



TO: Performance Oversight Committee  
Representative Austin Davis  
Representative Lori Mizgorski

FROM: Michelle Zmijanac, Committee Chair

DATE: November 9, 2020

SUBJECT: Performance Oversight Committee – November 12, 2020

The next meeting of the Performance Oversight Committee is scheduled for Thursday, November 12, 2020, being held virtually via WebEx and conference call-in, immediately following the 9:00 a.m. Finance Committee meeting. The preliminary agenda is as follows:

1. Approval of Minutes of the October 15, 2020 Performance Oversight Committee Meeting.
2. Proposed Resolutions:
  - a. Awarding of Bids
  - b. Authorization to Award Construction Contracts for the Manchester Garage Engine Test Facility Project (Keith Wargo)
  - c. Authorization to Enter into Agreement to Provide Employee Benefits Consulting Services (Inez Colon)
  - d. Authorization to Extend and Amend Agreement with Commercial Consulting to Provide Drug and Alcohol Compliance Program Services (Inez Colon)
  - e. Authorization to Extend and Amend Agreement to Provide Managed Care Services (Inez Colon)
3. Annual PennDOT Rail Transit Safety Review Program Presentation (PennDOT RTSRP Representatives)
4. Adjourn

cc: Other Port Authority Board Members

## PERFORMANCE OVERSIGHT COMMITTEE MEETING

October 15, 2020

The meeting was called to order and held virtually with the following in attendance:

### Board Committee Members

*(all via Webex)*

Michelle Zmijanac, Chair  
Rep. Austin Davis  
Rep. Lori Mizgorski  
Jeff Letwin

### Other Board Member

*(all via Webex)*

John Tague  
Ann Ogoreuc  
Jennifer Liptak  
Stephanie Turman

#### 1. Approval of Minutes:

The Committee approved the minutes from the September 17, 2020 Performance Oversight Committee meeting.

#### 2. Proposed Resolutions:

The Committee first reviewed three procurement items and determined the bids to be in accordance with the Authority's procurement policies and procedures, the prices fair and reasonable, the bidders to be responsible and the bids responsive.

The Performance Oversight Committee agreed to recommend the award of bids listed in the resolution for the total amount of approximately \$1.7 million dollars.

Mr. Greg O'Hare presented the next resolution seeking authorization to award construction contracts for the South Hills Village Rail Center Pit Restoration project.

He reported that the work includes concrete approach and pit restoration; steel rail and support replacement; protective floor coating; compressed air piping and drainage improvements with hot water supply modifications; Pit lighting improvements and new emergency shut-off system.

The Performance Oversight Committee agreed to recommend awarding the General Construction contract to J. T. Thorpe & Sons, Inc., in the amount of \$9,229,069.53; the plumbing construction contract to W.G. Tomko, Inc., in the amount of \$626,666.00; and the electrical construction contract to Merit Electrical Group, Inc., in the amount of \$1,328,000.00, all subject to completing pre-award requirements.

Mr. Ritchie presented the next resolution seeking authorization to enter into Agreements to provide general marketing services in the categories of advertising, marketing and promotion; public relations; community outreach; market research; direct mail distribution and video productions.

He noted that the agreements will be for four years for the not-to-exceed amount of \$5,650,000, plus one possible option year.

The six highest-ranking proposers are Red House Communications for the advertising, marketing and promotion and public relations categories; Gatesman, Inc. for the community outreach category; Campos Market Research & WBA Research for the Market Research category; Direct Mail Service & AlphaGraphics for the direct mail distribution category and CutN'Run Productions for the video production category.

Mr. Ritchie also noted that all but one of the six firms is either a registered DBE, WBE or MBE.

The Performance Oversight Committee agreed, with one abstention from Mr. Letwin, to recommend entering into agreements with the six highest-ranking proposers in the designated categories.

Mr. Cetra presented the next resolution seeking authorization to extend and amend agreements for medical and vocational case management services.

He reported that In December 2016, the Authority's Board authorized the award of agreements to Genex Services, LLC, Disability Care Management Professionals of Western Pennsylvania, Inc., Allegiant Managed Care, Inc. and Wellco Rehab, Inc. to provide the services for an initial term of three years for a total not-to-exceed amount of \$300,000, to be allocated on an as-needed basis through task specific work orders.

Mr. Cetra noted that the agreements also contain two additional option years that can be exercised by the Authority in its sole discretion.

In September 2019, the Authority's Board authorized the exercise of the first option year, extending the term of the agreements to November 30, 2020, at no increase in the previously authorized not-to-exceed amount.

Mr. Cetra noted that Wellco Rehab advised the Authority that they did not wish to extend their agreement due to key personnel retirements.

The services performed by the other three firms have been satisfactory and in compliance with the agreement.

The Performance Oversight Committee agreed to recommend extending the remaining agreements through November 2021, with no increase to the previously authorized not-to-exceed amount.

Mr. Cetra presented the next resolution seeking authorization to extend and amend an agreement to provide real estate consulting services. In September 2017, the Board authorized the Authority to enter into an agreement with Interstate Acquisition Services, a Division of Century Engineering, to provide expertise and technical support for all aspects of Port Authority's real estate interests.

The original agreement was for three years and included two option years.

The Performance Oversight Committee agreed to recommend exercising the first option year through December 31, 2021, and to increase the not-to-exceed amount by \$450,000 to \$1,512,000.

Mr. Schenk presented the final resolution seeking authorization to enter into a first amendment to the designated services agreement with the Pittsburgh Public Schools.

He reported that In May 2019, following successful pilot testing, Port Authority's Board authorized the Authority to enter into an agreement with Pittsburgh Public Schools to transition students from monthly paper flash passes to the Pittsburgh Public School-issued identification cards compatible to Port Authority's ConnectCard system.

Due to COVID-19 greatly affecting the current academic year, with online classes through the end of October and staggered in-school classes beginning in November, the Performance Oversight Committee recommends a temporary amendment between the parties for Port Authority to charge the Pittsburgh Public Schools one base fare per card tap versus monthly pass rate.

Mr. Schenk noted that staff will continue to review usage and adjust for monthly passes where still applicable for some student riders.

With no further business, the meeting was adjourned.

## **PROPOSED RESOLUTIONS**

## **AWARDING OF BIDS**

### **1. NON-DESTRUCTIVE TESTING OF RAIL**

This bid was publicly advertised and ebusiness documents were distributed. Three firms accepted the invitation and two bids were received for non-destructive testing of rail over a three-year period.

**RECOMMENDATION:** That a contract be awarded to the low responsible bidder that submitted a responsive bid, Smith-Emery Laboratories Inc., in the estimated amount of \$186,342.00 over the three-year period.

This price represents a four percent increase over the previous contract prices for these services three years ago. Staff has determined the pricing to be fair and reasonable and consistent with the funds budgeted.

### **2. CUMMINS ISB ENGINE REPLACEMENT PARTS**

This bid was publicly advertised and ebusiness documents were distributed. Five firms accepted the invitation and five bids were received for Cummins ISB Engine replacement parts over a two-year period.

The low bidder for two of the parts groupings did not bid all items in the group as required and is therefore ineligible for award.

**RECOMMENDATION:** That a contract be awarded to the low responsible bidders that submitted responsive bids as follows:

- Colonial Supply – 15 items in the estimated amount of \$468,333.85
- Cummins – two items in the estimated amount of \$64,310.00
- CBM U.S. Inc. – one item in the estimated amount of \$64,310.00

This price represents a two percent increase over the previous contract prices for these items two years ago. Staff has determined the pricing to be fair and reasonable and consistent with the funds budgeted.

### **3. FIRE ALARM SYSTEM TESTING AND CERTIFICATION**

This bid was publicly advertised and ebusiness documents were distributed. Five firms accepted the invitation and five bids were received for fire alarm system testing and certification over a two-year period.

**RECOMMENDATION:** That a contract be awarded to the low responsible bidder that submitted a responsive bid, Open Systems Pittsburgh, in the estimated amount of \$226,486.00 over the two-year period.

This price represents a 11 percent decrease over the previous contract prices for these services two years ago. Staff has determined the pricing to be fair and reasonable and consistent with the funds budgeted.

### **4. MAGNETIC TRACK BRAKE SUSPENSION PARTS**

This bid was publicly advertised and ebusiness documents were distributed. Two firms accepted the invitation and three bids were received for magnetic track brake suspension parts over a two-year period.

The low bidder proposed items that were not in compliance with the technical specifications and is therefore ineligible for award.

**RECOMMENDATION:** That a contract be awarded to the low responsible bidder that submitted a responsive bid, Hall Industries, in the estimated amount of \$139,560 over the two-year period.

This price represents a 14 percent increase over the previous contract prices for these services two years ago. Staff has determined the pricing to be fair and reasonable and consistent with the funds budgeted.

### **5. TRACK SWITCH HEATERS & OVERHEAD CATENARY LINE HEATERS**

This bid was publicly advertised and ebusiness documents were distributed. Four firms accepted the invitation and four bids were received for track switch heaters and overhead catenary line heaters.

**RECOMMENDATION:** That a contract be awarded to the low responsible bidders that submitted responsive bids as follows:

- Omni Control Technology Inc. – seven items in the estimated amount of \$119,299.89
- MAC Products – three items in the estimated amount of \$26,996.00

There has been no recent purchase of these items. Staff has determined the pricing to be fair and reasonable and consistent with the funds budgeted.

### **RESOLUTION**

**RESOLVED**, that recommendations as set forth in the report are accepted and that the chief executive officer or chief financial officer be, and hereby are, authorized and directed to execute such documents on behalf of Port Authority of Allegheny County as shall be required for the entry of proper contracts covering those items recommended for acceptance.



**Port Authority of Allegheny County  
Procurement Summary**

November 20, 2020

<b>Description</b>	<b>Number Of Bids</b>	<b>Lowest Responsive Bidder</b>	<b>Award Amount</b>	<b>2nd Bidder Amount</b>	<b>Annual Percentage Change to Previous Purchase</b>
Non-Destructive Testing of Rail	2	Smith-Emery Laboratories Inc.	\$186,342.00	\$197,500.00	4% increase
Cummins ISB Engine Replacement Parts					
	5	Colonial Supply (15 items)	\$468,333.85	\$478,402.00	2% increase
		Cummins (2 items)	\$24,450.40	\$24,913.20	
		CBM U.S. Inc. (1 item)	\$91,712.00	\$144,896.00	
Fire Alarm System Testing & Certification	5	Open Systems Pittsburgh	\$226,486.00	\$233,388.00	11% decrease
Magnetic Track Brake Suspension Parts	3	Hall Industries	\$139,560.00	\$157,000.00	14% increase
Track Switch Heaters & Overhead Catenary Line Heaters					
	4	Omni Control Technology Inc. (7 items)	\$119,299.89	\$140,791.62	no recent purchase
		MAC Products (3 items)	\$26,996.00	\$42,569.56	

Total Purchases:                      \$1,283,180.14

## SUMMARY OF RESOLUTION

### Authorization to Award Construction Contracts for the Manchester Garage Engine Test Facility Project

Contracts MAN-20-06 G, H, P and E (Contracts) provide for the furnishing of labor, material, equipment, tools, supervision and incidental items necessary for the construction of a new engine test facility at the Manchester Garage.

Contract MAN-20-06-G provides for General Construction work including, but not limited to, the demolition and construction of a new engine test facility and test equipment.

Contract MAN-20-06-H provides for Mechanical Construction work including, but not limited to, the demolition and construction of HVAC air handlers, cooling towers and associated controls for the test facility.

Contract MAN-20-06-P provides for Plumbing Construction work including, but not limited to, modifications to wet pipe sprinkler system, hot and cold-water systems, waste oil system and compressed air systems for the test facility.

Contract MAN-20-06-E provides for Electrical Construction work including, but not limited to, the demolition and construction of electrical systems to support the HVAC and test equipment.

Bid documents were prepared and publicly advertised by Port Authority of Allegheny County (Authority). Five bids for the General Construction Contract; four bids for the Mechanical Construction Contract; four bids for the Plumbing Construction Contract; and seven bids for the Electrical Construction Contract were received and opened on September 4, 2020.

After review of the bids by the Authority's staff and legal counsel, it has been determined that the bid of Yarborough Development Inc., in the amount of \$1,263,307.00, for Contract MAN-20-06-G, General Construction; the bid of R&B Mechanical, Inc., in the amount of \$346,500.00, for Contract MAN-20-06-H, Mechanical Construction; the bid of First American Industries, Inc., in the amount of \$424,900.00, for Contract MAN-20-06-P, Plumbing Construction; and the bid of R.E. Yates Electric, Inc., in the amount of \$164,000.00, for Contract MAN-20-06-E, Electrical Construction are the lowest responsive bids from responsible bidders meeting the Authority's specifications for the project and the prices are fair and reasonable.

It is recommended that Contracts be awarded to the respective bids of Yarborough Development, Inc., R&B Mechanical, Inc., First American Industries, Inc., and R.E. Yates Electrical, Inc., all subject to completing pre-award requirements.

## RESOLUTION

**WHEREAS**, Port Authority of Allegheny County (Authority) is engaged in the construction of the Manchester Garage Engine Test Facility (Project); and

**WHEREAS**, the work for Project includes, but is not limited to, the furnishing of all labor, material, equipment, tools, supervision and incidental items necessary for the construction of the test facility and equipment, HVAC equipment, pumps, cooling towers, electrical panelboards, controls and lighting for the Manchester Garage Engine Test Facility; and

**WHEREAS**, in order to perform Project, bid documents were prepared for Contracts MAN-20-06-G, General Construction, MAN-20-06-H, Mechanical Construction, MAN-20-06-P, Plumbing Construction, MAN-20-06-E, Electrical Construction, (Contracts), and publicly advertised; and

**WHEREAS**, five bids for the General Construction Contract, four bids for the Mechanical Construction Contract, four bids for the Plumbing Construction Contract and seven bids for the Electrical Construction Contract were received and opened on September 4, 2020; and

**WHEREAS**, the bid of Yarborough Development, Inc., in the amount of \$1,263,307.00, is the lowest responsive bid, from a responsible bidder, among the bids received for Contract MAN-20-06-G, General Construction; the bid of R&B Mechanical, Inc., in the amount of \$346,500.00, is the lowest responsive bid, from a responsible bidder, among the bids received for Contract MAN-20-06-H, Mechanical Construction; the bid of First American Industries, Inc., in the amount of \$424,900.00, is the lowest responsive bid, from a responsible bidder, among the bids received for Contract MAN-20-06-P, Plumbing Construction and the bid of R.E. Yates Electric, Inc., in the amount of \$164,000.00, is the lowest responsive bid, from a responsible bidder, among the bids received for Contract MAN-20-06-E, Electrical Construction; and

**WHEREAS**, the respective bids of Yarborough Development Inc., R&B Mechanical, Inc., First American Industries, Inc., and R.E. Yates Electric, Inc., have been reviewed by the Authority's staff and legal counsel and are recommended for award of the respective Contracts.

**NOW, THEREFORE, BE IT RESOLVED**, that the chief executive officer, chief development officer and/or chief engineer, or their respective designee be, and hereby are, authorized to enter into agreements, in forms approved by counsel, with Yarborough Development, Inc., in the amount of \$1,263,307.00, for Contract MAN-20-06-G, General Construction; R&B Mechanical, Inc., in the amount of \$346,500.00, for Contract MAN-20-06-H, Mechanical Construction; First American Industries, Inc., in the amount of

\$424,900.00, for Contract MAN-20-06-P, Plumbing Construction and R.E. Yates Electric, Inc., in the amount of \$164,000.00, for Contract MAN-20-06-E, Electrical Construction, all subject to successful completion of the pre-award requirements, and to take all such other actions as may be necessary and proper to carry out the purpose and intent of this resolution.

## SUMMARY OF RESOLUTION

### Authorization to Enter into Agreement to Provide Employee Benefits Consulting Services

#### **Description**

Port Authority of Allegheny County (Authority) requires a contractor to provide Employee Benefits Consulting Services (Services). Services include, but are not limited to, perform strategic planning of employee benefit health and welfare programs; provide underwriting analysis and actuarial services to estimate benefits costs and the effects of benefit modifications on such cost, analyze claims experience and its financial impact, assist the Authority in procuring benefit services from vendors and in post-award management of benefits contracts, provide general administrative support, assist the Authority so as to ensure compliance with benefits laws and within the overall scope of the services, perform special projects and other additional services. The agreement for Services (Agreement) will be for a three-year period with the option to extend the term up to two additional years at the sole discretion of the Authority.

#### **Evaluation Committee**

Consistent with the Authority's Board-adopted Procurement Policy and Procedures for Competitive Negotiations for Professional and Technical Services, an Evaluation Committee (Committee) was assembled to evaluate the proposals and recommend the top-rated proposers to perform Services. Committee consisted of five members representing the Finance, Human Resources and Legal and Corporate Services Divisions.

#### **Schedule**

Request for Proposals (RFP) No. 20-08 for Services was publicly advertised and an informational meeting was held on September 1, 2020. Three proposals were received on September 17, 2020.

#### **Evaluation Process**

Committee met to discuss and evaluate the proposals and determined those proposals to be in the competitive range that could potentially be able to achieve top ranked status. As a result of the review of the proposals and supplemental information provided at the request of Committee, Committee identified Willis Towers Watson US LLC as the highest rated proposer to perform Services.

A summation of Committee for the top proposer is set forth below:

### **Willis Towers Watson (Willis)**

Willis is a global advisory, broking and solutions firm with significant experience working with public sector firms, including current work with the Authority. The project work plan provided was very detailed and demonstrated a thorough understanding of the scope of services. The project organization and management plan were well structured with clear lines of communication and responsibility. Proposed project manager is well qualified with a good amount of relevant experience, as well as experience working with the Authority on the current Agreement. Proposed key personnel have significant experience in the employee benefits field and bring an average of 21 years of experience. Willis proposes using PA UCP certified DBE firm, Byars & Alexander for approximately 5.5 percent of the work. While proposed costs for the contract services are higher than the lower rated proposers, the costs were an all-inclusive flat fee for all contract years and are within the range of the Independent Cost Estimate.

### **Aon Risk Services Central, Inc. (Aon)**

Aon is a global professional services firm with sufficient experience with public sector firms, including some transit agencies. The project work plan highlighted some good information but was not very detailed nor was it tailored to the Authority's needs. Aon's project work plan provided was clear and easy to read, providing clear lines of communication and defined responsibility. The proposed project manager was well qualified with substantial experience in the vendor management field. Aon's key personnel were also well qualified with an average of 20 years of experience. Committee did express concern that there were no percentages of allocated time specified for any of the key personnel or the project manager. Aon proposes using PA UCP certified DBE firm Benefits Plus Consulting Group for 10-15 percent of the work. While proposed costs were lower than Willis', Aon did not provide complete cost information for all sections of work required. Aon's costs were within the range of the Independent Cost Estimate.

### **Negotiations**

A total not-to-exceed amount of \$825,000 is recommended for approval. Agreement will be for a three-year period with the option to extend the term of Agreement up to an additional two years at the sole discretion of the Authority.

## RESOLUTION

**WHEREAS**, Port Authority of Allegheny County (Authority) requires a contractor to provide employee benefits consulting services (Services); and

**WHEREAS**, in order to obtain a qualified firm to perform Services, Request for Proposals (RFP) No. 20-08 detailing the required scope of Services was prepared and publicly advertised; and

**WHEREAS**, three proposals for RFP were received on September 17, 2020. All proposals were reviewed and evaluated by the Authority's Evaluation Committee; and

**WHEREAS**, the proposal submitted by Willis Towers Watson US LLC (Willis) has been determined to be the highest-rated proposal for the performance of Services; and

**WHEREAS**, the negotiations with Willis have been initiated and are progressing on a proposed agreement to perform Services; and

**WHEREAS**, a total not-to-exceed amount of \$825,000 is recommended for approval for the agreement for Services (Agreement). Agreement would be for a three-year period with the option to extend the term up to two additional years at the sole discretion of the Authority.

**NOW, THEREFORE, BE IT RESOLVED** that the chief executive officer and/or chief Human Resources officer be, and hereby are, authorized to enter into Agreement with Willis for Services, in a form approved by counsel, for a total not-to-exceed amount of \$825,000 for the initial three-year period of Agreement, with the option to extend the term of Agreement up to an additional two years at the sole discretion of the Authority, and to also take all such other actions as may be necessary and proper to carry out the purpose and intent of this resolution.

## SUMMARY OF RESOLUTION

### Authorization to Extend and Amend Agreement with Commercial Consulting to Provide Drug and Alcohol Compliance Program Services

In September 2017, Port Authority of Allegheny County (Authority), in accordance with its Board-adopted Policy and Procedures for Competitive Negotiations for Professional and Technical Services, issued Request for Proposals No.17-08 to obtain a contractor to perform services to support the maintenance of the Authority's Drug and Alcohol Compliance Program Services (Services). Services include, but are not limited to, program support services; mobile collection; collection facilities; medical specialists; laboratory services; medical review officer; substance abuse professional; safety-sensitive contract compliance; and training program development and implementation.

In January 2018, the Authority's Board authorized the award of an Agreement R17-08 (Agreement) with Commercial Consulting to provide Services for an initial term of three years expiring on February 28, 2021, for a total not-to-exceed amount of \$1,327,300.00. Agreement also contains two option years to be exercised by the Authority in its sole discretion.

To date, Services performed by Commercial Consulting have been satisfactory and in compliance with Agreement. The Authority has determined that it is in its best interest to exercise the first option year, extending the term of Agreement to February 28, 2022, with no increase in the previously authorized total not-to-exceed amount of Agreement.

In accordance with the Authority's Limits of Authority Policy, the attached resolution authorizes an amendment to exercise the first option to extend the term of Agreement for an additional year to February 28, 2022, with no increase to the previously authorized total not-to-exceed amount of Agreement.



## RESOLUTION

**WHEREAS**, in accordance with its Board-adopted Procurement Policy and Procedures for Competitive Negotiations for Professional and Technical Services, Port Authority of Allegheny County (Authority), following issuance of Request for Proposals No. 17-08, authorized the award of an agreement (Agreement) to Commercial Consulting to provide Drug and Alcohol Compliance Program Services (Services).

**WHEREAS**, Agreement provides for an initial term of three years with the option to extend the term of Agreement up to an additional two years at the sole discretion of the Authority;

**WHEREAS**, the initial three-year term of Agreement expires on February 28, 2021; and

**WHEREAS**, to date, Services have been completed in a satisfactory manner by Commercial Consulting; and

**WHEREAS**, the Authority has determined that it is in its best interest to exercise the first option year of Agreement, extending the term for one additional year to February 28, 2022, with no increase in the previously authorized not-to-exceed amount of Agreement.

**NOW, THEREFORE, BE IT RESOLVED** that the chief executive officer and/or chief Human Resources officer be, and hereby are, authorized to execute an amendment to Agreement with Commercial Consulting, in a form approved by counsel, to extend the term of Agreement for one additional year to February 28, 2022, at no increase to the total not-to-exceed amount for Agreement, and to take all such other action as may be necessary and proper to carry out the purpose and intent of this resolution.

## SUMMARY OF RESOLUTION

### Authorization to Extend and Amend Agreement to Provide Managed Care Services

In October 2014, Port Authority of Allegheny County (Authority), in accordance with its Board-adopted Procurement Policy and Procedures for Competitive Negotiations for Professional and Technical Services, issued a request for proposals to obtain the services of a firm to provide oversight and coordination of the Authority's Managed Care Program (Services). Services include, but are not limited to, program development and implementation services, treatment facilities services, onsite medical case management services, claims management, program support services and litigation support services.

In January 2015, the Authority's Board authorized the award of Agreement No. R14-07 (Agreement) to UPMC Benefit Management Services, Inc. D/B/A UPMC Work Partners (UPMC) to provide Services for an initial five-year term and a total not-to-exceed amount of \$3,500,000. Agreement also contained two additional option years to be exercised by the Authority in its sole discretion.

In November 2019, the Authority's Board authorized the first of the two additional option years with no increase in the previously authorized not-to-exceed amount of Agreement

To date, Services performed by UPMC have been satisfactory and in compliance with Agreement.

The Authority has determined that it is in its best interest to exercise the second option year, extending the term of Agreement to January 31, 2022, with no increase in the previously authorized total not-to-exceed amount of Agreement.

The attached resolution authorizes an amendment to Agreement to exercise the option to extend the term of Agreement for an additional year to January 31, 2022, with no increase in the previously authorized total not-to-exceed amount of Agreement.

## RESOLUTION

**WHEREAS**, Port Authority of Allegheny County's (Authority) Board, following issuance of Request for Proposals No. 14-07 in accordance with its Board-adopted Procurement Policy and Procedures for Competitive Negotiations for Professional and Technical Services, authorized the award of an agreement (Agreement) to UPMC Benefit Management Services, Inc. D/B/A UPMC Work Partners (UPMC) to provide services to support the Authority staff in implementing and managing the Authority's Managed Care Program (Services) for an initial term of five-years and for a total not-to-exceed amount of \$3,500,000.00; and

**WHEREAS**, Agreement provides for an option to extend the term of Agreement for up to two additional years at the sole discretion of the Authority; and

**WHEREAS**, in November 2019, the Board approved the exercise of the first option year, extending the term of Agreement to January 31, 2021, at no increase to the previously authorized not-to-exceed amount; and

**WHEREAS**, Services performed by UPMC have been satisfactory and in compliance with Agreement; and

**WHEREAS**, in order for Services to continue to be provided, the Authority has determined that it is in its best interest to exercise the second option year and extend the term of Agreement to January 31, 2022, with no increase in the previously authorized not-to-exceed amount of Agreement; and

**NOW, THEREFORE, BE IT RESOLVED**, that the chief executive officer and/or chief legal officer be, and hereby are, authorized to execute an amendment to Agreement with UPMC, in a form approved by counsel, to extend the term of Agreement for one additional year to January 31, 2022, with no increase in the previously authorized total not-to-exceed amount of Agreement and to take all such other actions as may be necessary and proper to carry out the purpose and intent of this resolution.