

110111

DATE: December 9, 2024

TO: Board of Acquisition and Contract

FROM: Hugh J. Greechan, Jr., P.E.
Commissioner of Public Works and Transportation

RE: Authority to, (1.) amend an agreement with PTLA Enterprise, Inc. for professional management, operation, and maintenance of a certain portion of the County's Bee-Line System, by (A.) extending its term by three (3) months, to a new termination date of March 31, 2025; and (B.) increasing its not-to-exceed amount by \$901,503.00, to pay for the costs, excluding fuel, during the extended term, and (2.) amend an equipment lease agreement with PTLA Enterprise, Inc., to keep it co-terminus with the term of the agreement for professional management, operation, and maintenance.
(Both filed as Agreement No. DOTOP02-20, as amended)

By a resolution approved on December 19, 2019, your Honorable Board authorized the County of Westchester (the "County") to enter into an agreement (the "Original Services Agreement") with PTLA Enterprise, Inc. ("PTLA"), pursuant to which PTLA was to provide professional management, operation, and maintenance of a certain portion of the County's Bee-Line System (the "Services"), for a term from January 1, 2020 through December 31, 2023. The Original Services Agreement was subsequently executed.

Under the Original Services Agreement, PTLA was anticipated to be paid a total amount of \$13,608,609.00 over the full term of the Original Services Agreement, consisting of an anticipated total amount of \$12,888,609.00 for all (non-fuel) operations-related costs, including, without limitation, rent, maintenance, utilities, insurance, and labor, ("Operations-Related Costs") and an anticipated total amount of \$720,000.00 for fuel costs ("Fuel Costs"). Under the Original Services Agreement, both the Operations-Related Costs and the Fuel Costs were to be subject to adjustment, both upward and downward, based on certain changes in costs and usage, in the same manner as such adjustments were made under the prior agreement between the County and PTLA for the Services, which was for the period from January 1, 2019 through December 31, 2019 (the "Previous Agreement").

By the same resolution approved on December 19, 2019, your Honorable Board also authorized the County to enter into an equipment lease with PTLA for the use of County-owned buses; transit communication equipment; revenue collection, counting, and reporting equipment;

maintenance and supervisory vehicles; and related equipment to be used in the performance of the Services during the term of the Original Services Agreement, for the nominal consideration of \$1.00 per year, for a term matching that of the Agreement, just as was the case for the Previous Agreement (the “Original Equipment Lease”).

By a resolution approved on December 21, 2023, your Honorable Board authorized the County to, (1.) amend the Original Services Agreement by, (A.) extending its term by six (6) months, to a new termination date of June 30, 2024; (B.) increasing its not-to-exceed amount by \$1,803,006.00, to pay for the costs, excluding fuel, of the extended term; and (C.) adding a County option to extend the term of the Agreement by an additional six (6) months, to an expiration date of December 31, 2024, (the “Option Period”) at a cost of an additional \$1,803,006.00 for the costs, excluding fuel, of such option term (the “Services First Amendment”), and (2.) amend the Original Equipment Lease by modifying its term to keep it co-terminus with the term of the Original Services Agreement, as amended (the “Equipment Lease First Amendment”). The County subsequently executed the Services First Amendment and the Equipment Lease First Amendment.

By a resolution approved on June 13, 2024, your Honorable Board authorized the County to exercise its option under the Original Services Agreement, as amended by the Services First Amendment, and therefore, (1.) amend the agreement by, (A.) extending its term by six (6) months, through the Option Period, to a new termination date of December 31, 2024; and (B.) increasing its not-to-exceed amount by \$1,803,006.00, to pay for the costs, excluding fuel, during the Option Period, (the “Services Second Amendment”) and (2.) amend the Original Equipment Lease, as amended by the Equipment Lease First Amendment, by modifying its term to keep it co-terminus with the term of the Original Services Agreement, as amended by the Equipment Lease First Amendment and as further amended (the “Equipment Lease Second Amendment”).

The County continues to require the Services for the Bee-Line, overall, including the certain portion of the system to which the Original Services Agreement, as amended by the Services First Amendment and the Services Second Amendment, (the “Services Agreement”) applies.

On August 17, 2023, the Department of Public Works and Transportation (“DPW&T”) issued a request for proposals for the Services for the entire Bee-Line, as well as for ‘info center’ operations (the “RFP”).

Proposals in response to the RFP were due on February 5, 2024. Further RFP-specified processes occurred earlier this year. Negotiations with the first-ranked proposer are currently ongoing, and will cause the term of any agreement resulting from the RFP to commence later than January 1, 2025. However, the County cannot go without the Services for the Bee-Line for a single day.

PTLA has informed the County that it is willing to continue to provide the Services, for its certain portion of the Bee-Line, for an initial additional three (3) months, at the rate currently being paid by the County under the Services Agreement. For such additional period, PTLA

would continue to lease the equipment under the existing terms of the Original Lease Agreement, as amended by the Equipment Lease First Amendment and the Equipment Lease Second Amendment (the "Equipment Lease").

Accordingly, the County respectfully requests authority from your Honorable Board to, (1.) amend the Services Agreement by, (A.) extending its term by three (3) months, to a new termination date of March 31, 2025 (the "Additional Period"); and (B.) increasing its not-to-exceed amount by \$901,503.00, to pay for the costs, excluding fuel, during the extended term, (the "Services Third Amendment") and (2.) amend the Equipment Lease by modifying its term to keep it co-terminus with the term of the Services Agreement, as the Services Agreement will be amended (the "Equipment Lease Third Amendment").

During the Additional Period, the total amount to be paid to PTLA will be subject to adjustment, both upward and downward, for both the Operations-Related Costs and the Fuel Costs, based on certain changes in costs and usage, in the same manner as such adjustments were made under the current term of the Services Agreement.

Except as specifically described above, all terms and conditions of the Services Agreement and the Equipment Lease shall remain in full force and effect.

The proposed Services Third Amendment and the proposed Equipment Lease Third Amendment will serve a public purpose by enabling the County to receive the Services, for an additional period of time.

The goal and objective of the proposed Services Third Amendment and the proposed Equipment Lease Third Amendment is to enable the County to receive the Services, for an additional period of time.

The goal and objective of the proposed Services Third Amendment and the proposed Equipment Lease Third Amendment is in the best interests of the County in terms of fiscal responsibility, as they will enable the County to receive the Services, at a rate negotiated to the County's fiscal satisfaction, for an additional period of time.

The goal and objective of the proposed Services Third Amendment and the proposed Equipment Lease Third Amendment will be tracked and monitored by the staff of DPW&T.

I respectfully recommend the adoption of the attached resolution.

HJG/MS/bdm/nm

RESOLUTION

Upon a communication from the Commissioner of Public Works and Transportation, be it hereby:

RESOLVED, that the County of Westchester (the "County") is hereby authorized to amend its agreement with PTLA Enterprise, Inc. ("PTLA"), pursuant to which PTLA was to provide professional management, operation, and maintenance of a certain portion of the County's Bee-Line System (the "Services"), for a term from January 1, 2020 through December 31, 2024, (the "Services Agreement") by, (A.) extending its term by three (3) months, to a new termination date of March 31, 2025 (the "Additional Period"); and (B.) increasing its not-to-exceed amount by \$901,503.00, to pay for the costs, excluding fuel, during the Additional Period; and be it further

RESOLVED, that, during the Additional Period, the total amount to be paid to PTLA will be subject to adjustment, both upward and downward, for both, (i.) all (non-fuel) operations-related costs, including, without limitation, rent, maintenance, utilities, insurance, and labor, and (ii.) fuel costs, based on certain changes in costs and usage, in the same manner as such adjustments were made under the current term of the Agreement; and be it further

RESOLVED, that the County is also hereby authorized to amend an equipment lease (the "Equipment Lease") with PTLA for the use of County-owned buses; transit communication equipment; revenue collection, counting, and reporting equipment; maintenance and supervisory vehicles; and related equipment to be used in the performance of the Services during the term of the Services Agreement, for the nominal consideration of \$1.00 per year, by modifying its term to keep it co-terminus with the term of the Services Agreement, as the Services Agreement will be amended; and be it further

RESOLVED, that except as specifically hereby authorized to be modified, all terms and conditions of each of the Services Agreement and the Equipment Lease shall remain in full force and effect; and be it further

RESOLVED, that the County Executive or his duly authorized designee is hereby authorized to execute any documents and take any actions reasonably necessary and appropriate to effectuate the purposes of this resolution.

Account to be Charged/Credited
 Agreement No. DOTOP02-20, A3

Fund	Dept.	Major Program, Program & Phase Or Unit	Object/ Sub-Object	Trust Account	Dollars
101	44	2100	4924		\$901,503.00

Budget Funding Year(s): 2025
 (must match resolution)

Start Date: 01/01/25

End Date: 03/31/25

Funding Source: Tax Dollars: \$901,503.00
 State Aid: _____
\$901,503.00 Federal Aid: _____
 (must match resolution) Other: _____

APPROVED BOARD OF ACQUISITION & CONTRACT - 12/12/2024 - RAYMOND SCULKY, SECRETARY