

90-27 Sutphin Boulevard
3rd Floor, MC 0335
Jamaica, NY 11435
718 725-2620 Tel
718 725-2674 Fax

Helena E. Williams
President

Dennis L. Mahon
Chief Procurement & Logistics Officer

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Long Island Rail Road

Date: August 26, 2010

From: Long Island Rail Road (LIRR) and Metro-North Commuter Railroad (MNR)

To: Interested Carbuilders and Suppliers

Subject: M-9 Joint Car Procurement with LIRR and MNR – Request for Industry Review (IR)

Reference: (a) RFI No. 81908, dated August 28, 2008
(b) RFI No. 81908 Follow up (Pilot Car Program), dated December 18, 2008

Enclosure: (1) M-9 DRAFT Technical Specification, Industry Review Version, dated August 2010 (Electronic Disc)
(2) Questions to Carbuilders and Suppliers
(3) Sample Form for submitting comments/questions to the Enclosure (1) M-9 Technical Specification

Over the past two years, LIRR and MNR (the “Railroads”) have been working internally to develop the Technical Specification for the next generation of commuter rail cars, referred to as the M-9. Current plans are for up to 258 Base Cars for LIRR and up to 440 Additional Cars, all or some of which may be a different configuration than the Base Cars.

Various Carbuilders have responded to the References (a) and (b) and the Railroads have met individually with those Carbuilders who have previously expressed an interest in participating in this procurement.

At this point in the specification development process, the Railroads intend to conduct an Industry Review Version of the DRAFT Technical Specification, provided herein as Enclosure (1). Carbuilders, as well as suppliers, are invited to transmit questions regarding the draft specification, as well as to provide relevant comments, concerns and recommendations. The Railroads will undertake their best effort to review all questions received and will take under advisement each respondents’ comments or recommendations to the draft specification.

However, please be advised that the Railroads will make, at their sole discretion, the final determination as to which comments or recommendations will be incorporated into the final M-9 Technical Specification, which will become the basis for the Railroads Request for Proposal, which is currently scheduled to be released on March 3, 2011. Responses to questions posed by Carbuilders and suppliers will not be provided.

Further, to provide the Railroads with a better understanding of the current Railcar Industry and to assist the Railroads in finalizing the development of the M-9 Technical Specification, the Railroads are also requesting that Carbuilders and Suppliers, as appropriate, provide informal responses to the questions and concerns contained in Enclosure (2).

The current schedule (subject to change) is as follows:

- | | | |
|----|---|-------------------------------------|
| 1) | Release of Industry Review (IR): | August 26, 2010 |
| 2) | Comment Period: | August 27 to November 2, 2010 |
| 3) | All comments due no later than: | November 2, 2010 |
| 4) | Railroad review of Responses: | November 2, 2010 to January 5, 2011 |
| 5) | Finalize Specification and prepare RFP: | January 5, 2011 to March 2, 2011 |
| 6) | Release of formal Request for Proposal: | March 3, 2011 |

Note: A more detailed schedule is provided as Attachment (2) to Enclosure (2).

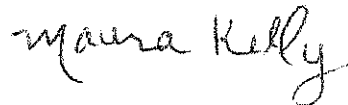
Please be advised that all transmittals must be: i) provided in the format provided herein as Enclosure (3), ii) transmitted via e-mail to makelly@lirr.org, and iii) received by the Railroad no later than close of business (5:00 p.m., United States Eastern Standard Time) on November 2, 2010.

The Railroads request that each company submit, as appropriate, no more than one electronic file of questions and comments on Friday of each week during the August 27 to November 2, 2010 Comment Period. If a company elects to respond on more than one Friday, questions and comments must not be repeated.

It is the Railroads intent to transmit commercial terms and conditions for a similar Industry Review in the near term. Further, Section 405 (Truck) and Section 204 (Reliability and Maintainability) are still being developed and will be transmitted shortly under separate cover.

Inquiries may be made to the undersigned at telephone (718) 725-2641 or via e-mail to makelly@lirr.org

Respectfully,
LONG ISLAND RAIL ROAD



Maura Kelly
Contract Specialist

cc: A. Kamanes
P. Mazzeo
A. Muir
R. Regenthal
J. Stolz
R. Franzen

Questions to Carbuilders and Suppliers

1. The M-9 Specification calls for bolsterless trucks. The Railroads may consider a bolstered truck as long as it can be demonstrated that this would not significantly increase the weight of the car. Please provide your opinion as to advantages and disadvantages of both designs.
2. How would you intend to demonstrate or validate to the Railroads that the design life of a component would be achieved without adding significant testing (and cost) to the project? How can the Railroads be assured that they will receive a car containing components with a design life that is consistent with the Railroads Reliability Centered Maintenance (RCM) Program? For example, a truck and all of its components, excluding consumables, must not require maintenance outside of the RCM interval cycles, which are 6 and 12 years.
3. The Railroads will provide one track with TBD spots but without detrucking capability to do modification work for open items identified during the acceptance of a car, as well as a modification program for open items (warranty work) identified after a car is accepted. Describe how you would do modification work that cannot be done at the Railroads' facility.
4. The Railroads are seeking to maximize the carbody width at the floor height to accommodate a wider passenger seat. The target goal is a car that is 10' 4" at the floor height. Can a carbody be built that meets the following:
 - a) A 10' 4" carbody width at the floor level
 - b) Meet Ride Quality requirements (Section 201 A.2.)
 - c) Meet the East Side Access (ESA) M-Series Dynamic Clearance Envelope Drawing Number CS078-GP-8041, provided herein as Attachment (1) to this Enclosure (2).

Note: The ESA clearance envelope is the most stringent for carbody width

5. If the 10' 4" carbody width cannot be met, what would be the widest the carbody could be made and still meet the Ride Quality and Dynamic Clearance Envelope?
6. The Railroads have made a commitment to make the M-9 Car as green as possible. One of the major goals is to reduce energy costs by reducing the weight of the M-9 Car. The Railroads are looking for Carbuilder comments on the following sustainability measures to reduce the weight of the M-9 Car.
 - a) Composite Flooring
 - b) Damping Tape in lieu of spray-on sound deadening
 - c) One unpowered truck per pair or one unpowered axle per car
 - d) One disc brake per axle
 - e) Reduce HVAC design day requirements and the use of scroll compressor

7. With the above weight reduction measures, are you able to manufacture a car that will meet the Railroads' target weight of 120,000 lbs.?
8. It is the Railroads' plan to award one contract to a single Carbuilder for all M-9 Cars in accordance with the draft schedule provided herein as Attachment (2) to this Enclosure (2). Please provide your comments to this current draft schedule.
9. However, due to scheduling and funding issues, the Railroads may be required to issue two separate procurements for the M-9. This will necessitate a Leader-Follower procurement. Please provide your comments regarding a Leader-Follower procurement and discuss any previous experience that you may have with a Leader-Follower Procurement for railcars. Attachment (3) to this Enclosure (2) is a draft schedule for a leader/follower program; please also provide your comments to this draft schedule as well.
10. The current M-9 Specification requires some Pilot Car testing to be performed at Pueblo. Please provide your comments with the positives and/or negatives with regard to a M-9 Pilot Car Program at Pueblo.

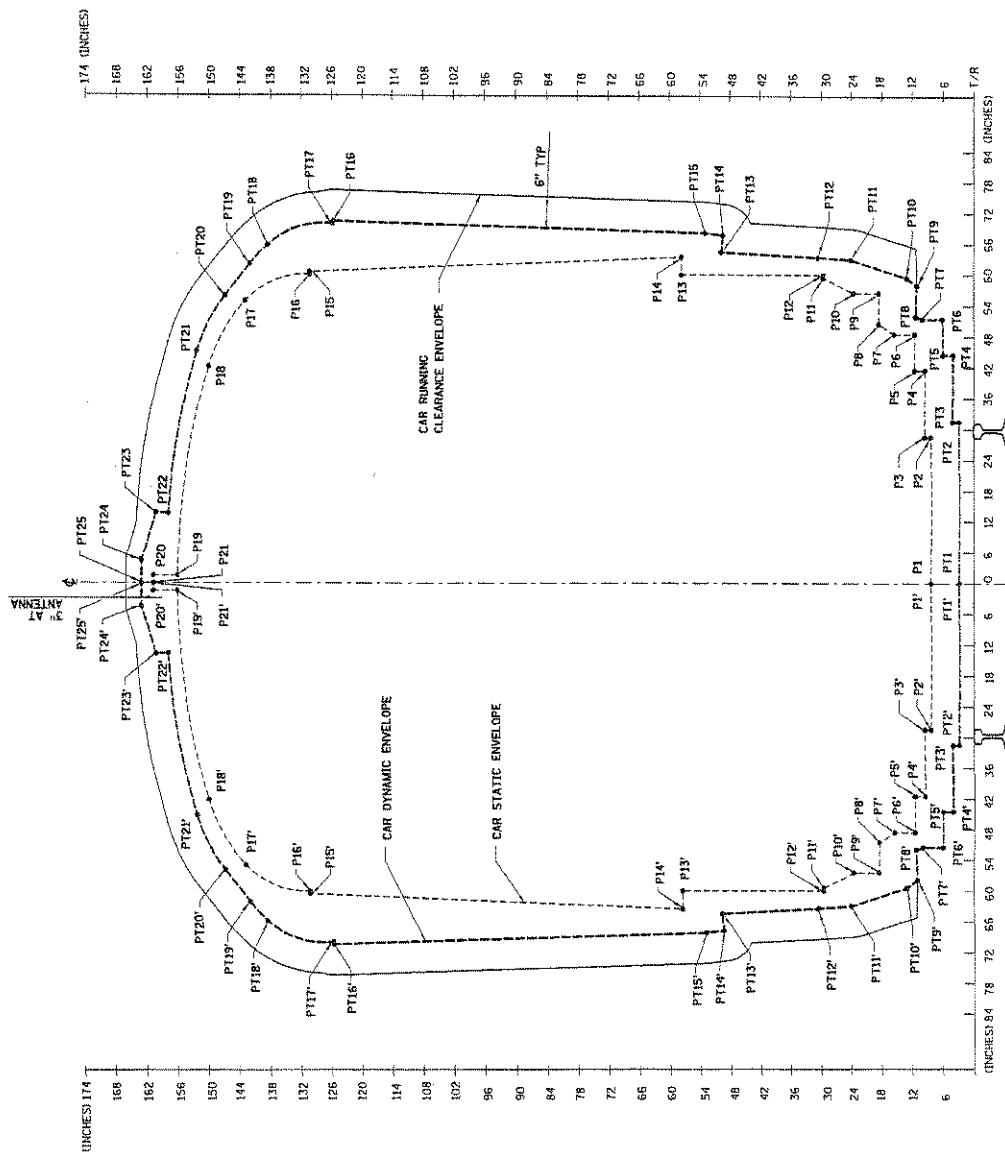
Enclosure (2), Attachment (1)
 STATIC CROSS-SECTIONAL CAR COORDINATE POINT LOCATIONS:

Point	X (INCHES)	Y (INCHES)
P1	0.00	8.25
P2	28.50	8.25
P3	28.50	9.50
P4	41.50	9.50
P5	41.50	11.50
P6	48.50	11.50
P7	48.50	15.50
P8	59.98	15.50
P9	59.98	18.50
P10	56.50	23.50
P11	59.50	29.50
P12	60.00	29.50
P13	63.50	57.50
P14	63.50	57.50
P15	60.48	130.20
P16	59.98	130.20
P17	54.87	142.74
P18	42.11	149.96
P19	1.50	155.93
P20	1.50	160.68
P21	0.00	160.68

DYNAMIC CROSS-SECTIONAL CAR COORDINATE POINT LOCATIONS:

Point	X (INCHES)	Y (INCHES)
PT1	0.00	2.75
PT2	31.50	2.75
PT3	31.50	4.00
PT4	44.50	4.00
PT5	44.50	6.00
PT6	51.50	6.00
PT7	51.50	10.00
PT8	51.98	11.02
PT9	57.97	11.02
PT10	59.50	13.00
PT11	59.98	13.00
PT12	63.44	30.52
PT13	64.42	49.66
PT14	67.74	49.42
PT15	68.16	52.91
PT16	70.36	125.64
PT17	65.86	125.67
PT18	65.66	138.54
PT19	62.01	141.87
PT20	55.85	146.69
PT21	45.11	152.21
PT22	13.55	157.88
PT23	13.72	160.26
PT24	4.50	162.93
PT25	0.00	162.93

- NOTES:
 1. CURVED TRACK INCLUDING TURNOUTS, ON DRAWING CS078-07-8042, SHALL BE APPLIED TO THE ENVELOPES INDICATED ON THIS DRAWING.
 2. ALL LIRR STRUCTURES ARE DESIGNED TO ACCOMMODATE M-SERIES VEHICLES.



CLEARANCE DIAGRAM FOR TANGENT TRACK

 STV PARSONS General Engineering Consultant 4800 Central Expressway, Suite 100, San Jose, CA 95128	METRO Metropolitan Transportation Authority Capital Construction	PROJECT NO: CS078-07-8042	CONTRACT NO: CS078
		DRAWN BY: J. CARROLL	CHECKED BY: M. MAGLINO
DATE:		SHEET NO.: 20-2-40	TOTAL SHEETS: 20
TITLE: TRACK, THIRD RAIL & TUNNEL BENCH WALK		SCALE: AS SHOWN	
PROJECT NAME: LIRR M-SERIES STATIC DYNAMIC & RUNNING CLEARANCE ENVELOPES TANGENT TRACK		DRAWING NO.: CS078-07-8042	

M-9 Commuter Car Production Consolidated Schedule - 03 Rev. 06

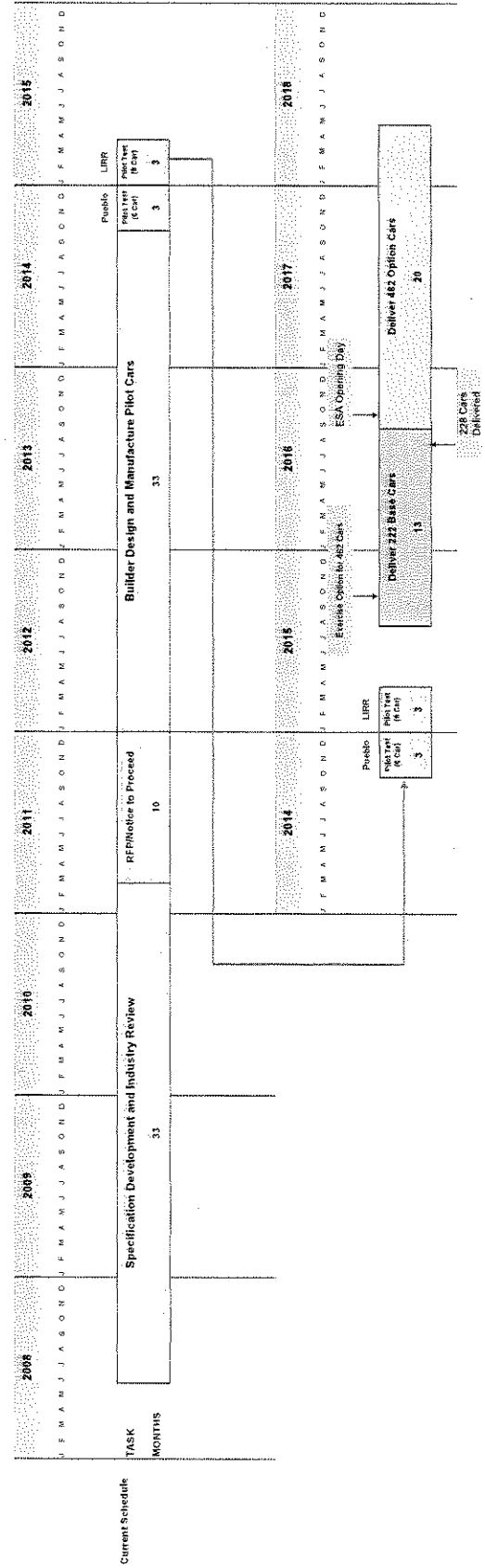
M-9 Commuter Cars and MTACC Rolling Stock Strategy

2010-2014

2015-2019

Same Contractor/Consolidated Schedule

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- Notes:
1. Base order delivery rate is 18 cars/month.
 2. Option order(s) delivery rate is 24 cars/month.
 3. Earliest Option Award is July 2015.
 4. All cars have a 2-month testing and Commissioning period from date of delivery.

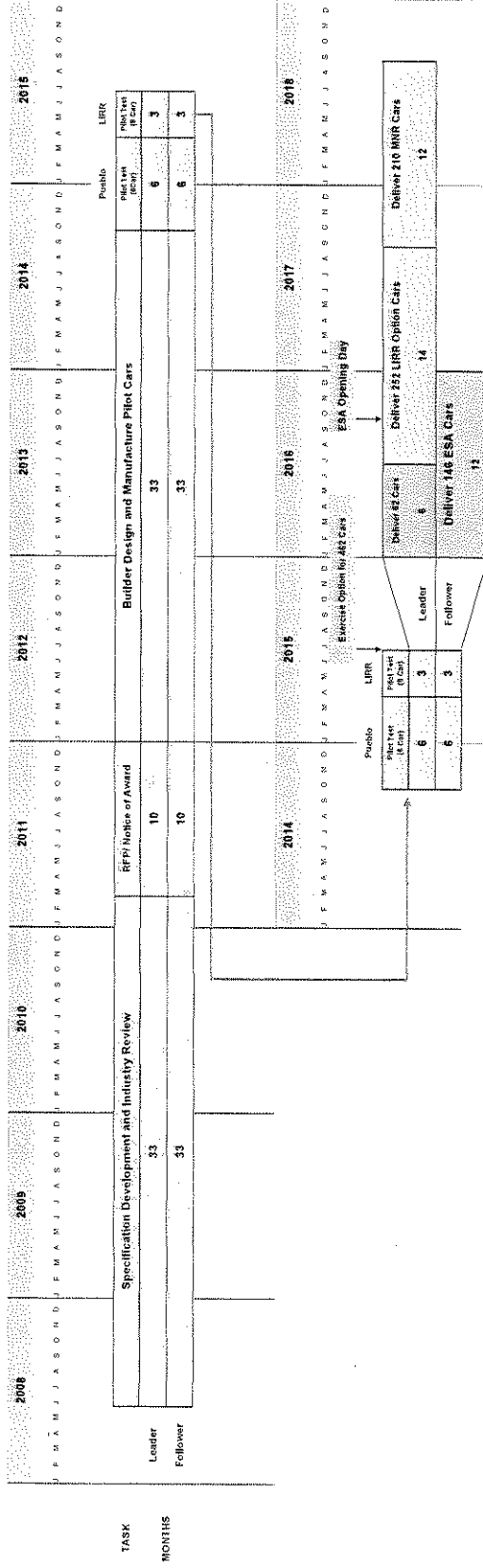
M-9 Commuter Cars and MTACC Rolling Stock Strategy

2010-2014

2015-2019

Separate Awards: Leader-Follower

DRAFT



- Notes:
1. Base order delivery rate is 12 cars/month for each contract
 2. Option order(s) delivery rate is 12 cars/month.
 3. 2014-2015 is the period for the pilot testing and commissioning period from date of delivery.
 4. 210 cars for the 2014-2015 period and 148 cars for the 2016-2017 period.
 5. Additional time is being allotted between the start of the pilot testing and delivery of the first production cars to mitigate potential issues associated with having two separate car builders.

Sample Form for Submitting Comments/Questions

NOTE: Lines may be added, but the Railroads request that the form otherwise remain unchanged. It is requested that the columns on the form be utilized in making your response as follows:

Carbuilder: The name of the Company who may be later interested in participating for this procurement when the formal process begins.

Supplier: The name of the Supplier who has submitted the comment to the Carbuilder for forwarding to the Railroads. If the comment is provided directly to the Railroads from a Supplier, please leave the Carbuilder column blank.

Further, it is requested that, should a Carbuilder be transmitting comments to the Railroads on behalf of a Supplier, the Carbuilder review the Suppliers' comments and determine which ones are appropriate for it to submit. For example, if a Supplier's comment is forwarded for the Railroads' consideration and a change results in the Technical Specification, the Railroads do not want to later learn that the Carbuilder cannot accommodate such a change.

Section: The Technical Specification section number for which a comment is being made. Please be as specific as possible so that the Railroads can consider the comment in the context of the Technical Specification requirement of a particular section. The format of the section number is to be exactly as it appears in the Technical Specification as follows:

CCC A.XX.a.....

Where: C is the Chapter Number
A is the main section with each Chapter (A, B, C, D, or E)
XX is the corresponding subsection of the Technical Specification and so on.

Please ensure that the spaces, periods and closed parenthesis are used as they appear in the Technical Specification so that processing of comments returned can be handled efficiently by the Railroads.

Comments: Briefly discuss the issue and offer alternative requirements for the Railroads to consider. Please also offer some rationale for making your comment or recommendation and why it is in the Railroads best interest to consider this change to the current Draft Technical Specification.

