







Dept. & Dept. Head:
 Penn Station Access Project/Tom McGuiness, Project CEO


Contracts Department
 Laura A. Smith, Chief Officer


Board Reviews					
Order	To	Date	Approval	Info	Other
1	Board	TBD	X		

Internal Approvals			
	Approval		Approval
	Deputy Chief, Development		President
	Deputy Chief, Delivery		Executive Vice President & General Counsel

SUMMARY INFORMATION	
Vendor Name	Contract Number
WSP USA Inc. and Atlas ATC Engineering Inc., Joint Venture	PS21008
Description	
Project Management Consultant for Metro-North Railroad Penn Station Access Project	
Total Amount:	
Not-To-Exceed \$116,572,815	
Contract Term	
Eighty-Six (86) Months including a twelve (12) month option	
Option(s) included in Total Amount? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> N/A	
Renewal? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
Procurement Type	
<input checked="" type="checkbox"/> Competitive <input type="checkbox"/> Non-competitive	
Solicitation Type	
<input checked="" type="checkbox"/> RFP <input type="checkbox"/> Bid <input type="checkbox"/> Other:	
Funding Source	
<input type="checkbox"/> Operating <input checked="" type="checkbox"/> Capital <input checked="" type="checkbox"/> Federal <input type="checkbox"/> Other:	

Purpose/Recommendation

MTA Construction & Development (C&D) requests Board approval to award a publicly advertised and competitively solicited contract for project management services for the Metro-North Railroad Penn Station Access Project to WSP USA Inc. and Atlas ATC Engineering Inc., Joint Venture for eighty-six (86) months in the not-to-exceed amount of \$116,572,815. The total not-to-exceed amount includes \$17,035,237 for an option, which may be exercised at C&D's sole discretion for twelve (12) months of additional services.

Discussion

Contract PS21008 ("Contract") is for the services of a consultant to perform Project Management Consultant ("PMC") services to assist C&D in administering, overseeing and ensuring completion of the Penn Station Access Project (the "Project") on schedule and within budget. The Project will provide Metro-North Railroad ("MNR") customers with service into and out of Penn Station in New York via the existing Amtrak Hell Gate Line. The Project includes four new American with Disabilities Act ("ADA") accessible passenger rail stations in the East Bronx, bridge rehabilitations, and over 19 miles of new and rehabilitated track work.

The Technical Scope of Services for the Contract comprises all services, staffing and resources required to support the C&D Project Management Team with the following teams and functions:

- A. Commercial Management
- B. Operations Management
- C. Design Compliance Oversight
- D. Construction Compliance Oversight
- E. Outreach Management
- F. Support Services

Schedule F Personal Service Contracts

Staff Summary

Item Number 2

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Selection was determined via a one-step qualifications-based procurement process established by the federal Brooks Act to preserve MTA's ability to use federal funding for the Contract. Under the Brooks Act, contracts for and specified services including project and construction management are negotiated with the firm that is determined to be the most technically qualified by the Selection Committee based on established evaluation criteria. Price is not a consideration in the selection or ranking of the firm. A one-step solicitation was publicly advertised in the New York State Contractor Reporter and the Daily News, and on the MTA website. In addition, notice of the Request of Proposals ("RFP") was sent to 56 prequalified firms on the MTA's General Engineering Consultant list. In response to the RFP, proposals were received on September 20, 2021 from the following firms:

1. HNTB New York Engineering and Architecture, P.C.
2. Pelham to Penn Partners, a Joint Venture of Henningson, Durham & Richardson Architecture and Engineering, P.C. and Hill International Technical Services, Inc.
3. WSP USA Inc. and Atlas ATC Engineering Inc., Joint Venture ("WSP-Atlas JV")

The proposals were evaluated and scored by a Selection Committee consisting of representatives from C&D and MNR, utilizing the following pre-established selection criteria: Qualifications and Experience of proposed Key Personnel; Project Understanding and proposed Technical Approach; Proposed Management Approach; Capability and Effective use of Resources to meet the Project Schedule; Past Performance on Similar Contracts and Other Relevant Matters.

The Selection Committee reviewed the technical proposals, conducted oral presentations and unanimously determined WSP-Atlas JV's proposal to be the highest technically ranked. WSP-Atlas JV demonstrated the best qualifications and experience in regard to the proposed key personnel, a thorough understanding of the project requirements and a well-developed management and staffing approach to fulfill the scope of work and ensure that the Project is completed on time and within budget.

After the technical evaluation was completed, the Selection Committee opened WSP-Atlas JV's cost proposal, which totaled \$75,999,244 for the base services over a Contract term of fifty-seven (57) months and \$20,536,051 for the option for an additional twelve (12) months of services. Prior to negotiations, the base Contract term was revised to seventy-four (74) months to more closely align with the schedule for the corresponding Design Build contract and a revised cost proposal was received in the amount of \$110,899,485 for the base services, and \$20,778,234 for the option.

Several rounds of negotiations were conducted focusing on levels of effort, staffing, hourly rates, and overhead rates. After the negotiations concluded, WSP-Atlas JV submitted a Best and Final Offer of \$97,537,578 for the base services, and \$16,849,735 for the option services for a total not-to-exceed amount of \$114,387,313. After accounting for out-of-pocket expenses for the option services the option price increased to \$17,035,237 and the total not-to-exceed amount increased to \$114,572,815. A Cost Analysis was performed and the agreed upon amount was found to be fair and reasonable.

This Contract incorporates a performance incentive that is applied to the Fee. The incentive provides an opportunity for the consultant to earn additional profit through exemplary performance in managing the Project and a reduction in the fee if its performance requires improvement. In addition, the Consultant is eligible to earn a lump-sum incentive payment if the Project achieves early substantial completion. Further, the Consultant shall repay a portion of the earned fee for each month that the Project does not achieve timely substantial completion. If the Consultant earned the maximum incentive available under the Contract, the not-to-exceed price would increase to \$116,572,815.

In connection with a previous contract awarded to the Louis Berger Group, Inc. ("LBG")¹, LBG 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 November 2015. No new SAI has been found relating to LBG or WSP. WSP has no SAI except that stemming from its acquisition of LBG. WSP-Atlas JV has been found responsible.

D/M/WBE Information

The MTA's Department of Diversity and Civil Rights has established a DBE goal of 22.5% for this Contract. WSP-Atlas JV has submitted a utilization plan projected to exceed the DBE goal requirement. WSP-Atlas JV has not completed any MTA contracts with D/M/WBE goals, therefore, no assessment of the firm's D/M/WBE performance can be determined at this time. WSP has achieved its

¹ LBG was acquired by WSP in December 2018 and that acquisition carries with it LBG's SAI.

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D/M/WBE goals on previously completed MTA contracts. Atlas ATC Engineering has not completed any MTA contracts with D/M/WBE goals, therefore, no assessment of the firm's D/M/WBE performance can be determined at this time.

Impact on Funding

Funding for this project is available in both the 2015-2019 and 2020-2024 Capital Program.

Alternatives

The alternative would be for C&D to self-perform the services to be provided under the Contract. However, C&D does not have the in-house resources to provide the required services.