

SOUTHEASTERN PENNSYLVANIA TRANSPORTATION AUTHORITY

A G E N D A

REGULAR MEETING

To Be Held at 3:00 PM

JANUARY 24, 2019

1234 Market Street, Mezzanine Level

Philadelphia, PA

1. Approval of Minutes of the Regular Board Meeting of December 20, 2018
2. Financial Report
3. Resolutions
- I. **Administration Committee Review**
 - A. Award of a Contract Pursuant to a Request for Proposals
- II. **Operations Committee Review**
 - A. Items for Consideration
 1. Acquisition of Eight Permanent Easements and Eight Temporary Construction Licenses from Private Owners for Placement of an Underground Storm Water Transmission Pipe in Folcroft, Delaware County, for the Sharon Hill Flood Mitigation Project
 2. Lease by SEPTA to the Borough of Hatfield of the Hatfield Station Building and Surrounding Parcels of Ground Along the Inactive Portion of the Bethlehem Branch Located in Hatfield, Bucks County
 3. Lease to Metro Terminal Pizza, LLC for Use and Occupancy of the Inbound Ambler Regional Rail Division Station Building
 - B. Authorization to Award Contracts for Various Procurements
 - C. Award of Contracts for Sole Source Procurements
 - D. Authorization to Execute Change Orders and Amendment
4. Report of General Manager

R E S O L U T I O N

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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 firm wishing to propose; and

WHEREAS, SEPTA staff has requested that the General Manager recommend that the Board authorize the award of the 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 HNTB, Inc., for the provision of Phase I and Phase II architectural and engineering consultant services for the King of Prussia Rail Project, with services to be performed over a period of 135 calendar days for Phase I after issuance of Notice-to-Proceed and 280 calendar days for Phase II (if the option is exercised), as described in the staff summary on this subject, for a total contract amount not to exceed \$7,282,209 for Phase I and \$27,328,176 for the Phase II option (subject to availability of funding), Request for Proposals No. 18-00171-ADLD - Architectural and Engineering Services for King of Prussia Rail Project.

R E S O L U T I O N

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ACQUISITION OF EIGHT PERMANENT EASEMENTS AND EIGHT TEMPORARY CONSTRUCTION LICENSES FROM PRIVATE OWNERS FOR PLACEMENT OF AN UNDERGROUND STORM WATER TRANSMISSION PIPE IN FOLCROFT, DELAWARE COUNTY, FOR THE SHARON HILL FLOOD MITIGATION PROJECT

WHEREAS, SEPTA has a need for drainage improvements along its Route 102 Sharon Hill Trolley Line at the CSX Transportation, Inc. right-of-way overpass (QHB 5.25) to correct a recurring flooding problem which has caused service interruptions resulting in the use of shuttle buses ("Project"); and

WHEREAS, PECO Energy Company (PECO) owns a certain 4.93 acre parcel of property ("Parcel") located north of Chester Pike in Sharon Hill, Delaware County (Tax Parcel 41-03-003) and immediately adjacent to the western boarder of SEPTA's Route 102 Sharon Hill Trolley Line; and

WHEREAS, SEPTA requested PECO to grant the Authority a non-exclusive permanent easement in a 50,334 square foot (1.15 acre) portion of the Parcel for construction of a drainage retention pond, a pumping station and part of a six-by-six foot box culvert to improve drainage of the Route 102 right-of-way; and

WHEREAS, on October 25, 2018 the Board authorized SEPTA to acquire from PECO the subject easement for a fair market valuation of \$145,000 as determined by a SEPTA-commissioned independent appraiser, plus reasonable incidental charges such as closing costs and recording fees; and

WHEREAS, the water drained from the retention pond will be pumped through a pipe buried along the rear of eight adjoining properties on Llanwellyn Avenue in Folcroft within permanent easements to be acquired from owners Sunday Real Estate Group; Yusef Turner; Shagbark Properties; Dumara Dariusz; James and MaryAnn Newby; Eugene and Emily Fister; Kirby Jackson, Melva Jackson and Tracey Wiley; and Stephen D. McColgan; and

WHEREAS, eight corresponding temporary construction licenses will also be required from the property owners to facilitate placement of the underground storm water transmission pipe; and

WHEREAS, a SEPTA-commissioned independent appraisal determined a fair market value for the eight permanent easements to be \$300 per property, along with a valuation for the temporary construction licenses of \$200 per property; and

WHEREAS, in order to reach an equitable solution with each property owner, a total consideration of \$750 will be paid per

property, which will allow for potential improvements to future storm water drainage and service reliability; and

WHEREAS, SEPTA will be responsible for all inspections and on-going maintenance of the storm water management facilities within the easement areas; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to acquire from the eight private property owners permanent easements and temporary construction licenses 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 acquire from the private property owners the permanent easements and temporary construction licenses needed for the Sharon Hill Flood Mitigation Project under the terms and conditions set forth within the pertinent staff summary, for the combined total fair market valuation of \$6,000 plus reasonable costs and recording fees.

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.

S/Corp/Resolutions/01-2019-Acquisition-SEPTA- Eight Permanent Easement and Eight Temporary-Folcroft-Sharon Hill Flood Remediation Project

R E S O L U T I O N

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LEASE BY SEPTA TO THE BOROUGH OF HATFIELD OF THE
HATFIELD STATION BUILDING AND SURROUNDING PARCELS OF
GROUND ALONG THE INACTIVE PORTION OF THE BETHLEHEM BRANCH
LOCATED IN HATFIELD, BUCKS COUNTY

WHEREAS, SEPTA owns the railroad right-of-way that is collectively named the Bethlehem Branch ("Bethlehem Branch") which is located between the Fern Rock section of the City of Philadelphia and the City of Bethlehem, Lehigh County; and

WEHEREAS, SEPTA does not currently operate passenger service on the Bethlehem Branch beyond Lansdale, Montgomery County; and

WHEREAS, SEPTA owns the ground (74,932 square feet) and building improvements thereon at the Hatfield Railroad Station ("Station") located in Hatfield, Montgomery County, along the inactive portion of the Bethlehem Branch, and has no current or anticipated need for the subject premises; and

WHEREAS, Pennsylvania Northeastern Railroad operates freight service on a segment of the line in the vicinity of the

Station pursuant to a trackage rights agreement it acquired from CSX Transportation, Inc.; and

WHEREAS, on February 24, 2000 the Board authorized SEPTA to lease a portion of the vacant ground (approximately 30,660 square feet) adjacent to the Station to the Borough of Hatfield ("Borough") to use for public parking; and

WHEREAS, by agreement dated October 8, 2018, SEPTA currently licenses the Station building itself to the Borough, which in turn sublicenses the building to Salter's Fireplace and Stove, Inc. for use as a private retail establishment; and

WHEREAS, The Borough has requested SEPTA to terminate the existing lease and license/sublicense and enter into a new lease-sublease agreement with the Borough for the total Station premises consisting of the grounds and improvements thereon ("Demised Premises") for renovation and subleasing of the Station buildings and the development of parking for public use; and

WHEREAS, the Borough has agreed to a proposed lease-sublease of the Demised Premises for a base term of ten years along with two 5-year renewal option periods, at a SEPTA-

contracted fair market value appraised rental of \$27,000 annually; and

WHEREAS, in order to offset the estimated \$153,000 capital outlay by the Borough for improvements to the Demised Premises, SEPTA has agreed that rent would be proportionally abated for the first three (3) years, with the balance equally divided and credited for the seven (7) years remaining under the base term of the proposed lease-sublease agreement, with escalations thereafter of 3% annually beginning in the fourth year; and

WHEREAS, the Borough will be responsible for the estimated \$6,500 annual cost of all ongoing repairs and maintenance to the Demised Premises during the term of the lease-sublease agreement; and

WHEREAS, the proposed lease-sublease will generate \$80,146.08 in adjusted rental income to SEPTA over the initial ten-year base term, and \$395,979.23 in revenue if both five-year options are exercised, and SEPTA will achieve a savings of \$283,000 during the full term of the lease-sublease agreement by shifting capital improvement and maintenance costs to the Borough; and

WHEREAS, all plans, specification and methods will require SEPTA EM&C approvals, and the lease-sublease agreement will further provide for indemnification of SEPTA, satisfaction of insurance and safety requirements, and SEPTA's ability to recapture the Demised Premises for transportation purposes; and

WHEREAS, if required, SEPTA staff will obtain any necessary Federal Transit Administration (FTA) concurrence of the transaction contemplated hereunder; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to terminate the existing lease and license/sublicense with the Borough and enter in the proposed new lease-sublease agreement with the Borough under the terms and conditions set forth above and more fully described in the pertinent staff summary;

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-sublease agreement with the Borough of Hatfield for the Demised Premises under such 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.

S: /Corp/Resolutions/1-2019-Lease/Sublease to Borough of Hatfield-Hatfield Passenger Station

R E S O L U T I O N

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LEASE TO METRO TERMINAL PIZZA, LLC
FOR USE AND OCCUPANCY OF THE INBOUND
AMBLER REGIONAL RAIL DIVISION STATION BUILDING

WHEREAS, SEPTA owns the Ambler Passenger Station ("Station") along the inbound side of the Lansdale/Doylestown Regional Rail Division (RRD) Line, which is located at 27 West Butler Pike in the Borough of Ambler, Montgomery County, Pennsylvania; and

WHEREAS, the Station building is comprised of approximately 1,276 square feet of space which includes with one bathroom and 13 dedicated parking spaces ("Demised Premises"), and has been offered for lease via SEPTA's competitive bidding process for a minimum annual rental of \$32,000; and

WHEREAS, SEPTA received only two sealed bids, with Metro Terminal Pizza, LLC ("Metro") submitting the highest bid of \$39,500 annually (\$3,291.67 monthly), and was determined to be a responsive and responsible bidder; and

WHEREAS, Metro has offered to enter into a lease agreement ("Lease") with SEPTA for the Demised Premises for an initial

term of five (5) years, along with ten (10) consecutive one-year renewal option periods, to use and occupy the Demised Premises as a restaurant and retail store; and

WHEREAS, the annual base rental for the Demised Premises shall be \$39,500 for the first year of the initial term of the Lease, with annual increases thereafter at the rate of 3% per year over the annual rental of the prior year; and

WHEREAS, the proposed Lease will generate \$209,710.86 in rental revenue to SEPTA over the initial five-year base term, and an additional \$524,946.23 in revenue if all ten one-year options are exercised thereby generating total receipts of \$734,657.10; and

WHEREAS, Metro accepted the Demised Premises in "as-is" condition, and under the proposed Lease, Metro shall also be responsible for all interior improvements, maintenance and repairs (including the heating, ventilation and air conditioning system), as well as separately metered utilities and trash removal; and

WHEREAS, SEPTA shall be responsible for all snow and ice removal from the Demised Premises; and

WHEREAS, if required, SEPTA will obtain any necessary Federal Transit Administration (FTA) concurrence of the

transaction contemplated hereunder; and

WHEREAS, staff requested that the General Manager recommend that the Board authorize SEPTA to enter into the proposed lease agreement with Metro for the Demised Premises 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 lease agreement with Metro Terminal Pizza, LLC for the Demised Premises 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 that shall be necessary and proper in order to effectuate the purpose of this Resolution.

R E S O L U T I O N

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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 Globe Electric Supply Co., Inc., for the purchase of LED lighting tubes to be installed along the Market-Frankford Subway Elevated (MFSE) Line from 46th through Milbourne Stations, with delivery of material within 10-12 weeks after issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed \$329,175.20, Sealed Bid No. 18-00265-ATAZ - Lighting Tubes.

2. To Rumsey Electric Company, Inc., for Lines 1 and 2, at unit prices of \$1,238.79 and \$1,002.47, respectively, for a total contract amount not to exceed \$206,611.37; and to Denney Electric Supply of Ambler, Inc., for Lines 3 and 4, at unit prices of \$431.48 and \$351.10, respectively, for a total contract amount not to exceed \$31,768.76, for the purchase of LED lights for the main building and wheel house of the Overbrook facility, with delivery of material within 30 days after issuance of Notice-to-Proceed, as described in the staff summary on this subject, Sealed Bid No. 18-00278-ADWC - LED Lights for Overbrook.

3. To RL Controls, LLC, for the purchase of ten shaft quills to be used in the vehicle overhaul (VOH) and maintenance of the Silverliner V rail car fleet, at a unit price of \$13,884.59, with delivery of material scheduled to commence in September 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$138,845.90, Sealed Bid No. 18-00253-ASTC - Shaft Quills for the SLV Fleet.

4. To Castle Branch, Inc., for the provision of a variety of background screening checks on selected candidates for employment with SEPTA, with services to be performed on an "as required" basis over a period of three years scheduled to commence on February 1, 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$361,118.40, Sealed Bid No. 18-00283-APQC - Employee Background Screening.

R E S O L U T I O N

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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 Ansaldo STS USA, Inc., for the purchase of switches and accessories needed to support the installation of a new crossover at Fairmount Interlocking and replacement of existing switches at Newtown Junction Interlocking, with delivery of material expected to be completed within seven months of issuance of Notice-to-Proceed, as described in the staff on this subject, for a total contract amount not to exceed \$531,870, Sole Source No. 18-00264-ACZC - Ansaldo Switches and Accessories.

2. To AT&T Mobility National Accounts, LLC d/b/a AT&T Mobility, for the provision of ProntoForms Mobile Forms subscription services on mobile devices that will replace the paper forms currently being used by Operations field personnel, with services to be performed over a period of one year commencing in February 2019, a as described in the staff summary on this subject, for a total contract amount not to exceed \$53,900, Sole Source No. 18-00304-ACKR - ProntoForms Mobile Forms Subscription Services.

3. To Harsco Corporation d/b/a Harsco Rail (a Division of Harsco), for the purchase of various parts to be used for the ongoing maintenance of tampers, ballast regulators, tie handler,

prime movers, rail grinders, vacuum cars and tunnel washers, with delivery of material on an "as required" basis over a period of three years commencing in January 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$200,000, Sole Source No. 18-00061-ACZC - Harsco Parts for SEPTA.

4. To Copperweld Bimetallics, L.L.C., for the purchase of 212,320 feet of messenger wire to be used for catenary renewal projects throughout the Authority, at a unit price of \$3.6839, with delivery of material on an "as required" basis over a period of three years commencing on February 1, 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$782,165.65, Sole Source No. 18-00273-ALSP - Messenger Wire.

5. To ARINC, Incorporated, for the provision of engineering services and equipment for SEPTA's Railroad Operations Control Center (ROCC) that will enable Amtrak personnel to view SEPTA trains approaching their territory, with services expected to be performed within 100 days of issuance of Notice-to-Proceed, as described in the staff summary on this subject, for a total contract amount not to exceed \$49,543, Sole

Source No. 18-00246-AMWB - Engineering Services and Equipment for SEPTA's Railroad Operation Control Center.

6. To Montgomery County Community College/Police Academy, for the provision of training for approximately 30 recruits annually who will be required to perform in accordance with proper police practices and serve as role models in the community as representatives of the Authority advancing SEPTA's goals of safety and customer service, with services to be performed over a period of one year scheduled to commence in February 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$179,850, Sole Source No. 18-00313-ADLD - SEPTA Transit Police Training.

7. To Colette Holt & Associates, for the provision of legal counsel to the Pennsylvania Unified Certification Program's Oversight and Disadvantaged Business Enterprise (DBE) Appeals Committee, with services to be performed over a period of one year commencing in February 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$72,000, Sole Source No. 18-00238-ACKR - Legal Counsel Services to PA UCP.

8. To B2Gnow/AskReply, Inc., for the implementation, maintenance and support of Disadvantaged Business Enterprise (DBE) Certification Software System exclusively designed to support the unique needs of the federally-mandated DBE/ACDBE Program, with services to be performed over a period of three years scheduled to commence in February 2019, as described in the staff summary on this subject, for a total contract amount not to exceed \$336,227, Sole Source No. 18-00316-ADLD - DBE Certification Software System for the Pennsylvania Unified Certification Program (PA UCP).

S/Corp/Resolutions/RES-JANUARY-2019

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AUTHORIZATION TO EXECUTE CHANGE ORDERS AND AMENDMENT

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 and the 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, Inc., for Change Order No. 3, which provides for additional electrical construction work on the 103 Victory Avenue Project, at an increase in cost not to exceed \$149,576, bringing the total contract price,

including all change orders to date, to an amended contract amount not to exceed \$1,328,905, 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 Zones, Inc., for Change Order No. 1, which provide for a credit under the Volume Lease Agreement (VLA) for Microsoft Licenses for various software products, at a decrease in cost not to exceed \$238,708.64, bringing the total contract price, including this change order, to an amended contract amount not to exceed \$1,816,498.43.

3. To Simmons Machine Tool Corporation, for Change Order No. 1, which provides for an unused allowance credit on the Rebuild Truing Machines Project, at a decrease in cost not to exceed \$149,745, bringing the total contract price, including this change order, to an amended contract amount not to exceed \$1,933,405.

4. To Alstom Signaling, Inc., for Change Order No. 1, which provides for electrical equipment and designs to allow for updates to the Real-Time Vehicle System (RTVL) software supporting the Market-Frankford Subway Elevated (MFSE) Line, at an increase in cost not to exceed \$141,698, bringing the total contract price, including this change order, to an amended contract amount not to exceed \$737,442.

5. To CRRC MA Corporation, for Change Order No. 2, which provides for the supply and installation of external Network Interface Modules and Maintenance Access Center Panels for 11 cab cars (plus two spares) under the contract for multi-level cab and coach rail cars to establish communication with the Maintenance and Diagnostic System (MDS), at an increase in cost not to exceed \$178,239, bringing the total contract price, including all change orders to date, to an amended contract amount not to exceed \$138,171,678.

6. To The North Highland Company, Inc., for Amendment No. 1, which provides for an additional module to the scope of work for management consultant services, at an increase in cost not to exceed \$200,000, bringing the total contact price, including

this amendment, to an amended contract amount not to exceed \$700,000.

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