

**FIRST AMENDMENT TO AGREEMENT FOR
SUNTRAN TRANSIT MANAGEMENT SERVICES**

THIS FIRST AMENDMENT TO AGREEMENT FOR SUNTRAN TRANSIT MANAGEMENT SERVICES ("First Amendment") is entered into by and between **CITY OF OCALA**, a Florida municipal corporation ("City"), and **RATP DEV USA, INC.**, a foreign for-profit corporation duly organized in the state of Texas and authorized to do business in the state of Florida (EIN# 75-1626932) ("Contractor").

WHEREAS, on October 7, 2021, City and Contractor entered into an Agreement for SunTran Transit Management Services (the "Original Agreement"), City of Ocala Contract Number: SUN/210102 for a term of three (3) years, from October 18, 2021 through October 17, 2024; and

WHEREAS, in response to changes in the marketplace for trained and qualified transit employees, Contractor has experienced difficulty in retaining staff due to low starting salaries; and

WHEREAS, City and Contractor performed benchmarking of transit staff salaries from other local agencies, businesses and in neighboring counties, and found that the salaries currently offered by Contractor are well below what is offered for similar positions elsewhere in Florida; and

WHEREAS, City and Contractor desire to raise transit staff salaries to align more closely with the labor market in order to attract and retain transit staff; and

WHEREAS, City and Contractor desire to increase the Fixed Revenue Hourly Rate, effective October 1, 2022 to cover the cost of increased salaries.

NOW THEREFORE, in consideration of each of the foregoing recitals and the following mutual covenants, conditions and other good and valuable consideration, the receipt and sufficiency of which is hereby mutually acknowledged, City and Contractor agree as follows:

- RECITALS.** City and Contractor hereby represent and warrant that the Recitals set forth above are true and correct.
- INCORPORATION OF ORIGINAL AGREEMENT.** The Original Agreement between City and Contractor, as amended, is hereby incorporated by reference as if set forth herein in its entirety and remains in full force and effect, except for those terms and conditions expressly amended by this First Amendment.
- COMPENSATION.** Effective October 1, 2022, Compensation language in Paragraph 5 and 5A in the Original Agreement is hereby deleted and replaced with the following:

For the timely and satisfactory provision of transit management services as set forth in **Exhibit A – Scope of Services** and **Amended Exhibit D – Price Proposal**, Contractor shall be paid a Fixed Revenue Hourly Rate for every Revenue Vehicle Hour (as that term is defined in Exhibit A – Scope of Services) operated during the initial Contract Term (Year 2 through 3) as follows:

Contract Year	Estimated Annual Revenue Vehicle Hours	Fixed Revenue Hourly Rate
1	33,500	\$61.93
2		\$72.97
3		\$76.95

- A. Compensation During Optional Renewal Contract Term. In the event that the City and Contractor exercise the sole renewal term available under the Original Agreement, Contractor shall be paid a Fixed Revenue Hourly Rate for every Revenue Vehicle Hour (as that term is defined in Exhibit A) operated during the Renewal Term (Years 4 through 6), as follows:

Contract Year	Estimated Annual Revenue Vehicle Hours	Fixed Revenue Hourly Rate
4	33,500	\$81.10
5		\$85.49
6		\$90.11

4. **AMENDMENT TO EXHIBIT D – PRICE PROPOSAL.** The document attached to the Original Agreement as Exhibit D – Price Proposal, as amended, is hereby deleted and replaced, in its entirety, with the document attached to this First Amendment as **Amended Exhibit D – Price Proposal**.
5. **NOTICES.** All notices, certifications or communications required by this First Amendment shall be given in writing and shall be deemed delivered when personally served, or when received if by facsimile transmission with a confirming copy mailed by registered or certified mail, postage prepaid, return receipt requested. Notices can be concurrently delivered by e-mail. All notices shall be addressed to the respective parties as follows:

If to Contractor: RATP DEV USA, Inc.
 Attn: Steve Sherrer
 3800 Sandshell Drive
 Fort Worth, Texas 76137
 PH: 903-278-1383
 E-mail: daniel.swanson@ratpdev.com

If to City of Ocala: Daphne M. Robinson, Contracting Officer
 City of Ocala
 110 SE Watula Avenue, 3rd Floor
 Ocala, Florida 34471
 PH: 352-629-8343
 FAX: 352-690-2025
 E-mail: notices@ocalafl.org

Copy to: Robert W. Batsel, Jr., Esq.
 Gooding & Batsel, PLLC
 1531 SE 36th Avenue
 Ocala, Florida 34471
 PH: 352-579-6536
 E-mail: rbatsel@lawyersocala.com

6. **COUNTERPARTS.** This First Amendment may be executed in counterparts, each of which shall be an original and all of which shall constitute the same instrument.
7. **ELECTRONIC SIGNATURE(S).** Contractor, if and by offering an electronic signature in any form whatsoever, will accept and agree to be bound by said electronic signature to all terms and

conditions of this First Amendment. Further, a duplicate or copy of the First Amendment that contains a duplicated or non-original signature will be treated the same as an original, signed copy of this original First Amendment for all purposes.

- 8. **LEGAL AUTHORITY.** Each person signing this First Amendment on behalf of either party individually warrants that he or she has full legal power to execute this First Amendment on behalf of the party for whom he or she is signing, and to bind and obligate such party with respect to all provisions contained in this First Amendment.

IN WITNESS WHEREOF, the parties have executed this First Amendment on

09 / 09 / 2022

ATTEST:

CITY OF OCALA

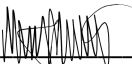
Angel B. Jacobs
 Angel B. Jacobs
 City Clerk

Ire Bethea Sr.
 Ire Bethea, Sr.
 City Council President

Approved as to form and legality:

RATP DEV USA, INC.

Robert W. Batsel, Jr.
 Robert W. Batsel, Jr.
 City Attorney


 By: RATP DEV USA, Inc.
 (Printed Name)

Title: VP, Commercial Development
 (Title of Authorized Signatory)

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 2

Exhibit C – PRICE PROPOSAL (Year 2) P
a

Proposer: RATP Dev USA
Please complete the following forms to indicate scheduled revenue hour charge. Fill out all tables.

REVENUE HOUR COSTS

For the initial contract term (contract years one, two, and three), the City will pay the rate for each hour of service operated as proposed in the table below. Should the City decide to renew the Agreement, compensation will be based on the proposed rate for the renewal term. There will not be separate pay rates for weekday versus weekend service or special trip requests or for any other service (if provided). The calculation of total cost will include the cost to the City, as well as any indirect costs of the City associated with monitoring the contract.

YEAR 2		
Service	Annual Revenue Hours*	Proposed Revenue Hour Rate
Fixed Route Transit System Service (City of Ocala provides the vehicles)	33,500	\$72.97

Year 2 Proposed Rate = \$72.97

Exhibit C – PRICE PROPOSAL (Year 2) Page 2
of 3

COST SCHEDULE BREAKDOWN FOR REVENUE HOURS

Complete the attached forms detailing unit and total costs for key items in each of your proposals. Your total costs, divided by the annual revenue hours, should total to the fixed revenue hourly rate you specified in the Revenue Hour Cost Table.

Personnel	Annual Hours	Hourly Wage Salary	Fringe & Health Benefits	Total Annual Cost
Full-Time Drivers	33,072	\$601,950.61	\$236,511.64	\$838,462.26
Part-Time Drivers	4,680	\$94,094.21	\$14,205.78	\$108,299.99
Street Supervisors	2,108	\$64,835.02	\$19,382.42	\$84,217.45
Dispatchers	8,653	\$202,202.09	\$69,130.30	\$271,332.39
Maintenance Manager	2,163	\$64,459.10	\$19,469.25	\$83,928.35
Mechanics	4,271	\$108,651.82	\$35,689.84	\$144,341.66
Administrative/Clerical				
a. General Manager	2,080	\$75,976.93	\$21,100.10	\$97,077.04
b. Admin. Assistants	4,160	\$75,069.10	\$30,886.99	\$105,956.09
c.				
Other				
a. Cleaner/Fueler	2,163	\$51,277.92	\$17,397.93	\$68,675.85
b.				
c.				
Total	63,350	1,338,517	463,774	\$1,802,291.07

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 2

MAINTENANCE AND SUBCONTRACTED SERVICES

Maintenance	Total Annual Cost
Tires	\$31,360.00
Parts & Supplies	\$74,982.00
Bus Wash Supplies & Other Consumables	\$12,342.00
Oil & Lubricants	\$11,568.00
<i>Subcontracted Services</i>	
a.	
b.	
c.	
<i>Other: Expenses and Overhead</i>	
a. Insurance Expenses	\$208,118.82
b. Computer Supplies/Maintenance	\$10,200.00
c. Operation and Maintenance Facility	\$5,100.00
d. General Administrative	\$105,289.09
e. Corporate Overhead	\$112,162.51
f. Profit	\$71,162.51
Total	\$2,444,576.00

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 3

Exhibit C – PRICE PROPOSAL (Year 3) P
a

Proposer: RATP Dev USA
 Please complete the following forms to indicate scheduled revenue hour charge. Fill out all tables.

REVENUE HOUR COSTS

For the initial contract term (contract years one, two, and three), the City will pay the rate for each hour of service operated as proposed in the table below. Should the City decide to renew the Agreement, compensation will be based on the proposed rate for the renewal term. There will not be separate pay rates for weekday versus weekend service or special trip requests or for any other service (if provided). The calculation of total cost will include the cost to the City, as well as any indirect costs of the City associated with monitoring the contract.

YEAR 3		
Service	Annual Revenue Hours*	Proposed Revenue Hour Rate
Fixed Route Transit System Service (City of Ocala provides the vehicles)	33,500	\$76.95

Year 3 Proposed Rate = \$76.95

Exhibit C – PRICE PROPOSAL (Year 3) Page 2
of 3

COST SCHEDULE BREAKDOWN FOR REVENUE HOURS

Complete the attached forms detailing unit and total costs for key items in each of your proposals. Your total costs, divided by the annual revenue hours, should total to the fixed revenue hourly rate you specified in the Revenue Hour Cost Table.

Personnel	Annual Hours	Hourly Wage Salary	Fringe & Health Benefits	Total Annual Cost
Full-Time Drivers	33,072	\$637,741.66	\$248,737.66	\$886,479.33
Part-Time Drivers	4,680	\$99,327.23	\$14,901.27	\$114,228.51
Street Supervisors	2,108	\$66,780.07	\$20,136.08	\$86,916.15
Dispatchers	8,653	\$212,877.28	\$72,556.83	\$285,434.11
Maintenance Manager	2,163	\$66,392.87	\$20,229.08	\$86,621.95
Mechanics	4,271	\$114,160.89	\$37,429.69	\$151,590.58
Administrative/Clerical				
a. General Manager	2,080	\$78,256.24	\$21,908.86	\$100,165.10
b. Admin. Assistants	4,160	\$79,478.33	\$32,470.74	\$111,949.07
c.				
Other				
a. Cleaner/Fueler	2,163	\$53,951.72	\$18,255.84	\$72,207.57
b.				
c.				
Total	63,350	1,408,966	486,626	\$1,895,592.35

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 3

MAINTENANCE AND SUBCONTRACTED SERVICES

Maintenance	Total Annual Cost
Tires	\$31,727.20
Parts & Supplies	\$75,881.64
Bus Wash Supplies & Other Consumables	\$12,588.84
Oil & Lubricants	\$11,739.36
<i>Subcontracted Services</i>	
a.	
b.	
c.	
<i>Other: Expenses and Overhead</i>	
a. Insurance Expenses	\$228,249.77
b. Computer Supplies/Maintenance	\$10,404.00
c. Operation and Maintenance Facility	\$5,202.00
d. General Administrative	\$107,649.08
e. Corporate Overhead	\$119,913.63
f. Profit	\$78,913.63
Total	\$2,577,861.51

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 4

Exhibit C – PRICE PROPOSAL (Year 4) P
a

Proposer: RATP Dev USA
Please complete the following forms to indicate scheduled revenue hour charge. Fill out all tables.

REVENUE HOUR COSTS

For the initial contract term (contract years one, two, and three), the City will pay the rate for each hour of service operated as proposed in the table below. Should the City decide to renew the Agreement, compensation will be based on the proposed rate for the renewal term. There will not be separate pay rates for weekday versus weekend service or special trip requests or for any other service (if provided). The calculation of total cost will include the cost to the City, as well as any indirect costs of the City associated with monitoring the contract.

YEAR 4		
Service	Annual Revenue Hours*	Proposed Revenue Hour Rate
Fixed Route Transit System Service (City of Ocala provides the vehicles)	33,500	\$81.10

Year 4 Proposed Rate = \$81.10

Exhibit C – PRICE PROPOSAL (Year 4) Page 2
of 3

COST SCHEDULE BREAKDOWN FOR REVENUE HOURS

Complete the attached forms detailing unit and total costs for key items in each of your proposals. Your total costs, divided by the annual revenue hours, should total to the fixed revenue hourly rate you specified in the Revenue Hour Cost Table.

Personnel	Annual Hours	Hourly Wage Salary	Fringe & Health Benefits	Total Annual Cost
Full-Time Drivers	33,072	\$674,606.44	\$261,469.92	\$936,076.37
Part-Time Drivers	4,680	\$104,717.25	\$15,617.48	\$120,334.73
Street Supervisors	2,108	\$68,783.47	\$20,921.64	\$89,705.11
Dispatchers	8,653	\$223,872.72	\$76,123.35	\$299,996.07
Maintenance Manager	2,163	\$68,384.65	\$21,021.18	\$89,405.83
Mechanics	4,271	\$119,835.24	\$39,240.33	\$159,075.57
Administrative/Clerical				
a. General Manager	2,080	\$80,603.93	\$22,751.35	\$103,355.27
b. Admin. Assistants	4,160	\$84,019.84	\$34,120.59	\$118,140.43
c.				
Other				
a. Cleaner/Fueler	2,163	\$56,705.75	\$19,148.78	\$75,854.53
b.				
c.				
Total	63,350	1,481,529	510,415	\$1,991,943.91

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 4

MAINTENANCE AND SUBCONTRACTED SERVICES

Maintenance	Total Annual Cost
Tires	\$32,101.74
Parts & Supplies	\$76,799.27
Bus Wash Supplies & Other Consumables	\$12,840.62
Oil & Lubricants	\$11,914.15
<i>Subcontracted Services</i>	
a.	
b.	
c.	
<i>Other: Expenses and Overhead</i>	
a. Insurance Expenses	\$251,033.52
b. Computer Supplies/Maintenance	\$10,612.08
c. Operation and Maintenance Facility	\$5,306.04
d. General Administrative	\$109,409.45
e. Corporate Overhead	\$128,003.22
f. Profit	\$87,003.22
Total	\$2,716,967.23

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 5

Exhibit C – PRICE PROPOSAL (Year 5) P
a

Proposer: RATP Dev USA
 Please complete the following forms to indicate scheduled revenue hour charge. Fill out all tables.

REVENUE HOUR COSTS

For the initial contract term (contract years one, two, and three), the City will pay the rate for each hour of service operated as proposed in the table below. Should the City decide to renew the Agreement, compensation will be based on the proposed rate for the renewal term. There will not be separate pay rates for weekday versus weekend service or special trip requests or for any other service (if provided). The calculation of total cost will include the cost to the City, as well as any indirect costs of the City associated with monitoring the contract.

YEAR 5		
Service	Annual Revenue Hours*	Proposed Revenue Hour Rate
Fixed Route Transit System Service (City of Ocala provides the vehicles)	33,500	\$85.49

Year 5 Proposed Rate = \$85.49

Exhibit C – PRICE PROPOSAL (Year 5) Page 2
of 3

COST SCHEDULE BREAKDOWN FOR REVENUE HOURS

Complete the attached forms detailing unit and total costs for key items in each of your proposals. Your total costs, divided by the annual revenue hours, should total to the fixed revenue hourly rate you specified in the Revenue Hour Cost Table.

Personnel	Annual Hours	Hourly Wage Salary	Fringe & Health Benefits	Total Annual Cost
Full-Time Drivers	33,072	\$712,577.17	\$274,730.61	\$987,307.78
Part-Time Drivers	4,680	\$110,268.97	\$16,355.02	\$126,623.99
Street Supervisors	2,108	\$70,846.98	\$21,740.53	\$92,587.51
Dispatchers	8,653	\$235,198.02	\$79,835.92	\$315,033.94
Maintenance Manager	2,163	\$70,436.19	\$21,846.99	\$92,283.18
Mechanics	4,271	\$125,679.81	\$41,124.81	\$166,804.63
Administrative/Clerical				
a. General Manager	2,080	\$83,022.04	\$23,629.07	\$106,651.11
b. Admin. Assistants	4,160	\$88,697.59	\$35,839.47	\$124,537.06
c.				
Other				
a. Cleaner/Fueler	2,163	\$59,542.39	\$20,078.28	\$79,620.67
b.				
c.				
Total	63,350	1,556,269	535,181	\$2,091,449.86

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 5

MAINTENANCE AND SUBCONTRACTED SERVICES

Maintenance	Total Annual Cost
Tires	\$32,483.78
Parts & Supplies	\$77,735.26
Bus Wash Supplies & Other Consumables	\$13,097.43
Oil & Lubricants	\$12,092.43
<i>Subcontracted Services</i>	
a.	
b.	
c.	
<i>Other: Expenses and Overhead</i>	
a. Insurance Expenses	\$276,849.65
b. Computer Supplies/Maintenance	\$10,824.32
c. Operation and Maintenance Facility	\$5,412.16
d. General Administrative	\$111,901.44
e. Corporate Overhead	\$136,550.77
f. Profit	\$95,550.77
Total	\$2,863,947.87

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 6

Exhibit C – PRICE PROPOSAL (Year 6) P
a

Proposer: RATP Dev USA
Please complete the following forms to indicate scheduled revenue hour charge. Fill out all tables.

REVENUE HOUR COSTS

For the initial contract term (contract years one, two, and three), the City will pay the rate for each hour of service operated as proposed in the table below. Should the City decide to renew the Agreement, compensation will be based on the proposed rate for the renewal term. There will not be separate pay rates for weekday versus weekend service or special trip requests or for any other service (if provided). The calculation of total cost will include the cost to the City, as well as any indirect costs of the City associated with monitoring the contract.

Year 6		
Service	Annual Revenue Hours*	Proposed Revenue Hour Rate
Fixed Route Transit System Service (City of Ocala provides the vehicles)	33,500	\$90.11

Year 6 Proposed Rate = \$90.11

Exhibit C – PRICE PROPOSAL (Year 6) Page 2
of 3

COST SCHEDULE BREAKDOWN FOR REVENUE HOURS

Complete the attached forms detailing unit and total costs for key items in each of your proposals. Your total costs, divided by the annual revenue hours, should total to the fixed revenue hourly rate you specified in the Revenue Hour Cost Table.

Personnel	Annual Hours	Hourly Wage Salary	Fringe & Health Benefits	Total Annual Cost
Full-Time Drivers	33,072	\$751,687.02	\$288,542.92	\$1,040,229.93
Part-Time Drivers	4,680	\$115,987.24	\$17,114.54	\$133,101.78
Street Supervisors	2,108	\$72,972.39	\$22,594.24	\$95,566.62
Dispatchers	8,653	\$246,863.08	\$83,700.88	\$330,563.96
Maintenance Manager	2,163	\$72,549.28	\$22,708.02	\$95,257.30
Mechanics	4,271	\$131,699.73	\$43,086.34	\$174,786.07
Administrative/Clerical				
a. General Manager	2,080	\$85,512.70	\$24,543.56	\$110,056.27
b. Admin. Assistants	4,160	\$93,515.67	\$37,630.42	\$131,146.09
c.				
Other				
a. Cleaner/Fueler	2,163	\$62,464.14	\$21,045.91	\$83,510.05
b.				
c.				
Total	63,350	1,633,251	560,967	\$2,194,218.07

Amended Exhibit D - Price Proposal CONTRACT# SUN/210102

Price Proposal Year 6

MAINTENANCE AND SUBCONTRACTED SERVICES

Maintenance	Total Annual Cost
Tires	\$32,873.45
Parts & Supplies	\$78,689.96
Bus Wash Supplies & Other Consumables	\$13,359.38
Oil & Lubricants	\$12,274.28
<i>Subcontracted Services</i>	
a.	
b.	
c.	
<i>Other: Expenses and Overhead</i>	
a. Insurance Expenses	\$306,133.75
b. Computer Supplies/Maintenance	\$11,040.81
c. Operation and Maintenance Facility	\$5,520.40
d. General Administrative	\$114,462.40
e. Corporate Overhead	\$145,548.50
f. Profit	\$104,548.50
Total	\$3,018,669.50

TITLE	For Signature: Amendment 1 - SunTran Transit Management...
FILE NAME	FOR SIGNATURE - A... - SUN 210102.pdf
DOCUMENT ID	add8efcb0b012bf287f248dda0e2ca1812186476
AUDIT TRAIL DATE FORMAT	MM / DD / YYYY
STATUS	● Signed

Document History



SENT

09 / 07 / 2022

14:04:30 UTC-4

Sent for signature to Robert W. Batsel, Jr. (rbatsel@lawyersocala.com), Ire Bethea, Sr. (ibethea@ocalafl.org), Angel B. Jacobs (ajacobs@ocalafl.org) and RATP DEV USA, Inc. (daniel.swanson@ratpdev.com) from plewis@ocalafl.org
IP: 216.255.240.104



VIEWED

09 / 08 / 2022

09:50:45 UTC-4

Viewed by Robert W. Batsel, Jr. (rbatsel@lawyersocala.com)
IP: 216.255.247.55



SIGNED

09 / 08 / 2022

09:57:22 UTC-4

Signed by Robert W. Batsel, Jr. (rbatsel@lawyersocala.com)
IP: 216.255.247.55



VIEWED

09 / 09 / 2022

08:52:12 UTC-4

Viewed by Ire Bethea, Sr. (ibethea@ocalafl.org)
IP: 24.250.250.64



SIGNED

09 / 09 / 2022

08:54:32 UTC-4

Signed by Ire Bethea, Sr. (ibethea@ocalafl.org)
IP: 24.250.250.64

TITLE	For Signature: Amendment 1 - SunTran Transit Management...
FILE NAME	FOR SIGNATURE - A... - SUN 210102.pdf
DOCUMENT ID	add8efcb0b012bf287f248dda0e2ca1812186476
AUDIT TRAIL DATE FORMAT	MM / DD / YYYY
STATUS	● Signed

Document History



09 / 09 / 2022
09:28:12 UTC-4

Viewed by Angel B. Jacobs (ajacobs@ocalaf.org)
IP: 216.255.240.104



09 / 09 / 2022
09:28:23 UTC-4

Signed by Angel B. Jacobs (ajacobs@ocalaf.org)
IP: 216.255.240.104



09 / 09 / 2022
09:30:00 UTC-4

Viewed by RATP DEV USA, Inc. (daniel.swanson@ratpdev.com)
IP: 66.42.178.247



09 / 09 / 2022
09:30:41 UTC-4

Signed by RATP DEV USA, Inc. (daniel.swanson@ratpdev.com)
IP: 66.42.178.247



09 / 09 / 2022
09:30:41 UTC-4

The document has been completed.