

Award a Master Service Agreement of Radio Dispatch System

**JPB Finance Committee
August 4, 2025**



MSA Goal

- To ensures continued maintenance and operational availability of Caltrain's Radio Dispatch System (RDS).
- The software for this system supports the integrated dispatching system and communications consoles for the Central Control Facility and Back-up Central Control Facility.

Scope of Services

- Maintenance and Support Services
- Technology Refresh
- Additional As-Needed Services

Background

- In 2019, the JPB entered into a sole source agreement with ARINC, Inc. to provide maintenance and support services for Radio Dispatch System, along with ROCS and PADS.
- Effective June 9, 2022, ARINC's Surface Transportation business was acquired by Wabtec Transportation System, LLC. JPB consented to the assignment to continue the Services through August 31, 2025.
- Penta holds proprietary ownership and licensing rights for the Radio Dispatch System.

Sole Source Justification

- Procure RDS support services directly with the Vendor via a separate MSA to facilitate reduction of overhead costs and thus provide savings for Caltrain.
- Staff determined that a sole source contract award is justified:
 - Penta has a unique capability to perform the service needed since 2019.
 - Intellectual Property (IP) rights preclude competition, and the contract is for continued development of a highly specialized system like RDS.

Price Analysis

SCOPE OF SERVICE	PRICE - Four Year Term
Software and Hardware Upgrade	\$484,694.50
Annual Fixed-Fee Hosting and Maintenance and Support Services	\$250,694.50
Additional As-Needed Services	\$114,611.00
Total Penta Contract	\$850,000.00

- Staff conducted a price analysis and determined Penta's prices are fair and reasonable.
- Staff will issue negotiated Work Directives for as-needed Services. Award of this contract will not obligate the JPB to purchase any additional as-needed services from Penta.

Budget Impact

- There is \$850,000 in contract authority requested for a term of four years.
 - \$591,571 is budgeted for Radio Dispatch Service under Project 100615 (Digital Radio Dispatch System).
 - For future fiscal years, budget will be included in the annual Systems Engineering Operating Budget.

Proposed Motion

1. **Award a sole source MSA to Penta Corporation** for the provision of the Services for a total not-to-exceed amount of **\$850,000.00**, which includes \$484,694.50 for technology refresh, \$250,694.50 for annual maintenance and support services, and \$114,611.00 for additional as-needed services for a four-year term.
2. **Authorize the Executive Director** or designee to **execute an MSA with Penta** in full conformity with the terms and conditions of the negotiated agreement, and in a form approved by legal counsel.

Questions

FOR MORE INFORMATION

WWW.CALTRAIN.COM

