SOUTHEASTERN PENNSYLVANIA TRANSPORTATION AUTHORITY

AGENDA

REGULAR MEETING

To Be Held at 3:00 PM

JULY 23, 2015

1234 Market Street, Mezzanine Level

Philadelphia, PA

1. Approval of Minutes of the Regular Meeting of June 25, 2015

2. Financial Report

3. Resolutions

I. Election Not to Hold a Regular Meeting of the Board in the Month of August 2015 and Cancellation of the Regular and Special Meetings of the Board Scheduled For August 27, 2015

II. Administration Committee Review

A. Authorization to Renew Purchase of Stop Loss Insurance for Medical and Prescription Drug Benefits with HM Life Insurance Company

B. Consultant Amendments

III. Operations Committee Review

A. Items for Consideration

1. Memorandum of Agreement By and Between SEPTA and the SMART/United Transportation Union, Local 61

2. Lease by SEPTA to the General Services Administration of 33,114 Rentable Square Feet on the 20th Floor of 1234 Market Street

3. Authorization to Transfer Ownership of Surplus Property Located at 5915-17 Market Street to the Philadelphia Redevelopment Authority

4. Authorization to Transfer Ownership of Surplus Property Located at 1802 E. Huntingdon Street to John Crespo and Laura Crespo
5. Finding of Special Opportunity Approving Use of a Request for Proposal for Lease of the Jenkintown-Wyncote Railroad Passenger Station in the Borough of Jenkintown, Montgomery County

6. Lease to Industrial Commercial Cleaning Group, Inc., for the Second Floor of SEPTA’s Queen Lane Regional Railroad Station Building

7. Relocation Agreement Between SEPTA and PECO Energy Company Regarding a PECO Overhead Wire and Pole Line Relocation on Property Situated in the Borough of Tullytown, Bucks County, in Conjunction with the Levittown Railroad Passenger Station Intermodal Improvement Project

8. Contract Amendment No. 1 Property Management Services for Suburban Railroad Station

B. Request for Proposals

C. Various Procurements

D. Sole Source Procurements

E. Amendments and Change Orders

4. Report of General Manager
RESOLUTION

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WHEREAS, under Section 3.02 of the By-Laws the Board by resolution may elect not to hold a regular meeting in the month of July or August; and

WHEREAS, the Board desires not to hold a regular meeting in the month of August 2015.

NOW, THEREFORE, BE IT RESOLVED, that the Board will not hold a regular meeting in the month of August 2015.

FURTHER RESOLVED, that the Board hereby cancels the regular and special meetings that are scheduled to be held on August 27, 2015.
RESOLUTION

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AUTHORIZATION TO RENEW PURCHASE OF STOP LOSS INSURANCE FOR MEDICAL AND PRESCRIPTION DRUG BENEFITS WITH HM LIFE INSURANCE COMPANY

WHEREAS, effective August 1, 2014 SEPTA entered into a self-insured formal arrangement for medical/health coverage administered by Independence Blue Cross ("IBC") with HM Life Insurance Company ("HM") for medical coverage covering approximately 9,300 employees and retirees, which included a "Specific Deductible" of $500,000 or higher per person; and

WHEREAS, the Stop Loss Insurance coverage was for a one-year period expiring on July 31, 2015, at an estimated annual premium of $2,025,156; and

WHEREAS, HM quoted a rate to SEPTA for a $500,000 Specific Deductible Policy at a cost of $19.81 per employee per month (a 9% increase) for an estimated amount of $2,224,346 (covering an estimated 9,300 employees and retirees and their dependents), with actual numbers depending on the number of monthly covered employees; and
WHEREAS, IBC and HM are integrated companies, thereby affording to SEPTA numerous benefits, including the avoidance of having to pay stop loss coordination fees to IBC of $1.56 per month per employee; and

WHEREAS, with the concurrence of the Stop Loss Committee of the Board, staff requested the General Manager recommend that the Board authorize SEPTA to renew purchase of Stop Loss Insurance from HM under the terms that are 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 renew purchase of Stop Loss Insurance coverage from HM Life Insurance Company, with a $500,000 Specific Deductible, under the terms that are set forth above and more fully described in the pertinent staff summary.

FURTHER RESOLVED, that the coverage will cover both medical and prescription drug claims incurred over the one-year period of August 1, 2015 through July 31, 2016 at an estimated annual premium of $2,224,346.
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.
RESOLUTION

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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 Gannett Fleming, Inc., for Amendment No. 4, which provides for additional construction-related (Phase B) services for the Positive Train Control Project, at an increase in cost not to exceed $2,281,741, bringing the total contract price,
including all amendments to date, to an amount not to exceed $14,945,457.

2. To Portfolio Associates, Inc., for Amendment No. 1, which provides for an 8-month no-cost time extension for the Full Market Research Consultant Services Contract (retroactive to June 30, 2015), thereby establishing a new contract completion date of February 29, 2016, with the total contract price, including this amendment, remaining at an amount not to exceed $1,128,041.

3. To Urban Engineers, Inc., for Amendment No. 2, which provides for additional construction and engineering-related work for the Villanova Station Improvements Project, at an increase in cost not to exceed $231,946, bringing the total contract price, including all amendments to date, to an amount not to exceed $2,234,790.
RESOLUTION

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MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND THE SMART/UNITED TRANSPORTATION UNION, LOCAL 61

WHEREAS, negotiations between representatives of SEPTA and the SMART/United Transportation Union, Local 61 ("Union") have resulted in a proposed Memorandum of Agreement which governs the terms and conditions of employment of the Railroad Division 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 the SMART/United Transportation Union, Local 61, which governs the terms and conditions of employment of the Railroad Division 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

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LEASE BY SEPTA TO THE GENERAL SERVICES ADMINISTRATION
OF 33,114 RENTABLE SQUARE FEET ON THE 20TH FLOOR
OF 1234 MARKET STREET

WHEREAS, the General Services Administration ("GSA") is the
Real Estate Department of the United States government, which
issued a Request for Proposal on behalf of the National Park
Service ("NPS") to lease office space within the City of
Philadelphia ("City"); and

WHEREAS, NPS is currently located in the U.S. Customs House
(owned by the Federal Government) at 2nd and Chestnut Streets, and
GSA required buildings in the City which could provide NPS with a
usable square footage range between 27,228 square feet to 27,500
square feet; and

WHEREAS, the Flynn Company, SEPTA's contracted leasing broker
for the 1234 Market Street Headquarters Building, has negotiated
lease terms and conditions which provided the basis for GSA
identifying the entire 20th floor of 1234 Market Street (27,344
usable SF/33,114 rentable SF) ("Demised Premises") as the successful offeror; and

WHEREAS, the term of the proposed lease is ten years commencing upon SEPTA’s fit-out of the space or December 1, 2015, whichever occurs later; and

WHEREAS, the annual base rental for the Demised Premises will be $773,874.18 ($23.37 per rentable square foot), with waiver of rent for the first four months, and annual increases on operating expenses per GSA standards, based upon the annual increase in CPI (projected at the rate of 3%), resulting in minimum gross income over the term of the lease totaling $7,869,532.88; and

WHEREAS, the GSA will also have the option of utilizing up to $373,525.92 ($11.28 per rentable square foot) for tenant improvements to the Demised Premises over and above the base improvements, which shall be amortized at a rate of 4%, which will result in potential additional revenue; and

WHEREAS, SEPTA’s broker-management contract with The Flynn Company requires that the proposed lease will call for 3% commission payment totaling $224,423.51, since the transaction has been developed solely by them without any other broker; and
WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to lease to the GSA the Demised Premises in 1234 Market Street under the terms that are set forth within 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 lease to the General Services Administration the Demised Premises under the terms that are set forth 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 necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

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AUTHORIZATION TO TRANSFER OWNERSHIP OF SURPLUS PROPERTY LOCATED AT 5915-17 MARKET STREET TO THE PHILADELPHIA REDEVELOPMENT AUTHORITY

WHEREAS, as part of the Market-Frankford Elevated Project, in May 2005 SEPTA acquired a certain 11,275 square foot irregularly shaped parcel of property ("Property") located at 5915-17 Market Street, Philadelphia, Pennsylvania, as a result of an eminent domain proceeding initiated against the Property owners who could not be located; and

WHEREAS, after SEPTA had paid estimated just compensation into the Court of Common Pleas for the said taking, the Property owners surfaced, and an agreement was thereafter negotiated resulting in a purchase price of $137,500 (plus $13,705 in related costs); and

WHEREAS, City District Councilman, Curtis Jones, approached SEPTA in April 2012 with a formal request to transfer the Property to the Philadelphia Redevelopment Authority ("PRA"),
which in concert with other publicly owned property would facilitate the redevelopment of the entire block; and

WHEREAS, Councilman Jones and the PRA were advised by SEPTA that since Federal Transportation Administration ("FTA") funding (approximately $150,000) had been used to acquire the Property, payment of this amount by the future development entity would be required to satisfy FTA's continuing interest in the Property; and

WHEREAS, SEPTA has no plan to use the Property for transit purposes in the near or foreseeable future, and the Property has been vacant since its acquisition thereby posing a liability concern to the Authority; and

WHEREAS, over the last several years the PRA has continued its planning process, and has now advised SEPTA it is prepared to move forward with the acquisition of the Property and commence redevelopment for the purchase price of $151,205; and

WHEREAS, SEPTA was not required to employ the competitive bid process for the sale of the Property because SEPTA enabling legislation permits direct contracting with government agencies with respect to sales of real property; and
WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to transfer title to the Property to the PRA under the terms set forth above and more fully described 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 transfer ownership of the Property located at 5915-17 Market Street in Philadelphia, Pennsylvania, to the Philadelphia Redevelopment Authority under the terms 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

AUTHORIZATION TO TRANSFER OWNERSHIP OF SURPLUS PROPERTY LOCATED AT 1802 E. HUNTINGDON STREET TO JOHN CRESPO AND LAURA CRESPO

WHEREAS, in 1998 SEPTA acquired a certain parcel of property ("Property") located at 1802 E. Huntingdon Street, Philadelphia, Pennsylvania, for $2,500; and

WHEREAS, SEPTA used this property as a construction support area for the demolition of the existing head house and construction staging for the Frankford Elevated Project; and

WHEREAS, SEPTA has no plan to use the Property for transit purposes in the near or foreseeable future, and the Property has been vacant since 2007 thereby posing a liability concern to the Authority; and

WHEREAS, invitations to bid ($35,000 minimum) were sent to potential bidders and advertised on SEPTA's website, newspapers and via signage posted on the Property; and

WHEREAS, the only bid received was from John Crespo and Laura Crespo in the amount of $36,000; and
WHEREAS, in connection with the proposed transfer of ownership to John Crespo and Laura Crespo, SEPTA will request approval from the Federal Transit Administration (FTA), and also request instructions for the disposition of the proceeds derived from the sale; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to transfer title to the Property to John Crespo and Laura Crespo 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 transfer ownership of the Property located at 1802 E. Huntingdon Street in Philadelphia, Pennsylvania, to John Crespo and Laura Crespo under the terms 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

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FINDING OF SPECIAL OPPORTUNITY APPROVING USE OF A REQUEST FOR PROPOSAL FOR LEASE OF THE JENKINTOWN-WYNCOTE RAILROAD PASSENGER STATION IN THE BOROUGH OF JENKINTOWN, MONTGOMERY COUNTY

WHEREAS, pursuant to Section 1741(a)(24) of SEPTA enabling act, the Public Transportation Law, the Authority may determine a finding of special opportunity ("FOSO") with respect to prospective real estate related matters; and

WHEREAS, FOSO's are exempt from the competitive bidding process in favor of solicitation via a Request for Proposal, which allows for the negotiation of terms and conditions of the transaction; and

WHEREAS, SEPTA's Jenkintown-Wyncote Station ("Station") was built in 1897 (rebuilt in 1932) on the former Bethlehem Branch and is located at Glenwood and West Avenues in the Borough of Jenkintown, Montgomery County; and

WHEREAS, the Station is comprised of approximately 8,764 square feet, including a basement in the station building on the inbound side, and approximately 300 square feet of enclosed platform space on the outbound side; and
WHEREAS, SEPTA desires to pursue Requests for Proposals for the lease of non-passenger portions of the Station; and

WHEREAS, the leased premises, ticket office and passenger waiting areas, co-located within the historically registered building, are fully dependent on common mechanical, electrical and structural systems, a lease offering based on a conventional highest-bid solicitation without the benefit of an evaluation of the extent and schedule of proposed additional repairs, improvements and ongoing maintenance commitments leaves SEPTA with the substantial financial burden of necessary replacement and continued upkeep of all outdated building systems, including those that service the lease premises; and

WHEREAS, the Requests for Proposals will specify a scope of effort requiring those responding to perform minimum site-specific repairs and improvements and to indemnify SEPTA, and proposers will also be required to reflect the extent and schedule of proposed additional repairs and ongoing maintenance, a proposed security program and respective minimum rental; and

WHEREAS, the Requests for Proposals will also reflect a minimum lease term and may allow single or multi-year option period(s) to satisfy lending requirements which may be necessary for tenant funding of repairs and improvements, with rent relief
being awarded for pre-approved tenants improvements to the structures in accordance with SEPTA's current policy, when appropriate; and

WHEREAS, evaluation of proposals will be performed by committee on a prioritized, weighted basis in conformance with SEPTA's Procurement procedures; and

WHEREAS, solicitation and negotiations of competent lease proposals will best serve SEPTA's mission as a public transportation provider and will present a desirable fiscally and operationally sound alternative to the bid process; and

WHEREAS, staff requested that the General Manager recommend that the Board approve a Finding of Special Opportunity based upon the information presented in the pertinent staff summary, to enable the issuance of a Request for Proposal for lease of the station; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves a Finding of Special Opportunity pursuant to Section 1741(a)(24) of the Public Transportation Law, and thereby authorizes SEPTA to issue a Request for Proposal for the lease of the Jenkintown-Wyncote Railroad Passenger Station 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

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LEASE TO INDUSTRIAL COMMERCIAL CLEANING GROUP, INC.
FOR THE SECOND FLOOR OF SEPTA'S QUEEN LANE
REGIONAL RAILROAD STATION BUILDING

WHEREAS, SEPTA owns the Chestnut Hill West Passenger Station ("Station") which is located at 5307 Wissahickon Avenue, Philadelphia, Pennsylvania; and

WHEREAS, an approximate 1,050 square feet portion of the Station with one bathroom and two dedicated parking spaces ("Premises") has been offered for lease via SEPTA's competitive process for a minimum annual rent of $3,600; and

WHEREAS, SEPTA received one sealed bid from Industrial Commercial Cleaning Group, Inc. ("ICC") which was determine as responsive and responsible; and

WHEREAS, ICC has offered to enter into a lease agreement ("Lease") with SEPTA for the Premises at an annual rent of $3,900 waived for the first year for zoning, necessary approvals and fit-out, for a base term of ten years, along with fifteen consecutive 1-year renewal options with a rent escalation of 4% each option year; and
WHEREAS, under the proposed Lease, ICC will also be responsible for all interior improvements, maintenance, and repairs (including heating, ventilation and air conditioning as well as separately metered utilities and trash removal) of the Premises, while SEPTA shall retain responsibility for that portion of the Station building not otherwise being leased to ICC as contemplated hereunder; and

WHEREAS, SEPTA has a need for the Premises, and will avoid maintenance costs for the premises by virtue of entering into the proposed lease; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to lease to ICC the Premises under the terms that are set forth within 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 ICC for the Premises consistent with the terms and conditions that are set forth 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 that shall be necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

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RELOCATION AGREEMENT BETWEEN SEPTA AND
PECO ENERGY COMPANY REGARDING A PECO OVERHEAD
WIRE AND POLE LINE RELOCATION ON PROPERTY
SITUATED IN THE BOROUGH OF TULLYTOWN, BUCKS COUNTY,
IN CONJUNCTION WITH THE LEVITTOWN RAILROAD
PASSENGER STATION INTERMODAL IMPROVEMENT PROJECT

WHEREAS, SEPTA leases the Levittown Railroad Station located
in the Borough of Tullytown in Bucks County, from Amtrak; and

WHEREAS, PECO owns existing utilities currently located within
the Amtrak right-of-way at Levittown Station; and

WHEREAS, in connection with Phase I of the Levittown Passenger
Station Intermodal Improvement Project ("Project"), it is necessary
for PECO to relocate portions of these utilities; and

WHEREAS, a 1934 agreement between PECO and Amtrak’s
predecessor-in-interest required that Amtrak pay for the relocation
expense and under the 1987, 47-Station Lease Agreement between
SEPTA and Amtrak, SEPTA is responsible for these relocation
expenses; and
WHEREAS, SEPTA and PECO will enter into a 30-year license agreement ("License Agreement") to allow PECO to occupy SEPTA owned property; and

WHEREAS, SEPTA will reimburse PECO for the relocation expenses by making a one-time, lump sum payment to PECO in the amount of $145,104.68 within 30 days of PECO's completion notice; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to enter into a Facility Relocation Agreement with PECO, and authorize the payment of $145,104.68 to PECO, under the term as set forth above and more fully described in the pertinent staff summary, subject to FTA concurrence, if required; 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 a Facility Relocation Agreement and pay PECO $145,104.68 for the relocation of existing utilities required for the Project, under the terms and conditions set forth 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

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CONTRACT AMENDMENT NO. 1
PROPERTY MANAGEMENT SERVICES
FOR SUBURBAN RAILROAD STATION

WHEREAS, the Authority has been directed, pursuant to its enabling legislation, Act 26 of 1991, as amended by Act 3 of 1994 (the "Act"), to explore alternative means of raising revenue by, among other means, leasing and renting Authority real property not presently required for the Authority's own use; and

WHEREAS, Section 1741(a)(24) of the Act permits the negotiation of real estate-related contracts in cases where a "Finding of Special Opportunity", as defined in the Act, has been made by the Board and further states that the Board shall adopt by resolution a process under which SEPTA shall enter into contracts needed to implement a "Finding of Special Opportunity"; and

WHEREAS, pursuant to the provisions of Section 1741(a)(24) of the Act, the Board of the Authority adopted by resolution, "Finding of Special Opportunity" Request for Proposal for
solicitation of a private developer/manager to lease and manage
the Suburban Station Concourse ("Concourse"); and

WHEREAS, pursuant to Board authority the General Manager
solicited proposals for the lease of SEPTA retail areas in the
Concourse; and

WHEREAS, a Request for Proposals was extended to
prospective proposers and advertised in the newspapers, and two
proposals were received and a SEPTA selection committee
determined that the proposal submitted by MetroMarket at
Suburban Station, a joint venture of US Equities, Chicago and
the Rubin Company, Philadelphia ("MetroMarket"), was superior to
the other proposal and that MetroMarket complied with all the
requirements of the Request for Proposal; and

WHEREAS, the SEPTA Board approved an Interim Lease
Agreement with MetroMarket for a maximum term of three (3)
years; and

WHEREAS, the Interim Agreement, which began the first day
of May 1997 and which expired April 30, 2000, generated
$1,300,000 of rental revenue and over $2,300,000 in tenant
funded capital investment; and

WHEREAS, on July 22, 1999, the Board authorized the
execution of the Master Lease Agreement with MetroMarket for a
10 year term, with one 5 year option, which was exercised, from May 1, 2000 to April 30, 2015, during which MetroMarket generated over $17,400,000 of rental revenues and over $6,600,000 of tenant funded capital investment; and

WHEREAS, the proposed Contract Amendment No. 1 to the Master Lease Agreement extends the lease for an eight-month period with projected additional revenue of $1,071,000 during the extended eight-month period; and

WHEREAS, MetroMarket has agreed to a base monthly fee of $39,789.50 which is consistent with the monthly fee provided for in the Master Lease Agreement; and

WHEREAS, MetroMarket will be responsible for satisfying leasing performance and revenue goals with corresponding penalties; and

WHEREAS, SEPTA is currently preparing a Finding of Special Opportunity Request for Proposal for a new Property Management Company and the requested eight-month extension will allow sufficient time to issue that Request for Proposal and provide for transitions to new management; and

WHEREAS, SEPTA staff has recommended that the Authority accept the aforesaid proposal pursuant to the foregoing terms
and conditions, and the General Manager concurs in this recommendation.

NOW, THEREFORE, BE IT RESOLVED, that the General Manager is hereby authorized to award and, along with the Secretary, to execute an agreement with MetroMarket, in form approved by the Office of General Counsel, subject to all of the foregoing terms and conditions and as more fully explained in the staff summary on this subject, and further subject and contingent upon the concurrence of the funding agencies, and all awards by the General Manager expressly made contingent upon and subject to MetroMarket satisfactorily meeting all requirements of the agreement terms.

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

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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 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 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 (DBE) requirements:

1. To New Flyer Industries, for Items Nos. 1-8, for the purchase of 28 30-foot low floor diesel transit buses, along with an option to purchase seven (7) additional such buses, which will facilitate the retirement of existing buses in SEPTA’s fleet that have past their useful life cycle, at a unit price of $444,142.80, with delivery of vehicles scheduled within 480 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount (including the optional buses) not to exceed $17,236,622, Request for Proposals No. 14-304-JFK - 30-Foot Low Floor Diesel Transit Buses.
RESOLUTION

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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 Longo Electrical-Mechanical, Inc., for the rebuild and refurbishing of 12 submersible pumps used at Wyoming, Allegheny, Fairmount, Chinatown and Tasker pump rooms, with services to be performed over a period of 14 months scheduled to commence on August 1, 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $146,908, Sealed Bid No. 15-100-RLW - Rebuild Submersible Pumps.

2. To W. W. Grainger, Inc., for the purchase of FirstVU police body cameras and accessories used as part of the effort to ensure and improve the evidence of any incidents requiring police involvement, with delivery of material scheduled in August 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $297,700, Sealed Bid No. 15-0065-AKNJ - Police Body Cameras and Accessories.

3. To Chas. A. Winner d/b/a Winner Ford, Inc., for Items Nos. 1-5, 7-9, 12 and 13, for the purchase of police sedans, SUVs, vans and trucks (which include both replacement vehicles and fleet additions), with delivery of vehicles scheduled from October 2015 through January 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $2,697,262, Sealed Bid No. 15-00034-AMZK - Purchase of Police Sedans, SUVs, Vans and Trucks.
4. To Independence Constructors Corporation, for the provision of system-wide emergency tree trimming, brush removal and right-of-way clean-ups, with services to be performed over a period of 1,095 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 $1,682,400, Sealed Bid No. 15-00030-ARFE - Emergency Tree Trimming, Brush Removal & Right-of-Way Cleanups.

5. To UTCRAS, for Items Nos. 1 and 2, for the purchase of steel wheels to be used in the maintenance of the B-IV (220 units) and N-5 (60 units) car fleets, at unit prices of $2,248.02 and $3,556, respectively, with delivery of material scheduled over a period of one year commencing in September 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $707,924.40, Sealed Bid No. 15-00014-AMGA - Rebid of Steel Wheels for the BIV and N5 Cars.

6. To Independence Constructors Corporation, for the provision of right-of-way cable trenching and watchperson services throughout SEPTA’s five-county service area, with services to be performed over a period of 1,095 calendar days after issuance of Notice-to-Proceed (commencing August 1, 2015), as described in the staff summary on this subject, for a total
contract amount not to exceed $2,107,000, Sealed Bid No. 15-00047-ARIB - R.O.W. Trenching & Watchperson Service Project.

7. To Dell Marketing, L.P., for Items Nos. 1 and 2, for the purchase of licenses and support services for VMware VSphere 6 Enterprise Plus software used by the IT Department as part of the ongoing transition from physical server infrastructure to virtual servers, with services to be performed over a period of three years scheduled to commence in July 2015, as described in the staff summary on this subject, which is pursuant to a competitively bid state procurement contract, for a total contract amount not to exceed $250,604.64.
RESOLUTION

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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 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 vendor/contractor satisfactorily providing any required bonds, insurance certificates and/or other documents, and complying with any applicable Disadvantaged Business Enterprise requirements:

1. To Vossloh Kiepe GMBH, for Lines 1 and 2, for the maintenance and repair of three (3) Automatic Testing System
(ATS) benches used at Woodland Electronics Shop, at unit prices of $48,690 and $20,250, respectively, with services scheduled to be performed commencing in September 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $206,820.

2. To Kova Corporation, for the provision of software and hardware maintenance services for SEPTA’s Audiolog Systems, with services to be performed over a period of three years commencing September 1, 2015 through August 31, 2018, as described in the staff summary on this subject, for a total contract amount not to exceed $351,363.

3. To Matrix Railway Corporation, for the purchase of a total of 900 circuit boards comprised of six (6) different types to be used in the maintenance of the Silverliner IV wheelslip panel, at a unit price of $800, with delivery of material in increments of 300 units per year scheduled over a period of three years commencing in September 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $720,000.

4. To IBM Corporation, for the provision of hardware maintenance and support services for the Mainframe Central Processing Unit (CPU) and Storage Area Network (SAN), with
services to be performed over a period of five years scheduled to commence August 1, 2015 through July 31, 2020, as described in the staff summary on this subject, for a total contract amount not to exceed $137,754.

5. To Tyco-Integrated Security, LLC, for the provision of equipment, engineering, installation and technical support services for updating the core CCTV storage and archival system presently in use at the 2nd and Wyoming Avenue facility, with delivery of material and services scheduled to commence in August 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $266,246.50.

6. To Tyco-Integrated Security, LLC, for the provision of equipment, engineering, installation and technical support services for additional security cameras, web access software and expansion of the existing CCTV cameras storage space throughout the SEPTA system, with delivery of material and services scheduled to be performed over a period of 60 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 $151,860.40.

7. To Railcar Management, LLC (RMI), for the provision of maintenance and support services of the signal test and
inspection management software known as RailDOCS, with services to be performed over a period of 1,825 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 $865,010.

8. To Xerox Transport Solutions, Inc., for the provision of maintenance and support services of the Xerox Computer Aided Radio Dispatch (CARD) System, with services to be performed over a period of 1,825 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 $1,449,675.

9. To American Software, Inc., ("ASI"), for the provision of analysis and design services for incorporating material data from Assetworks Inc.'s Linear Focus FA Suite's Asset Maintenance Management System (AMMS) to integrate with ASI's proprietary applications, with services scheduled to be performed upon issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $127,500.
RESOLUTION
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AUTHORIZATION TO EXECUTE AMENDMENTS AND CHANGE ORDERS

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 amendments and change orders 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 Neopart L.L.C., for Amendment No. 5, at a decrease in cost not to exceed $83,297, bringing the total contract amount, including all amendments to date, to an amount not to exceed $11,658,966; and to Interline Brands, Inc., d/b/a AmSan, at an increase in cost not to exceed of $83,297, bringing the
total contract amount, including all amendments to date, to an amount not to exceed $2,904,272, which provides for a reallocation of funds for the Vendor Managed Inventory Professional Services Contract.

2. To ARINC, Inc., for Amendment No. 2, which provides for a five month time extension for the ROCC Centralized Traffic Control ("CTC") System Software Maintenance and Support Service Contract, thereby establishing a new contract completion date of December 31, 2015, at an increase in cost not to exceed $65,285, bringing the total contract amount, including all amendments to date, to an amount not to exceed $1,016,324.

3. To Hyde Electric Corporation, for Change Order No. 1, which provides for additional construction-related work on the Woodland Shop Fire Suppression Project, at an increase in cost not to exceed $42,005, bringing the total contract price, including this change order, to an amount not to exceed $337,005, provided that with the Board’s approval of this change order, the Board authorizes the resetting of the delegation to zero dollars ($0) and the establishment of a new cumulative change order threshold of 10% or $500,000, pursuant to the Resolution adopted by the Board on May 22, 2008, which
Resolution authorized a "Delegation of Authority for Change Orders, Amendments and Assignments".

4. To Thomas P. Carney, Inc., for Change Order No. 5, which provides for additional construction and design-related work and credits for the City Hall Station Renovations Project, Early Action (Dilworth Plaza) Phase, at a net increase in cost not to exceed $78,121, bringing the total contract price, including all change order to date, to an amount not to exceed $6,242,429.