1. Approval of Minutes of the Regular and Special Board Meetings of April 23, 2015

2. Financial Report

3. Resolutions

I. **Budget, Planning & Information Technology Committee Review**

A. Adoption of the Operating Budget for Fiscal Year 2016 and Fiscal Years 2017-2021 Financial Projections

B. The Capital Budget for Fiscal Year 2016, the Twelve-Year Capital Program and Comprehensive Plan, and Grant of Authority to File an Application for a State Grant Under Act 44 of 2007, as Amended by Act 89 of 2013

II. **Operations Committee Review**

A. Items for Consideration

   1. Memorandum of Agreement By and Between SEPTA and Brotherhood of Maintenance of Way Employees (BMWE)

   2. Sale by SEPTA of a Parcel of Property to Amoroso’s Bakery Company for Continued Use of its Facility in Southwest Philadelphia

   3. Fourth Amendment to Lease Agreement with East Penn Railroad, LLC for a Segment of the Bethlehem Branch for Continued Use as Freight Service and Maintenance/Repair of the Right-of-Way
4. Acquisition from Kimco Realty of a Permanent Easement and Two Temporary Construction Easements in Connection with the Ardmore Station Improvement Project in Lower Merion Township, Montgomery County

5. Acquisition from the Borough of Lansdale of Perpetual Easements and Temporary Construction Easements in Connection with Land Development for a New Train Station at 9th Street in Lansdale, Montgomery County

6. Acquisition from the Lansdale Parking Authority of Perpetual Easements Required for Construction of the New Lansdale Parking Garage

7. Lease by DRG Pennbrook to SEPTA of Approximately 328 Parking Spaces that are Located Near Pennbrook Passenger Station in Lansdale, Montgomery County

B. Request for Proposals

C. Various Procurements

D. Sole Source Procurements

E. Change Order and Amendment

4. Report of General Manager
RESOLUTION

re

ADOPTION OF THE OPERATING BUDGET FOR FISCAL YEAR 2016 AND FISCAL YEARS 2017-2021 FINANCIAL PROJECTIONS

WHEREAS, SEPTA's enabling act at 74 Pa.C.S. § 1751(a) requires the Board to adopt an operating budget prior to the beginning of each fiscal year and authorizes the Board to "establish such rules as are necessary for proper observance" of such budget; and

WHEREAS, the Public Transportation Law requires the Board to adopt by June 30 annually a series of Operating Goals and Performance Evaluation Measures; and

WHEREAS, the Public Transportation Law also requires the Board to adopt a resolution that authorizes the filing of an application for a state grant; and

THE TENTATIVE OPERATING BUDGET

WHEREAS, on March 20, 2015 the General Manager filed with the Board the tentative Operating Budget Proposal for Fiscal Year 2016 which sets forth revenue and operating expense levels, as well as Fiscal Years 2017-2021 Financial Projections; and
WHEREAS, the tentative Operating Budget for Fiscal Year 2016 sets an authorized spending level of $1.365 billion, with revenues totaling $538 million and subsidies of $827 million; and

PUBLIC HEARING

WHEREAS, pursuant to applicable law and the rules and regulations that became effective on March 1, 2010, the Chairman appointed Joseph M. O’Malley, Esquire, as Hearing Examiner to conduct public hearings with respect to the tentative Operating Budget for Fiscal Year 2016; and

WHEREAS, after appropriate publication and posting the Hearing Examiner presided over public hearings, the sessions of which were held on April 20, 21, 22, 23 and 24, 2015 at convenient and accessible locations in Bucks, Chester, Delaware, Montgomery and Philadelphia Counties; and

WHEREAS, persons who desired to do so were given the opportunity to appear at the sessions of the public hearings to present testimony, to introduce material and to ask questions of SEPTA’s representatives; and

WHEREAS, based on the testimony, evidence and exhibits presented at the public hearings or otherwise entered into the
record, on May 1, 2015 the Hearing Examiner presented to the Board a Report and Recommendation; and

WHEREAS, the Hearing Examiner recommended that the Board adopt the tentative Fiscal Year 2016 Operating Budget at the proposed level of $1.365 billion, and the Fiscal Years 2017-2021 Financial Projections; and

USES OF STATE FUNDS

WHEREAS, SEPTA will apply the financial assistance obtained through Act 44 of 2007, as amended by Act 89 of 2013, and local matches to SEPTA's projected operating expenses; and

WHEREAS, SEPTA recognizes that financial assistance obtained through Act 44 of 2007, as amended by Act 89 of 2013, and local matches (i) may only be applied to operating expenses, (ii) are ineligible for use in asset or capital improvement projects and (iii) if not used in Fiscal Year 2016 will be retained and used for only operating assistance in a subsequent fiscal year; and

RECOMMENDATION OF MANAGEMENT

WHEREAS, staff requested that the General Manager recommend that the Board (i) adopt the tentative Operating Budget for
Fiscal Year 2016, at an expense level of $1.365 billion; and (ii) adopt the Fiscal Years 2017-2021 Financial Projections; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that upon consideration of the testimony taken and evidence presented at the public hearings or otherwise entered into the record, the Report and Recommendation of the Hearing Examiner and the arguments and/or other material presented at the public hearings, the Board hereby adopts (i) the Fiscal Year 2016 Operating Budget authorizing expenditures of $1.365 billion during Fiscal Year 2016; and (ii) the Fiscal Years 2017-2021 Financial Projections as set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby designates the General Manager the Authorized Official ("AO") of SEPTA and authorizes the General Manager as Authorized Official to execute and file electronically via "dotGrants" with the Department of Transportation of the Commonwealth of Pennsylvania ("PennDOT"), on behalf of the Board, a consolidated operating application ("COA") in which SEPTA requests grant funding for Fiscal Year 2016 under § 1513 and § 1516 of Act 44 of 2007, as amended by
Act 89 of 2013. The § 1513 and § 1516 grants will be used to fund SEPTA’s operating and shared ride programs, respectively.

FURTHER RESOLVED, that pursuant to guidelines ("Guidelines") that PennDOT issued and imposed upon SEPTA, the Board:

(i) adopts Attachment A of this Resolution, namely the list that management issued in conformity with the Guidelines, said list identifies each submission that SEPTA may be required to make to PennDOT and the corresponding senior management position or positions whose duties and responsibilities make the holder of the senior management position or positions competent to make submissions (and modify submissions) to PennDOT; and

(ii) Authorize the people who hold the positions identified on the list to file and execute electronically via "dotGrants" to PennDOT as are set forth on the list (Attachment A).

FURTHER RESOLVED, that SEPTA expects to receive COA grant funding for Fiscal Year 2016 totaling $638,641,207.

FURTHER RESOLVED, the funding under Act 44 of 2007, as amended by Act 89 of 2013, consists of § 1513 and § 1516 in the amounts of $622,683,010 and $15,958,197, respectively, with §
1513 including funding that SEPTA must disburse amongst two sub-grantees in the amount of $37,487 that provide senior citizens free transit service and to five sub-grantees in the amount of $2,963,100 to provide community transportation (formerly JARC funded) within SEPTA's service area.

FURTHER RESOLVED, that SEPTA expects to receive no less than $90,694,875 in local matching funds no later than June 30, 2016 for Fiscal Year 2016 as § 1513 of Act 44 of 2007 requires as amended by Act 89 of 2013.

FURTHER RESOLVED, that based upon (i) the representation and reasonable belief of the management of SEPTA, (ii) the understanding that the Board has no authority over any entity other than SEPTA, and (iii) the historical commitments of local funding, the Board hereby certifies in good faith that the Counties of Bucks, Chester, Delaware, Montgomery and Philadelphia and other appropriate local sources will provide sufficient funds in Fiscal Year 2016 and that said funds will match the financial assistance for operating expenses that SEPTA will receive under Act 44 of 2007, as amended by Act 89 of 2013.

FURTHER RESOLVED, that the Board hereby authorizes the proper officers of SEPTA to execute all documents, in form approved by the Office of General Counsel, and to do any and all
other things as shall be necessary and proper in order to effectuate the purpose of this Resolution.
### ATTACHMENT A

**SOUTHEASTERN PENNSYLVANIA TRANSPORTATION AUTHORITY EMPLOYEES AUTHORIZED TO SUBMIT AND MODIFY THE PENNSYLVANIA DEPARTMENT OF TRANSPORTATION'S DOTGRANTS OBJECTS**

<table>
<thead>
<tr>
<th>Registration - Organization Core Info</th>
<th>Grant Applications</th>
<th>Projected Legacy Budget</th>
<th>Unaudited Actual Legacy Budget</th>
<th>Audited Actual Legacy Budget*</th>
<th>Grant Agreement Expiration</th>
<th>Invoices</th>
<th>Progress Reports</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>General Manager</strong></td>
<td><strong>General Manager</strong></td>
<td><strong>General Manager</strong></td>
<td><strong>General Manager</strong></td>
<td><strong>Chairman of SEDA Board</strong></td>
<td><strong>General Manager</strong></td>
<td><strong>General Manager</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
<td><strong>Chief Financial Officer / Treasurer</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Director, Operating Budgets</strong></td>
<td><strong>Director, Operating Budgets</strong></td>
<td><strong>Director, General Accounting</strong></td>
<td><strong>Director, General Accounting</strong></td>
<td><strong>Director, General Accounting</strong></td>
<td><strong>Director, General Accounting</strong></td>
<td><strong>Director, General Accounting</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Director, Capital Budgets</strong></td>
<td><strong>Manager, Rev. Audits &amp; FA.</strong></td>
<td><strong>Manager, General Accounting</strong></td>
<td><strong>Manager, Cash Mgt. Accts. Pay &amp; Bills</strong></td>
<td><strong>Manager, Cash Mgt. Accts. Pay &amp; Bills</strong></td>
<td><strong>Manager, Cash Mgt. Accts. Pay &amp; Bills</strong></td>
<td><strong>Manager, Cash Mgt. Accts. Pay &amp; Bills</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Manager, Rev. Audits &amp; FA.</strong></td>
<td><strong>Manager, General Accounting</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, General Accounting</strong></td>
<td><strong>Manager, General Accounting</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Manager, Financial Audit (CCT)</strong></td>
<td><strong>Manager, General Accounting</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
<td><strong>Manager, Capital Budgets</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
<td><strong>Supervisor, Billing</strong></td>
</tr>
<tr>
<td><strong>Position Title:</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
<td><strong>Senior Accountant</strong></td>
</tr>
</tbody>
</table>

* PennDOT requires the Audited Actual Legacy Budget to be submitted by the chief operating officer (such as Executive Director, General Manager, etc.).

---

Page 8 of 8
RESOLUTION

re

THE CAPITAL BUDGET FOR FISCAL YEAR 2016;
THE TWELVE-YEAR CAPITAL PROGRAM AND COMPREHENSIVE PLAN;
AND GRANT OF AUTHORITY TO FILE AN APPLICATION FOR A STATE GRANT
UNDER ACT 44 OF 2007, AS AMENDED BY ACT 89 OF 2013

WHEREAS, SEPTA’s enabling act at 74 Pa.C.S. § 1751(a) requires SEPTA annually to adopt a capital budget and a capital program covering the ensuing 12 years; and

THE TENTATIVE CAPITAL BUDGET

WHEREAS, on March 27, 2015 the General Manager filed with the Board the tentative Capital Budget in the amount of $534.54 million for Fiscal Year 2016, and the tentative Twelve-Year Capital Program and Comprehensive Plan totaling $6.8 billion for Fiscal Years 2016-2027; and

WHEREAS, SEPTA’s Fiscal Year 2016 Capital Budget and Twelve-Year Capital Program reflects increases in funding as a result of the passage of Act 89 of 2013 which provides a dedicated, long term funding solution for transportation in the Commonwealth, thereby enabling SEPTA to move forward with its
"Rebuilding SEPTA for the Future" Capital Program ("Program"); and

WHEREAS, the Program includes improvements to critical infrastructure such as substations, bridges, track and stations, and also initiates the replacement of trolley and regional rail vehicles that have exceeded their useful life, while expanding capacity to address ridership growth and improving accessibility; and

WHEREAS, SEPTA selected 12 programs of projects ("Projects") which are identified in the tentative Capital Budget for Fiscal Year 2016 and pertinent staff summary; and

WHEREAS, the proposed Fiscal Year 2016 Capital Budget recommends the allocation of $534.54 million in capital improvements that SEPTA will make throughout the metropolitan region; and

WHEREAS, that in accordance with Treasury Regulation § 1.150-2, SEPTA may temporarily finance from its own funds all or a portion of the costs of the projects described in this Fiscal Year 2016 Capital Budget up to an amount equal to the total costs of the projects which shall be $534.54 million, and may then use all or a portion of the proceeds of tax-exempt obligations to reimburse itself for expenditures originally paid
prior to the date of issuance of the tax-exempt obligations, and all original expenditures which may be reimbursed will be capital expenditures (as defined in Treasury Regulation § 1.150-1(b)) and other permissible amounts under Treasury Regulation § 1.150-2(d)(3); and

WHEREAS, the Authority may find it fiscally prudent to consider other financing alternatives for the Fiscal Year 2016 Capital Budget and Fiscal Years 2016-2027 Capital Program which may include taxable or non-taxable municipal bonds or notes, public-private partnerships, private or governmental-backed loans such as Transportation Infrastructure Finance and Innovation Act (TIFIA), Railroad Rehabilitation Improvement Financing (RRIF) or similar borrowings, and EB-5 loans which could be made available under guidelines of the U.S. Immigrant Investor Program administered by the United States Citizen Immigration Services (USCIS); and

WHEREAS, in order to advance the evaluation of an EB-5 loan it is necessary that the Authority execute a Letter of Intent that would outline the general parameters of such a loan structure and provide for the preparation of an economic impact study and job creation analysis; and
WHEREAS, terms for any future financing transaction for Projects included in the Fiscal Year 2016 Capital Budget and Fiscal Years 2016-2027 Capital Program will be subject to SEPTA Board approval.

STATE FUNDS

WHEREAS, in accordance with Act 44 of 2007, as amended by Act 89 of 2013, SEPTA anticipates that it is eligible to receive from the Public Transportation Trust Fund ("PTTF") of the Commonwealth, the amount of $326.82 million for capital projects for Fiscal Year 2016, so long as SEPTA receives $10.93 million in matching funds from the Counties of Bucks, Chester, Delaware, Montgomery and Philadelphia and other appropriate local sources; and

WHEREAS, SEPTA will apply the financial assistance available through the PTTF and local matches to advance the tentative Fiscal Year 2016 Capital Budget; and

FEDERAL FUNDS

WHEREAS, the Proposed Fiscal Year 2016 Capital Budget also forecasts $196.79 million to come from Federal sources; and
PUBLIC HEARING

WHEREAS, pursuant to applicable law and the rules and regulations that became effective on March 1, 2010, the Chairman appointed Joseph M. O'Malley, Esquire, as Hearing Examiner to conduct a public hearing with respect to the tentative Capital Budget for Fiscal Year 2016 and the tentative Twelve-Year Capital Program and Comprehensive Plan; and

WHEREAS, after appropriate publication and posting, the Hearing Examiner presided over two sessions of the public hearing, both of which were held on April 28, 2015 at a convenient, accessible location; and

WHEREAS, persons who desired to do so were given the opportunity to appear at the public hearing, to present testimony, to introduce exhibits and other evidence, and to ask relevant questions of the representatives of SEPTA; and

WHEREAS, based on the testimony, evidence, and exhibits presented at the public hearing or otherwise entered into the record, the Hearing Examiner issued to the Board a Report and Recommendation with respect to the tentative Capital Budget for Fiscal Year 2016 and the tentative Twelve-Year Capital Program and Comprehensive Plan for Fiscal Years 2016-2027; and
WHEREAS, in his Report and Recommendation the Hearing Examiner recommended that the Board adopt the tentative Capital Budget and tentative Twelve-Year Capital Program and Comprehensive Plan; and

USE OF STATE FUNDS

WHEREAS, the management of SEPTA has reasonable belief based on historical commitments of local funding that the Counties of Bucks, Chester, Delaware, Montgomery and Philadelphia and other appropriate local sources will provide funds of $10.93 million in Fiscal Year 2016 that will match the financial assistance for capital projects that SEPTA will request from the Department of Transportation of the Commonwealth of Pennsylvania ("PennDOT"); and

WHEREAS, SEPTA recognizes that financial assistance obtained through the PTTF and local matches (i) may only be applied to capital projects, (ii) are ineligible for use as payment for operating expenses, as defined by PennDOT, and (iii) if not used in Fiscal Year 2016 must be retained and used only for capital projects in a subsequent fiscal year or years; and

RECOMMENDATION OF MANAGEMENT

WHEREAS, staff requested that the General Manager recommend that the Board (i) adopt the Capital Budget for Fiscal Year 2016
and the Twelve-Year Capital Program and Comprehensive Plan for Fiscal Years 2016-2027, (ii) authorize SEPTA to apply for financial assistance through the PTTF for capital projects for Fiscal Year 2016, and authorize SEPTA to execute a Letter of Intent to advance an EB-5 loan; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that upon consideration of the testimony taken and evidence presented at the public hearing or otherwise entered into the record, together with the arguments and/or other material presented at this meeting of the Board, along with the recommendation of the Hearing Examiner, the Board hereby adopts the Capital Budget for Fiscal Year 2016 and the Twelve-Year Capital Program and Comprehensive Plan for Fiscal Years 2016-2027 as management proposed them.

FURTHER RESOLVED, that the Board hereby authorizes SEPTA to submit to the Department of Transportation of the Commonwealth of Pennsylvania an application for $326.82 million of financial assistance for capital projects for Fiscal Year 2016 and any other state funds that may be made available for Fiscal Year 2016.
FURTHER RESOLVED, that the Board hereby designates the General Manager the Authorized Official ("AO") of SEPTA and authorizes the General Manager as Authorized Official to execute and file electronically via "dotGrants" with the Department of Transportation of the Commonwealth of Pennsylvania an application or applications in which SEPTA requests financial assistance for capital projects for Fiscal Years 2016-2027 under Act 44 of 2007, as amended by Act 89 of 2013, and other appropriate legislation.

FURTHER RESOLVED, that based upon (i) the representation and reasonable belief of the management of SEPTA, (ii) the understanding that the Board has no authority over any entity other than SEPTA, and (iii) the historical commitments of local funding, the Board hereby certifies in good faith that the Counties of Bucks, Chester, Delaware, Montgomery and Philadelphia and other appropriate local sources will provide funds of no less than $10.93 million in support of the Fiscal Year 2016 Capital Budget and that said funds will match the financial assistance for capital projects that SEPTA will receive from the PTTF.

FURTHER RESOLVED, that as to financial assistance for capital projects that SEPTA will receive from the PTTF and local
matches, the Board certifies that SEPTA (i) will only apply the funds to capital projects, (ii) recognizes that the funds are ineligible for use as payment for operating expenses, as defined by PennDOT, and (iii) will retain the funds not used in Fiscal Year 2016 and will use the funds only for capital projects in a subsequent fiscal year or years.

FURTHER RESOLVED, that for the purpose of obtaining financial assistance for the Projects, the Board hereby authorizes the proper officers of SEPTA (i) to file applications, in form approved by the Office of General Counsel, with the Federal Transit Administration, the Pennsylvania Department of Transportation and all other funding agencies, (ii) to secure commitments of local matching funds and (iii) to give to each of the entities from which funds are sought all necessary assurances, including those specified in the General Resolutions on this subject that the Board adopted on November 17, 1974, February 22, 1978, and May 26, 1982.

FURTHER RESOLVED, that in accordance with Treasury Regulation § 1.150-2, SEPTA may temporarily finance from its own funds all or a portion of the costs of the projects described in this Fiscal Year 2016 Capital Budget up to an amount equal to the total costs of the projects which shall be $534.54 million,
and may then use all or a portion of the proceeds of tax-exempt obligations to reimburse itself for expenditures originally paid prior to the date of issuance of the tax-exempt obligations, and all original expenditures which may be reimbursed will be capital expenditures (as defined in Treasury Regulation § 1.150-1(b)) and other permissible amounts under Treasury Regulation § 1.150-2(d)(3).

FURTHER RESOLVED, that the Board hereby authorizes the execution of a Letter of Intent for the purpose of advancing an EB-5 loan which could be used to partially finance the Projects and other capital projects included in the 2016-2027 Capital Program.

FURTHER RESOLVED, that the Board hereby authorizes the Chairman, General Manager or his designee, and other proper officers of SEPTA to enter into and to execute such agreements or other instruments, in form approved by the Office of General Counsel, with the funding agencies as may be required in order to obtain funding for the programs and Projects included in the Capital Budget for Fiscal Year 2016 and otherwise to effectuate the purposes of this Resolution.

FURTHER RESOLVED, that the Board hereby authorizes the proper officers of SEPTA to execute all documents, in form
approved by the Office of General Counsel, and to do any and all things as shall be necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND BROTHERHOOD OF MAINTENANCE OF WAY EMPLOYEES (BMWE)

WHEREAS, negotiations between representatives of SEPTA and Brotherhood of Maintenance of Way Employees ("Union") resulted in a proposed Memorandum of Agreement which governs the terms and conditions of employment of the bargaining unit employees whom the Union represents; and

WHEREAS, SEPTA staff communicated to the Board the terms of the proposed Memorandum of Agreement and the terms are summarized within the pertinent staff summary; and

WHEREAS, the appropriate members of the Union have ratified the Memorandum of Agreement; and

WHEREAS, the General Manager recommended that the Board approve and ratify the proposed Memorandum of Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves and ratifies the proposed Memorandum of Agreement by and between SEPTA and the Brotherhood of Maintenance of Way.
Employees which governs the terms and conditions of employment of the bargaining unit employees whom the Union represents.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager or his designee and appropriate managers of SEPTA to take all necessary and proper action including, but not limited to, amending agreements with the providers of medical, prescription and dental benefits and life insurance, in order to implement the terms and conditions of the Memorandum of Agreement and to do all other acts necessary and proper to effectuate this Resolution.
RESOLUTION

re

SALE BY SEPTA OF A PARCEL OF PROPERTY TO
AMOROSO'S BAKERY COMPANY FOR CONTINUED USE OF ITS FACILITY
IN SOUTHWEST PHILADELPHIA

WHEREAS, on August 31, 1995 Amoroso's Bakery Company ("Amoroso's") entered into a ground lease ("Lease") with SEPTA for five (5) parcels of property consisting of a combined 4,497 square feet located at Mile Post 4.23 within SEPTA's Media/Elwyn Line railroad right-of-way on the east side of 55th Street (between Angora Terrance and Thomas Avenue) in Southwest Philadelphia, to be used as part of Amoroso's bakery facility; and

WHEREAS, beginning in 1973, Amoroso's expanded its facilities, thereby requiring the lease of additional parcels of property from SEPTA within the subject right-of-way, the total amount of which is now approximately 11,149.60 square feet; and

WHEREAS, the Lease expired on July 31, 2014, but by agreement of the parties was extended for a period of one (1) year through July 31, 2015, pending negotiations of an Agreement of Sale in lieu of leasing; and
WHEREAS, an independent SEPTA-contracted appraisal has been conducted to determine the fair market value (FMV) of the 11,149.60 square feet total area of property, resulting in a land value valuation of $82,730.03 ($7.42/SF) plus an estimated cost for a required Waiver of Demolition of $75,000; and

WHEREAS, SEPTA will no longer have to maintain the property nor be subject to legal liability associated thereto; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to sell to Amoroso's the approximate 11,149.60 square foot areas of property for a total amount of $157,730.03, under the terms set forth in the pertinent staff summary, subject to FTA concurrence; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to sell to Amoroso's Bakery Company the subject properties, under the terms and conditions that are set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager or his designee to execute all documents, in form approved by the Office of General Counsel, and to do any
and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

FOURTH AMENDMENT TO LEASE AGREEMENT WITH EAST PENN RAILROAD, LLC FOR A SEGMENT OF THE BETHLEHEM BRANCH FOR CONTINUED USE AS FREIGHT SERVICE AND MAINTENANCE/REPAIR OF THE RIGHT-OF-WAY

WHEREAS, on March 30, 1979 SEPTA acquired from Consolidated Rail Corporation ("Conrail") that part of the Bethlehem Branch railroad line from Tabor Junction (Milepost 7.0) north to the Lehigh-Bucks County Line near Quakertown (Milepost 45.4); and

WHEREAS, Conrail operated freight service over a 15-mile segment of the Bethlehem Branch (from Milepost 30.5 near Telford north to Milepost 45.4) until July 17, 1997, at which time SEPTA became solely responsible for the right-of-way maintenance and repairs, including grade crossings; and

WHEREAS, in anticipation of Conrail's impending absence of operating freight service on the line, SEPTA solicited a competitive request for proposals from various short line operators for use of the track for private freight service; and

WHEREAS, said solicitation resulted in SEPTA entering into a trackage rights/lease agreement ("Lease") dated September 5,
1997 with East Penn Railways, Inc., predecessor to East Penn Railroad, LLC ("East Penn"), at nominal rent, for a base term of five years commencing retroactive as of August 8, 1997, along with two 5-year renewal options which expired on August 7, 2012; and

WHEREAS, during the second 5-year option of the Lease, the Borough of Quakertown expressed an interest in partnering with SEPTA to facilitate private development of the Quakertown freight house and surrounding grounds; and

WHEREAS, on November 13, 2012 SEPTA entered into an interim license agreement ("2012 License") with East Penn made effective retroactive to August 7, 2012 through March 1, 2013, to enable East Penn's continued operation of freight service and maintenance of the right-of-way pending a further amendment to the Lease; and

WHEREAS, on March 4, 2013 SEPTA and East Penn entered into a third amendment to the Lease which replaced the then existing 2012 license, and extended the term of the Lease for a period of 30 months made retroactive as of August 7, 2012, and would expire on February 6, 2015; and

WHEREAS, under the terms of the third amendment the rent remained nominal and all requirements of the original Lease,
including upgrading of track, repair or replacement of rails, ties and other items of track, signaling, railroad bridges/tunnels and at-grade crossings, indemnification and insurance coverages remained as obligations of East Penn; and

WHEREAS, the third amendment did, however, incorporate a provision enabling SEPTA to exclude the Quakertown freight house property from the Lease at any time upon six months’ prior notice to East Penn; and

WHEREAS, on February 2, 2015 SEPTA and East Penn entered into another license agreement ("2015 License") that expires June 7, 2015; and

WHEREAS, SEPTA and East Penn now desire to enter into a Fourth Amendment ("Fourth Amendment") to the Lease which will extend the original Lease Agreement, as well as extend the term of the Lease for an additional period of 28 months made retroactive to February 6, 2015, and will expire on June 7, 2017; and

WHEREAS, the proposed Fourth Amendment to the Lease would also provide for a new northern terminus for East Penn’s freight service, with the revised segment of the Bethlehem Branch being used changed from Milepost 30.5 north to Milepost 42.4 (California Road), leaving the remaining 14,500 +/- feet portion
of right-of-way for possible development into a recreation trail; and

WHEREAS, it is also anticipated that during the term of the Fourth Amendment, a new competitive solicitation for a request for proposals regarding a long-term lease agreement for use of the subject segment of the Bethlehem Branch will be developed and released to the public; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to enter into a Fourth Amendment of the Lease by which East Penn would continue operation of freight service on the Bethlehem Branch as set forth above and more fully described in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to enter into the fourth amendment to the Lease Agreement by and between SEPTA and East Penn Railroad, LLC for continued operation of freight service on the Bethlehem Branch from Milepost 30.5 to Milepost 42.4 (California Road), under such terms and conditions as set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the
General Manager or his designee to execute all documents, in form approved by the Office of General Counsel, and to do any and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
WHEREAS, SEPTA leases from the National Railroad Passenger Corporation ("Amtrak") under the 47-Station Lease Agreement the Ardmore Station ("Station") for servicing passengers on the Paoli/Thorndale Line, located in Lower Merion Township, Montgomery County; and

WHEREAS, the Station abuts property owned by Kimco Realty ("Kimco") on the outbound side of the railroad right-of-way; and

WHEREAS, SEPTA is undertaking major improvements to the Station which features Americans with Disability Act ("ADA") improvements, including construction of a new station building and ADA mandated bi-level platforms and elevators on the outbound side ("Project"); and

WHEREAS, SEPTA will also replace the existing exit from the outbound platforms through the "Dollar Lot" since this parcel will be conveyed from Amtrak to Kimco for commercial
development, with the "Dollar Lot" being relocated to the Kimco-owned lot west of Anderson Street; and

WHEREAS, the Project will require SEPTA to acquire from Kimco a permanent easement for a parcel of approximately 688 square feet for an appraised fair market value (FMV) of approximately $7,430 (or $10.80 per square foot); and

WHEREAS, SEPTA will also require temporary construction easements for two (2) contractor access/staging areas, the total required square footage of which is still being evaluated and not yet finalized, to be calculated at the appraised FMV rate of $4.80 per square foot annually over the duration of the Project, which is estimated to be two (2) years commencing in April 2016; and

WHEREAS, with respect to parking, SEPTA’s 109 permit spaces will be displaced during Phase I construction on Amtrak’s inbound lot; and

WHEREAS, if required, staff will obtain any necessary FTA concurrence of the transaction contemplated hereunder; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to (i) purchase from Kimco in lieu of condemnation, or if not successful to acquire by condemnation, a permanent easement in a parcel of property
estimated at 688 square feet for a FMV of approximately $7,430; and (ii) enter into temporary construction easements with the Kimco for property in an as yet to be determined total amount for an estimated annual cost of $4.80 per square feet over the Project period, as set forth in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to acquire from Kimco Realty in lieu of condemnation, or if not successful to acquire by condemnation, a permanent easement to the proposed property, and to enter into agreements with respect to temporary construction easements, under the terms set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager to execute all documents, in form approved by the Office of General Counsel, and to do any and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

ACQUISITION FROM THE BOROUGH OF LANSDALE OF PERPETUAL EASEMENTS AND TEMPORARY CONSTRUCTION EASEMENTS IN CONNECTION WITH LAND DEVELOPMENT FOR A NEW TRAIN STATION AT 9TH STREET IN LANSDALE, MONTGOMERY COUNTY

WHEREAS, SEPTA and the Borough of Lansdale ("Borough") are partnering on the joint development of a new train station to be located at 9th Street along SEPTA Lansdale/Doylestown Regional Rail Line in Lansdale, Montgomery County ("Project") and

WHEREAS, under the terms of the proposed Project, SEPTA will construct the new station facilities and site lighting, and the Borough will construct the parking lot and stormwater facilities, with both parties sharing in the maintenance of the Borough-owned parking lot; and

WHEREAS, the Borough is the owner of two parcels of property upon which SEPTA will construct the new station and lighting improvements; and

WHEREAS, in conjunction with the Project, SEPTA needs to acquire from the Borough (i) a temporary construction easement for access, construction, installation, reconstruction and
reinstallation purposes of station improvements as required by
the plans; (ii) a perpetual easement to permit discharge of
stormwater into, across and through the stormwater facilities
located on the Borough's parcels; (iii) a perpetual easement for
SEPTA's improvements located on the Borough's parcels; and (iv)
a perpetual easement over, across, under and through the
Borough's parcels to permit on-going access for maintenance and
repairs of the SEPTA improvements; and

WHEREAS, SEPTA's construction efforts on the Project are
expected to be completed by September 2015; and

WHEREAS, SEPTA has already received final land development
approval of its plans from the Borough's Council, and the
Borough has agreed to enter into an Permanent Easement Agreement
with SEPTA, at nominal consideration, for SEPTA's construction
of the Project; and

WHEREAS, SEPTA and the Borough are also negotiating a
shared parking and maintenance agreement with respect to use and
maintenance of the proposed pay-to-park lot which will be open
to the public; and

WHEREAS, staff requested that the General Manager recommend
that the Board authorize SEPTA to acquire from the Borough the
perpetual easements and temporary construction easements needed
for the construction of the new train station at 9th Street and associated improvements, as well as the on-going maintenance and repair thereof, as set forth in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to acquire from the Borough of Lansdale and to enter into agreements with respect to temporary construction easements and various perpetual easements pertaining to access rights, facility improvements, stormwater management, and the on-going maintenance and repair thereof, in conjunction with the proposed New Train Station Improvement Project at 9th Street in Lansdale, under the terms set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager to execute all documents, in form approved by the Office of General Counsel, and to do any and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

ACQUISITION FROM THE LANSDALE PARKING AUTHORITY OF PERPETUAL EASEMENTS REQUIRED FOR CONSTRUCTION OF THE NEW LANSDALE PARKING GARAGE

WHEREAS, SEPTA is the owner of a parcel of property which includes the Lansdale Passenger Station ("Station") and commuter parking lot located on SEPTA's Lansdale/Doylestown Regional Rail Line in the Borough of Lansdale, Montgomery County; and

WHEREAS, the Lansdale Parking Authority ("LPA") is the owner of a parcel of property located along and adjacent to SEPTA's railroad right-of-way and parking lot; and

WHEREAS, due to projected increased ridership and parking demand at Lansdale Station, SEPTA will be undertaking a parking expansion project at the location which will include construction of a 895 space parking garage, a pedestrian bridge, and an ADA-compliant elevator and stair tower ("Project"); and

WHEREAS, in conjunction with the Project, SEPTA desires to obtain from LPA, for nominal consideration, (i) a permanent easement to locate the elevator and stair tower on a portion of the LPA tract; (ii) a permanent air rights easement to locate
and maintain a portion of the pedestrian bridge over a portion of the LPA tract; (iii) a permanent perpetual non-exclusive easement for maintenance and repair of the pedestrian bridge improvements over, across, under and through a portion of the LPA tract, together with a perpetual easement across the LPA tract for access to the maintenance easement area; and (iv) a stormwater easement to discharge stormwater from the pedestrian bridge; and

WHEREAS, SEPTA has agreed to pay for the constructions of the Project, while LPA shall be solely responsible for the operation, maintenance and repair of the tower improvements; and

WHEREAS, the Project is anticipated to encompass a two-year period, with a one-year extension if required, with SEPTA agreeing to restore LPA's parcel to its pre-existing condition (as improved) upon completion of the Project; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to acquire from LPA, perpetual easements under the terms as set forth above and more fully described in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby
authorizes SEPTA to acquire from the Lansdale Parking Authority and to enter into such perpetual easement agreements as may be required needed for SEPTA's Lansdale Parking Garage Project, under the terms set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager to execute all documents, in form approved by the Office of General Counsel, and to do any and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

LEASE BY DRG PENNBROOK TO SEPTA OF APPROXIMATELY 328 PARKING SPACES THAT ARE LOCATED NEAR PENNBROOK PASSENGER STATION IN LANSDALE, MONTGOMERY COUNTY

WHEREAS, DRG Pennbrook ("DRG") owns a parcel of property located at Church Road in Lansdale, Montgomery County, which is adjacent to SEPTA'S Pennbrook Passenger Station ("Station") on the Lansdale/Doylestown Regional Rail Line; and

WHEREAS, said parcel is currently under lease by DRG to The Merck Company, which no longer has any use therefore; and

WHEREAS, SEPTA's facilities at the Station currently include only 84 customer parking spaces which will soon be no longer sufficient to accommodate the anticipated increased ridership at this location due to overflow parking from displaced commuters during construction of a new parking garage at Lansdale Station; and

WHEREAS, DRG has offered to lease to SEPTA an estimated 328 additional parking spaces within the parcel ("Demised Premises") for a term of 28 months commencing on September 1, 2015 and
expiring December 31, 2017, and thereafter on a month-to-month basis as may be agreed upon between the parties, with the provision that the lease can be terminated by DRG upon 60 days prior written notice; and

WHEREAS, rental for the Demised Premises shall be $20 per car/$6,560 monthly (or $78,720 annually) during the term of the lease; and

WHEREAS, the lease will also allow SEPTA to stripe the parking lot and number the spaces, but upon termination of the lease, SEPTA will remove the stripes/numbers and return the Demised Premises to its original condition; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to enter into the proposed lease agreement under the terms set forth above and more fully described in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to enter into the proposed lease agreement with DRG Pennbrook consistent with the terms and conditions set forth above and within the pertinent staff summary.
FURTHER RESOLVED, that the Board hereby authorizes the General Manager or his designee to execute all documents, in form approved by the Office of General Counsel, and to do any and all other things as shall be deemed necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

re

AWARD OF A CONTRACT
PURSUANT TO A REQUEST FOR PROPOSALS

WHEREAS, SEPTA, which has need for the services as described below, has advertised and solicited proposals from firms wishing to propose; and

WHEREAS, SEPTA staff has requested that the General Manager recommend that the Board authorize the award contracts to the firms listed below because said firms were the successful proposers in the areas for which the request for proposals was issued; and

WHEREAS, the General Manager recommended that the Board authorize the award of the contracts.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award subject to the following conditions and the General Manager to execute the following contracts, in form approved by the Office of General Counsel, subject to the concurrence of the funding agencies, if required, and contingent upon and subject to the proposers satisfactorily meeting all
requirements of the terms and conditions of the relevant request for proposals, including the provision of any required insurance certificates and full compliance with any applicable Disadvantaged Business Enterprise (DBE) requirements:

1. To Community Transit of Delaware County, for the administration of ADA paratransit service in Delaware County, to be performed over a period of five (5) years scheduled to commence on July 1, 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $26,824,719, Request for Proposals No. 13-060-AJR - Operation of ADA Paratransit of Delaware County.

2. To Shepard Bros., Inc., for the purchase of 232 cutaway mini-buses to replace existing vehicles that are past their useful life, with delivery of vehicles scheduled over a period of July 1, 2015 through December 31, 2017, as described in the staff summary on this subject, for a total contract amount not to exceed $17,584,833, Request for Proposals No. 14-303-JPK - Cutaway Mini-Buses.
RESOLUTION

re

AUTHORIZATION TO AWARD CONTRACTS FOR VARIOUS PROCUREMENTS

WHEREAS, SEPTA advertised and invited bids for the supplies identified below; and

WHEREAS, the firms listed below were the lowest responsive and responsible bidders to the invitation for bids; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to award the contracts identified below; and

WHEREAS, the General Manager made the recommendation to the Board.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award and for the General Manager or his designee to execute the contracts identified below in form approved by the Office of General Counsel, subject to and contingent upon the concurrence of the funding agencies, if required, and contingent upon and subject to the vendors satisfactorily meeting all requirements of the bid terms and
specifications, including full compliance with any applicable Disadvantaged Business Enterprise requirements:

1. To Thomas P. Carney, Inc., for general construction services, for a total contract amount not to exceed $18,427,858; and to Miller Bros. Division of Wampole-Miller, Inc., for electrical construction services, for a total contract amount not to exceed $1,820,822, for the provision of all labor, materials, tools and equipment for the Bucks County Intermodal Improvements - Levittown Station Project, with services to be performed over a period of 1,080 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 15-001-JHC - Bucks County Intermodal Improvements - Levittown Station.

2. To Philips Brothers Electrical Contractors, Inc., for renovations for the Morton Traction Power Substation Rehabilitation Project, with services to be performed over a period of 548 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $6,662,040, Sealed Bid No. 15-008-MJP - Morton Traction Power Substation Rehabilitation.
3. To PKF-Mark III, Inc., for the provision of all labor, materials, tools and equipment for the Exton Station Improvement Project, with services to be performed over a period of 655 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $8,341,000, Sealed Bid No. 14-314-TBM - Exton Station Improvement Project.

4. To Murphy Quigley Company, Inc., for general construction services, for a total contract amount not to exceed $1,070,000; to Nucero Electrical Construction Company, Inc., for electrical construction services, for a total contract amount not to exceed $99,800; and to Lima Company, for mechanical construction services, for a total contract amount not to exceed $29,640, for the provision of all labor, materials, tools and equipment for the 8th Street Concourse Vertical Transportation Elevator Project, with services to be performed over a period of 820 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 15-094-TBM - 8th Street Concourse Vertical Transportation Elevator.
5. To SAR Automotive Equipment Specialist, Inc., for the provision of all labor, materials, tools and equipment for the replacement of platform lifts at Midvale and Frontier Garages, with services to be performed over a period of 365 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $697,000, Sealed Bid No. 15-002-JHC - Replacement of Platform Lifts at Midvale and Frontier Garages.

6. To Wescott Electric Company, for the provision of electrical construction services for the Margaret-Orthodox Station Rehabilitation Project, with services to be performed over a period of 1,085 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $4,622,000, Sealed Re-Bid No. 15-00004-AHAC - Margaret-Orthodox Station Rehabilitation Project.

7. To D. A. Nolt, Inc., for general construction services, for a total contract amount not to exceed $7,833,379; to Dolan Mechanical, Inc., for mechanical construction services, for a total contract amount not to exceed $1,782,000; and to Nucero Electrical Construction Co., Inc., for electrical
construction services, for a total contract amount not to exceed $319,800, for the provision of all labor, materials, tools and equipment for the Berridge Shop and 2nd & Wyoming Office Roof Replacement Project, with services to be performed over a period of 540 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 14-246-JJB and Sealed Re-bid No. 15-00009-AJEB - Berridge Shop and 2nd & Wyoming Office Roof Replacement Project.

8. To Magnum Inc., for general construction services, for a total contract amount not to exceed $5,223,446; to Dolan Mechanical, Inc., for mechanical construction services, for a total contract amount not to exceed $859,000; and to Mulhern Electric Co., Inc., for electrical construction services, for a total contract amount not to exceed $491,710, for the provision of all labor, materials, tools and equipment to install a new building for the Frankford Transportation Building Project, with services to be performed over a period of 365 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 15-00021-AJEB - Frankford Transportation Building Project.
9. To Stouch Lighting, Inc., for the purchase of LED light fixtures to be installed at various BSS Line and Light Rail Stations as part of the LED Conversion Project, with delivery of material scheduled in June 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $887,621.60, Sealed Bid No. 15-078-JJC - LED Light Fixtures.
RESOLUTION
re

AWARD OF VARIOUS CONTRACTS FOR SOLE SOURCE PROCUREMENTS

WHEREAS, SEPTA has need for the supplies and services described below and those supplies and services are available only from the firms listed below; and

WHEREAS, staff reviewed the cost of the supplies and services and the General Manager recommended that the Board authorize SEPTA to award the contracts.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award and the General Manager or his designee to execute the contracts identified below, all in form approved by the Office of General Counsel, subject to the concurrence of the funding agencies, if required, and contingent upon and subject to each vendor/contractor satisfactorily providing any required bonds, insurance certificates and/or other documents, and complying with any applicable Disadvantaged Business Enterprise requirements:
1. To Harsco Track Technologies, a Division of Harsco Corporation, for the purchase of various non-stock parts used in the maintenance of the Harsco Tamper 277, Model Mark IV, with delivery of material scheduled in June 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $201,702.30.

2. To Harsco Track Technologies, a Division of Harsco Corporation, for the purchase of various non-stock parts used in the maintenance of the Harsco Prime Mover One, with delivery of material scheduled in June 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $55,362.45.

3. To Alstom Transport, for the upgrade of the bench test equipment used to test the agate logic assembly and monitor panel for the single and double-ended LRV cars, with delivery of material scheduled in September 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $82,245.

4. To Siemens Industry, Inc., for the purchase of new overrun train control equipment and technical support services for the Siemens overlay track circuits equipment to be deployed
throughout the Authority, with delivery of material scheduled for 120 after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $1,343,507.39.

5. To Irwin Transportation Products, for the purchase of various replacement parts for the T3 machine used to perform preventative maintenance and make repairs to street track switches, with delivery of material scheduled for eight weeks after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $50,606.

6. To Protran Technology, a Division of Harsco Corporation, for the purchase of roadway worker protection and train approach warning equipment, with delivery of material expected before August 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $402,105.
AUTHORIZATION TO EXECUTE A CHANGE ORDER AND AMENDMENT

WHEREAS, additional work is required to complete the project identified below; and

WHEREAS, staff reviewed the cost of the additional work and the General Manager recommended that the Board authorize SEPTA to order the additional work.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award and the General Manager or his designee to execute the change order identified below in form approved by the Office of General Counsel, subject to the concurrence of the funding agencies, if required, and to any applicable Disadvantaged Business Enterprise requirements:

1. To AT&T Mobility, for Change Order No. 1, which provides for an additional 95 Smart Phones for wireless communication services, at an increase in cost not to exceed $179,075, bringing the total contract price, including this change order, to an amount not to exceed $1,522,120.
2. To First Transit, Inc., for Amendment No. 2, which provides for a 106 calendar day time extension to the contract for Paratransit Services for Montgomery County, thereby establishing a new contract completion date of October 9, 2015, at an increase in cost not to exceed $1,040,782, bringing the total contract price, including all amendments to date, to an amount not to exceed $21,930,230.