

**AUTHORIZING AMENDMENTS TO THE SERVICE PROVIDER AGREEMENTS
WITH TRANSDEV SERVICES, INC.**

WHEREAS, the City of DeKalb (the “City”) is a home rule unit of local government and may exercise any power and perform any function pertaining to its government and affairs pursuant to Article VII, Section 6, of the Illinois Constitution of 1970; and

WHEREAS, on November 13, 2018, the City’s corporate authorities adopted a resolution approving a transit service provider contract for Fixed Route public transit services in the DeKalb Urbanized Area with Transdev Services Inc. (the “Fixed Route Agreement”); and

WHEREAS, on May 26, 2020, the City’s corporate authorities adopted a resolution approving an amendment to the Fixed Route Agreement (the “First Amendment”); and

WHEREAS, on April 21, 2021, the City’s corporate authorities adopted a resolution approving a second amendment to the Fixed Route Agreement (the “Second Amendment”); and

WHEREAS, City staff and Transdev Services Inc. negotiated a Third Amendment to the Fixed Route Agreement in the same or substantially similar form as Exhibit A attached hereto and incorporated herein (the “Third Amendment”); and

WHEREAS, on September 14, 2020, the City’s corporate authorities adopted a resolution approving a transit service provider contract for Paratransit and Flex Route public transit services in the DeKalb Urbanized Area with Transdev Services Inc. (the “Paratransit and Flex Route Agreement”); and

WHEREAS, City staff and Transdev Services Inc. negotiated an Amendment to the Paratransit and Flex Route Agreement in the same or substantially similar form as Exhibit B attached hereto and incorporated herein (the “Amended Paratransit and Flex Route Agreement”); and

WHEREAS, the City’s corporate authorities find that approving the Third Amendment and the Amended Paratransit and Flex Route Agreement are in the City’s best interests and promotes the public health, safety and welfare; and

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DEKALB, ILLINOIS:

SECTION 1: The recitals to this resolution are adopted and incorporated herein as Section One to this Resolution.

SECTION 2: The City’s corporate authorities approve, authorize, and direct the Mayor to execute the Third Amendment attached hereto and incorporated herein as Exhibit A, and further direct the City Manager or his designee to perform such acts which may be necessary to effect the Third Amendment.

SECTION 3: The City’s corporate authorities approve, authorize, and direct the Mayor to execute the Amended Paratransit and Flex Route Agreement attached hereto and incorporated herein as Exhibit B, and further direct the City Manager or his designee to perform such acts which may be necessary to effect the Amended Paratransit and Flex Route Agreement.

SECTION 4: This resolution and each of its terms shall be the effective legislative act of a home rule municipality without regard to whether such resolution should (a) contain terms contrary to the provision of current or subsequent non-preemptive state law, or (b) legislate in a manner or regarding a matter not delegated to municipalities by state law. It is the City's corporate authorities' intent that to the extent that the terms of this resolution should be inconsistent with any non-preemptive state law, this resolution shall supersede state law in that regard within its jurisdiction.

SECTION 5: This resolution shall be in full force and effect from and after its passage and approval as provided by law.

PASSED BY THE CITY COUNCIL of the City of DeKalb, Illinois at a Regular meeting thereof held on the 12th day of September 2022 and approved by me as Mayor on the same day. Passed by a 6-0-2 roll call vote. Aye: Morris, Smith, McAdams, Verbic, Faivre, Barnes. Nay: None. Absent: Larson, Perkins.




COHEN BARNES, Mayor

ATTEST:



Ruth A. Scott, Executive Assistant

EXHIBIT A

THIRD AMENDMENT TO THE FIXED ROUTE TRANSIT SERVICE PROVIDER AGREEMENT DATED JANUARY 1, 2019, BETWEEN THE CITY OF DEKALB AND TRANSDEV SERVICES, INC.

This agreement (“**Amendment**”) is entered into this 12th day of September 2022 by the City of DeKalb, Illinois (“**CITY**”) and Transdev Services, Inc. (“**CONTRACTOR**”), a Maryland corporation.

SECTION I

THIRD AMENDMENT TO FIXED ROUTE TRANSIT SERVICE PROVIDER AGREEMENT

1. All capitalized terms used herein shall have the meaning ascribed to them in the Original Agreement, as modified by this Amendment.
2. Page 357, Financial Requirements, is amended to include the following:
 - a. 4)c) The CITY shall provide the CONTRACTOR up to an additional \$3.04 per revenue hour beyond the proposed rate included on Page 367 to implement the following wage structure effective October 1, 2022:

Proposed Wages		
Length of Service	10/1/2022	1/1/2023
0 – 12 Months	\$20.00	\$20.25
12 – 24 Months	\$20.50	\$20.75
24 – 36 Months	\$21.00	\$21.25
36 – 48 Months	\$21.50	\$21.75
48 – 60 Months	\$23.00	\$23.25
60+ Months	\$23.50	\$23.75

- b. 4)d) the CONTRACTOR may only utilize the additional funding to support the CITY proposed wage structure and associated fringe benefits for eligible employees, including bus operators and supervisors.
 - c. 4)e) the CONTRACTOR shall not incur an increase in profit from the additional Hourly Rate provided by the CITY.
 - d. 4)f) The CONTRACTOR shall submit monthly and quarterly reports to the CITY identifying the use of additional funding provided beyond the proposed Hourly Rate on Page 367, Table 1, and to confirm the appropriate usage of the funding.
3. Page 367, Table 1. Fixed Route Price Summary is amended to include the following:

Year	Transdev Proposed Hourly Rate	City Wage Structure Hourly Funding	Fixed Pricing (Monthly)	Revenue Hours	Revenue Hour Cost
2022 (10/1-12/31)	\$52.39	\$55.43	\$121,404	15,418	\$854,620
2023	\$54.03	\$57.07	\$113,851	58,861	\$3,359,197
Total (10/1/22-12/31/23)	X	X	\$1,730,424	X	\$4,213,817

EXHIBIT A

SECTION II

GENERAL

1. Binding Effect. The Transit Service Provider Agreement, as amended by this Amendment, shall continue in full force and effect, subject to the terms and provisions thereof and hereof. In the event of any conflict between the terms of the Transit Service Provider Agreement and the terms of this Amendment, this Amendment shall control. This Amendment shall be binding upon and inure to the benefit of the City and Transdev Services, Inc.
2. Counterparts. This Amendment may be signed in any number of counterparts, each of which shall be original, with the main effect as if the signatures thereto and hereto were upon the same instrument.

SIGNATURES

In Witness Whereof, the Parties hereto have caused this amendment to be executed by their duly authorized officers on the above date in DeKalb, Illinois.

City of DeKalb

By: 
Cohen Barnes, Mayor

Attest: 
Ruth A. Scott, Executive Assistant

Transdev Services, Inc.


By: 
Print Name: Ryan Neude GM

EXHIBIT B

AMENDMENT TO THE PARATRANSIT AND FLEXED ROUTE TRANSIT SERVICE PROVIDER AGREEMENT DATED JANUARY 1, 2021, BETWEEN THE CITY OF DEKALB AND TRANSDEV SERVICES, INC.

This agreement (“**Amendment**”) is entered into this 10th day of September 2022 by the City of DeKalb, Illinois (“**CITY**”) and Transdev Services, Inc. (“**CONTRACTOR**”), a Maryland corporation.

**SECTION I
AMENDMENT TO PARATRANSIT AND
FLEX ROUTE TRANSIT SERVICE PROVIDER AGREEMENT**

1. All capitalized terms used herein shall have the meaning ascribed to them in the Original Agreement, as modified by this Amendment.
2. Page 472, Table 3, Bus Operator Wage Table, is amended to include the following:
 - a. 4)c) The CITY shall provide the CONTRACTOR up to an additional \$3.04 per revenue hour beyond the proposed rate included on Page 367 to implement the following wage structure effective October 1, 2022:

Proposed Wages

Length of Service	10/1/2022	1/1/2023
0 – 12 Months	\$17.95	\$18.20
12 – 24 Months	\$18.41	\$18.66
24 – 36 Months	\$18.95	\$19.20
36 – 48 Months	\$19.45	\$19.70
48 – 60 Months	\$19.95	\$20.20
60+ Months	\$20.45	\$20.70

- b. 4)d) the CONTRACTOR may only utilize the additional funding to support the CITY proposed wage structure and associated fringe benefits for eligible employees, including bus operators and supervisors.
 - c. 4)e) the CONTRACTOR shall not incur an increase in profit from the additional Hourly Rate provided by the CITY.
 - d. 4)f) The CONTRACTOR shall submit monthly and quarterly reports to the CITY identifying the use of additional funding provided beyond the proposed Hourly Rate on Page 367, Table 1, and to confirm the appropriate usage of the funding.
3. Page 470, Table 1. Fixed Route Price Summary is amended to include the following:

Year	Transdev Proposed Hourly Rate	City Wage Structure Hourly Funding	Fixed Pricing (Monthly)	Revenue Hours	Revenue Hour Cost
2022 (10/1-12/31)	\$41.56	\$44.60	\$95,915.25	9,706	\$432,887.60
2023	\$43.67	\$46.71	\$99,613.64	38,823	\$1,813,422.33
Total (10/1/22-12/31/23)	x	x	\$1,483,109.43	x	\$2,246,309.93

EXHIBIT B

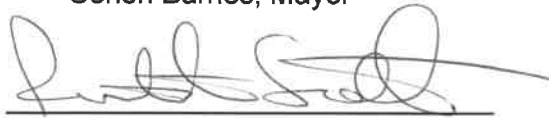
1. **Binding Effect.** The Transit Service Provider Agreement, as amended by this Amendment, shall continue in full force and effect, subject to the terms and provisions thereof and hereof. In the event of any conflict between the terms of the Transit Service Provider Agreement and the terms of this Amendment, this Amendment shall control. This Amendment shall be binding upon and inure to the benefit of the City and Transdev Services, Inc.
2. **Counterparts.** This Amendment may be signed in any number of counterparts, each of which shall be original, with the main effect as if the signatures thereto and hereto were upon the same instrument.

SIGNATURES


In Witness Whereof, the Parties hereto have caused this amendment to be executed by their duly authorized officers on the above date in DeKalb, Illinois.

City of DeKalb

By: 
Cohen Barnes, Mayor

Attest: 
Ruth A. Scott, Executive Assistant

Transdev Services, Inc.

By: 
Print Name: Ryan Needle GM