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2. Financial Report

3. Resolutions

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II. Administration Committee Review

A. Approval of SEPTA’s 2015 Title VI Program and Adoption of Both Disparate Impact and Low-Income Disproportionate Burden Policies Covering Fare and Major Service Changes

B. Purchase from AIG and XL/Catlin of Cyber Liability Insurance

C. Purchase from AIG and C. V. Starr & Co., Inc. of Directors and Officers Liability Insurance

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2. Authorization to Enter into an Easement Agreement with Delaware County for a Portion of Property Along SEPTA’s Route 101/Media-Sharon Hill Line Right-of-Way for Use as a Pedestrian Walkway
3. Authorization to Enter into First Amendment to the Lease Agreement with Littlewood Real Estate Partners, LLC of a Parking Lot Located Near Malvern Passenger Station in Chester County, Pennsylvania

4. Grant by SEPTA to the Trustees of the University of Pennsylvania of a Nominal Perpetual Easement for an Electrical Duct Bank Located Near the Southwest Corner of 33rd and Chestnut Streets in Philadelphia

B. Various Procurements

C. Sole Source Procurements

D. Change Orders

4. Report of General Manager
RESOLUTION

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TERMINATION OF THE SWARTHMORE GROUP, INC.
AS INVESTMENT MANAGER

WHEREAS, on February 24, 2011 the Pension Committee of the Board revised the Statement of Investment Policy and Objectives and Operating Guidelines ("Policy Statement") which governs the investment of the funds of the pension plans of SEPTA; and

WHEREAS, the Policy Statement provides investment guidelines and investment return expectations for all investment managers; and

WHEREAS, the Policy Statement contains monitoring procedures for the Pension Committee to utilize in its review of the performance of each investment manager; and

WHEREAS, at the Pension Committee Meeting that was held on January 22, 2015, the Committee discussed the recently-announced resignation of the Chief Investment Officer of The Swarthmore Group, Inc. ("Swarthmore"), and voted to place Swarthmore on the Watch List pursuant to criteria outlined in the plan's Policy Statement; and
WHEREAS, throughout 2015 the Pension Committee has continued to monitor Swarthmore's performance which has lagged the S&P 500 index; and

WHEREAS, at the November 19, 2015 Pension Committee Meeting, PFM Advisors, SEPTA's Plan Consultant, updated the Pension Committee on the Swarthmore management team and fund performance; and

WHEREAS, based on the updated performance review and discussion, PFM Advisors recommended and the Pension Committee agreed to recommend termination of SEPTA's investment with Swarthmore for its Large Cap Equity fund.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves the termination of SEPTA's investment with The Swarthmore Group, Inc., and authorizes the proper officers of SEPTA (i) to execute and deliver all documents that will enable SEPTA to terminate its investment with The Swarthmore Group, Inc., (ii) take such action necessary to transfer the assets currently being managed by The Swarthmore Group, Inc. to fund other investments as approved by the Pension Committee; and (iii) to do any and all other things that may be necessary in order to effectuate this Resolution.

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RESOLUTION

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APPROVAL OF SEPTA'S 2015 TITLE VI PROGRAM
AND ADOPTION OF BOTH DISPARATE IMPACT AND
LOW-INCOME DISPROPORTIONATE BURDEN POLICIES
COVERING FARE AND MAJOR SERVICE CHANGES

WHEREAS, Title VI of the Civil Rights Act of 1964 ("Title VI"), inter alia, requires SEPTA to ensure that its transit services and related benefits are distributed to the public in a fair and equitable manner, and does not discriminate against any person (or group of persons) because of their race, color or national origin; and

WHEREAS, SEPTA prepares and submits its Title VI Program to the Federal Transit Administration ("FTA") every three (3) years, with the 2015 Title VI Program covering activities for calendar years 2012-2014; and

WHEREAS, in October 2012 the FTA issued a revised Title VI Circular (4702.1B) which requires Board consideration, awareness and approval of various regulatory components, as well as certain policies to establish thresholds determining the impact
upon minority and low-income populations created by fare and major service changes; and

WHEREAS, specifically included in the proposed 2015 Title VI Program would be the adoption of (i) a Disparate Impact Policy and Low-Income Disproportionate Burden Policy developed to measure the adverse effects of proposed fare changes to be applied when SEPTA conducts its Fare Equity Analysis; and (ii) a Disparate Impact Policy and Low-Income Disproportionate Burden Policy developed to measure the adverse effects of proposed major service changes to be applied when SEPTA conducts its Service Equity Analysis; and

WHEREAS, staff requested that the General Manager recommend that the Board approve the proposed 2015 Title VI Program, along with adopting the Disparate Impact and Disproportionate Burden Policies with respect to fare and major service changes, as set forth above and more fully described in the pertinent staff summary; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves and adopts SEPTA’s 2015 Title VI Program to ensure
compliance with the requirements of the FTA and other appropriate agencies as management has proposed, as well as adopt SEPTA's proposed Disparate Impact and Low-Income Disproportionate Burden Policies for both fare and major service changes, as set forth in the pertinent staff summary; and

FURTHER RESOLVED, that the Board authorizes the General Manager or his designee, and other proper officers of SEPTA, to enter into and execute all documents and such agreements, 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

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PURCHASE FROM AIG AND XL/CATLIN OF CYBER LIABILITY INSURANCE

WHEREAS, in today's hi-tech corporate environment, companies are constantly faced with the threat of "Cyber Liability" when conducting business online and receive, disseminate and/or store personal information on their computer database systems; and

WHEREAS, in the event personal information is publically disclosed by either unlawful act or mistake, the company could face legal exposure for breaching individual privacy rights, infringing upon or misappropriating intellectual property or violating other laws; and

WHEREAS, all SEPTA Divisions transport some form of personal or confidential proprietary information online; and

WHEREAS, with the upcoming implementation of SEPTA's New Payment Technology Program to facilitate the purchase of boarding instruments over the internet, the system will intake
and store customer names, home addresses, telephone numbers and bank/credit card account information; and

WHEREAS, while SEPTA currently maintains data protection and security protocols in order to protect against cyber-attacks and other unlawful access to personal information, occasionally it has been found that even the most stringent of IT protocols can sometimes be compromised and are insufficient to protect a company against such intrusions; and

WHEREAS, the purchase of Cyber Liability Insurance would provide SEPTA with an additional level of protection in the event SEPTA's existing protocols are somehow breached and personal information disclosed; and

WHEREAS, as part of the process to renew SEPTA's Directors and Officers liability insurance coverage, the Risk Management Advisory Committee (RMAC) recommended that the Authority explore options to mitigate the growing risk of Cyber Liability, and in conjunction with the Office of General Counsel, approached several carriers to review coverage options; and

WHEREAS, of the quotes received, American International Group (AIG) and XL/Catlin offered the most competition pricing, and covered against such risks as (i) media content liability;
(ii) network business interruption; (iii) network security and privacy liability; (iv) event management; (v) cyber extortion; and (vi) electronic data recovery; and

WHEREAS, in addition hereto, the primary and excess program would incorporate Payment Card Industry Data Security Standards (PCI-DSS) coverage in the amount of $500,000; and

WHEREAS, the total annual premium for the primary and excess coverages quoted by AIG and XL/Catlin is $148,453, and provides for $10 million in coverage less the self-insured retention (SIR) of $100,000, with both policies providing for defense and indemnity coverage for any legal liability claims alleging SEPTA's failure to safeguard its computer networks and/or personal identifiable information; and

WHEREAS, said policies will also provide Breach Response Expense coverage for costs incurred to respond and handle a breach of personal identifiable information claim, including the forensics investigation, legal costs, notification costs and offering of credit monitoring services, as well as regulatory coverage if the claim is brought on by either the Federal Trade Commission (FTC) or state agency; and
WHEREAS, the RMAC and Office of General Counsel requested that the General Manager recommend that the Board authorize SEPTA to bind the primary layer of Cyber Liability Insurance in the amount of $5 million with AIG, and the $5 million excess layer with XL/Catlin, under such terms and conditions as set forth above and more fully described in the pertinent staff summary, at a combined total annual program cost not to exceed $148,453; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to obtain and place Cyber Liability Insurance with (i) American International Group (AIG) for $5 million in primary coverage with a $100,000 per occurrence self-insured retention, at an annual premium not to exceed $86,973; and (ii) XL/Catlin for $5 million in coverage in excess of $5 million, at an annual premium not to exceed $60,880, with both policies being for one-year terms commencing December 31, 2015.

FURTHER RESOLVED, that the Board hereby authorizes the General Manager or his designee and other appropriate officers 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.
WHEREAS, SEPTA's current directors and officers ("D&O") liability insurance policies with AIG and C. V. Starr & Co., Inc. ("Starr") will expire on December 31, 2015, with expiring annual premiums of $207,078 and $72,500, respectively; and

WHEREAS, one of the insurance policies is a primary layer of $10 million which covers director and officers and the entity, SEPTA, with SEPTA entity coverage subject to $5 million sublimit; and

WHEREAS, the other insurance policy is an excess layer of $10 million which covers directors and officers; and

WHEREAS, the reason for the dual layer insurance program is to insure that the cover afforded to directors, officers and Board members remains undiluted by any claims brought against them individually and against SEPTA; and
WHEREAS, both layers provide coverage for wrongful acts, errors and omissions that could result from any matter claimed against directors, officers and Board members solely due to their status or due to their official acts; and

WHEREAS, during the September 2015 meeting of the Risk Management Advisory Committee ("RMAC") it was discussed to pursue a flat rate premium with the current D&O carriers if SEPTA were to market a Cyber Liability Insurance Program simultaneously.

WHEREAS, the RMAC decided to solicit insurance proposals for the same policy terms and conditions as those that are included in the expiring program, as well as separately market the Cyber Liability coverage; and

WHEREAS, AIG and Starr were the only carriers to quote coverages with the same terms and conditions as the expiring program, and AIG provided the most favorable quote on the primary Cyber Liability portion, as well as offering a 10% reduction of premium ($186,370) for the D&O layer if the Cyber Liability policy is purchased from them as well; and

WHEREAS, staff, with the concurrence of the RMAC, requested that the General Manager recommend that the Board authorize
SEPTA to purchase D&O liability insurance (i) from AIG a primary layer of $10 million with a self-insured retention of $200,000 except for employment practices liability (which will have a $500,000 self-insured retention); and (ii) from Starr an excess layer of $10 million, 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 purchase (i) from AIG a primary layer of directors and officers liability insurance in the amount of $10 million; and (ii) from C. V. Starr & Co., Inc. an excess layer of directors and officers liability insurance in the amount of $10 million, for one-year terms effective December 31, 2015, both of which will be under the terms and conditions set forth in the pertinent staff summary.

FURTHER RESOLVED, that the total annual prepaid premiums for the policies with AIG and C. V. Starr & Co., Inc. will not exceed $186,370 and $72,500, respectively, along with a $600 policy fee, for a total combined annual premium of $259,470.
FURTHER RESOLVED, that the Board hereby authorizes the General Manager or 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 other things as shall be necessary and proper in order to effectuate the purpose of this Resolution.
RESOLUTION

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AUTHORIZATION TO ENTER CONTRACT AMENDMENT NO. 2 TO THE MASTER LEASE AGREEMENT BETWEEN SEPTA AND METROMARKET MANAGEMENT, LLC FOR PROPERTY MANAGEMENT SERVICES AT SUBURBAN STATION CON COURSE

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 adopted by resolution a "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 Management LLC ("MetroMarket"), was superior to the other proposal and that MetroMarket complied with all the requirements of the Request for Proposal; and

WHEREAS, in August 1996 the Board approved an Interim Lease Agreement with MetroMarket for a maximum term of three (3) years; and

WHEREAS, the Interim Lease Agreement, which began May 1, 1997 and 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, along 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, on July 23, 2015, the Board authorized the execution of the Contract Amendment No. 1 to the Master Lease Agreement, which extended the lease for an eight-month period through December 31, 2015, with projected additional revenue of $1,071,000 during the extended eight-month period; and

WHEREAS, the proposed Contract Amendment No. 2 would extend the lease for a six-month period through June 30, 2016, with projected non-guaranteed additional revenue of $725,639.02 during the extended six-month period; and

WHEREAS, MetroMarket has agreed to continue to pay SEPTA a base monthly fee of $39,789.54 for the months of January 2016 - April 2016, and a base monthly rate of $41,182.17 for the months of May 2016 and June 2016, 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 has prepared a Finding of Special Opportunity Request for Proposal for a new Property Management Company and the requested six-month extension will allow sufficient time for processing the Request for Proposal and provide for transitions to new management; and

WHEREAS, SEPTA staff has requested that the General Manager recommend that the Board authorize SEPTA to enter into the proposed Contract Amendment No. 2 with MetroMarket under the terms and conditions as set forth above and more fully described in the pertinent staff summary; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to enter into Contract Amendment No. 2 to the Master Lease Agreement with MetroMarket Management LLC, which provides for a six-month time extension for the leasing, redevelopment and management of retail space at Suburban Station Concourse, under the terms and conditions as 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 necessary and proper, in order to effectuate the purpose of this Resolution.
RESOLUTION

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AUTHORIZATION TO ENTER INTO AN EASEMENT AGREEMENT WITH DELAWARE COUNTY FOR A PORTION OF PROPERTY ALONG SEPTA'S ROUTE 101/MEDIA-SHARON HILL LINE RIGHT-OF-WAY FOR USE AS A PEDESTRIAN WALKWAY

WHEREAS, since January 1970 SEPTA has owned the Route 101/Media-Sharon Hill Trolley Line ("Route 101") right-of-way located at Mile Post 6.86 in Delaware County, Pennsylvania; and

WHEREAS, in or about May 2008 SEPTA first discovered that the County of Delaware ("County") had constructed a pedestrian walkway ("Premises") on the subject Route 101 right-of-way without SEPTA's prior knowledge or permission; and

WHEREAS, the pedestrian walkway is approximately 5-feet wide and 146 feet long within the Route 101 right-of-way and will be used for ingress and egress to the area alongside and underneath the existing Route 101 trolley bridge, and connect the Smedley Park trails on either side of Crum Creek; and

WHEREAS, in order to address the encroachment, SEPTA has agreed to grant the County for nominal consideration, an easement agreement for the Premises for a term of 30 years; and
WHEREAS, the County will be responsible for obtaining all necessary permits and will submit plans and specifications for removal and replacement of the existing structure for SEPTA's approval; and

WHEREAS, all costs for construction, maintenance, repairs, alterations, renewal and removal of the facilities will be made at the sole expense of the County; and

WHEREAS, SEPTA reserves the right to recapture the Premises for transportation purposes; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to enter into the proposed Easement Agreement with the County under the terms and conditions as set forth above and more fully described 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 enter into the proposed Easement Agreement with the County of Delaware for a portion of the Route 101/Media-Sharon Hill Line right-of-way to be used for a pedestrian walkway that will connect the Smedley Park trails on
either side of Crum Creek, 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 ENTER INTO FIRST AMENDMENT TO THE LEASE AGREEMENT WITH LITTLEWOOD REAL ESTATE PARTNERS, LLC OF A PARKING LOT LOCATED NEAR MALVERN PASSENGER STATION IN CHESTER COUNTY, PENNSYLVANIA

WHEREAS, Littlewood Real Estate Partners, LLC ("Littlewood") owns a parcel of property ("Parcel") that is adjacent to a SEPTA parking lot which adjoins the outbound platform of Malvern Passenger Station ("Station") located in Malvern Borough, Chester County, Pennsylvania; and

WHEREAS, on November 18, 2010, the Board authorized SEPTA to enter into a lease agreement ("Lease") with Littlewood for approximately 41 parking spaces within the Parcel ("Demised Premises") for additional commuter parking at the Station, for a period of approximately five (5) years, which will expire on December 6, 2015; and

WHEREAS, under the proposed first amendment to the Lease ("First Amendment"), SEPTA's tenancy of the Demised Premises would be extended for an additional 6-month period from December 6, 2015 through June 6, 2016, at a monthly rental rate of $79.6927 per commuter parking space (or $3,267.40); and
WHEREAS, it is anticipated that during the extended six-month term the parties will negotiate either a new lease or SEPTA will acquire all or a portion of the Demised Premises, which will thereupon be presented to the Board; and

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

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to enter into the proposed First Amendment to the Lease with Littlewood Real Estate Partners, LLC consistent with the terms and conditions set forth above and within the pertinent staff summary.

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

re

GRANT BY SEPTA TO THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA OF A NOMINAL PERPETUAL EASEMENT FOR AN ELECTRICAL DUCT BANK LOCATED NEAR THE SOUTHWEST CORNER OF 33RD AND CHESTNUT STREETS IN PHILADELPHIA

WHEREAS, pursuant to a right-of-way agreement dated July 6, 1959, the Trustees of the University of Pennsylvania ("Penn") granted Philadelphia Transportation Company ("PTC"), SEPTA’s predecessor-in-interest, permission to operate and maintain a duct bank located near the southwest corner of 33rd and Chestnut Streets in Philadelphia; and

WHEREAS, in approximately May 2014, Penn undertook a project to construct a 350-bed student housing complex, during which time Penn’s contractor damaged SEPTA’s facilities, including the existing duct bank; and

WHEREAS, in or about August July 2014, Penn constructed a new concrete encased duct bank four-feet square and approximately 450 feet long, consisting of 16 four-inch conduits and four feet of cover adjacent to the existing damaged duct bank, which will be abandoned in place; and
WHEREAS, as a result of said damage Penn spent approximately $150,000 for the repair and replacement of the facilities in accordance with SEPTA's specifications; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to grant to Penn a nominal perpetual easement under the terms and conditions as set forth above and more fully described in the pertinent staff summary, to be made effective retroactive as of July 21, 2014; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to grant to the Trustee of the University of Pennsylvania a nominal perpetual easement for a duct bank to be installed near the southwest corner of 33rd and Chestnut Streets in Philadelphia, to be made effective retroactive as of July 21, 2014, under the terms 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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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 Staples Contract and Commercial, Inc. d/b/a Staples Business Advantage, for the purchase of stockless stationery and toner cartridges to be used by designated Authority users, with delivery of material scheduled on an "as required" basis over a period of two years commencing on January 1, 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $1,686,591, Sealed Bid No. 15-00161-APES - Stockless Stationary and Toner.

2. To John J. Bee, Inc., for general construction services, to provide all labor, materials, tools and equipment for the removal and replacement of a vehicle wash system at the Allegheny Bus Garage, with services to be performed over a period of 420 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 $1,900,000, Sealed Bid No. 15-00169-ADMM - Allegheny Garage Bus Washers Project.

3. To Allegheny Iron & Metal Company, Inc., for Items No. 1-4, for the sale of approximately 1,040 gross tons of used scrap rail; 150 gross tons of other track material; 50 gross
tons of obsolete frogs, guards and switch points; and 560 gross tons of street rail from Midvale and Liberty Yards and various project locations, at unit prices of $155.26, $160.26, $114.74 and $120.24, respectively, with services to be provided on an "as required" basis over a period of two years commencing on December 22, 2015, as described in the staff summary on this subject, for a total estimated asset recovery value of $258,580.80, Sealed Bid No. 15-00170-APES - Sale of Scrap Rail, Frogs, Guards, Switch Points & Other Track Material.

4. To GMI LLC, for the purchase of 100 gear sets to be used in the maintenance of the B-IV car fleet, at a unit price of $2,186, with delivery of material scheduled over a period of one year commencing in May 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $218,600, Sealed Bid No. 15-00186-AMGA - Gear Sets for BIV Cars.

5. To Koehlke Components, Inc., for the purchase of an estimated 54,480 Panasonic batteries to be used for the FY 2017 and FY 2018 VOH Program to overhaul New Flyer hybrid buses, at a unit price of $99, with delivery of material on an "as required" basis over a period of 24 months commencing in July 2016, as
described in the staff summary on this subject, for a total contract amount not to exceed $5,393,520, Sealed Bid No. 15-00217-AJJV - ESS Battery Packs.
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, 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 Westcode, Inc., for Items Nos. 1 and 2, for the purchase of 20 interior emergency release handle assemblies and 10 L2 emergency release handle assemblies, to be used in the maintenance of SEPTA's M-4 car fleet, at unit prices of $1,383.25 and $1,363.73, respectively, with delivery of material scheduled in May 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $41,502.30.

2. To Xerox Transport Solutions, Inc., for the purchase of 400 Zeomas WLAN cards to be used for orbital AMDT repairs at Woodland Electronics Shop, at a unit price of $221.11, with delivery of material scheduled within three weeks of issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed $88,444.

3. To PS Technology, Inc., for the renewal of the software maintenance and support agreement for the Crew Management System, with services to be provided over a period of 12 months commencing on January 1, 2016 until December 31, 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $192,000.

4. To Balfour Beatty Rail, Inc., a Division of Balfour Beatty Infrastructure Group, Inc., for the provision of
maintenance and support for the Wayne Junction Static Frequency Converter units, with services to be provided over a period of two years commencing in January 2016, as described in the staff summary on this subject, for a total contract amount not to exceed $140,000.
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 Santa Paul Corporation t/a Lima Company, for Change Order No. 2, which provides for a credit for reduced construction-related work on the Callowhill Bus Garage Roof Replacement Project, at a decrease in cost not to exceed
$81,000, bringing the total contract price, including all change orders to date, to an amount not to exceed $1,109,111.

2. To Foundation Structures, Inc., for Change Order No. 1, which provides for additional construction-related work and a credit on the Installation of Catenary Foundations on the Media-Sharon Hill Trolley Line Project, at a net increase in cost not to exceed $200,945, bringing the total contract price, including this change order, to an amount not to exceed $908,015.