	<u>3</u>	<u>\$ 46.0 M</u>
TOTAL	<u>8</u>	<u>\$ 249.0 M</u>

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

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

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

BOARD RESOLUTION

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

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

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

NOW, the Board resolves as follows:

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

OCTOBER 2019


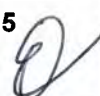
LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

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

- | | | |
|---|-----------------------------|--------------------------------------|
| 1. Prevost Car (US), Inc. | \$150,975,138 (Est.) | <u>Staff Summary Attached</u> |
| Two Proposals – 87-month contract | | |
| Contract# B-40668 | | |
| Furnish and delivery of 257 over-the-road express diesel buses. | | |

Staff Summary

Item Number 1			
Department, Department Head Name: Procurement & Supply Chain, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Order	Approval
1 SJS FB LM	Materiel		
2 X	Law, MTABC		
3 X	CFO		
4 X	DDCR		
5 	Acting President, MTABC		

SUMMARY INFORMATION	
Vendor Name Prevost Car (US), Inc.	Contract No. B-40668
Description Furnish and deliver 257 over-the-road express diesel buses	
Total Amount \$150,975,138	
Contract Term (including Options, if any) 87 months from Notice of Award (inclusive of delivery of the buses and provision of warranty support)	
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"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Purpose

To request that the Board, pursuant to Public Authorities Law, Section 1265-a, subdivision 4(g), approve the federally funded purchase of 257 over-the-road express diesel buses and related items such as spare parts, special tools and equipment, diagnostic testing, and technical documentation and training from Prevost Car (US), Inc. ("Prevost") in the total estimated amount of \$150,975,138 for MTA Bus Company ("MTABC").

Discussion

On September 24, 2018, the Board adopted a resolution authorizing the use of competitive Request for Proposals ("RFP") in lieu of competitive bidding to award contracts for the purchase of 50 over-the-road express diesel buses for NYC Transit (Contract B40665) and 257 over-the-road express diesel buses for MTABC (Contract B40668). The combined RFP process was conducted to realize efficiencies and consider economies of scale. The 257 buses under this contract will replace existing aging buses that have reached the end of their 12-year useful life operating out of MTABC depots in the Bronx, Queens, and Yonkers. The award of the 50 buses for NYC Transit to Prevost is also being presented in this package to the October Board under a separate approval request.

The solicitation was advertised in February 2019, and 11 bus manufacturers were directly contacted. Pursuant to the statutory framework, the selection criteria, listed in descending order, were as follows: Overall Project Cost, Delivery, Overall Quality of Proposer and Product, and Other Relevant Matters. Selection Committee ("SC") members were drawn from NYC Transit Department of Buses ("DOB"), Procurement, Office of Management & Budget, and Operations Planning.

Two over-the-road express diesel bus manufacturers, Motor Coach Industries, Inc. ("MCI") and Prevost, attended the pre-proposal conference held on February 26, 2019. Initial proposals were received on April 5, 2019, from both manufacturers.

After the SC reviewed the initial proposals, both MCI and Prevost were invited for oral presentations. Oral presentations and negotiations were conducted on a series of dates spanning from May 2019 through June 2019. Negotiations centered on pricing, delivery, alternate proposals, exceptions/deviations/clarifications to the technical specifications, and terms and conditions.

Best and Final Offers ("BAFOs") were received from both MCI and Prevost on August 9, 2019. The SC reviewed the two BAFOs in accordance with the evaluation criteria and unanimously recommended award of all 257 over-the-road express diesel buses to Prevost due to its substantially lower price, better delivery schedule, and higher technical evaluation.

Staff Summary

The award to Prevost will consist of \$149,708,154 (\$582,522 per bus) for the 257 buses; \$481,243 for qualification testing, diagnostic tools, special equipment, and manuals; \$500,278 for an estimated quantity of training; and \$285,464 for capital spares. The total award amount is \$150,975,138, which is \$13,877,204 or 8.42 percent below the BAFO pricing (\$164,852,343) provided by MCI.

Prevost will build a total of four pilot buses for pre-production requirements such as qualification testing, in-service evaluation, and the configuration audit. Pilot bus #1 is scheduled to be provided to MTABC in February 2020, and will be used for the configuration audit and in-service evaluation. The remaining three pilot buses will be made available for qualification testing between March 2020 and June 2020. The Authority will utilize the results of the in-service evaluation and qualification testing conducted under this Contract B40668 to fulfill the pre-production requirements for Contract B40665¹, thus expediting bus delivery and realizing cost savings on inspections and testing.

Prevost will manufacture these buses in a facility located in Plattsburgh, New York, which it shares with an affiliated company, Nova Bus, a Division of Prevost Car (US), Inc. The buses for both contracts (B40668 and B40665) will be delivered in the following sequence based on the needs of MTABC and NYC Transit:

Contract #	Quantity of Buses	Delivery Dates
B40668 (for 257 buses)	30	November 2020–December 2020
B40665 (for 50 buses + 23 option buses)	30	January 2021–February 2021
B40668 (for 257 buses)	227	February 2021–February 2022
B40665 (for 50 buses + 23 option buses)	20	February 2022–March 2022
B40665 (for 50 buses + 23 option buses)	23	March 2022 – April 2022 (if Option is exercised)

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

Prevost will comply with the newly revised Federal Transit Administration (“FTA”) Buy America requirement of 70 percent.

Procurement, DOB, and NYC Transit’s Cost Price Analysis Unit have determined the final prices to be fair and reasonable based on adequate price competition. Based on a review of Prevost’s financials, there is reasonable assurance that Prevost is financially qualified to perform this contract. Prevost has submitted a Parent Letter of Guarantee from Volvo Bus Corporation, guaranteeing Prevost’s performance under this contract.

M/W/DBE Information

Transit Vehicle Manufacturers (“TVM”) is a program whereby the FTA pre-approves vehicle manufacturers to bid or propose on federally funded vehicle procurements based on established guidelines to ensure Disadvantaged Business Enterprises (“DBE”) participation. As this contract will be federally funded, the TVM program applies. Prevost has furnished its TVM Certification of Compliance with DBE Regulations in accordance with FTA guidelines.

Impact on Funding

This contract will be funded with 80 percent FTA funds and 20 percent New York City funds. Funds for this procurement have been approved in the MTA 2015–2019 Capital Program. A WAR certificate will be secured prior to award.

Inventory

There will be an increase in inventory of unique parts associated with these buses that are not common to the existing fleets. Additionally, the contract includes approximately \$285,464 in spare parts.

Alternatives

There are no alternatives. MTABC needs these buses to continue to provide service to its customers. There is no reason to believe that conducting another solicitation will result in a better outcome.

Recommendation

It is recommended that the Board, pursuant to Public Authorities Law, Section 1265-a, subdivision 4(g), approve the federally funded purchase of the of 257 over-the-road express diesel buses and related items such as spare parts, special tools and equipment, diagnostic testing, and technical documentation and training from Prevost in the total estimated amount of \$150,975,138.

¹ B40665 is a contract for the purchase of 50 over-the-road express diesel buses for NYC Transit which is also being presented in this package to the October Board under a separate approval request.

OCTOBER 2019

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

B. Competitive Requests for Proposals (Solicitation of Purchase and Public Work Contracts)
 (Staff Summaries required for items estimated to be greater than \$1,000,000.)

Contractor To Be Determined	Cost To Be Determined	<u>Staff Summary Attached</u>
Contract Term To Be Determined		
1. Contract #s B-40676		↓
2. Contract #s B-40666		↓
RFP Authorizing Resolution for the purchase of 45 low-floor 40-foot all-electric buses for NYC Transit with an option for 30 additional buses, and 275 low-floor 40-foot diesel-electric hybrid buses for NYC Transit with an option for 558 additional buses.		

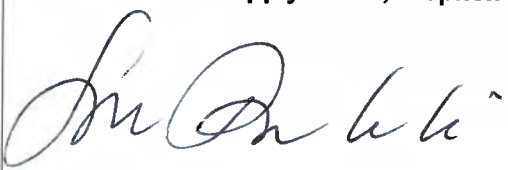


C. Competitive Requests for Proposals (Award of Purchase and Public Work Contracts)
 (Staff Summaries required for items estimated to be greater than \$1,000,000.)

3. Prevost Car (US), Inc.	\$43,686,773	<u>Staff Summary Attached</u>
Two Proposals – 88-month contract		
Contract# B-40665		
Furnish and delivery of 50 over-the-road express diesel buses and exercise of the option to purchase 23 additional over-the-road express diesel buses.		

Procurements Requiring Majority Vote:

H. Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded as Contracts for Services
 (Staff Summaries required for items estimated to be greater than \$1,000,000.)

4. Global Contact Services	\$8,362,573 (Est.)	<u>Staff Summary Attached</u>
Contract# 6%4206.4		
Modification to the contract for the Access-A-Ride Call Center for Paratransit, in order to extend the contract term for up to 4 months and add funding.		

Item Number 1-2			
Department, Department Head Name Procurement & Supply Chain, Stephen M. Plochochi			
			
Internal Approvals			
Order	Approval	Order	Approval
1 <i>SSS for LM</i>	Material	6 	President
2 X	Law		
3 X	CFO		
4 X	Buses		
5 	OPS		

SUMMARY INFORMATION	
Vendor Name RFP Authorizing Resolution	Contract Nos. B-40676 B-40666
Descriptions Purchase of 45 low-floor 40-foot all-electric buses for NYC Transit with an option for 30 additional buses Purchase of 275 low-floor 40-foot diesel-electric hybrid buses for NYC Transit with an option for 558 additional buses	
Total Amount TBD	
Contract Term (including Options, if any) TBD	
Option(s) included in Total Amt? <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"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Purpose

To request that the Board approve the addition of an option for 30 low-floor 40-foot all-electric buses to the Competitive Request for Proposals for Contract B-40676 and the addition of an option for 558 low-floor 40-foot buses (210 diesel-electric hybrid and 348 diesel) to the Competitive Request for Proposals for Contract B-40666 and declare competitive bidding impractical or inappropriate for the additional buses.

Discussion

The Board has previously declared competitive bidding impractical or inappropriate for the federally funded procurement of 45 low-floor 40-foot all-electric buses (June 2019) and a separate locally funded procurement of 275 low-floor 40-foot diesel-electric hybrid buses (January 2019), and found it in the public interest to issue competitive Requests for Proposals (“RFPs”) pursuant to New York State Public Authorities Law, Section 1209, subdivision 9(g). The Public Authorities Law, Section 1209, subdivision 9(g) permits NYC Transit to use the competitive RFP process in lieu of competitive bidding to award contracts based on a formal evaluation of characteristics such as quality, delivery, and cost against stated selection criteria.

NYC Transit is desirous of expanding the scope of these two procurements to include option buses which will be utilized to replace 588 aging diesel-electric hybrid buses that have reached the end of their 12-year useful life. The procurement for 45 low-floor 40-foot all-electric buses will be augmented to include an option for 30 additional low-floor 40-foot all-electric buses in order to allow NYC Transit to purchase the maximum number of all-electric buses that it can support in the short term as charging and scalability strategies are developed. The procurement of 275 low-floor 40-foot diesel-electric hybrid buses will be augmented to include an option for 558 additional low-floor 40-foot buses (210 diesel-electric hybrid and 348 diesel) to allow for the expedited replacement of these vehicles. If not replaced in a timely way, these buses will require extensive refurbishment in order to remain on the road beyond their useful life.

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

Alternative

Issue two additional competitive RFPs for the additional buses. Not recommended, as this is not an efficient procurement strategy and will delay the acquisition of the additional buses, resulting in the need to expend significant operating funds to extend the useful life of the older diesel-electric hybrid buses.

Impact on Funding

It is anticipated that the 30 low-floor 40-foot all-electric option buses will be funded under T8030201 and the 558 low-floor 40-foot option buses will be funded under T8030202 as part of the proposed 2020–2024 Capital Program. The options will not be exercised until the 2020–2024 funding is available, or an alternative funding source is identified.

Recommendation

It is recommended that the Board approve the addition of an option for 30 low-floor 40-foot all-electric buses to the Competitive Request for Proposals for Contract B-40676 and the addition of an option for 558 low-floor 40-foot buses (210 diesel-electric hybrid and 348 diesel) to the Competitive Request for Proposals for Contract B-40666 and declare competitive bidding impractical or inappropriate for the additional buses.

Staff Summary

Item Number 3			
Department, Department Head Name: Procurement & Supply Chain, Stephen M. Plochochi			
Internal Approvals			
Order	Approval	Order	Approval
1 <i>SJS for LM</i>	Materiel	6	OPS
2 X	Law	7	President
3 X	CFO		
4 X	DDCR		
5 X	Buses		

SUMMARY INFORMATION	
Vendor Name Prevost Car (US), Inc.	Contract No. B-40665
Description Furnish and deliver 50 over-the-road express diesel buses with an option for 23 additional over-the-road express diesel buses	
Total Amount \$43,686,773 (\$30,088,238 base + \$13,598,535 option)	
Contract Term (including Options, if any) 88 months from Notice of Award (inclusive of delivery of the buses and provision of warranty support)	
Option(s) included in Total Amt? <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"/> Noncompetitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Purpose

To request that the Board, pursuant to Public Authorities Law, Section 1209, subdivision 9(g), approve the purchase of 50 over-the-road express diesel buses with an option for 23 additional over-the-road express diesel buses and related items such as spare parts, special tools and equipment, diagnostic testing, technical documentation and training from Prevost Car (US), Inc. (“Prevost”) in the total estimated amount of \$43,686,773 (\$30,088,238 for the base award and \$13,598,535 for the option). The Board is also requested to authorize the Assistant Chief Procurement Officer to approve the exercise of the option for 23 additional over-the-road express diesel buses if NYC Transit takes over two Staten Island express bus routes from the city, and funding becomes available.

Discussion

On September 24, 2018, the Board adopted a resolution authorizing the use of competitive Request for Proposals (“RFP”) in lieu of competitive bidding to award contracts for the purchase of 50 over-the-road express diesel buses (Contract B40665) for NYC Transit and 257 over-the-road express diesel buses (Contract B40668) for MTA Bus Company (“MTABC”). The combined RFP process was conducted to realize efficiencies and consider economies of scale. The 50 buses under this Contract will replace existing aging buses that have reached the end of their 12-year useful life operating out of NYC Transit depots on Staten Island. The award of the 257 buses for MTABC to Prevost is also being presented in this package to the October Board under a separate approval request.

The solicitation was advertised in February 2019, and 11 bus manufacturers were directly contacted. Pursuant to the statutory framework, the selection criteria, listed in descending order, were as follows: Overall Project Cost, Delivery, Overall Quality of Proposer and Product, New York State Content, and Other Relevant Matters. Selection Committee (“SC”) members were drawn from NYC Transit Department of Buses (“DOB”), Procurement, Office of Management & Budget, and Operations Planning.

Two over-the-road express diesel bus manufacturers, Motor Coach Industries, Inc. (“MCI”) and Prevost, attended the pre-proposal conference held on February 26, 2019. Initial proposals were received on April 5, 2019, from both manufacturers.

After the SC reviewed the initial proposals, both MCI and Prevost were invited for oral presentations. Oral presentations and negotiations were conducted on a series of dates spanning from May 2019 through June 2019. Negotiations centered on pricing, delivery, alternate proposals, exceptions/deviations/clarifications to the technical specifications, and the terms and conditions.

On June 3, 2019, the Chief Maintenance Officer of the Department of Buses issued a request to include option buses for up to 23 additional over-the-road express diesel buses for exercise in anticipation of NYC Transit taking over two Staten Island express bus routes from the city. The option buses were included in the solicitation of Best and Final Offers (“BAFOs”). BAFOs were received from both MCI and Prevost on August 9, 2019. The SC reviewed the BAFOs in accordance with the evaluation criteria and unanimously recommended award of this contract to Prevost due to its substantially lower price, better delivery schedule, higher technical evaluation, and significantly higher NYS content.

The award to Prevost will consist of \$29,541,034 (\$590,821 per bus) for the 50 buses; \$82,491 for diagnostic tools, special equipment, and manuals; \$364,528 for an estimated quantity of training; and \$100,186 for capital spares. The total award amount is \$30,088,238, which is \$3,699,778 or 10.95 percent below the BAFO pricing (\$33,788,016) provided by MCI.

All pre-production testing, retrofits, and configuration audit requirements for Contract B40665 will be met by utilizing pilot buses manufactured for Contract B40668¹. Thus, the Authority will realize cost savings on inspections and testing for this Contract B40665. Prevost will deliver the buses for both contracts (B40668 and B40665) in the following sequence based on the needs of MTABC and NYC Transit:

Contract #	Quantity of Buses	Delivery Dates
B40668 (for 257 buses)	30	November 2020 – December 2020
B40665 (for 50 buses + 23 option buses)	30	January 2021 – February 2021
B40668 (for 257 buses)	227	February 2021 – February 2022
B40665 (for 50 buses + 23 option buses)	20	February 2022 – March 2022
B40665 (for 50 buses + 23 option buses)	23	March 2022 – April 2022 (if Option is exercised)

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

The total New York State Content offered by Prevost for this contract will be \$8,512,231 which represents 28.29 percent of the total award. It should be noted that the New York State Content offered by MCI was 21.94 percent. In addition to sourcing materials and services from New York State companies, Prevost will utilize a manufacturing facility in Plattsburgh, New York, which it shares with an affiliated company, Nova Bus, a Division of Prevost Car (US), Inc.

Procurement, DOB, and NYC Transit’s Cost Price Analysis Unit have determined the final prices to be fair and reasonable based on adequate price competition. Based on a review of Prevost’s financials, there is reasonable assurance that Prevost is financially qualified to perform this contract. Prevost has submitted a Parent Letter of Guarantee from Volvo Bus Corporation, guaranteeing Prevost’s performance under this contract.

M/W/DBE Information

The MTA Department of Diversity and Civil Rights (DDCR) has established zero percent M/WBE and zero percent SDVOB goals on this contract as, historically, there has been limited M/WBE attainment due to the lack of subcontracting availability.

Impact on Funding

The base contract will be funded with 100 percent MTA funds. Funds for this procurement have been approved in the MTA 2015–2019 Capital Program. A WAR certificate will be secured prior to award. Award of 23 option buses will be contingent on a comprehensive agreement with NYC Department of Transportation regarding the operation of two express routes, SIM 23 and 24, currently under discussion, as well as funding availability.

Inventory

There will be an increase in inventory of unique parts associated with these buses that are not common to the existing fleets. Additionally, the contract includes approximately \$100,186 in spare parts.

Alternatives

There are no alternatives. NYC Transit needs these buses to continue to provide service to its customers. There is no reason to believe that conducting another solicitation will result in a better outcome.

Recommendation

It is recommended that the Board approve, pursuant to Public Authorities Law, Section 1209, subdivision 9(g), the purchase of 50 over-the-road express diesel buses with an option for 23 additional over-the-road express diesel buses and related items such as spare parts, special tools and equipment, and technical documentation and training from Prevost in the total estimated amount of \$43,686,773 (\$30,088,238 for the base award and \$13,598,535 for the option). It is also recommended that the Board authorize the Assistant Chief Procurement Officer to approve the exercise of the option to purchase 23 additional over-the-road express diesel buses once an agreement is in place and funding becomes available.

¹ B40668 is a federally funded contract for the purchase of 257 over-the-road express diesel buses for MTABC which is also being presented in this package to the October Board under a separate approval request.

Schedule H: Modifications to Personal Service & Miscellaneous Contracts



Item Number: 4

Vendor Name (Location) Global Contact Services (Salisbury, North Carolina)
Description Access-A-Ride Call Center for Paratransit
Contract Term (including Options, if any) January 1, 2013–December 31, 2019
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input checked="" type="checkbox"/> Operating <input type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Department of Buses, Craig Cipriano

Contract Number 6%4206	AWO/Mod. # 4
Original Amount:	\$ 152,900,016
Prior Modifications:	\$ 49,497,662
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 202,397,678
This Request:	\$ 8,362,573
% of This Request to Current Amount:	4.1%
% of Modifications (including This Request) to Original Amount:	37.8%

Discussion:

NYC Transit is requesting approval to extend the term of Contract 6%4206 with Global Contact Services (“GCS”) for up to 120 days for the continued operation of the Paratransit Call Center, which will allow for continuity of service while the competitively solicited Call Center Request for Proposal (“RFP”) is concluded. The estimated expenditure of this extension is \$12,315,498, and additional funding in the amount of \$8,362,573 is being requested, as approximately \$3.9 million will remain at the end of the contract term.

The Paratransit Call Center is an integral part of Paratransit’s overall operation. Its purpose is to facilitate the Access-A-Ride (“AAR”) program by scheduling customer trips, responding to customer inquiries, and performing other customer service–related functions on a 24/7 basis while complying with the Americans with Disabilities Act.

The current call center contract was awarded as the result of a competitively solicited RFP and was Board approved in November 2012 with an effective date of January 1, 2013. The base contract term is for five years with an option to extend for up to two additional years for a combined estimated amount of \$203 million. NYC Transit exercised the two additional option years after receiving Board approval in October 2017, and the contract is currently scheduled to end December 31, 2019.

This request for additional time and funding is necessary in order to ensure continuity of call center service and to avoid any potential impacts on the larger AAR program. The extensive outreach efforts made by NYC Transit Procurement to identify industry leaders and cultivate new competition has had a positive effect and resulted in many new and viable firms proposing on the Paratransit Call Center RFP. The outcome has caused the negotiation phase of the RFP, which is currently ongoing, to take longer than expected. In addition, proposers have indicated the need for additional start-up time. Further, NYC Transit has been notified that the Office of the State Comptroller is enacting its right to review and approve the new call center contract, which will take place after Board approval and prior to an award being made, thus potentially impacting the start date of the new contract.

Through discussions with GCS, Procurement was able to get GCS to maintain its current pricing throughout the 120-day extension. These prices have been deemed fair and reasonable based on the original negotiated prices as well as the current market.

SEPTEMBER 2019

LIST OF RATIFICATIONS FOR BOARD APPROVAL

Procurements Requiring Two-Thirds Vote:

D. Ratification of Completed Procurement Actions

(Staff Summaries required for items estimated to be greater than \$1,000,000.)

	Siemens Mobility, Inc. and Thales Transport and Security, Inc.	\$44,001,315 (Aggregate)	<u>Staff Summary Attached</u>
			↓
1.	Contract# S-48013-1 (Siemens)	\$20,675,413	↓
2.	Contract# S-48013-2 (Thales)	\$23,325,902	↓
	Immediate Operating Need		
	R179/R211 Carborne Equipment for Communications-Based Train Control on the Eighth Avenue Line.		

Procurements Requiring Majority Vote:

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

(Staff Summaries required for items estimated to be greater than \$1,000,000.)

3.	Halmar International LLC	\$2,050,000	<u>Staff Summary Attached</u>
	Contract# E-30300.2		
	Modification to the contract for the replacement of two escalators, stairs, and an elevator at 42nd Street – Grand Central Station; in order to address the costs associated with accelerating/re-sequencing the work under the base contract.		

Item Number: 1-2

Vendor Names (Locations) Siemens Mobility, Inc. (New York, New York) Thales Transport and Security, Inc. (Pittsburgh, Pennsylvania)	Contract Numbers S-48013-1 (Siemens) S-48013-2 (Thales)	Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Description R179/R211 Carborne Equipment for Communications-Based Train Control on the Eighth Avenue Line	Total Amount: \$44,001,315 Siemens: R179 \$20,675,413 Thales: R211 (base) \$23,325,902	
Contract Terms (including Options, if any) Siemens R179: 48 Months Thales R211: 60 months	Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> n/a	Requesting Dept./Div., Dept./Div. Head Name: Capital Program Management, Alok Saha	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive		
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:		

Discussion:

It is requested that the Board ratify the contract awards made on March 27, 2019, pursuant to the declaration of an Immediate Operating Need (“ION”) requested by NYC Transit Capital Program Management (“CPM”) and approved by the VP, Materiel, for procurement of Communications-Based Train Control (“CBTC”) Carborne Equipment for the Eighth Avenue Line: S-48013-1 in the amount of \$20,675,413 to Siemens Mobility, Inc. (“Siemens”) for R179 subway cars; and S-48013-2 to Thales Transport and Security, Inc. (“Thales”) in the amount of \$23,325,902 for R211 subway cars.

The contract for the R211 CBTC carborne equipment includes options for additional carborne equipment that corresponds with the R211 Kawasaki subway car procurement: the first option for 128 (five-car) operating units and the second option for 89 (four- and five-car) operating units. In addition, both the R179 and R211 CBTC carborne equipment contracts have options for long-term maintenance where, after the expiration of the warranty, NYC Transit employees will perform the diagnoses, removal, and repair of certain designated components; the contractor will perform repair of other designated components. In all instances, NYC Transit will re-install the repaired equipment on the car. Maintenance for the 20-year useful life of the equipment will be covered in the form of four 5-year option periods. All options, if exercised, will require future Board approval.

CBTC is a train control system that uses equipment, installed along the wayside and on the subway cars, that provides improved safety and shorter headways between trains, allowing for increased passenger capacity through a more efficient use of the track and car fleet. There are currently two companies whose systems have been pre-qualified to participate on this project: Siemens and Thales. Siemens’ CBTC system is currently in use on the Canarsie line, and Thales completed the installation of its CBTC system on the Flushing line in November 2018; that system is currently in service. Both Siemens and Thales have successfully demonstrated interoperability between their CBTC systems under the Culver Test Track project. As a result, both Siemens and Thales are providing equipment for the Queens Boulevard Line (“QBL”) Signal System Modernization project. In October 2018 the Board authorized the use of a streamlined competitive Request for Proposal (“RFP”) to facilitate the procurement of R179/R211 Eighth Avenue line CBTC carborne equipment from the only two qualified CBTC suppliers: Siemens and Thales.

This streamlined RFP for CBTC carborne equipment for the new R179 and new R211 subway cars (base and options) utilized the terms and conditions of the existing QBL contracts, and are implemented as separate supplemental agreements under those respective contracts. The CBTC carborne equipment purchase for the R179 subway cars will provide CBTC equipment to outfit 73 (four- and five-car) operating units that will be installed by NYC Transit personnel in NYC Transit facilities. The R179 subway car specification required that the subway cars be built to later accommodate CBTC equipment. The R211 CBTC carborne equipment purchase will furnish CBTC equipment to outfit 92 (five-car) operating units under the base car builder contract (with Kawasaki Rail Car, Inc.), 128 (five-car) operating units under Option 1 and 89 (four- and five-car) operating units under Option 2 to the car builder contract. The R211 subway cars are being designed to have CBTC equipment installed by Kawasaki at its U.S. manufacturing facilities. The CBTC contractors under the subject awards will conduct training for installation personnel and will support installation of all the purchased units.

Siemens/Thales Continued:

The declaration of an ION was made on January 24, 2019, as a result of the request by the VP, Network and Resignaling, Capital Program Management. The ION was needed in order to expeditiously award this contract as Kawasaki, the R211 subway car manufacturer, had reached a critical point in its accelerated design whereby detailed CBTC design input from the actual CBTC supplier was needed in order for Kawasaki to advance the R211 car design and hold its extremely aggressive delivery schedule. The award to Thales for the R211 carborne equipment allowed Kawasaki and Thales to engage in meaningful technical discussions. The ION allowed Procurement to take appropriate actions to accelerate the award of these contracts.

Technical proposals were received from Siemens and Thales in January 2019, followed by price proposals in February 2019. Both firms submitted initial proposals for the CBTC carborne equipment, including the options for additional quantities of carborne equipment for the corresponding R211 subway car options. Pricing for long-term maintenance from both proposers was initially incomplete and required further discussions resulting in each proposer offering two variations of long-term maintenance plans. Negotiations were conducted that centered on price and schedule as well as firming up the details and pricing for long-term maintenance.

Best and Final Offers (“BAFOs”) were received in March 2019 as indicated in the following table and were found to be fair and reasonable based on adequate price competition and in comparison with the estimate.

	Siemens	Thales
R179	\$20,675,413	\$17,209,565
Long-Term Maintenance	<u>\$3,950,863</u>	<u>\$6,027,000</u>
Total	\$24,626,276	\$23,236,565
R211 (Base)	\$21,228,070	\$23,325,902
R211 (Options 1 & 2)	\$29,083,037	\$23,848,665
Long-Term Maintenance	<u>\$11,471,567</u>	<u>\$14,784,000</u>
Total	\$61,782,674	\$61,958,567

***Bold** indicates the recommended award inclusive of options for long-term maintenance and additional carborne equipment for the R211 subway car options. Maintenance pricing represents the highest level of support offered by each proposer.

Both companies were deemed technically competent and capable of performing the work. The Selection Committee (“SC”) unanimously deemed the proposal from Thales to be technically superior based on the evaluation criteria, which included previous experience, schedule, approach to the work, and other technical matters. Thales’ proposed schedule for the delivery of CBTC equipment for the R211 prototype trains was in full compliance with the schedules outlined in the solicitation and Kawasaki’s specified dates for receipt of CBTC carborne equipment for the prototype subway cars. Siemens was unable to fully comport with this critical requirement. Additionally, the SC evaluated the maintenance plans from each proposer and determined that while both provided compliant maintenance plans, Thales’ full repair service plan offered additional features that demonstrated a more comprehensive approach to maintenance and obsolescence management. After consideration of the technical and price proposals for the base contract and all options, the SC unanimously determined that the award strategy affording best value to NYC Transit was to split the award, recommending Siemens for the R179 requirements and Thales for the R211 requirements. This approach mitigates the risk of potential delays in the completion of the overall work for the Eighth Avenue line and provides a higher degree of delivery certainty for the critical R211 subway car contract. Accordingly, Thales will focus solely on supporting Kawasaki in meeting its aggressive delivery schedule for the R211 subway cars, the first fleet to be provided to NYC Transit with CBTC equipment installed by the car builder. Siemens will focus solely on the R179 subway car requirements.

In connection with a previous contract awarded to Siemens, Siemens was found to be responsible notwithstanding significant adverse information (“SAI”) pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman and Chief Executive Officer in consultation with the MTA General Counsel in August 2016. No new SAI has been found relating to Siemens and Siemens has been found to be responsible. A Contractor Compliance Program was put in place for Siemens in April 2018.

Schedule K: Ratification of Completed Procurement Actions



Item Number: 3

Vendor Name (Location) Halmar International LLC (Nanuet, New York)
Description Replacement of two Escalators, Stairs, and Elevator at 42nd Street – Grand Central Station
Contract Term (including Options, if any) December 31, 2018–February 28, 2021
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> n/a
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Noncompetitive
Solicitation Type <input type="checkbox"/> RFP <input type="checkbox"/> Bid <input checked="" type="checkbox"/> Other: Modification
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:
Requesting Dept./Div., Dept./Div. Head Name: Capital Program Management, Alok Saha

Contract Number E-30300	AWO/Mod. #s 2
Original Amount:	\$ 15,275,000
Prior Modifications:	\$ 355,000
Prior Budgetary Increases:	\$ 0
Current Amount:	\$ 15,640,000
This Request:	\$ 2,050,000
% of This Request to Current Amount:	13.1%
% of Modifications (including This Request) to Original Amount:	15.7%

Discussion:

This retroactive modification is for the acceleration/re-sequencing of contract work under contract E-30300 for the Replacement of Two Escalators, Stairs and Elevator at the 42nd Street – Grand Central station on the Lexington Avenue line (IRT) in Manhattan in order to reduce the contract duration from 26 months to 20 months and establish a revised Substantial Completion (“SC”) date of September 2, 2020.

The base contract scope of work includes (1) providing new, and reinforcing existing, escalator support beams at mezzanine, street, and intermediate levels; (2) reconstruction of concrete slabs affected by removal of beams at the mezzanine and street level; (3) replacing the hatch at the escalator pit to accommodate a new ship ladder; and (4) providing steel frame for the escalator. Work for the elevator includes providing (1) steel connection brackets to new elevator guide rails; and (2) a new elevator hoist beam and connections. Work for the stairs includes (1) reconstruction of the concrete stairs; (2) reinforcing or replacing existing stair support beams; (3) reconstructing concrete slabs affected by the removal of beams at mezzanine, street, and intermediate levels; and (4) providing concrete footing for new concrete stairs, and installing Americans with Disabilities Act–compliant handrails. The work also addresses the historic preservation of the Grand Central passageway and integration of artwork. All contractual work is to be performed at Grand Central Station, an extremely high-traffic intermodal transit station.

The base contract was awarded with a duration of 26 months and a contractual SC date of February 28, 2021. According to the approved baseline schedule, complete stair replacements were scheduled to take eight months (May 1, 2019–December 31, 2019), followed by replacement of the elevator and escalators, which were scheduled to take 14 months (January 1, 2020–February 28, 2021). To minimize the inconvenience to passengers, the MTA determined to accelerate/re-sequence the contractual work. Modification No. 1 was initiated to accelerate/re-sequence the demolition and construction for the stair replacement work in order to reopen the stairs within two months (May 1, 2019–June 30, 2019).

This modification implements the following additional project schedule changes: (1) the original 14-month duration for replacement of two escalators and one elevator will be accelerated/re-sequenced to an eight-month duration (September 30, 2019–May 31, 2020); (2) the remaining installation of final stair finishes will occur during one month from June 1, 2020 to June 30, 2020; and (3) all remaining final elements of work related to the elevator and escalator construction will be performed by the contractor during off-peak hours and weekends between July 1, 2020, and September 2, 2020.

This modification includes costs associated with (1) accelerating delivery of materials; and (2) additional labor and supervision costs associated with working other than regular shifts.

The Contractor’s proposal is \$2,182,014. The in-house estimate is \$1,986,742. Negotiations resulted in the agreed-upon lump-sum price of \$2,050,000 which has been determined to be fair and reasonable. Savings of \$132,014 were achieved.



Bridges and Tunnels

Procurements October 2019



Staff Summary



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

Date 10/15/2019
Vendor Name
Contract Number
Contract Manager Name
Table of Contents Ref #

Board Action					
Order	To	Date	Approval	Info	Other
1	President	10/15/2019			
2	MTA B&T Committee	10/21/2019			
3	MTA Board	10/23/2019			

Internal Approvals			
Order	Approval	Order	Approval
	President <i>MMT</i>		VP & Chief Financial Officer
	SVP & General Counsel <i>MMT</i>		VP Operations
	VP & Chief of Staff		VP & Chief Engineer
			VP & Chief Procurement Officer <i>BB</i>

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

PURPOSE:

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

DISCUSSION:

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

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

<u>Schedules Requiring Two-Thirds Vote: -</u>	<u># of Actions</u>	<u>\$ Amount</u>
Schedule C: Competitive Request for Proposals	2	\$524.983M
Schedule Requiring Majority Vote:		
Schedule F: Personal Service Contracts	1	\$ 15.566M
Schedule H: Modification to Personal Service Contract and Miscellaneous Service Contract	2	\$ 45.111M
SUBTOTAL	5	\$ 585.66M

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

TOTAL	5	\$ 585.66M
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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.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2019

MTA BRIDGES & TUNNELS

Procurements Requiring Two-Thirds Vote:

C: Competitive Request for Proposals (Award of Purchase and Public Work Contracts)
(Staff Summaries requiring Board approval)

1. **Transcore, LP** **\$507,244,615** **Staff Summary Attached**
Contract No. 19-CBDT-2978

7 Years, 2 Months – Competitive RFP

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to award a competitively solicited miscellaneous procurement contract to design, build, operate, and maintain (DBOM) the Central Business District Tolling Program infrastructure and toll collection system.

2. **Trevcon Construction Co. Inc.** **\$17,738,825** **Staff Summary Attached**
Contract No. BW07/BW32

2 years, 2 months – Competitive RFP

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to award a competitively solicited public work contract for Design-Build Services for Fender Protection and Fire Standpipe System at the Bronx-Whitestone Bridge to Trevcon Construction Co., Inc.

Procurements Requiring Majority Vote:

F: Personal Service Contracts
(Staff Summaries Requiring Board Approval)

1. **Hardesty & Hanover Construction/ LiRo Engineers JV** **\$15,565,827.00** **Staff Summary Attached**
Contract No. PSC-19-3025

4 years – Competitive RFP

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a competitively solicited personal service contract for Construction Administration and Inspection Services for Project VN-84A.

LIST OF COMPETITIVE PROCUREMENTS FOR BOARD APPROVAL
OCTOBER 2019

H: Modifications to Personal Service Contracts and Miscellaneous Service Contracts Awarded
(Staff Summaries Requiring Board Approval)

1. **Various Contractors** **\$38,000,000.00** **Staff Summary Attached**
Contract No. PSC-16-2991

6 years – Competitive RFP


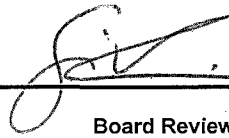




B&T is seeking Board approval under the All Agency Service Procurement Guidelines to increase funding for As-Needed Inspection and Design, Expert Engineering, and Engineering Support Services.

2. **HNTB/WSP/Parsons Brinckerhoff JV** **\$7,111,118.29** **Staff Summary Attached**
Contract No. PSC-15-2984

5 Years – Competitive RFP

B&T is seeking the Board's approval under the All Agency Service Contract Procurement Guidelines to amend this personal service contract with HNTB/WSP | Parsons Brinckerhoff, A Joint Venture to provide construction support services for Project VN-84, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazano-Narrows Bridge.

Staff Summary

Item Number						SUMMARY INFORMATION					
Dept. & Dept. Head Name: Allison L. C. de Cerreño, Ph.D. Sr. Vice President, Business Operations & Transformation Officer 						Vendor Name TransCore, LP				Contract No. 19-CBDT-2978	
Division & Division Head Name: Toll systems, Sr. Deputy Director Tolls Systems Sergio Reis 						Description Services to Design, Build, Operate, and Maintain the Central Business District Tolling Program Infrastructure and Toll Collection System					
Board Reviews						Total Amount \$507,244,615.00 (including up to \$11.6 million in incentive payments) Stipend \$250,000.00					
Order	To	Date	Approval	Info	Other	Contract Term (including Options, if any) Design Build/Construction: Fourteen (14) months Operations and Maintenance: Six (6) years w/ two one (1) year options Total: Seven (7) years and two (2) months w/ two one (1) year options					
1	President	10/10/19				Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
2	MTA B&T Committee	10/21/19				Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No					
3	MTA Board	10/23/19				Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive					
Internal Approvals						Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:					
Order	Approval	Order	Approval	Funding Source							
1	Chief Financial Officer 	4	President 	<input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:							
2	General Counsel 										
3	Chief Procurement Officer 										

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to award a design, build, operate, and maintain (DBOM) contract for the Central Business District Tolling Program infrastructure and toll collection system (Contract 19-CBDT-2978) to TransCore, LP for 7 years and 2 months with two one (1) year options in the negotiated contract amount of \$507,244,615.00, including up to \$11.6 million in incentive payments. In accordance with the MTA Design-Build Best Practice Guidance and in order to enhance competition this solicitation included stipends in the amount of \$250,000.00 to be paid to each unsuccessful proposer who was invited for an Oral Presentation. Accordingly, approval is also requested to pay a stipend totaling \$250,000.00 to the only unsuccessful proposer willing to sign the stipend agreement.

II DISCUSSION

B&T requires the services of a Contractor to provide design, build, installation, engineering and operations and maintenance services for the Central Business District Tolling Program (CBDTP) infrastructure and toll collection system.

Staff Summary

The MTA Reform and Traffic Mobility Act (the Act) authorizes B&T to establish a Central Business District (“CBD”) Tolling Program in Manhattan to impose tolls for entering or remaining in the CBD with the primary purpose of reducing congestion and generating revenue for the MTA’s transit and commuter rail system. The objectives of the CBDTP are to: 1) reduce congestion and enhance mobility in the CBD, Manhattan south and inclusive of 60th street, excluding through trips on the West Side Highway/Route 9A and the FDR Drive; 2) collect net revenue sufficient to generate \$15 billion for the MTA 2020-2024 Capital Plan; 3) minimize the footprint while making the technology/infrastructure “fit” within the urban landscape; 4) prepare the toll system for the future; and 5) begin operations as quickly as possible, no earlier than December 31, 2020. Public Authorities Law Section 553-k establishes a Traffic Mobility Review Board (TMRB) to recommend toll rates, policies, and exemptions or credits for the CBDTP. Those recommendations will be submitted to the TBTA Board which will adopt the CBD toll rates and structure.

The Contractor will install the infrastructure and toll system components required to comply with the Act and toll vehicles entering or remaining in the CBD. The recommended solution includes installing tolling equipment at entrances and exits of the CBD. The selected vendor will build a system to detect vehicles and create toll transactions which will be sent to the CBD Tolling Program back office system for further processing and collection. The System must perform vehicle detection, vehicle classification and image review.

Requirements for these services were publicly advertised. Three (3) firms submitted proposals: 1) Conduent State & Local Solutions, Inc.; 2) TransCore, LP; and 3) Congestion, Reduction, Innovative System Partner (CRISP), a joint venture of EJ Electric Installation Co. and Halmar International. The evaluation process included subject matter experts from tolling and other cities with congestion pricing as well as the New York City Department of Transportation. The proposals were evaluated against established criteria set forth in the RFP, including: 1) technical approach to reducing congestion and generating net revenue; 2) project management approach; 3) project schedule; and 4) cost. Oral presentations were conducted with all three firms. Following the oral presentations, the proposals were re-scored and the Evaluation Committee recommended and the Executive Committee approved that B&T negotiate and request Best and Final Offers (BAFO(s) from the two (2) highest rated proposals: TransCore and CRISP. After receipt of BAFOs, the Evaluation Committee unanimously recommended TransCore as the highest rated proposer and the Executive Committee selected TransCore for award based on several factors:

- (i) Proposed solution is technically feasible, flexible, and adaptable to future technology changes.
- (ii) The infrastructure and equipment include aesthetically appropriate solutions, with minimal footprints, and an appropriate construction approach that has flexibility depending upon field conditions.
- (iii) Uses E-ZPass, cameras and future Bluetooth for a data-centric approach that has redundancy and leverages existing regional market share and interoperability.
- (iv) Builds for the future using artificial intelligence and machine learning to properly associate tolls and increase capture rates and uses a flexible third-party interface to expand services and reach more customers in a cost-effective manner.
- (v) Logical schedule with the shortest duration for Program implementation.
- (vi) The lowest BAFO price.

While CRISP provided a responsive proposal, which was viewed as technically strong, TransCore’s proposed technical approach, schedule and price best optimized the objectives of this design, build, operate, and maintain project.

The duration of the contract is for eighty-six (86) months; 14 months for infrastructure installation and software deployment and implementation of the CBD Tolling Program and six years for operation and maintenance. The contract also contains two one (1) year options to be exercised at the Authority’s discretion, the cost of which is not included in the contract price.

Authorization is required from the Federal Highway Administration (FHWA) to implement the CBD Tolling Program on the federal-aid roadways within the CBD under the FHWA’s Value Pricing Pilot Program (VPPP). FHWA approval to participate in the VPPP makes this project subject to National Environmental Policy Act (NEPA) review. Under NEPA, FHWA must issue an environmental finding before final design and construction can proceed, thus the Project will proceed in two phases. TransCore’s proposal had the shortest overall duration for the phased Project.

Staff Summary

The BAFO price of \$495,644,615.00 for TransCore is a reduction of \$45 million from its original proposal and is \$1.1 million lower than the BAFO price of CRISP, the second highest rated firm. The negotiated contract price of \$495,644,615.00 million is 30% below the engineer's estimate of \$646.9 million and includes allowances, but not incentives. The negotiated price is deemed the best value and in B&T's best interest. The total contract price of \$507,244,615.00 includes \$233 million for system and infrastructure design, infrastructure installation, and system deployment; \$247 million for operation and maintenance over a six-year period; and allowances totaling \$15 million for signage and various potential project risks including utility interferences and unknown site conditions and up to \$11.6 million for incentives. The Project Manager recommends inclusion of potential early Go-Live incentives of up to \$11.6 million in order to maximize the project benefits of reduced congestion and support for the MTA's 2020-2024 Capital Plan.

III. DBE/MBE/WBE/SDVOB INFORMATION

The Department of Diversity and Civil Rights (DDCR) has established goals of 10% MBE, 10% WBE and 0% SDVOB based on the specialized requirements for this contract and the lack of SDVOB firms in the marketplace. TransCore has submitted an MWBE utilization plan that meets the 20% MWBE goal requirement. TransCore has not completed any MTA contract; therefore, no assessment of the firm's MWDBE performance can be determined at this time.

IV. IMPACT ON FUNDING

Funding in the amount of \$507.244 million is available in the Central Business District Tolling Program (CBDTP) Capital Budget and future CBDTP Operating Budget. The Design-Build Stipend totaling \$250,000 is funded under the Central Business District Tolling Program Capital Budget.

V. ALTERNATIVES

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

Staff Summary

Item Number					
Dept & Dept Head Name: Engineering & Construction Joe Keane, P.E., VP & Chief Engineer <i>Joe Keane</i>					
Division & Division Head Name: Aris Stathopoulos, P. E. <i>Aris Stathopoulos</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	10/10/18			
2	MTA B&T Committee	10/21/18			
3	MTA Board	10/23/18			
Internal Approvals					
Order	Approval	Order	Approval		
1	Vice President & Chief Financial Officer <i>[Signature]</i>	4	President <i>[Signature]</i>		
2	Sr. Vice President & General Counsel <i>MNT</i>				
3	Vice President & Chief Procurement <i>BB</i>				

SUMMARY INFORMATION	
Vendor Name Trevcon Construction Co., Inc.	Contract Number BW-07/BW-32
Description: Design-Build Services for Project BW-07/BW-32, Fender Protection and Fire Standpipe System at the Bronx-Whitestone Bridge	
Total Amount \$17,738,825 - Award \$ 268,000 - Stipends	
Contract Term (including Options, if any) Two (2) years, two (2) months	
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other:	

Narrative

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency General Contract Procurement Guidelines to award a competitively solicited public work contract for Design-Build Services for Fender Protection and Fire Standpipe System at the Bronx-Whitestone Bridge (BWB) to Trevcon Construction Co., Inc. (Trevcon) in the negotiated amount totaling \$17,738,825 for a period of two (2) years, two (2) months. Also, in accordance with the MTA Design-Build Best Practice Guidance and in order to enhance competition and defray proposal costs, this solicitation included stipends in the amount of \$67,000 to be paid to each unsuccessful proposer whose proposal met defined proposal standards. Accordingly, approval is also requested to pay stipends totaling \$268,000 to the four unsuccessful proposers.

II. DISCUSSION

In July 2016, the Board provided authorization for B&T to enter into a competitive Request for Proposal (RFP) process for design-build (D-B) services for design and construction of new marine fender protection systems around the BWB tower piers as well as fire standpipes from the BWB tower pedestals to the roadway level. The Scope of Work includes complete design and construction services for the following: new pipe pile fender system and navigation lighting at the Queens and Bronx towers; FDNY fireboat moorings, standpipe systems and fencing modifications at both towers.

(rev. 10/20/18)

Staff Summary

The service requirements were publicly advertised; nine (9) firms submitted qualification information and based on a review of their qualifications, six (6) firms were deemed qualified to receive the RFP. Five (5) firms submitted proposals: D'Onofrio General Contractor Corp. (D'Onofrio) - \$27,883,000; H&L Contracting, LLC (H&L) - \$34,843,000; Trevcon - \$16,144,000; Tully-Cleary, Joint Venture (CTJV) - \$29,946,728; and Weeks Marine, Inc. (Weeks) - \$21,132,000. The proposals were evaluated against established criteria set forth in the RFP, including: proposed price; D-B technical approach; schedule; D-B experience; key personnel and management approach.

In accordance with the MTA Design-Build Best Practice Guidance, Technical Proposals were evaluated by the Selection Committee (SC) prior to evaluation of the cost proposals. The SC unanimously recommended Trevcon as the highest rated firm based on several factors: (i) the technical proposal provides a simplified, maintainable fender protection solution, which meets the B&T's requirements resulting in overall cost savings; (ii) the design concept was deemed most advanced as compared to the other proposers; (iii) an aggressive proposed schedule; (iv) the most advantageous price; and (v) the Trevcon team demonstrated superior permitting knowledge as compared to the other proposers. The other proposers provided responsive proposals, which were deemed as technically acceptable by the SC. However, Trevcon's proposal best optimized the design-build process efficiencies.

Trevcon submitted a proposal in the amount of \$16,144,000 and an aggressive schedule of 26 months which shall become the Contract Substantial Completion duration (10 months shorter than the RFP requirement to complete within three (3) years). The Engineer's estimate is \$19,282,540. The requirements included an allowance of \$500,000 to address potential project risks and contingencies including interferences and unforeseen site conditions. The Engineer deems it prudent and recommends the following: (i) providing soil erosion mitigation at the Queens Anchorage shoreline; (ii) providing secured gangway access from the fireboat mooring platform to the pedestal; and (iii) increasing the allowance to \$1,500,000 to mitigate potential project risks and maximize project benefits. Negotiations with Trevcon included discussions concerning the technical requirements, design assumptions, and construction approach and resulted in B&T and Trevcon agreeing to the Contract amount totaling \$17,738,825, which is 14.9% below the estimates totaling \$20,839,907, inclusive of added scope. The negotiated Trevcon proposal is deemed the best value and in B&T's best interest.

III. D/M/WBE INFORMATION

The Department of Diversity and Civil Rights (DDCR) has established goals of 10% MBE, 10% and 0% SDVOB based on the specialized requirements of this contract and the lack of SDVOB firms in the marketplace. Trevcon has submitted an MWBE utilization plan that meets the 20% MWBE goal requirement. Trevcon has not completed any MTA contract; therefore no assessment of the firm's WMBE performance can be determined at this time.

IV. IMPACT ON FUNDING

Funding is available in the 2015-2019 Capital Program, Project D701BW07, Task D03812 in the amount of \$14,409,325 and D704BW32, Task D03556 in the amount of \$3,329,500. The four Design-Build Stipends totaling \$268,000 are funded under the 2015-2019 Capital Program under Project BW-07.

V. ALTERNATIVES

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

Staff Summary

Item Number					
Dept. & Dept. Head Name: Engineering & Construction Department, Joe Keane, P.E. <i>Aris Stathopoulos For Joe Keane</i>					
Division & Division Head Name: Engineering & Construction Department, Aris Stathopoulos, P.E. <i>Aris Stathopoulos</i>					
Board Reviews					
Order	To	Date	Approval	Info	Other
1	President	10/10/19			
2	MTA B&T Committee	10/21/19			
3	MTA Board	10/23/19			
Internal Approvals					
Order	Approval	Order	Approval		
1	Vice President & Chief Financial Officer <i>[Signature]</i>	4	President <i>[Signature]</i>		
2	Sr. Vice President & General Counsel <i>[Signature]</i>				
3	Vice President & Chief Procurement Officer <i>[Signature]</i>				

SUMMARY INFORMATION	
Vendor Name: Hardesty & Hanover Construction Services, LLC/LiRo Engineers, Inc., a Joint Venture	Contract Number PSC-19-3025
Description: Construction Administration and Inspection Services for Project VN-84A, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge (VNB) and Project VN-11, Roadway and Sign Structure Improvements at the VNB Brooklyn Approach	
Total Amount \$15,565,827	
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:	

I. PURPOSE/RECOMMENDATION

B&T is seeking Board approval under the All Agency Service Contract Procurement Guidelines to award a competitively solicited personal service contract for Construction Administration and Inspection Services for Project VN-84A, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge (VNB) and Project VN-11, Roadway and Sign Structure Improvements at the VNB Brooklyn Approach to Hardesty & Hanover Construction Services, LLC / LiRo Engineers, Inc., a Joint Venture (H&H/LiRo), in the negotiated not-to-exceed amount of \$15,565,827 for a duration of four (4) years.

II. DISCUSSION

B&T requires the services of a consulting engineering firm to provide construction administration and inspection (CA&I) services to assist B&T's Engineering and Construction Department for the oversight of Project VN-84A, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the VNB and Project VN-11, Roadway and Sign Structure Improvements at the VNB Brooklyn Approach. The required CA&I services include: pre-construction services; construction administration, inspection and testing; independent confirmatory inspection and testing and; post construction and project close-out services. These services are required to support the reconstruction and rehabilitation of the upper level approach decks at the VNB (Project VN-84A), and roadway and sign structure improvements at the VNB Brooklyn Approach (VN-11). The construction scope of work includes but is not limited to: VN-84 - (i) providing new upper level approach decks; (ii) steel repairs; (iii) painting of the existing approach steel superstructure; (iv) seismic retrofits; (v) upgrades to lighting, drainage, standpipe and barrier systems; and (vi) concrete work; VN-11 - (vii) roadway civil work on the eastbound VNB approach roadways to the Gowanus Expressway; and (viii) installation of sign structures on the westbound Gowanus Expressway.

Staff Summary

The service requirements were publicly advertised; six (6) firms submitted qualification information and based on their qualifications four (4) firms were deemed qualified to receive the RFP. All four firms submitted proposals: H&H/LiRo (\$15,952,080), KS Engineers, PC (KSE) (\$15,314,055.89), Parsons Transportation Group/Greenman-Pedersen, Inc., a Joint Venture (PTG/GPI) (\$18,488,338.08), and STV Incorporated (STV) (\$14,356,784). The proposals were evaluated against established criteria set forth in the RFP, including an understanding of the technical requirements, expertise of proposed personnel and cost.

The Selection Committee unanimously recommended that B&T commence negotiations with H&H/LiRo. H&H/ LiRo's proposal demonstrated the most thorough understanding of the required work and proposed the strongest project team as compared to the other proposers. H&H/LiRo adequately addressed the project risks and demonstrated a thorough understanding of the overall project implementation in greater depth and detail than other three firms (STV, PTG/GPI, and KS). STV was rated second highest and proposed the lowest cost, however their approach to key technical issues was not as thorough as the selected firm. PTG/GPI proposed the highest cost and their proposed level of effort in terms of hours was overstated. KSE's proposed staff was technically qualified, however like STV and PTG/GPI, their understanding of the projects' risks and mitigations were not as well developed as the selected firm.

H&H/LiRo submitted a cost proposal in the amount of \$15,952,080. The Engineers Estimate is \$16,742,000. Negotiations resulted in a final amount of \$15,565,827, which is 7.0% below the estimate and is considered fair and reasonable. Hardesty & Hanover and LiRo Engineers are considered responsible consultants.

III. D/M/WBE INFORMATION

The Department of Diversity and Civil Rights (DDCR) has established goals of 15% MBE, 15% WBE and 6% SDVOB for this contract. H&H/LiRo has submitted an MWBE/SDVOB utilization plan that meets the combined 36% goal, which is under review by the MTA Department of Diversity and Civil Rights. This contract will not be awarded without the approval of the MTA Department of Diversity & Civil Rights. Hardesty & Hanover and LiRo have achieved their previous MWBE/SDVOB goals on previous MTA contracts.

IV. IMPACT ON FUNDING

Funding is available in the 2015-2019 Capital Program under Project VN-84A (Task D03406 - \$13,716,057) and VN-11 (Task D03718 - \$1,849,770).

V. ALTERNATIVES

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

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

Item Number:

<p>Vendor Name</p> <p>A) AECOM USA, Inc. B) Ammann & Whitney Consulting Engineers C) Dewberry Engineers, Inc. D) Gannett Fleming Engineers and Architects, P.C. F) Hardesty & Hanover Construction Services, LLC G) Henningson, Durham & Richardson Architectural and Engineering P.C. H) HNTB Corporation I) Jacobs Civil Consultants, Inc. J) KS Engineers, P.C./COWI K) Modjeski & Masters, Inc. L) Parsons Transportation Group M) Syska Hennessy Group N) Thornton Tomasetti, Inc. O) T.Y.LIN International Engineering, Architecture, and Land Surveying, P.C./Hatch Mott MacDonald Group, Inc. P) WSP/ Parsons Brinckerhoff, Inc.</p>	<p>Contract Number</p> <p>PSC-16-2991A PSC-16-2991B PSC-16-2991C PSC-16-2991D PSC-16-2991F PSC-16-2991G PSC-16-2991H PSC-16-2991I PSC-16-2991J PSC-16-2991K PSC-16-2991L PSC-16-2991M PSC-16-2991N PSC-16-2991O PSC-16-2991P</p>	<p>AWO/Modification #</p>
<p>Description</p> <p>As-Needed Inspection and Design, Expert Engineering and Engineering Support Services</p>		
<p>Contract Term (including Options, if any)</p> <p>April 12, 2017- August 31, 2023</p>		
<p>Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		
<p>Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive</p>		
<p>Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:</p>		
<p>Funding Source</p> <p><input checked="" type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input checked="" type="checkbox"/> Other: Funding Sources allocated by Work Order.</p>		
<p>Requesting Dept/Div & Dept/Div Head Name:</p> <p>Engineering and Construction, Joe Keane, P.E.</p>		
<p>Discussion:</p> <p>B&T is seeking Board approval under the All Agency Service Procurement Guidelines to increase funding for As-Needed Inspection and Design, Expert Engineering, and Engineering Support Services in an aggregate amount of \$38,000,000. Contracts PSC-16-2991A through PSC-16-2991P were awarded to the fifteen (15) firms indicated above pursuant to a competitive request for proposal process in an aggregate amount of \$60,000,000 and for a duration of six (6) years. Under these contracts, B&T issues work orders to perform services for various initiatives, which typically include: design; design-build development; construction support services; scoping; condition inspections; expert engineering; risk assessments; biddability; constructability and operability reviews; and technical assignments for supplemental engineering support services.</p> <p>Based on prior B&T initiatives, ongoing planned commitments in the new capital program and the Central Business District Tolling Program needs, B&T is requesting approval of an additional \$38,000,000 to meet its current and future planned commitments through the remainder of the contract term. In accordance with B&T Guidelines, the required services will be predominantly awarded based on competition between the contracted consultants. B&T has determined that continuing to acquire these services by utilizing these as-needed engineering services contracts is in its best interest for reasons of cost effectiveness and expediency as compared to soliciting these services under separate two-step requests for proposal.</p>		
Original Amount:		\$60,000,000.00
Prior Modifications:		\$0.00
Prior Budgetary Increases:		\$0.00
Current Amount:		\$60,000,000.00
This Request:		\$38,000,000.00
% of This Request to Current Amount:		63.33%
% of Modifications (including This Request) to Original Amount:		63.33%

The additional funding requested will support essential engineering design and support services needs for ongoing and future capital and operating project requirements at B&T facilities. Based on the above, the aggregate value of \$38,000,000 is considered fair and reasonable.

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

In connection with a previous contract awarded to the Consultant, Ammann & Whitney Consulting Engineers, is found to be responsible notwithstanding significant adverse information attributed to it being a wholly owned subsidiary, Louis Berger Group pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on April 29th, 2014. No new SAI has been found relating to the consultant and Ammann & Whitney Consulting Engineers has been found to be responsible.

In connection with a previous contract awarded to the Consultant, Jacobs Civil Consultants, Inc. was found to be responsible notwithstanding significant adverse information pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on May 19th, 2013. No new SAI has been found relating to the consultant and Jacobs Civil Consultants, Inc. has been found to be responsible.

In connection with a previous contract awarded to the Consultant, WSP USA, Inc., is found to be responsible notwithstanding significant adverse information attributed to its acquisition of a wholly owned subsidiary, Louis Berger Group pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on April 29th, 2014. No new SAI has been found relating to the consultant and WSP USA, Inc. has been found to be responsible.

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

Item Number:

Vendor Name (& Location) HNTB/WSP Parsons Brinckerhoff, A Joint Venture	Contract Number PSC-15-2984	AWO/Modification #
Description Design and Construction Support Services for Project No. VN-84, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge	Original Amount:	\$11,735,921.00
Contract Term (including Options, if any) Five (5) Years	Prior Modifications:	\$1,133,391.53
Option(s) included in Total Amount? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	Prior Budgetary Increases:	N/A
Procurement Type <input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	Current Amount:	\$12,869,312.53
Solicitation Type <input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	This Request:	\$7,111,118.29
Funding Source <input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input type="checkbox"/> Federal <input type="checkbox"/> Other: Sandy	% of This Request to Current Amount:	55.3%
Requesting Dept/Div & Dept/Div Head Name: Engineering & Construction/Joe Keane, P.E.	% of Modifications (including This Request) to Original Amount:	70.3%

Discussion:

B&T is seeking the Board's approval under the All Agency Service Contract Procurement Guidelines to amend this personal service contract with HNTB/WSP | Parsons Brinckerhoff, A Joint Venture to provide construction support services (CSS) for Project VN-84, Reconstruction and Rehabilitation of the Upper Level Approach Decks at the Verrazzano-Narrows Bridge (VNB) in the amount of \$7,111,118.29. Consistent with the All Agency Guidelines this proposed amendment constitutes a substantial change

In July 2016, subsequent to Board approval, the Contract was awarded to HNTB/WSP | Parsons Brinckerhoff, A Joint Venture for design services in the negotiated amount of \$11,735,921.00 to provide phased design services at the VNB for the following: Phase A - Reconstruction of the Brooklyn and Staten Island upper level approach decks; Phase B – Preliminary design for the reconstruction of the upper level eastbound Brooklyn approach; and Phase C – Preliminary design for the replacement and widening of the Belt Parkway ramps. At that time, B&T informed the Board that a future request for CSS funding would be submitted upon completion of the final design and prior to award of construction for Phase A. The scope for CSS has been determined based on the defined additional anticipated work. The engineering services required during construction include reviews of shop drawings, requests for information, field visits, calculations, meetings and an allowance for unanticipated designs and engineering services in the amount of \$1,000,000.

HNTB/WSP submitted a cost proposal totaling \$7,111,118.29. The Engineer's estimate is \$7,637,862. During negotiations the scope was reviewed and due to the complexities of the Project, B&T accepted the proposal in the amount of \$7,111,118.29, which is 6.9% below the estimate and is fair and reasonable. Funding for this amendment is available in the 2015-2019 Capital Program under Project VN-84, Task D03407.

In connection with a previous contract awarded to the Consultant, WSP USA, Inc., is found to be responsible notwithstanding significant adverse information attributed to its acquisition of a wholly owned subsidiary, Louis Berger Group pursuant to the All-Agency Responsibility Guidelines and such responsibility finding was approved by the MTA Chairman/CEO in consultation with the MTA General Counsel on April 29th, 2014. No new SAI has been found relating to the consultant and WSP USA, Inc. has been found to be responsible.