1. Approval of Minutes of the Regular Board Meeting of October 23, 2014

2. Financial Report

3. Resolutions

I. Administration Committee Review

A. Consulting Services Contracts

B. Consultant Amendment

II. Operations Committee Review

A. Items for Consideration

1. Memorandum of Agreement By and Between SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, Governing the City Transit Division

2. Memorandum of Agreement By and Between SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, Governing the Frontier Division

3. Memorandum of Agreement By and Between SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, Governing the Suburban Transit Division

4. Acquisition from Norfolk Southern Railway Company of Property and a Perpetual Easement Required to Secure a Permanent Track Connection Between the Cynwyd Line, the Paoli-Thorndale Line and Overbrook Yard
Agenda

November 20, 2014

B. Various Procurements

C. Sole Source Procurements

D. Amendments and Change Order

4. Report of General Manager

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RESOLUTION

re

AWARD OF CONSULTING SERVICES CONTRACTS
PURSUANT TO 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 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 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 RDS Services, LLC, for the provision of Retiree Drug Subsidy Audit Services to determine if SEPTA can receive additional funds from the Center for Medicare and Medicaid Services (CMS), with services to be performed over a period of 15 months commencing in December 2014, as described in the staff summary on this subject, for an audit fee of 25% payable from proceeds received from monies collected from CMS, Request for Proposals No. 13-067-HAC - Retiree Drug Subsidy Audit Services.

2. To Pennoni Associates, Inc., for a total contract amount not to exceed $750,000; and to KS Engineers, P.C., for a total contract amount not to exceed $750,000, for the provision of multi-disciplined land surveying and mapping services for rail and bus infrastructure and related mass transit projects, with services to be performed over a period of three years scheduled to commence in December 2014, as described in the staff summary on this subject, Request for Proposals No. 14-075-JVL - Land Surveying and Mapping Services.

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RESOLUTION

re

AUTHORIZATION TO EXECUTE A CONSULTANT AMENDMENT

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

WHEREAS, staff reviewed the additional work and the General Manager recommended that the Board authorize SEPTA to enter into the amendment 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 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 Innovative Risk Solutions, Inc., for Amendment No. 2, which provides for additional brokering/consultant services to move all dental benefits to a self-insured model, at no cost to the Authority.
RESOLUTION

re

MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND TRANSPORT WORKERS UNION OF AMERICA (AFL-CIO)/TRANSPORT WORKERS UNION OF PHILADELPHIA, LOCAL 234, GOVERNING THE CITY TRANSIT DIVISION

WHEREAS, negotiations between representatives of SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234 ("Union"), with respect to the City Transit Division, 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 Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, which governs the terms and conditions of employment of those City Transit 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

re

MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND TRANSPORT WORKERS UNION OF AMERICA (AFL-CIO)/TRANSPORT WORKERS UNION OF PHILADELPHIA, LOCAL 234, GOVERNING THE FRONTIER DIVISION

WHEREAS, negotiations between representatives of SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234 ("Union"), with respect to the Frontier Division, 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 Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, which governs the terms and conditions of employment of those Frontier 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

re

MEMORANDUM OF AGREEMENT BY AND BETWEEN SEPTA AND TRANSPORT WORKERS UNION OF AMERICA (AFL-CIO)/TRANSPORT WORKERS UNION OF PHILADELPHIA, LOCAL 234, GOVERNING THE SUBURBAN TRANSIT DIVISION

WHEREAS, negotiations between representatives of SEPTA and Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234 ("Union"), with respect to the Suburban Transit Division, have resulted in a proposed Memorandum of Agreement which governs the terms and conditions of employment of those 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 Transport Workers Union of America (AFL-CIO)/Transport Workers Union of Philadelphia, Local 234, which
governs the terms and conditions of employment of those Suburban
Transit 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

re

ACQUISITION FROM NORFOLK SOUTHERN RAILWAY COMPANY OF PROPERTY AND A PERPETUAL EASEMENT REQUIRED TO SECURE A PERMANENT TRACK CONNECTION BETWEEN THE CYNWYD LINE, THE PAOLI-THORNDALE LINE AND OVERBROOK YARD

WHEREAS, SEPTA is the sole user of the open-deck truss bridge ("Bridge") located at 52nd Street in West Philadelphia owned by Amtrak (commonly known as the "52nd Street Jumpover"), which connects to SEPTA’s Cynwyd Rail Line; and

WHEREAS, Amtrak uses the at-grade track #4 (aka track #15) which is owned by Norfolk Southern Railway Company ("Norfolk Southern"), and does not utilize the Bridge; and

WHEREAS, SEPTA leases track #4 from Norfolk Southern to connect with the Paoli-Thorndale Rail Line and the Overbrook Yard lead track; and

WHEREAS, the Bridge was constructed in 1903 and has been declared beyond its useful life, thereby necessitating SEPTA to acquire control of track #4 and construction of a permanent at-grade track connection with the Cynwyd Line; and
WHEREAS, SEPTA’s Cynwyd Access Project (“Project”) will require the fee simple purchases from Norfolk Southern of two parcels of property comprised of approximately 2.46 acres (107,157 square feet) and approximately 9.8 acres (426,888 square feet) abutting Amtrak’s Harrisburg Main Line; and

WHEREAS, in addition to the foregoing, SEPTA will acquire from Norfolk Southern a perpetual easement in a parcel of property consisting of approximately 4.2 acres (182,952 square feet) abutting the Harrisburg Main Line, of which SEPTA requires some 60,113 square feet thereof for the new at-grade track connection between the Cynwyd Line and track #4, and continued operation of the Overbrook Yard lead track; and

WHEREAS, SEPTA-contracted appraisals have been conducted to determine the fair-market value (FMV) of both the 2.46 acre and 9.8 acre parcels of property, as well as the 4.2 acre easement area; resulting in FMV valuations of $248,000, $985,000 and $422,500, respectively; and

WHEREAS, although the appraised FMV of the three parcels total $1,655,500, Norfolk Southern has agreed to accept $1,205,100 in payment for SEPTA’s acquisition thereof; and
WHEREAS, as part of the transaction contemplated hereunder, SEPTA's lease with Norfolk Southern with respect to track #4 will be extinguished; and

WHEREAS, the proposed transactions will also be contingent upon any required Pennsylvania Department of Transportation (PennDOT) certification that the Project is in compliance with state funding requirements; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to (i) purchase from Norfolk Southern fee simple title to the 2.46 acre and 9.8 acre parcels of property; and (ii) acquire from Norfolk Southern a perpetual easement consisting of 4.2 acres, for total negotiated cost of $1,205,100, 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 Norfolk Southern Railway Company, fee simple title to the proposed properties and to enter into a perpetual easement agreement needed for SEPTA's Cynwyd Access 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

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 Mainline Information Systems, Inc., for the providing of Data and Business Process Integration Software (including one year of maintenance/support and 80 hours of training), with services to be performed over a period of three months commencing in December 2014, as described in the staff summary on this subject, for a total contract amount not to exceed $202,500, Sealed Bid No. 14-073-JVL - Data & Business Integration Software.

2. To Milwaukee Composites, Inc., for Items Nos. 1 - 9, for the purchase of various floor panels to be used in the maintenance and vehicle overhaul (VOH) of the M-4 car fleet, with delivery of material scheduled to commence in March 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $487,763.95, Sealed Bid No. 14-217-CMC - Floor Panels for M-4 Cars.

3. To TTI, Inc., for the purchase of 2,550 capacitors to be used in the maintenance and vehicle overhaul (VOH) of the M-4 car fleet, at a unit price of $106.14, with delivery of material scheduled for 1,275 units to commence in March 2015 and the
balance of 1,275 units in September 2015, as described in the staff summary on this subject, for a total contract amount not to exceed $270,657, Sealed Bid No. 14-226-CMC - Capacitors for M-4 Cars.

4. To Carr & Duff, Inc., for electrical construction services, to provide all labor, materials and equipment for the Ambler Substation Rehabilitation Project, with services to be performed over a period of 516 calendar days commencing upon issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $7,998,500, Sealed Bid No. 14-156-JAB - Ambler Substation Rehabilitation Project.

5. To CNI Sales, Inc., for the purchase of Avaya Ethernet transceiver, software licenses and annual support services as part of the planned upgrade of the data network infrastructure, with delivery of material scheduled to commence within fourteen days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $159,584.74, Sealed Bid No. 14-215-KAJ - Avaya Ethernet Transceiver, Software Licenses and Annual Support.
6. To Cintas Corporation, for the rental and service of flame resistant HRC 2 uniforms for all railroad shop and yard locations, with services to be provided over a period of three years scheduled to commence on December 1, 2014, as described in the staff summary on this subject, for a total contract amount not to exceed $110,073.60, Sealed Bid No. 14-190-RLW - Uniform Rentals.

7. To Progress Rail Services Corporation, for Items Nos. 2 and 3, at unit prices of $31.67 and $909.82, respectively, for a total contract amount not to exceed $279,031.35; and to L. B. Foster Company, for Item No. 4, at a unit price of $1,137.84, for a total contract amount not to exceed $114,921.84, for the purchase four types of rail to be used on various renewal projects and general maintenance, with delivery of material commencing in January 2015, as described in the staff summary on this subject, Sealed Bid No. 14-189-LSP - Rail.
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 Siemens Industry, Inc., for the purchase of various railroad signal parts to be used in upcoming projects and routine maintenance of signaling equipment throughout the Authority, with delivery of material on an “as required” basis over a period of three years commencing in December 2014, as described in the staff summary on this subject, for a total contract amount not to exceed $900,000.

2. To Citrix Systems, Inc., for the renewal of Citrix Subscription Advantage software (“XenApp”) for 617 user licenses for a period of three years, with product to be delivered online on December 15, 2014, as described in the staff summary on this subject, for a total contract amount not to exceed $86,072.
RESOLUTION
re
AUTHORIZATION TO EXECUTE AMENDMENTS AND CHANGE ORDER

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 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, LLC, for Amendment No. 4, at an increase in cost not to exceed $128,000, bringing the total contract price, including all amendments to date, to an amount not to exceed $11,742,263; to Interline Brands, Inc. (d/b/a AmSan), for Amendment No. 4, at an increase in cost not to exceed $50,000,
bringing the total contract price, including all amendments to date, to an amount not to exceed $2,820,975; and to R. W. Mallon, for Amendment No. 4, at an increase in cost not to exceed $303,613, bringing the total contract price, including all amendments to date, to an amount not to exceed $3,148,009, which provides for a two month time extension to their respective contracts for Vendor Managed Inventory (VMI) Program services, thereby establishing a new contract completion date of February 28, 2015 for each contract.

2. To Neshaminy Constructors, Inc., for Change Order No. 11, which provides for additional construction and design-related work for the Wayne Junction Station Improvements Project, including a 150 calendar day time extension, thereby establishing a new contract completion date of March 15, 2015, at an increase in cost not to exceed $662,521, bringing the total contract price, including all change orders to date, to an amount not to exceed $18,182,846, provided that with the resetting of prior authorized cumulative change order amounts 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 authorizes a "Delegation of Authority for Change Orders, Amendments and Assignments".