1. Approval of Minutes of the Regular Board Meeting of May 24, 2018

2. Financial Report

3. Resolutions

I. Administration Committee Review

A. Renewal of Blanket Railroad Protective Liability Insurance with Aspen Insurance Company

B. Award of Contract Pursuant to a Request for Proposals

C. Authorization to Execute Consultant Amendment

II. Operations Committee Review

A. Items for Consideration

1. Fiscal Year 2019 Annual Service Plan

2. Grant to PennDOT of Various Easements for Ten Tracts of SEPTA Property to be Used in Connection with the Replacement of Ardmore Avenue Bridge Over the Norristown High Speed Line in Haverford Township, Delaware County

B. Various Procurements

C. Sole Source Procurements

D. Change Orders and Amendment

4. Report of General Manager
WHEREAS, railroad protective liability ("RRP") insurance insures a railroad against property damage and personal injury claims that arise out of construction that is performed on or within 50 feet of the railroad's right-of-way; and

WHEREAS, when SEPTA performs work, through contractors, on rights-of-way that National Railroad Passenger Corporation ("Amtrak") and/or CSX Transportation ("CSXT") owns, SEPTA is contractually required to provide RRP insurance which protects Amtrak and/or CSXT; and

WHEREAS, in 2017 SEPTA purchased from Arch Insurance Company three RRP insurance policies, one in which only SEPTA is the named insured, another in which SEPTA and Amtrak are named insureds and another in which SEPTA and CSXT are named insureds; and

WHEREAS, the three RRP insurance policies will expire on August 1, 2018 at a combined expiring premium of $183,586; and
WHEREAS, the Risk Management Advisory Committee (RMAC) solicited the RRP Program extensively and received quotations from three carriers for the same terms and conditions as the expiring policies; and

WHEREAS, the quote by Aspen Insurance Company ("Aspen") provided the most competitive premium for renewal of the three policies, at an annual premium total of $208,258 for the period of August 1, 2018 through August 1, 2019, based upon estimated project costs for work performed on or within 50 feet of the railroad; and

WHEREAS, the Risk Management Advisory Committee and staff requested that the General Manager recommend that the Board authorize SEPTA to renew with Aspen the RRP insurance under the terms and conditions 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 obtain from Aspen Insurance Company railroad protective liability insurance coverage under the terms and conditions that are set forth within the pertinent staff summary.
FURTHER RESOLVED, that the renewal is for a 12-month term commencing on August 1, 2018 and the estimated annual premium is $208,258.

FURTHER RESOLVED, that the Board hereby authorizes the proper officers of SEPTA to execute all other 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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AWARD OF 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 area for which the request for proposals was issued; and

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

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes SEPTA to award subject to the following conditions and the General Manager to execute the following contract in form approved by the Office of General Counsel, subject to the concurrence of the funding agencies, if required, and contingent upon and subject to the proposers satisfactorily meeting all
requirements of the terms and conditions of the relevant request for proposals, including the provision of any required insurance certificates and full compliance with any applicable Disadvantaged Business Enterprise (DBE) requirements:

1. To Rover Community Transportation, Inc., for the operation of ADA Paratransit and Shared Ride Program (SRP) Services in Chester County, with services to be performed over a period of five years commencing on September 1, 2018, as described in the staff summary on this subject, for a total contract amount not to exceed $6,100,801, Request for Proposals No. 18-00066-ARLW - Operation of ADA Paratransit Services in Chester County.
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. (IRSI), for Amendment No. 1, which provides for the inclusion of long term disability and life insurance commissions to compensate IRSI for their efforts as Broker of Record for the contracts with Prudential Insurance Company and Metropolitan Life Insurance Company, respectively, at an increase in cost not to exceed
$731,026, bringing the total contact price, including this amendment, to an amount not to exceed $5,744,890.
RESOLUTION
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FISCAL YEAR 2019 ANNUAL SERVICE PLAN

WHEREAS, proposed Fiscal Year 2019 Annual Service Plan (i) describes service proposals that staff, the public, governmental agencies and elected officials suggested and (ii) presents the technical and financial analyses by which SEPTA determines whether it should implement each service proposal; and

WHEREAS, the pertinent staff summary gives details on the proposed Fiscal Year 2019 Annual Service Plan; eight proposed changes (supplements) to service and tariffs for existing Routes 49, 80, 88, 96, 129, 204, 205 and 206; and seven proposed changes under Experimental Order authority to Routes 17, 23, 37, 55, 114, 117 and 120; and

WHEREAS, pursuant to applicable law and the rules and regulations that became effective on March 1, 2010, the Chairman appointed Joseph M. O’Malley, Esquire as Hearing Examiner to conduct a public hearing with respect to the proposed Fiscal Year 2019 Annual Service Plan and the proposed tariff supplements; and
WHEREAS, after appropriate publication and posting the Hearing Examiner presided over two sessions of public hearings, which were both held on May 22, 2018 at a convenient and accessible location; and

WHEREAS, persons who desired to do so were given the opportunity to appear at the sessions of the public hearing to present testimony, to introduce material and to ask questions of SEPTA’s representatives; and

WHEREAS, based on the testimony, evidence and exhibits presented at the public hearing or otherwise entered into the record, on June 1, 2018 the Hearing Examiner issued a Report and Recommendation; and

WHEREAS, the Hearing Examiner recommended that the Board adopt the proposed Fiscal Year 2019 Annual Service Plan along with the proposed supplements to certain tariffs; and

WHEREAS, staff concurred and requested that the General Manager recommend that the Board (i) adopt the proposed Fiscal Year 2019 Annual Service Plan and (ii) adopt the 15 proposed tariff supplements, with proposed Tariff No. 273, Supplement No. 1 (Route 49) adopted on a one-year experimental basis; and

WHEREAS, the General Manager made the recommendation to the Board.
NOW, THEREFORE, BE IT RESOLVED, that upon consideration of the testimony taken and evidence presented at the public hearings or otherwise entered into the record, the Report and Recommendation of the Hearing Examiner and the arguments and/or other material presented at this public meeting, the Board hereby adopts the Fiscal Year 2019 Annual Service Plan as filed and described hereinabove.

FURTHER RESOLVED, that the Board hereby adopts the below listed supplements to tariffs which were filed as part of proposed Fiscal Year 2019 Annual Service Plan, and instructs SEPTA staff to implement the supplements to tariffs as soon as practicable:

- Tariff No. 8, Supplement No. 14 (Route 37)
- Tariff No. 45, Supplement No. 3 (Route 17)
- Tariff No. 52, Supplement No. 13 (Route 55)
- Tariff No. 59, Supplement No. 11 (Route 117)
- Tariff No. 60, Supplement No. 12 (Route 114)
- Tariff No. 72, Supplement No. 12 (Route 88)
- Tariff No. 115, Supplement No. 8 (Route 96)
- Tariff No. 165, Supplement No. 7 (Route 129)
- Tariff No. 169, Supplement No. 3 (Route 206)
- Tariff No. 185, Supplement No. 3 (Route 120)
- Tariff No. 194, Supplement No. 4 (Route 23)
- Tariff No. 242, Supplement No. 3 (Route 204)
- Tariff No. 250, Supplement No. 1 (Route 80)
- Tariff No. 263, Supplement No. 3 (Route 205)
- Tariff No. 273, Supplement No. 1 (Route 49)
FURTHER RESOLVED, that the Board hereby authorizes the General Manager or his designee to execute and deliver 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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GRANT TO PENNDOT OF VARIOUS EASEMENTS FOR TEN TRACTS OF SEPTA PROPERTY TO BE USED IN CONNECTION WITH THE REPLACEMENT OF ARDMORE AVENUE BRIDGE OVER THE NORRISTOWN HIGH SPEED LINE IN HAVERFORD TOWNSHIP, DELAWARE COUNTY

WHEREAS, SEPTA owns the right-of-way known as the Route 100 Norristown High Speed Line (NHSL) which includes the Ardmore Avenue Station (at Mile Post 3.48) in Haverford Township, Delaware County, which was conveyed to SEPTA from Philadelphia Suburban Transportation Company and Red Arrow Lines, Inc. on January 29, 1970; and

WHEREAS, the Department of Transportation of the Commonwealth of Pennsylvania ("PennDOT") will soon commence the construction phase of the project by which PennDOT will replace the Ardmore Avenue Bridge ("Project") which spans the NHSL; and

WHEREAS, to facilitate the Project PennDOT requested that SEPTA grant to PennDOT (i) two non-exclusive permanent aerial easements totaling 1,990 square feet; (ii) four permanent ground easements totaling 4,653 square feet; (iii) two permanent slope easement totaling 4,742 square feet; and (iv) two temporary
construction easements totaling 31,009 square feet which will exist for the duration of construction of the Project; and

WHEREAS, during construction SEPTA will lose the use of six parking spaces for six (6) months and four (4) parking spaces for 18 months at the station; and

WHEREAS, the total consideration for the easements as determined by an independent fair market value appraisal provided by PennDOT, is a one-time fee of $60,000; and

WHEREAS, all expenses with respect to examination of the title and preparation/recording of the deed of easement shall be paid by PennDOT; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to grant to PennDOT the (i) two non-exclusive aerial easements, (ii) six permanent easements, and (iii) two temporary construction easements on portions of SEPTA's NHSL property at Ardmore Avenue Station in Haverford Township, Delaware County, in connection with the Project, 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 grant and convey to the Department of Transportation of the Commonwealth of Pennsylvania the easement rights for the ten tracts of property under the terms and conditions 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 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 was the lowest responsive and responsible bidders to the invitations 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 Robert Ganter Contractors, Inc., for general construction services, for a total contract amount not to exceed $774,000; and Lima Company, for mechanical construction services, for a total contract amount not to exceed $225,000, to replace the existing roof and roof mechanical equipment at Broad Substation, with services to be performed over a period of 180 calendar days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 17-00252-ARIB - Broad Substation Roof & Roof Mechanical Equipment Replacement Project.

2. To A.P. Construction, Inc. for general construction services, for a total contract amount not to exceed $14,871,700; to Mulhern Electric Company, Inc., for electrical construction services, for a total contract amount not to exceed $4,685,200; and to John J. Bee, Inc., for mechanical construction services, for a total contract amount not to exceed $870,000, to provide all labor, materials, tools and equipment for the 5th & Market Station Enhancement Project, with services to be performed over a period of 730 calendar days after issuance of Notice-to-
Proceed, as described in the staff summary on this subject, Sealed Bid No. 17-00265-ATMM - 5th & Market Station Enhancement Project.

3. To Rockport Construction Company, Inc., for general construction services to provide all labor, materials, tools and equipment for the Frankford Elevated Line Haunch Repair Project - Phase 4, with services to be performed over a period of 150 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 $1,119,660, Sealed Bid No. 18-00079-ATMM - Frankford Elevated Line Haunch Repair Project Phase 4.

4. To Collins & Collins Mechanical, Inc., for the demolition and removal of existing 49 linear feet of gas pipeline currently located on Bridge 0.15 of the Norristown High Speed Line (NHSL); installation of 201 linear feet of new gas pipeline, supports and rollers; and then tie soil pipelines into existing service laterals prior to the start of the upcoming bridge retrofit work, with services to be performed over a period of 180 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 $144,474, Sealed Bid No. 18-00077-
AJAC - NHSL Bridge 0.15 Gas Pipeline Relocation Project.

S/Corp/Resolutions/RES-JUNE-2018
RESOLUTION

re

AWARD OF 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 CSS Mindshare, LLC, for the provision of a backup system and upgrade for SEPTA's Regional Rail Division (RRD) radio dispatching system at 1234 Market Street which serves as a means of communication over the Authority's radio infrastructure, with services scheduled to commence on July 1, 2018, as described in the staff summary on this subject, for a total contract amount not to exceed $246,977, Sole Source No. 18-00138-APQC - Mindshare Backup System and Upgrade.

2. To ARINC, Incorporated, for the relocation of the Centralized Traffic Control (CTC) and Real Time Vehicle Locating Equipment (RTVL) from the Market East Backup Control Center to the new Backup Control Center at Frankford Transportation Center (FTC), with services to be performed over a period of 180 calendar days after issuance of Notice-to-Proceed (scheduled for July 2018), as described in the staff summary on this subject, for a total contract amount not to exceed $173,180, Sole Source No. 18-00085-AHAC - Ancillary Control Center Relocation.

3. To Exton Capital Corporation d/b/a Emcom Systems, for the provision of engineering, material and technical support services to upgrade SEPTA's Emergency Call Box (ECB) and New Payment Technology (Key) phone systems required for the new
Ancillary Control Center (ACC) at the Frankford Transportation Center (FTC), with services to be performed over a period of 365 calendar days from issuance of Notice-to-Proceed (scheduled to commence in July 2018), as described in the staff summary on this subject, for a total contract amount not to exceed $605,368, Sole Source No. 18-00084-AHAC - Emergency Call Box/Key Phone Systems Upgrade.

4. To Semotus, Inc. d/b/a Hiplink Software, for the upgrade of the Authority's Page Messaging System at the Frankford Transportation Center (FCT) new Ancillary Control Center, with services scheduled to commence on July 1, 2018, as described in the staff summary on this subject, for a total contract amount not to exceed $84,140, Sole Source No. 18-00150-APQC - Page Messaging System Upgrade.

5. To Johnson Controls Security Solutions LLC (formerly Tyco Integrated Security LLC), for the licensing for specialty software applications and provision of technical support services of the Tyco IS Video Management System, with services to be performed over a period of three years scheduled to commence in July 2018, as described in the staff summary on this subject, for a total contract amount not to exceed $933,379,
Sole Source No. 18-00120-ADLD - Video Management System
Technical Support Services.

S/Corp/Resolutions/RES-JUNE-2018
RESOLUTION

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AUTHORIZATION TO EXECUTE CHANGE ORDERS AND AMENDMENT

WHEREAS, additional work is required to complete the project 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 and 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 Mulhern Electric Company, for Change Order No. 1, which provides for additional general construction work on the Frontier Bus Depot Improvements Project, at an increase in cost not to exceed $57,833.81, bringing the total contract price, including this change order, to an amount not to exceed $476,759.81, provided that with the Board's approval of this change order, the Board authorizes the resetting of prior
authorized cumulative change order amount 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.”

2. To PKF-Mark III, Inc., for Change Order No. 4, which provides for the global settlement of claims and a 448 calendar day time extension on the Secane Railroad Station & Tunnel Project, thereby establishing a new contract completion date of October 31, 2018, at an increase in cost not to exceed $4,498,000, bringing the total contract price, including all change orders to date, to an amount not to exceed $17,356,897.46, provided that with the Board’s approval of this change order, the Board authorizes the resetting of prior authorized cumulative change order amount 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.”

3. To Gannett Fleming, Inc., for Amendment No. 7, which provides for additional Phase B construction-related services on the federally mandated Positive Train Control (PTC) Project, as
well as a 1796 calendar day time extension, thereby establishing a new contract completion date of December 21, 2020, at an increase in cost not to exceed $1,499,497, bringing the total contract price, including all amendments to date, to an amount not to exceed $16,444,954.