1. Approval of Minutes of the Regular and Special Board Meetings of December 18, 2014
2. Financial Report
3. Resolutions

I. Administration Committee Review
   A. Purchase from Various Insurers of the Owner Controlled Insurance Program for the “Rebuilding SEPTA For The Future” Capital Program
   B. Various Consulting Services Contracts Pursuant to Request for Proposals
   C. Consultant Contract Amendments

II. Operations Committee Review
   A. Items for Consideration
      1. Memorandum of Agreement By and Between SEPTA and International Brotherhood of Teamsters, Local 500
      2. Memorandum of Agreement By and Between SEPTA and United Transportation Union, Local 1594
   B. Request for Proposals
   C. Various Procurements
   D. Sole Source Procurements
   E. Change Orders & Amendment

4. Report of General Manager
RESOLUTION

re

PURCHASE FROM VARIOUS INSURERS OF THE
OWNER CONTROLLED INSURANCE PROGRAM FOR THE
"REBUILDING SEPTA FOR THE FUTURE" CAPITAL PROGRAM

WHEREAS, the Engineering, Maintenance and Construction
("EM&C") Division is preparing to establish and implement an
Owner Controlled Insurance Program ("OCIP" or "Wrap-up") being
advanced to quickly provide essential casualty insurance
coverages for a select group of 28 construction projects under
the Rebuilding SEPTA for the Future Capital Program ("Capital
Program"), for a five-year period retroactively effective as of
January 16, 2015; and

WHEREAS, the insurance program is a "rolling OCIP" which
will permit the inclusion of additional construction projects as
needed, subject to the approval of the underwriters
participating in the OCIP; and

WHEREAS, the OCIP would provide commercial general
liability, workers' compensation and employers liability, and
umbrella/excess liability coverages for each enrolled contractor
and subcontractor providing "on-site" services for a Capital Program project; and

WHEREAS, by using an OCIP, SEPTA can control safety requirements, drug and alcohol testing, claims management and claim payout; and

WHEREAS, SEPTA retained Connor, Strong & Buckelew, nationally recognized insurance and risk management professionals, to work with the Risk Management Advisory Committee ("RMAC") to structure, market the liability insurance and manage the OCIP; and

WHEREAS, upon consideration of all the responses, Old Republic Insurance Company ("Old Republic") offered the best coverage terms and price for the primary program under the OCIP which is a two line Large Deductible Program for the five-year period that would cover both Pennsylvania workers' compensation and commercial general liability; and

WHEREAS, several insurance companies agreed to follow the coverage of Old Republic which offers the best terms and prices for the excess liability coverage; and
WHEREAS, the workers' compensation policies for each contractor/subcontractor provide coverages of $1 million each with a self-insured retention of $250,000 per occurrence; and

WHEREAS, the commercial general liability policies for each contractor/subcontractor provide coverages of $2 million each with a self-insured retention of $250,000 per occurrence, with $4 million general aggregate and products/completed operations aggregate limits; and

WHEREAS, the OCIP also incorporates a "clash deductible" of $375,000 in the event a workers' compensation and general liability claim can be consolidated; and

WHEREAS, the Excess Program will provide $200 million of follow form excess liability protection above the employer's liability and the commercial general liability coverage, being led by the quotation of Berkshire Hathaway and followed by six other carriers domiciled in North America and Bermuda; and

WHEREAS, the carriers based their proposals on estimated total construction contract values of $403,027,399 and total contractor's payroll of $88,666,028; and

WHEREAS, based upon the estimated total construction contract values and the total contractors' payrolls, the maximum
OCIP premium, administration fees and commissions for the five-year term commencing retroactively effective January 16, 2015 would be $18,632,551, with an adjustable rate of $19.45 per $100 of payroll; and

WHEREAS, EM&C staff, with the concurrence of the RMAC, requested that the General Manager recommend that the Board authorize SEPTA to enter into the contracts of insurance for the OCIP as set forth in the pertinent staff summary; and

WHEREAS, the General Manager made the recommendation.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to establish and implement the Owner Controlled Insurance Program and enter into the contracts of insurance as set forth in the pertinent staff summary.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager, his designee and other 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

AWARD OF VARIOUS CONSULTING SERVICES CONTRACTS
PURSUANT TO REQUEST FOR PROPOSALS

WHEREAS, SEPTA, which has need for the consulting 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 Gannett Fleming, Inc., for the provision of architectural, engineering and construction-related services for the 30th to K Overhead Contact System (OCS) and Structures Replacement Project, with services to be performed over a period of 72 months scheduled to commence in February 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $5,222,762, Request for Proposals No. 14-232-JHC - Architectural and Engineering Services for 30th to K Overhead Contact System (OCS) and Structures Replacement Project.
RESOLUTION

re

AUTHORIZATION TO EXECUTE CONSULTANT CONTRACT AMENDMENTS

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

WHEREAS, staff reviewed the additional work and the General Manager recommended that the Board authorize SEPTA to enter into the amendments for 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 consultant contract amendments 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 CompServices, Inc. d/b/a AmeriHealth Casualty Services, for Amendment No. 4, which provides for a 12-month time extension to allow sufficient time for SEPTA’s Legal and Claims Administration Departments to review various components
of the existing Workers' Compensation Managed Care Program, thereby establishing a new contract completion date of June 30, 2016, at an increase in cost not to exceed $7,450,000, bringing the total contract price, including all amendments to date, to an amount not to exceed $48,643,815.

2. To Cigna / Cigna Health and Life Insurance Company (formerly CIGNA Corporation), for Amendment No. 1, which allows for a change from SEPTA's current fully-insured plan to a self-insured plan for Dental Insurance Benefits (for SEPTA non-TWU, Local 234 employees) whereby SEPTA will be responsible for all dental claim costs at the discounted basic services rates and discounts/co-payment for non-basic services.
WHEREAS, negotiations between representatives of SEPTA and International Brotherhood of Teamsters, Local 500 ("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 has 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 International Brotherhood of Teamsters,
Local 500, 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 other proper officers 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.
RE S O L U T I O N

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MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND UNITED TRANSPORTATION UNION, LOCAL 1594

WHEREAS, negotiations between representatives of SEPTA and United Transportation Union, Local 1594 ("Union") have 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 has 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 United Transportation Union, Local 1594, 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 other proper officers 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

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 Neopart LLC, for electrical, hardware/industrial, hydraulics/pneumatics/plumbing and vehicle items, for a total contract amount not to exceed $9,856,165; and to R. W. Mallon, for paint/body and janitorial items, for a total contract amount not to exceed $6,619,440, for the Authority-wide Vendor Managed Inventory (VMI) Services Program, to be performed over a period of five years scheduled to commence in February 2015, along with an allowance of five percent (5%) in the amount of $823,780 to be exercised at the sole discretion of SEPTA for item replacement or additional item(s) if required, as described in the staff summary on this subject, Request for Proposals No. 12-155-JVL - Vendor Managed Inventory Services.
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 Extech/Exterior Technologies, Inc., for the purchase of aluminum windscreen assemblies for installation at Temple University Station for the Temple University Station Improvements 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 $249,992, Sealed Bid No. 14-241-DMC - Temple University Aluminum Windscreen Assemblies.

2. To Stella Jones Corporation, for Item Nos. 1 and 3-9, for a total contract amount not to exceed $1,844,127.10; and to Natural Wood Solutions, LLC, for Item Nos. 2 and 10, for a total contract amount not to exceed $142,817.50, for the purchase of various types of wood ties to be used on renewal projects and general maintenance, with delivery of material in lots of 50% of each quantity in August 2015 and the remaining 50% balance in January 2016, as described in the staff summary on this subject, Sealed Bid No. 14-280-LSP - Wood Ties.

3. To Pacifico Ford, Inc., for the purchase of ten structural welding trucks to be used as one-to-one replacement
vehicles in the existing fleet which have exceeded their useful life, with delivery of vehicles scheduled in October 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $1,043,370, Sealed Bid No. 14-140-JHC - Purchase of Ten (10) Welding Trucks.

4. To BTS Rentals, Inc., for Item No. 3; to Carr & Duff, Inc., for Item No. 5; to Danella Rental Systems, Inc., for Item No. 34; to Delaware Valley Lift Truck, Inc., for Item No. 11; to Hertz Equipment Rental Corporation, for Item No. 69; to Maxim Crane Works, L.P., for Item No. 21; to Plasterer Equipment Co., Inc., for Item No. 5; to Reilly Sweeping, Inc., for Item No. 1; to TNT Equipment Sales and Rentals, Inc., for Item No. 107; and to United Rentals (North America) Inc., for Item No. 4, for the lease of vehicles and equipment used by the EM&C Division, with vehicles/equipment to be provided on an "as required" basis over a period of three years commencing in February 2015, and with authorization to SEPTA staff to extend each of the contracts for six (6) month periods at no increase in cost, as described in the staff summary on this subject, for a collective total contract amount for the ten contracts not to exceed $4,000,000, Sealed Bid No. 14-213-JHC - Lease of Vehicles and Equipment Blanket.
5. To Vanalt Electrical Construction, for the furnishing and installation of a completely tested and operational trolley warning system for the Installation Crossing Warning Devices MSHL Project, with services to be performed over a period of 300 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 $2,725,890, Sealed Bid No. 14-205-JJB - Installation Crossing Warning Devices MSHL.

6. To Skyline Connections, Inc., for the provision of Disadvantaged Business Enterprise (DBE) Software and Hosting Services, with services to be performed over a period of 90 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 $254,200, Sealed Bid No. 14-276-HAC - DBE Reporting Software and Hosting Services.
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 Vapor Stone Rail Systems, Division of Westinghouse Air Brake Technologies Corporation, for the purchase of HVAC replacement parts to be used on SEPTA's M-4, N-5, LRV and Silverliner IV/V car fleets, with delivery of material scheduled over a period of five years commencing in February 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $2,273,880.00.

2. To Fairmount Automation, for the purchase of 25 DAM-LBK modules to be used to complete repairs to the door control units on the Silverliner IV car fleet, at a unit price of $1,850.58, with delivery of material scheduled for April 27, 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $46,264.50.

3. To Ansaldo STS USA, Inc., for Items Nos. 1-3, for the purchase of 5 left-hand and 8 right-hand track switches, and 4 switch and lock mechanisms, as part of the MSHL Re-signalization Project and to replace failing units at the Broad, West and 16th Street interlockings on the RRD, at negotiated unit prices of $16,723.85, $16,723.85 and $48,054, respectively, with delivery of material over a period of 5-6 months after receipt of SEPTA's
Purchase Order, as described in the staff summary on this subject, for a total contract amount not to exceed $409,626.05.

4. To Faiveley Transport North America, for the purchase of 408 (each) right-hand and left-hand door operators to be used for the Vehicle Overhaul (VOH) Program of the M-4 car fleet, at a unit price of $2,823, with delivery of material scheduled to commence in October 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $2,303,568.

5. To United Concordia Companies, Inc. (UCCI), for self-insured dental benefits for TWU Local 234 employees and their dependents, with services to be provided over a period of 24 months commencing retroactively effective as of January 1, 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $7,224,814.20.
RESOLUTION

re

AUTHORIZATION TO EXECUTE CHANGE ORDERS/AMENDMENT

WHEREAS, additional work is required to complete the projects 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 orders/amendment 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 RouteMatch Software, Inc., for Change Order No. 1, which provides for an upgrade of the mobile data computers and cloud based hosting services and associated equipment for CCT paratransit services in Montgomery and Delaware Counties, at an increase in cost not to exceed $1,027,290, bringing the total
contract price, including this change order, to an amount not to exceed $1,695,390.

2. To Community Transit of Delaware County, Inc., for Amendment No. 3, which provides for a six-month time extension on the contract for ADA Paratransit Services in Delaware County, thereby establishing a new contract completion date of August 30, 2015, at an increase in cost not to exceed $2,874,595, bringing the total contract price, including all amendments to date, to an amount not to exceed $29,015,115.

3. To Liberty Graphics Systems, Inc., for Change Order No. 1, which provides for different wording and graphics requiring the additional printing of fleet and station maps for the Transit Maps Printing Contract, at an increase in cost not to exceed $28,503.50, bringing the total contract price, including this change order, to an amount not to exceed $174,751.35.