

#0525-01: AUTHORIZATION OF AWARD OF CONTRACTS GDC-25-027-OP-1, GDC-25-027-OP-2 and GDC-25-027-OP-3 FOR EXPERT BUSINESS ADVISORY SERVICES TO SUPPORT THE HUDSON TUNNEL PROJECT

To help ensure the functionality of intercity and commuter rail infrastructure between the State of New Jersey ("**New Jersey**") and the State of New York ("**New York**") and throughout the Northeast Corridor (the "**NEC**"), New Jersey and New York created the Gateway Development Commission ("**GDC**") through the enactment of parallel legislation by each state codified as the Gateway Development Commission Act (2019 N.Y. Laws, Ch. 108 and N.J.S.A. 32:36-1, et seq.) (collectively, the "**GDC Act**").

The GDC Act empowers the Commission to "enter into, execute and deliver contracts and agreements and other documents and instruments as may be necessary or appropriate to carry out any power of the Commission under this act and to otherwise accomplish any lawful purpose which the commissioners determine will Facilitate the Project, including, without limitation, with the federal government, the state of New Jersey, any local government thereof, the state of New York, with any local government thereof, with any agency, instrumentality, department, commission or authority of any one or more of the foregoing, any bi-state agency, Amtrak, any individual or private firm, entity or corporation, or with any one or more of them." 2019 N.Y. Laws, Ch. 108, Section 2(7)(e); N.J.S.A. 32:36-8(e).

Section 3.06 of the GDC Bylaws provides that "[t]he Board may delegate in whole or in part any power, authority, discretion or obligation to any Officer, in each case to the extent to which the Board deems appropriate."

In November 2024, a federally compliant Request for Proposals ("**RFP**") No. GDC-25-027-OP was issued by GDC soliciting proposals from entities interested in providing expert business advisory services ("**Services**") to support the Hudson Tunnel Project ("**HTP**"). Proposals were received from twelve (12) firms. The proposals were reviewed by an evaluation panel consisting of representatives of GDC staff in Finance, Human Resources, and the MPA Delivery Partner (collectively, "**Evaluation Panel**"). The Evaluation Panel recommended seven (7) firms to be invited for oral presentations. Thereafter GDC undertook the negotiation of terms and conditions, insurance, and price with each firm and the Evaluation Panel recommended three firms for award. All recommended firms were found responsive and responsible. The initial term of Contracts GDC-25-027-OP-1, GDC-25-027-OP-2 and GDC-25-027-OP-3 are three (3) years ending in 2028 ("**Term**"), and thereafter, GDC has the option to extend their term for up to two (2) one (1) year extensions which, if elected, will end the term in 2030 ("**Renewal Term**").

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners [INSERT NAMES HERE] voting in favor, and Commissioners [INSERT NAMES HERE] voting against:

RESOLVED, that the GDC Chief Executive Officer, Chief Financial Officer, Executive Vice

President or Deputy Chief Administration-Procurement is authorized to enter into and execute Contract GDC-25-027-OP-1 with PFM Financial Advisors LLC in an amount not to exceed \$10,243,633, Contract GDC-25-027-OP-2 with Alvarez & Marsal Public Sector Services LLC in an amount not to exceed \$23,468,213, and Contract GDC-25-027-OP-3 with The North Highland Company LLC in an amount not to exceed \$1,485,167 (collectively “Firms”).

RESOLVED, that the GDC Chief Executive Officer or designee is authorized to increase Contracts GDC-25-027-OP-1, GDC-25-027-OP-2, and GDC-25-027-OP-3 by an additional amount equal to five percent (5%) of each respective total contract price for contingencies, in each case subject to the availability of funds, and to take all other steps necessary to comply with the terms and conditions of GDC-25-027-OP-1, GDC-25-027-OP-2, and GDC-25-027-OP-3.

RESOLVED, that the GDC Chief Executive Officer, is authorized to delegate, in writing, the authority to authorize, approve, create, amend, manage, and/or terminate any aspect of Contracts GDC-25-027-OP-1, GDC-25-027-OP-2, and GDC-25-027-OP-3 and execute such documents as may be required to the Chief Financial Officer, Executive Vice President or Deputy Chief Administration-Procurement, or other officers or employees of GDC provided that the Chief Executive Officer provides notice in writing to the Co-Chairs and Vice Chair of the Board of such delegation and any delegations of authority having occurred prior hereto are hereby ratified.

RESOLVED, that the GDC Chief Executive Officer, or designee, including the Chief Financial Officer, or Executive Vice President, may assign the work to be performed by the Firms not to exceed the respective amounts approved by the Board.

#0525-02: AUTHORIZATION OF DELEGATION OF AUTHORITY TO CHIEF EXECUTIVE OFFICER IN CONNECTION WITH CONTRACT GDC-24-005-HTP FOR ISSUANCE OF NEW TASK ORDER AND ASSIGNMENT AND ASSUMPTION OF LEASE

To help ensure the functionality of intercity and commuter rail infrastructure between the State of New York ("**New York**") and the State of New Jersey ("**New Jersey**"), and throughout the Northeast Corridor (the "**NEC**"), New York and New Jersey created the Gateway Development Commission ("**GDC**") through the enactment of parallel legislation by each state codified as the Gateway Development Commission Act (2019 N.Y. Laws, Ch. 108 and N.J.S.A. 32:36-1, et seq.) (collectively, the "**GDC Act**").

The GDC Act empowers the Commission to "enter into, execute and deliver contracts and agreements and other documents and instruments as may be necessary or appropriate to carry out any power of the Commission under this act and to otherwise accomplish any lawful purpose which the commissioners determine will Facilitate the Project, including, without limitation, with the federal government, the state of New Jersey, any local government thereof, the state of New York, with any local government thereof, with any agency, instrumentality, department, commission or authority of any one or more of the foregoing, any bi-state agency, Amtrak, any individual or private firm, entity or corporation, or with any one or more of them." 2019 N.Y. Laws, Ch. 108, Section 2(7)(e); N.J.S.A. 32:36-8(e).

Section 3.06 of the GDC Bylaws provides that "[t]he Board may delegate in whole or in part any power, authority, discretion or obligation to any Officer, in each case to the extent to which the Board deems appropriate."

By Resolution 0224-07 approved on February 28, 2024, the Board authorized the award of Contract GDC-24-005-HTP (the "**Contract**") to provide professional, technical, construction management, project management and other support services to support the Hudson Tunnel Project ("**HTP**") to MPA Delivery Partners (comprised of Mace North America Limited, Parsons Transportation Group of New York, Inc., and Arcadis of New York, Inc.) ("**Delivery Partner**"). In addition to Contract GDC-24-005-HTP, Resolution 0224-07 authorized GDC to execute Task Orders 001, 002, 003, 004A, 005, 006, 007, 008 and 009 ("**Phase A Task Orders**") in an amount not to exceed \$26,823,778 ("**Phase A Contract Price**") and further authorized an additional amount equal to five percent (5%) of the Phase A Contract Price for contingencies. Phase A Task Order Services began upon issuance of a notice to proceed in March 2024 to support GDC and its Supporting or Executing Partners, NJ TRANSIT Corporation, the Port Authority of New York and New Jersey, and the National Railroad Passenger Corporation (collectively "**SEP**") in the delivery of the HTP. Under Resolution 0224-07, Phase A Task Orders 001, 002, 003, 006, 007, and 008 were due to end on September 2, 2024, and GDC was required to seek Board approval of any subsequent Task Orders.

By Resolution 0824-05 approved on August 1, 2024, the Board authorized a delegation of authority related to Contract GDC-24-005-HTP and Phase A Task Orders, and further

authorized Phase A Task Orders 001, 002, 003, 006, 007 and 008 be extended to December 31, 2024. The Board also authorized an increase in the amount of \$34,465,222 to the Phase A Contract Price for a total amount not to exceed \$61,289,000 and an additional amount equal to five percent (5%) of the increased Phase A Contract Price for contingencies. This increase allowed for continuity in Delivery Partner services, for the refinement in existing services to better meet the needs of the project and the communities, and for the work needed to identify real estate properties for Project Management Offices and Community Engagement Centers in New York and New Jersey to support the HTP.

By Resolution 1224-03 approved on December 12, 2024, the Board authorized a delegation of authority related to Contract GDC-24-005-HTP and further authorized Task Orders 001.B, 005.B, 006.B, 007.B, and 008.B of Contract GDC-24-005-HTP each for a term ending on July 31, 2025, and Task Orders 002.B1, 002.B2, 002.B3, 002.B4 and 003.B for a period not to exceed March 18, 2030, and an increase in the Phase A Contract Price in an amount not to exceed \$96,165,389, thereby amending the total amount of the Phase A Contract Price to \$157,454,389.

The Delivery Partner was then tasked with sourcing locations for a new office space, acquiring information technology, and/or incurring other expenses to support the leasing of property for the GDC Inspector General which will be included as a new subtask order under Task Order 002.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners [INSERT NAMES HERE] voting in favor, and Commissioners [INSERT NAMES HERE] voting against:

RESOLVED, that the GDC Chief Executive Officer or designee is authorized to execute Task Order 002.B5 for a period not to exceed March 18, 2030, and the GDC Chief Executive Officer or designee is authorized to further increase the Phase A Contract Price in an amount not to exceed \$1,155,878.

RESOLVED, that the GDC Chief Executive Officer or designee is authorized to increase Task Order 002.5 by an additional amount equal to five percent (5%) of the total amount of Task Order 002.B5 for contingencies, in each case subject to the availability of funds, and to take all other steps necessary to comply with the terms and conditions of Task Order 002.B5 and Contract GDC-24-005-HTP.

RESOLVED, that the GDC Chief Executive Officer, Chief Financial Officer, and Executive Vice President are each authorized to take any and all actions consistent with Contract GDC-24-005-HTP and Task Order 002.B5, enter into any amendments thereto, and make, execute, and deliver in the name of and on behalf of GDC any Assignment and Assumption Agreements related to the HTP Inspector General Office or other documents or certifications as may be necessary or required in connection therewith.

RESOLVED, that the GDC Chief Executive Officer is authorized to approve, create, amend, manage, administer, and terminate Contract GDC-24-005-HTP and Phase A Task Order 002.B5 on behalf of GDC upon such terms as the Chief Executive Officer may deem proper, and to enter into

or execute any such agreements and other documents on behalf of GDC as may be necessary or required in connection with the establishment, maintenance, amendment, assignment, and termination of Contract GDC-24-005-HTP and Phase A Task Orders 002.B5 consistent with this Resolution.

RESOLVED, that the GDC Chief Executive Officer is authorized to delegate, in writing, the authority to authorize, approve, create, amend, manage, and/or terminate any aspect of Contract GDC-24-005-HTP and/or Phase A Task Order 002.B5 as may be required to other officers or employees of GDC provided that the Chief Executive Officer provides notice in writing to the Co-Chairs and Vice Chair of the Board of such delegation.

RESOLVED, that the GDC Chief Executive Officer or his designee may enter and execute any documents on behalf of GDC in connection with Contract GDC-24-005-HTP and/or the Phase A Task Order 002.B5 in their discretion.