

TCS MODERNIZATION PROJECT

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing Change Orders to the Contract with Conduent State & Local Solutions, Inc. for an Aggregate Not-to-Exceed Amount of \$104,536,393.48

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/FEES APPROVED TO DATE

CONTRACT	SERVICES	FEE PROPOSAL	APPROVAL	AMOUNT
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	N/A	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
Amendment No. 6	Change Order 10	N/A	Resolution No. 35-2026	\$100,000.00
			TOTAL	\$104,003,410.13

PROPOSED SERVICES/FEEES

CONTRACT	SERVICES	FEE PROPOSAL	APPROVAL	AMOUNT
<i>Amendment No. 7</i>	<i>Approving Change Orders 11-13</i>	<i>Various Dates</i>	<i>Proposed</i>	<i>\$532,983.35</i>

TOTAL CONTRACT AMOUNT: \$104,536,393.48

WHEREAS, the Senior Manager of Toll Technology has determined that there are two (2) additional change orders for Stand-Alone Lane Equipment Cabinet Installations due to frequent toll booth strikes that have damaged toll booth infrastructure, and one (1) change order required for Modifications to the Dynamic Message Sign (DMS) Messages to accommodate existing and new messaging; and

WHEREAS, Conduent submitted two (2) fee proposals dated July 20, 2026, for equipment and services necessary to install a Stand-Alone Lane Equipment Cabinet and reinstall toll collection equipment for E-ZPass only lane operations at Toll Plaza 71 in the amount of \$230,429.19 (“Change Order #11”) and Toll Plaza 161 in the amount of \$227,169.19 (“Change Order #12) for a total amount of \$457,598.38, which amount the Senior Manager of Toll Technology and Chief Engineer/Deputy Executive Director determined to be reasonable and appropriate; and

WHEREAS, Conduent submitted a fee proposal dated April 3, 2026, for software programming required for enhancements to existing software specific to programming the remote management of dynamic message signs (DMS) operated at toll plazas in each lane (“Change Order #13”) in the amount of \$75,384.97, which amount the Senior Manager of Toll Technology and Chief Engineer/Deputy Executive Director determined to be reasonable and appropriate; and

WHEREAS, Change Orders 11 through 13 listed above are in the total amount of \$532,983.35; and

WHEREAS, Commission action is necessary to approve Change Orders 11 through 13 in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws because the amount of the change orders, 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 and Chief Engineer/Deputy Executive Director concur with the recommendation of the Senior Manager of Toll Technology and recommend that the Commission authorize Change Orders 11 through 13 to the TCS Contract in the not-to-exceed amount of \$532,983.35; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED, by the Commission that the fee proposals from Conduent State & Local Solutions, Inc. to perform additional services under Change Orders 11 through 13, as specifically described in the recitals, under Project No. 64-20-01 in the amount of \$532,983.35 are accepted and 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 and Conduent State & Local Solutions, Inc.'s fee proposals described in the recitals, resulting in an aggregate not-to-exceed contract amount of \$104,536,393.48.

(Resolution No. 62-2026 adopted August 17, 2026)