1. Election of Officers

2. Approval of Minutes of the Regular Board Meeting of January 24, 2013

3. Financial Report

4. Resolutions

I. Administration Committee Review

A. Consulting Services Contract

B. Consultant Amendments

II. Operations Committee Review

A. First 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

B. Request for Proposals

C. Various Procurements

D. Sole Source Procurements

5. Report of General Manager
RESOLUTION

re

AWARD OF A CONSULTING SERVICES CONTRACT
PURSUANT TO A REQUEST FOR PROPOSALS

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

WHEREAS, SEPTA staff requested that the General Manager recommend that the Board authorize SEPTA to award a contract to the firm identified below because the firm was the successful proposer in the areas for which the request for proposals was issued; and

WHEREAS, the General Manager recommended that the Board authorize SEPTA to award the contract.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award and the General Manager or his designee to execute the following consultant contract 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 proposer 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 requirements:

1. To QCC Insurance Company, a subsidiary of Independence Blue Cross, for the provision and administration of vision care benefits for an estimated 9,200 eligible SEPTA employees and their dependents, to be performed over a period of five years scheduled to commence on May 1, 2013, as described in the staff summary on this subject, for a total contract amount not to exceed $2,373,600, Request for Proposals No. 12-069-RLW - Employee Vision Care Benefits.
RESOLUTION

re

AUTHORIZATION TO EXECUTE CONSULTANT 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 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 Judge Technical Services, Inc., for Amendment No. 1, which provides for a nine month time extension of the Temporary Technical Staff (TTS 13) Consultant Services contract, thereby establishing a new contract completion date of November 28, 2013, at no increase in cost, with the total contract price,
including this amendment, remaining at an amount not to exceed $4,500,000.

2. To First Transit, Inc., for Amendment No. 1, which provides for a two month time extension of the Operation of ADA Paratransit and Shared Ride Program (SRP) Services in Philadelphia County, PA (2 Pack), thereby establishing a new contract completion date of May 25, 2013, at an increase in cost not to exceed $3,248,953, bringing the total contract price, including this amendment, to an amount not to exceed $63,931,470.

3. To STV, Incorporated, for Amendment No. 6, which provides for a nine month time extension and additional support under the consultant support services contract for the Silverliner V procurement due to continuing project delays, thereby establishing a new contract completion date of December 31, 2013, at an increase in cost not to exceed $356,331, bringing the total contract price, including all amendments to date, to an amount not to exceed $11,363,153.
RESOLUTION

re

FIRST 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 ("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, SEPTA and East Penn now desire to enter into a first amendment to the Lease which would replace the existing License, and extend the term of the Lease for a period of 30 months made retroactive as of August 7, 2012, and will expire on February 6, 2015; and

WHEREAS, under the terms of the proposed first amendment the rent shall remain 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 shall remain as obligations of East Penn; and

WHEREAS, the proposed first amendment will, 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, it is also anticipated that during the term of the first amendment, a new competitive solicitation for a request for proposals regarding a long-term lease agreement for use of the subject 15-mile 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 the first amendment of the Lease by which East Penn would continue operation of freight service on the subject 15-mile segment of the Bethlehem Branch for a period of 30 months made retroactive to August 7, 2012, which would also satisfy SEPTA's risk avoidance interest by enabling East Penn to continue to perform right-of-way maintenance and repair; 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 first 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 45.4, 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.
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 of a contract to the firm listed below because said firm was the successful proposer 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 contract.

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 contract, 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 Edens Corporation, for Package 3 (Packages 1 and 2 combined), for the provision of both ADA paratransit services and Shared Ride Program (SRP) services in Philadelphia County, to be performed over a period of five years scheduled to commence on May 26, 2013, as described in the staff summary on this subject, for a total contract amount not to exceed $89,787,030, Request for Proposals No. 12-105-RLW - Operation of ADA Paratransit and Shared Ride Program (SRP) Services in Philadelphia County, PA (2 Pack).
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 Edens Corporation, for the provision of reservation and support function services which include call intake for trip reservations, customer service support, and performance of data entry and document review in support of Paratransit services in Philadelphia and the four suburban counties, to be performed over a period of five years scheduled to commence on May 1, 2013, as described in the staff summary on this subject, for a total contract amount not to exceed $8,274,989, Sealed Bid No. 12-107-JVL - Reservations and Support Functions Services.

2. To LAZ Parking Mid-Atlantic, LLC, for the provision of daily operation, maintenance and revenue collection services at two Authority-owned parking garages, to be performed over a period of four years scheduled to commence on April 1, 2013, as described in the staff summary on this subject, for a total contract amount not to exceed $2,167,113.08, Sealed Bid No. 12-140-JVL - Parking Garage Management Services.

3. To Penn Machine Company, LLC, for Item No. 2, for the purchase of 120 steel wheels to be used in the maintenance of LRV cars, at a unit price of $2,509, for a total contract amount
not to exceed $301,080; and to ORX, for Item No. 3, for the purchase of 30 steel wheels to be used in the maintenance of AEM-7 locomotives, at a unit price of $4,390, for a total contract amount not to exceed $131,700, with delivery of material scheduled over a period of two years commencing in August 2013, as described in the staff summary on this subject, Sealed Bid No. 12-145-MEC - Steel Wheels for M-IV, LRV, and AEM-7.

4. To Summit Railroad Products, Inc. - Standard Steel, for Item No. 1, for the purchase of 900 steel wheels to be used in the maintenance of Silverliner IV cars, at a unit price of $1,250, for a total contract amount not to exceed $1,125,000; and to Penn Machine Company LLC, for Items Nos. 2 and 3, for the purchase of 320 steel wheels to be used in the maintenance of B-IV cars and 96 steel wheels to be used in the maintenance of N-5 cars, at unit prices of $1,929 and $2,898, respectively, for a total contract amount not to exceed $895,488, with delivery of material scheduled over a period of two years commencing in April 2013, as described in the staff summary on this subject, Sealed Bid No. 12-135-MEC - Steel Wheels for Silverliner IV, B-IV and N-5 cars.
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: