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**DATE:** January 9, 2020

**TIME:** 6:00 PM

**PLACE:** 415 Zarfoss Drive, York, PA

**PURPOSE:** JANUARY COMMITTEE MEETING

**COMMITTEE MONTHLY MEETING**  
**ORDER OF BUSINESS**

1. Resolution 2001 – Adopting Title VI Program Update (Page 2)
2. Financial Statements
3. Adjournment
4. Next Meeting: Thursday, February 6, 2020

Board Retreat Dates: Monday, January 27, 2020 at 6pm to 8pm  
Tuesday, January 28, 2020 at 8:30am to 12pm

**RESOLUTION NO. 2001**

**ADOPTING TITLE VI PROGRAM UPDATE**

WHEREAS, Federal Transit Administration Circular, 4702.1B. requires all recipients of transit grants to implement a Title VI program, and

WHEREAS, the Title VI program established an outline to prohibit practices that result in discriminatory effects or disparate impacts or intentionally discriminating against people, and

WHEREAS, Executive Order 12898, Federal Actions to Address Environmental Justice in Minority Populations and Low-Income Populations was enacted to prevent minority communities and low-income communities from being subject to disproportionately high and adverse environmental effects, and

WHEREAS, the Title VI program is designed to assist the Authority in successfully managing its transit programs to ensure it operates its program without regard to race, color, or national origin, including the denial of meaningful access for limited English proficient (LEP) persons, and

WHEREAS, the staff has provided a copy of the Title VI Program and briefed the Board of Directors on the program explaining how the program assists in preventing disparate or discriminating impacts on the communities and individuals we service;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Central Pennsylvania Transportation Authority that it authorizes staff to submit the Authority's Title VI program to the Office of Civil Rights.

**CERTIFICATION OF OFFICERS**

**OF**

**CENTRAL PENNSYLVANIA TRANSPORTATION AUTHORITY**

I certify that the foregoing is a sound and true copy of a resolution adopted at a legally convened meeting of the Central Pennsylvania Transportation Authority Board Members held on January 9, 2020.

_____	attest: _____
Thomas Wilson	Raymond Rosen
Secretary	Chairman
Central Pennsylvania Transportation Authority	Central Pennsylvania Transportation Authority



**DATE:** January 9, 2020  
**TIME:** 7:00 PM  
**PLACE:** 415 Zarfoss Drive, York, PA  
**PURPOSE:** JANUARY BOARD MEETING

**REGULAR MONTHLY MEETING**  
**ORDER OF BUSINESS**

1. Call to Order
2. Public Comment
3. Approval of Minutes
  - A. Meeting Minutes on November 21, 2019 (Pages 4 - 10)
4. YAMPO Transit Committee
5. Communications
  - A. York Fresh Food Farms – Yearly Review (Page 11)
  - B. DHS Resolution – Indiana County (Page 12)
  - C. 3P Ride Annual Report (Pages 13 - 14)
6. Treasurer's Report
7. Committee Report - Agenda (Page 1)
  - A. Resolution 2001 – Adopting Title VI Program Update (Page 2)
8. Old Business
  - A. CPTA/CAT Management Draft Agreement (Pages 15 – 20)
9. New Business
10. Future Procurement Activities
11. Staff Reports
12. Executive Session
13. Adjournment

Next Meeting: Thursday, February 6, 2020 at the York County office, 415 Zarfoss Drive, York, PA 17404

**Board Retreat Dates:**

Monday, January 27, 2020 at the York County office, 415 Zarfoss Drive, York, PA 17404

Tuesday, January 28, 2020 at the Crowne Plaza Hotel, 23 South 2<sup>nd</sup> Street, Harrisburg, PA 17101



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## **MINUTES OF COMMITTEE MEETING OF NOVEMBER 21, 2019**

Upon duly given notice, the monthly Committee Meeting of the Central Pennsylvania Transportation Authority (CPTA) Board of Directors was held on November 21, 2019, at 415 Zarfoss Drive, York, PA 17404.

Members Present: Raymond Rosen, Keith Martin, Darlene Brown, Thomas Wilson, Kirk Stoner, Annie Strite, Phil Robbins, Carrie Gray, Richard Carson.

Others Attending: Richard Farr, Executive Director; Bonnie Stine, Controller; Michael Bernhardt, Director of Mobility Services; Dwight Huntington, Planning and Procurement Manager; Jenna Reedy, Chief of Staff, Trevor Manahan, Chief Operating Officer; Jamie Leonard, Director of Human Resources; Tony Mundy, Maintenance Superintendent; Monica Young, Management Communications Specialist

Excused:

Keith Martin called the Committee Meeting to order at 5:58PM.

An audit presentation was given by Mark Zettlemoyer from RKL. Financial statements referred to as of June 30, 2019 and 2018.

### **RESOLUTIONS:**

Resolution 1913 – Ratifying Collective Bargaining Agreement with Teamsters Local 776 Covering Fixed Route Operators and Maintenance Employees

Dwight Huntington reviewed the proposed wage increases to stay competitive and aid in the recruitment and retention of new hires and current employees. An extra sick day has been added as an extra benefit and will also be part of the annual Buy-back. The wage increases will go into effect as of November 24, 2019 if adopted this evening.

Resolution 1914 – Award of Contracts for Procurement of Maintenance Parts

Dwight Huntington indicated that an Invitation for Bids is being conducted and is publicly advertised for all anticipated parts. Contracts will be for the 2020 year.

Resolution 1915 – Establishing Board Meeting Calendar for 2020



Board dates for the 2020 calendar were reviewed.

#### Resolution 1916 – Authorizing CPTA Staff to Destroy Records

Records past the five year mark are ready for disposal. These items will be transferred to the York County Incinerator.

#### Resolution 1917 – Authorize a One Year Trial to Waive the High School Diploma/GED Requirement for Operators

Richard Farr discussed the fixed route and paratransit driver shortage. Applications have been submitted but many applicants currently do not meet the requirements of possessing a high school diploma or GED. We would like to participate in a one year trial in which a high school diploma or GED is not a requirement.

#### Resolution 1918 – Approving a Sole Source Contract with Lauer Construction Services for Hanover Shelter Project

Jenna Reedy stated that the quotes that came in for this project exceeded the Municipal Authority's Act so it was necessary to go out for bid.

#### Resolution 1919 – Adopting a Policy for Central Pennsylvania Transportation Authority's Use of Social Media

Jenna Reedy indicated that this policy was recommended by our solicitor to inform visitors of our site about the intended purpose of the site and the appropriate social media use guidelines.

#### Resolution 1920 – Authorizing the Administration of the Indiana County Medical Assistance Transportation Program

The Indiana County Commissioners asked CPTA to assist in the administration of the Medical Assistance Transportation Program. Indiana County Transit Authority will provide the transportation and CPTA will provide the administration support.

#### Resolution 1921 – Approving the Implementation of the New Shared Ride Fare Structure

Richard Farr indicated that funding partners were mailed letters with the new proposed fare structures and a few meetings took place. Some riders will pay more and some will pay less. Public hearings were held for the community to offer feedback. At this time, we



have not received any feedback from the funding partners. We received three public comments, one unrelated to the new shared ride structure, the other two had concerns about the increase.

#### Resolution 1922 – 2021 TIP Update CMAQ Allocation for Bus Replacements

The CPTA utilizes CMAQ funds to assist in the purchases of bus replacements for the fixed route and requests the YAMPO Coordinating Committee to extend the current bus replacement designation through 2026.

#### Resolution 1923 – Accepting Annual Report of Authority Auditors

RKL conducted an oral presentation to the board with their findings during the financial and compliance audit for the fiscal year ending June 30, 2019 and provided a draft written report for final printing.

#### Financial Statements

Bonnie reviewed the financial statements as of September 30, 2019. Total revenue is 7% under budget. We hit one of the PennDOT performance measurements this month which was Cost per Revenue Hour. Fixed Route and Express ridership was lower than last year at this time.

Meeting adjourned at 6:58pm.

Respectfully Submitted,

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Monica Young  
Management Communications Specialist  
Central Pennsylvania Transportation Authority

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Thomas Wilson  
Secretary  
Central Pennsylvania Transportation Authority



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## MINUTES OF BOARD MEETING NOVEMBER 21, 2019

Upon duly given notice, the monthly Board Meeting of the Central Pennsylvania Transportation Authority (CPTA) Board of Directors was held on November 21, 2019, at 415 Zarfoss Drive, York, PA 17404.

Members Present: Raymond Rosen, Darlene Brown, Keith Martin, Thomas Wilson, Kirk Stoner, Phil Robbins, Annie Strite, Rich Carson, Carrie Gray.

Others Attending: Richard Farr, Executive Director; Bonnie Stine, Controller; Michael Bernhardt, Director of Mobility Services; Dwight Huntington, Planning and Procurement Manager; Jenna Reedy, Chief of Staff; Jamie Leonard, Director of Human Resources; Tony Mundy, Maintenance Superintendent; Trevor Manahan, Chief Operating Officer; Monica Young, Management Communications Specialist.

Excused:

Chairman Raymond Rosen called the meeting to order at 7:00PM.

### PUBLIC COMMENT:

There was no public comment.

### APPROVAL OF MINUTES:

A motion to approve the minutes from the regular CPTA Board of Directors meeting on September 12, 2019, was moved by Phil Robbins, seconded by Annie Strite and passed unanimously.

### YAMPO TRANSIT COMMITTEE:

Resolution 1922 - 2021 Tip Update CMAQ Allocation

A motion to approve was raised by Phil Robbins, seconded by Annie Strite, and passed unanimously.

### COMMUNICATIONS:

rabbittransit received a thank you letter from Unity through Kindness for the free rides provided for their 10K Acts of Kindness event.



York County Commissioner, Susan Byrnes, communicated her appreciation for rabbittransit's MATP efforts.

The PennDOT Audit Acceptance Letter for 2018 has also been received.

#### TREASURER'S REPORT:

Richard Farr discussed the increase in ridership of GHP riders to traditional riders. Benchmarks were discussed.

#### COMMITTEE REPORT:

- Resolution 1913 – Ratifying Collective Bargaining Agreement with Teamsters Local 776 Covering Fixed Route Operators and Maintenance Employees  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1914 – Award of Contracts for Procurement of Maintenance Parts  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1915 – Establishing Board Meeting Calendar for 2020  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1916 – Authorizing CPTA Staff to Destroy Records  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1917 – Authorize a One Year Trial to Waive the High School Diploma/GED Requirement for Operators  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1918 – Approving a Sole Source Contract with Lauer Construction Services for Hanover Shelter Project  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1919 – Adopting a Policy for Central Pennsylvania Transportation Authority's Use of Social Media  
Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.
- Resolution 1920 – Authorizing the Administration of the Indiana County Medical Assistance Transportation Program



Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.

- Resolution 1921 – Approving the Implementation of the New Shared Ride Fare Structure

Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.

- Resolution 1923 – Accepting Annual Report of Authority Auditors

Motion to approve raised by Rich Carson, seconded by Kirk Stoner, and passed unanimously.

#### OLD BUSINESS:

No old business.

#### NEW BUSINESS:

- A. RFP for FindMyRide Maintenance and Support – There is a RFP out to procure a consultant.
- B. Warehime Grant Update – We were successful in obtaining the grant.
- C. Board Retreat Dates and Times – The January 27, 2020, meeting will be held at 6pm in the rabbittransit board room. The joint retreat will be held January 28, 2020, from 8:30am to 12pm with the location to be determined.

#### FUTURE PROCUREMENT ACTIVITIES:

Dwight Huntington mentioned that rabbittransit will be participating with CAT on a scheduling RFP.

#### STAFF REPORTS:

- A. 4Ride Update – Proposal was resubmitted to expand the 4Ride project into five counties in the Northwest.
- B. MATP Update – Discussed that we may need the board's help in calling the Governor's office to assist with MATP advocacy.
- C. Adams County Community Foundation Meeting – The discussion focused on what we can do to help those in the community obtain employment and how we could connect Hanover to Gettysburg.

#### EXECUTIVE SESSION:

An Executive Session was held in regard to personnel matters.



Meeting adjourned at 8PM

Next Meeting:       Thursday, January 9, 2020, at the York County Office, 415 Zarfoss Drive, York, PA 17404

Respectfully Submitted,

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Monica Young  
Management Communications Specialist  
Central Pennsylvania Transportation Authority

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Thomas Wilson  
Secretary  
Central Pennsylvania Transportation Authority



## Tallies of 2018 and 2019 Mobile Produce Markets Compared

### 2019 Mobile Produce Market Tally

Market Stop	Sales	Trans- actions	Average Sale	Market Days	Average \$ per Day	Average Cust'r/Day
rabbittransit	\$3,259.26	620	\$5.26	22	\$148.15	28
Springdale	\$2,907.10	332	\$8.76	21	\$138.43	16
Parkway	\$2,467.13	332	\$7.43	21	\$117.48	16
York Towne	\$2,055.25	410	\$5.01	20	\$102.76	21
Paks	\$2,044.50	326	\$6.27	21	\$97.36	16
Hannah Penn	\$1,806.90	314	\$5.75	20	\$90.35	16
CPC/WIC	\$1,661.26	199	\$8.35	7	\$237.32	28
Lees	\$1,474.71	265	\$5.56	20	\$73.74	13
White Rose Senior	\$1,301.15	254	\$5.12	11	\$118.29	23
Kelly Dr	\$724.25	170	\$4.26	10	\$72.43	17
Penn Park - Back to School	\$254.75	39	\$6.53	1	\$254.75	39
White Rose-Distr	\$139.25	24	\$5.80	1	\$139.25	24
Harvest Fest	\$105.75	27	\$3.92	1	\$105.75	27
First Friday	\$38.50	8	\$4.81	1	\$38.50	8
Block Party (YPD)	\$33.00	6	\$5.50	1	\$33.00	6
<b>Totals</b>	<b>\$20,272.76</b>	<b>3,326</b>	<b>\$6.10</b>	<b>178</b>	<b>\$113.89</b>	<b>19</b>

### 2018 Mobile Produce Market Tally

Market Stop	Sales	Trans- actions	Average Sale	Market Days	Average \$ per Day	Average Cust'r/Day
rabbittransit	\$2,737.85	460	\$5.95	21	\$130.37	22
Springdale	\$2,812.10	349	\$8.06	20	\$140.61	17
Parkway	\$1,813.00	302	\$6.00	18	\$100.72	17
White Rose	\$1,309.90	266	\$4.92	11	\$119.08	24
Byrnes	\$1,671.50	212	\$7.88	15	\$111.43	14
Kelly Dr	\$815.35	182	\$4.48	11	\$74.12	17
Lees	\$1,011.84	155	\$6.53	18	\$56.21	9
United Way	\$977.25	141	\$6.93	7	\$139.61	20
FMNP Dist at White Rose	\$525.45	120	\$4.38	2	\$262.73	60
York Towne House	\$218.75	55	\$3.98	3	\$72.92	18
CPC/WIC	\$421.00	38	\$11.08	1	\$421.00	38
Equality Fest	\$155.25	24	\$6.47	1	\$155.25	24
Kingston House	\$64.50	20	\$3.23	1	\$64.50	20
Delphia	\$104.75	17	\$6.16	1	\$104.75	17
First Friday	\$128.25	15	\$8.55	1	\$128.25	15
Thackston	\$76.00	11	\$6.91	1	\$76.00	11
Salem Square	\$28.25	5	\$5.65	1	\$28.25	5
<b>Totals</b>	<b>\$14,870.99</b>	<b>2,372</b>	<b>\$6.27</b>	<b>133</b>	<b>\$111.81</b>	<b>18</b>

## RESOLUTION

Whereas, The Pennsylvania Department of Human Services (DHS) recently modified the requirements of how providers administer the Medical Assistance Transportation Program to ensure compliance with Center of Medicaid and Medicare Services regulations, and

Whereas, Indiana County has been the administrator of the MATP program, and

Whereas, Indiana County has determined that the DHS prescribed models for MATP administration creates a situation where it will no longer provide the administrative oversight of the program, and

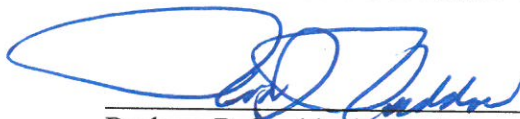
Whereas, Indiana County believes that transportation coordination is in the best interest of its residents and of the commonwealth, and

Whereas, Indiana County has asked the Central Pennsylvania Transportation Authority (CPTA), a multicounty regional transportation provider, to assume all responsibilities related to administering the MATP for the county, and

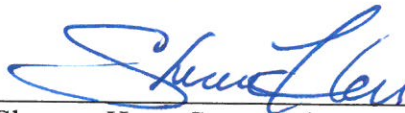
Whereas, CPTA will partner with Indiana County Transit Authority to deliver transportation to eligible county residents.

Dated this 27<sup>th</sup> day of November, 2019.

### INDIANA COUNTY BOARD OF COMMISSIONERS



Rodney D. Ruddock, Chairman



Sherene Hess, Commissioner

ATTEST:



Robin Maryai, Chief Clerk

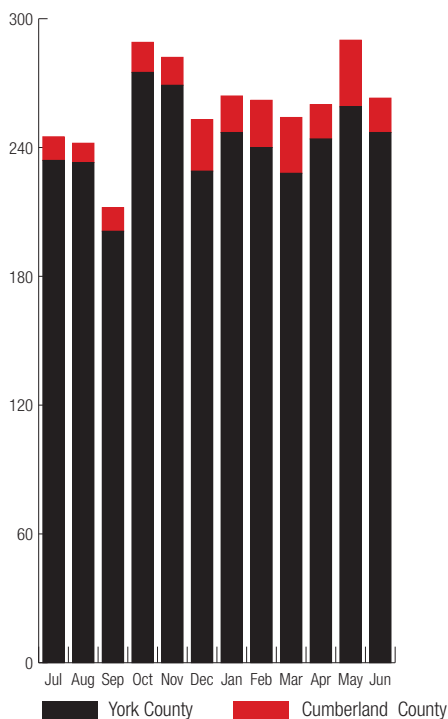


**MORE PEOPLE.  
MORE PLACES.  
MORE POSSIBILITIES.**

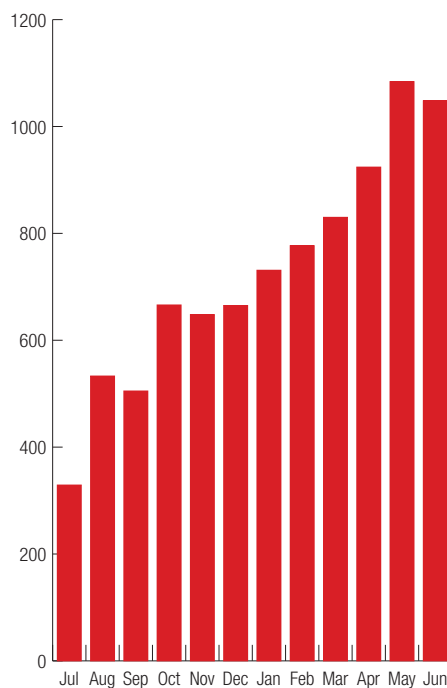
3P Ride is a nonprofit organization advancing affordable and convenient mobility solutions that allows all Central Pennsylvania's residents to connect to their most basic needs. Through the work of a team of dedicated stakeholders, 3P Ride was created to enhance public transit. 3P Ride seeks opportunities to offer the gift of mobility and support transportation needs that fall outside traditional funding sources. 3P Ride has prioritized three mobility initiatives – **Veterans Transportation, Access to Care, and Food Access.**



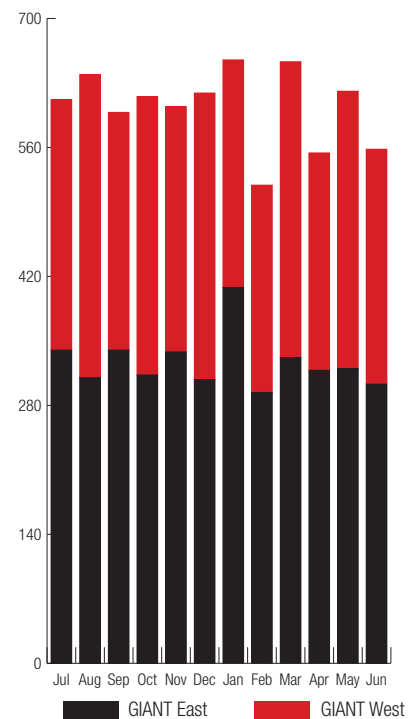
**Veterans Shuttle Trips**  
FY2018-19



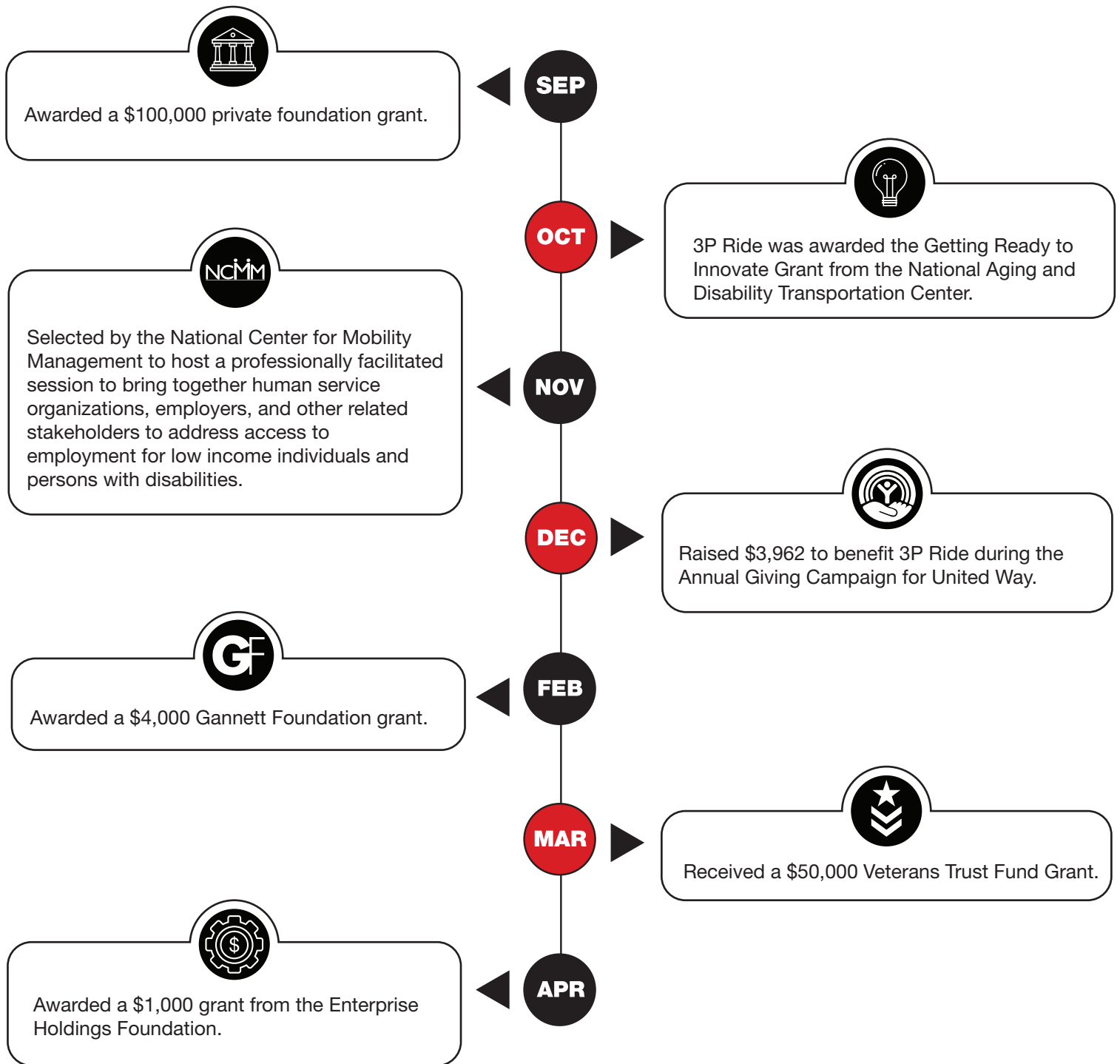
**Geisinger Health Plan Trips**  
FY2018-19



**GIANT Shuttle Trips**  
FY2018-19



## Fiscal Year 2018-19 in Review



**Be the change. *Provide a Ride.***

### How to Give:

**Tax-deductible donations may be directed to:**

3P Ride, Inc.  
415 Zarfoss Drive  
York, PA 17404

Or give online at [3P-Ride.org](http://3P-Ride.org)

### Board Members:

Raymond Rosen, **Chairperson**  
Darlene Brown, **Vice Chairperson**  
Thomas Wilson, **Secretary**  
Keith Martin, **Treasurer**  
Cathy Bollinger, **Member**  
Glenn Miller, **Member**  
Roberta Simmons, **Member**

## INTERGOVERNMENTAL AGENCY MANAGEMENT AGREEMENT

THIS AGREEMENT made this \_\_\_\_ day of \_\_\_\_\_, 2020, by and between the CAPITAL AREA TRANSIT AUTHORITY, a municipal authority organized under the Municipalities Authorities Act of 1945, with its principle offices located at 901 North Cameron Street, Harrisburg, Pennsylvania, (herein referred to as “CAT”), and the CENTRAL PENNSYLVANIA TRANSPORTATION AUTHORITY, a municipal authority organized under the Municipalities Authorities Act of 1945, with its principal offices located at 415 Zarfoss Drive, York, Pennsylvania, (herein referred to as “CPTA”).

### WITNESSETH:

WHEREAS, CAT is a municipal authority engaged in the activity of providing public transit services within the Counties of Dauphin and Cumberland and the City of Harrisburg; and

WHEREAS, CPTA is a municipal authority engaged in the activity of providing public transit services within the Counties of York, Adams, Cumberland, Columbia, Franklin, Montour, Northumberland, Perry, Snyder and Union; and

WHEREAS, CPTA’s Articles of Incorporation permits CPTA to manage transit services in other areas in the state where called upon by legislative bodies; and

WHEREAS, CAT desires to contract with CPTA to assist in providing public transportation through executive management services; and

NOW, THEREFORE, intending to be legally bound, the parties hereto agree as set forth below.

- CPTA Services.** Contingent upon the receipt of funds from the Technical Assistance Grant referenced in Section 2 below, CPTA agrees to provide executive director services to CAT, which executive director shall be generally responsible for the overall management and leadership of CAT, reporting to a seven member Board appointed by the County Commissioners and City of Harrisburg of CAT’s incorporating members.

The executive director's responsibility includes the supervision of the employees at CAT. The executive director shall also be responsible for Board and public relations, developing a supportive relationship with appointed and elected officials, labor relations and returning CAT to a sound financial basis and promoting a regional approach to transportation. The executive director and other designated leaders from CPTA shall establish and maintain goals for the public transportation system and follow the policy guidance established by CAT's Board. The executive director shall oversee compliance with all Federal, State, and Local statutory and regulatory requirements, prepare monthly Board meeting agenda and materials and attend all monthly Board meetings of CAT, represent CAT at any meetings required with local elected officials. CAT recognizes and agrees that the executive director shall continue to provide executive director services to CPTA during the same time period. The executive director and other designated leaders from CPTA shall have a presence on site at CAT for the contract period for direct oversight, understanding said oversight shall not be daily but a sufficient time as outlined by the executive director to the Board, and shall advise the Board of assigned personnel who will be present at CAT for all other times when the executive director is not present.

2. **Additional Services.** CPTA agrees that the services in this Agreement shall be in conformity with its response to request for management services and such listing of duties in the request for management services are incorporated herein, including the ability to manage workforce, union negotiations, hiring decisions and recommendations and general services for an efficient, transportation service in CAT's service area.
3. **Services and costs.** Beginning July 1, 2020, CAT shall reimburse CPTA for 50% of the gross cost for the total compensation of the Executive Director and for 50% of CPTA's Errors and Admission Insurance on a monthly basis. With prior CAT approval, CAT will reimburse CPTA for any additional costs for work performed by employees of CPTA or third party contractors. CPTA shall invoice CAT promptly and CAT shall reimburse CPTA within thirty (30) days.
4. **Term.** The executive management services shall be for a period of one (1) year. At the conclusion of this initial term, the Agreement may be renewed upon mutual agreement of

both parties subject to a renegotiation of the fee structure and source. While this agreement does not commit either party to conditions beyond the language in the agreement, it is understood by both parties that significant efforts will be made to continue to evaluate and advance the concepts of regionalization as has been initiated by motion from all the parties that they will continue to explore the concept of a formalized, long-term arrangement through Board Committees.

5. **CAT Policies.** CPTA will manage CAT's public transportation system in keeping with the policies established by CPTA, including, but not limited to, CPTA's policies with respect to standards of service, levels of service, personnel policies and purchasing procedures. CPTA will report to CAT on a monthly basis at the regularly scheduled meeting of the Board of Directors of CAT, with respect to its management of the public transportation services of CAT. At such meetings, CPTA shall make recommendations to the Board of Directors of CAT relative to operation of CAT's public transportation service. Such CPTA policies shall be used after appropriate consideration and, as necessary, after negotiation and/or meet and discuss obligations with CAT's Union.
6. **Relationship of the Parties.** The Executive Director and other CPTA employees providing any services to CAT under this Agreement shall be employees of CPTA only and shall not be employees of CAT. CPTA shall have the right to hire, supervise and discharge CPTA's employees and determine their compensation. CPTA shall be solely responsible for compensating its employees, including compliance with all local, state, or federal requirements.
7. **Personal Liability.** No officer, director or employee of CPTA or CAT shall be personally liable for the performance of the terms of this Agreement to extent not covered under Paragraph 11 of this Agreement provided their actions are not willful, egregious or wanton and in the scope of their duties.
8. **Termination.** In the event either party desires to terminate this Agreement it shall provide sixty (60) days written notice to the other party.

**9. Each Party Maintains Liability.** CPTA shall be responsible solely for matters and actions directly related to its operations. CAT shall be solely responsible for matters and actions directly related to its operations. CAT shall have no claim or cause of action of any kind against CPTA due to any actions of the Executive Director or other CPTA employees performing services under the scope of this Agreement.

**10. Indemnification.** CAT hereby agrees to hold harmless, indemnify and defend CPTA, its officers, directors, agents, or employees (hereinafter referred to as INDEMNITEES) from any and all liability, claims, demands, actions, causes of action, losses, damages, or injuries arising from the negligence of CAT or the negligence of any of CAT's employees or subcontractors arising from the participation in such Activity, while in, on or upon the premises where the CPTA Services outlined in Paragraph 1 of this Agreement on behalf of CAT are being conducted or on any vehicle or service provided by CAT. Nothing in this paragraph shall be intended to limit any immunities granted to the Indemnitees by virtue of their status as a governmental agency. Nothing is intended to waive the willful misconduct of CPTA in performing its duties provided under this Agreement on CAT's behalf or is intended to defend, indemnify or hold harmless CPTA for duties solely on behalf of CPTA outside the scope of this Agreement. **Nothing in this agreement is intended to create a joint employment relationship for any employee unless specifically noted in that employee's job description and as specifically jointly hired.**

**11. Insurance.** CAT shall name CPTA as an additional insured on all policies of insurance. Moreover, CPTA's insurance consultant shall review CAT's liability policies to ensure that appropriate coverage limits are included to satisfy CPTA's insurance standards for contracts per attached Exhibit "A".

**12. Invalidity of Provision.** Should any part of this Agreement be declared unconstitutional, invalid or beyond the authority of either party to enter into or carry out, such declaration will not affect the validity of the remainder of this Agreement, which will continue to be in full force and effect except that if any part is declared unconstitutional or invalid beyond the authority of a party to enter into or carry out is, in

the judgment of CAT or CPTA, material to the Agreement, CAT or CPTA shall have the right on ten (10) days written notice to the other to terminate this Agreement.

**13. Notices.** All notices required or allowed by this Agreement shall be in writing by certified mail, return receipt requested, addressed to the receiving party at the address set forth above or at such other address as either party may designate in writing to the other party as its address for receiving of notices.

**14. Governing Law.** This Agreement will be governed by and construed in accordance with the laws of the Commonwealth of Pennsylvania.

IN WITNESS WHEREOF the parties hereto, intending to be legally bound hereby, do hereunto set their hands and official seals the day and year first above written.

ATTEST:

CENTRAL PENNSYLVANIA TRANSPORTATION  
AUTHORITY

By: \_\_\_\_\_  
Raymond Rosen, Chairperson

ATTEST:

CAPITAL AREA TRANSIT AUTHORITY

By: \_\_\_\_\_  
Eric Bugaile, Chairperson

## **RESOLUTION**

### **APPROVING THE AWARD OF AN INTERGOVERNMENTAL AGENCY MANAGEMENT AGREEMENT WITH THE CUMBERLAND-DAUPHIN-HARRISBURG TRANSIT AUTHORITY (AKA CAPITAL AREA TRANSIT AUTHORITY (CAT))**

WHEREAS, Capital Area Transit is a municipal authority engaged in the activity of providing public transit services within the Counties of Dauphin and Cumberland and the City of Harrisburg; and

WHEREAS, Central Pennsylvania Transportation Authority is a municipal authority engaged in the activity of providing public transit services within the Counties of York, Adams, Cumberland, Columbia, Franklin, Montour, Northumberland, Perry, Snyder and Union; and

WHEREAS, CPTA's Articles of Incorporation permits CPTA to manage transit services in other areas in the state where called upon by legislative bodies; and

WHEREAS, CPTA and CAT have been working under an existing agreement since February 2018,

WHEREAS, CAT desires to continue to contract with CPTA to assist in providing public transportation through executive management services;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Central Pennsylvania Transportation Authority, that it approves executing the Intergovernmental Agency Management Agreement with Capital Area Transit Authority for a period of one year beginning on February 1, 2020.

### **CERTIFICATION OF OFFICERS**

**OF**

### **CENTRAL PENNSYLVANIA TRANSPORTATION AUTHORITY**

I certify that the foregoing is a sound and true copy of a Resolution adopted at a legally convened meeting of the Central Pennsylvania Transportation Authority Board Members held on January 9, 2020.

\_\_\_\_\_  
Thomas Wilson  
Secretary  
Central Pennsylvania Transportation Authority

attest: \_\_\_\_\_  
Raymond Rosen  
Chairman  
Central Pennsylvania Transportation Authority