

# **TCS MODERNIZATION PROJECT**

## **OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION**

### **Resolution Authorizing a Change Order to the Contract with Conduent State & Local Solutions, Inc. for an Aggregate Not-to-Exceed Amount of \$104,003,410.13**

WHEREAS, the Ohio Turnpike and Infrastructure Commission (“Commission”) approved a Strategic Plan for modernizing its Toll Collection System (“Strategic Plan”) under Resolution No. 57-2017, adopted December 18, 2017, that identified implementing open road tolling through a new hybrid roadside Toll Collection System (“TCS”) and the need to upgrade the supporting Customer Service Center (“CSC”) System; and

WHEREAS, through Resolution 46-2020, the Commission awarded the Toll Collection System Implementation and Maintenance Contract (“TCS Contract”), designated as Project No. 64-20-01, to Conduent State & Local Solutions, Inc., (“Conduent”), and authorized the Executive Director to execute the TCS Contract with Conduent in three phases, as follows:

Phase I – Through the Successful Completion of the System Acceptance Test and Approved Report, and Host and TP49 Commission Testing in the total maximum amount of \$31,682,555.76.

Phase II – Through the Successful Completion of the Final Acceptance Test and Approved Report in the total maximum amount of \$24,217,836.38.

Phase III – Warranty and 5-Year Maintenance Period, including three 2-year Optional Maintenance Terms for the TCS, including the Warranty and Maintenance and Optional Maintenance Terms for the Optional Items, and the End of Term Transition in the total maximum amount of \$45,219,735.13; and

WHEREAS, the parties entered into the TCS Contract, dated June 22, 2020, which has subsequently been amended by the parties; and

WHEREAS, a summary of the services and fees approved to date, as well as the services and fees proposed by this Resolution, is set forth below:

### **SERVICES/FEEES APPROVED TO DATE**

<b>CONTRACT</b>	<b>SERVICES</b>	<b>FEE PROPOSAL</b>	<b>APPROVAL</b>	<b>AMOUNT</b>
Original Contract – Phase I	Phase I Services (described above)	March 25, 2020	Resolution No. 46-2020	\$31,682,555.76
Amendment No. 1	Modification to deliverables, invoicing schedule and payment milestones for TCS design services		Executive Director	N/A
Amendment No. 2	Modification to deliverables and milestones for Weigh-in-Motion (WIM) lanes	February 8, 2021	Executive Director	\$212,591.00
Original Contract – Phase II	Phase II Services (described above)	March 25, 2020	Resolution No. 67-2021	\$24,564,695.38
Amendment No. 3	Modification for installation of additional Lane Control Signals	February 24, 2022	Executive Director	\$276,952.13
Original Contract-Phase III	Phase III Services (described above)	March 25, 2020	Resolution No. 59-2023	\$45,363,615.95

Amendment No. 4	Modification to Phase II Services - Uninterruptible Power Supply System (UPS) installation and maintenance	March 28, 2023	Resolution No. 59-2023	\$697,400.04
Amendment No. 5	Approving Change Orders 4-9	Various Dates	Resolution No. 68-2025	\$1,105,599.87
			<b>TOTAL</b>	\$103,903,410.13

**PROPOSED SERVICES/FEEES**

<b>CONTRACT</b>	<b>SERVICES</b>	<b>FEE PROPOSAL</b>	<b>APPROVAL</b>	<b>AMOUNT</b>
<i>Amendment No. 6</i>	<i>Change Order 10</i>	<i>NA</i>	<i>Proposed</i>	<i>\$100,000.00</i>

**TOTAL CONTRACT AMOUNT: \$104,003,410.13**

WHEREAS, due to additional enhancements and operational needs that continue to be identified, the Senior Manager of Toll Technology recommends an additional change order (“Change Order No. 10”) be approved, in the not-to-exceed amount of \$100,000.00, for the procurement of additional equipment and/or services as required to support the continued improvement of the TCS on an “as authorized” basis; and

WHEREAS, Commission action is necessary to approve Change Order No. 10 in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws because the amount of the change order, in addition to previously approved modifications, exceeds the greater of 10% of the original contract amount or \$150,000.00; and

WHEREAS, the Commission’s Executive Director, Chief Engineer/Deputy Executive Director, and Chief Financial Officer concur with the recommendation of the Senior Manager of Toll Technology and recommend that the Commission authorize Change Order No. 10 to the TCS Contract in the not-to-exceed amount of \$100,000.00; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED, by the Commission that Change Order No. 10, as specifically described in the recitals, under Project No. 64-20-01 in the not-to-exceed amount of \$100,000.00, is approved, and the Executive Director is authorized to amend the TCS Contract with Conduent State & Local Solutions, Inc. to perform such additional services in accordance with the terms and conditions of the existing Contract, resulting in an aggregate not-to-exceed contract amount of \$104,003,410.13

**(Resolution No. 35-2026 adopted March 16, 2026)**