

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing Agreement With Stantec Consulting Services, Inc. For Traffic And Revenue Forecasting And Planning Services

WHEREAS, on March 9, 2020, Governor Mike DeWine issued an Executive Order declaring a State of Emergency for the entire State of Ohio in response to the COVID-19 pandemic; and

WHEREAS, on March 22, 2020, Amy Acton, MD, MPH, Director of Health, issued a “Stay at Home Order” requiring individuals to stay home unless engaged in Essential Activities, Essential Governmental Functions or to operate Essential Businesses and Operations and, on April 2, 2020, amended the Stay at Home Order so that it shall be in effect through May 1, 2020; and

WHEREAS, under the Stay at Home Order, Essential Activities, Essential Governmental Functions and Essential Businesses and Operations include:

- Essential Infrastructure (Par. 9) – “[I]ndividuals may leave their residence to provide any service or perform any work necessary to offer, provision, operate, maintain and repair Essential Infrastructure,” which includes construction, building management and maintenance, and highways.
- Essential Governmental Functions (Par. 10) – “[A]ll services provided by the State or any...political subdivision, board, commission or agency of government and needed to ensure the continuing operation of the government agencies or to provide for or support the health, safety and welfare of the public, including contractors performing Essential Functions.”
- Essential Businesses and Operations (Par. 12) –
 - Critical Trades (Par. 12(k)) – “Building and Construction Tradesmen and Tradeswoman...and other service providers who provide services that are necessary to maintaining the safety, sanitation, and essential operation of residences, Essential Activities, and Essential Businesses and Operations.”
 - Supplies for Essential Businesses and Operations – “Businesses that sell, manufacture, or supply other Essential Businesses and Operations with the support or materials necessary to operate....”
 - Essential Critical Infrastructure Workers – The Cybersecurity and Infrastructure Security Agency (CISA) Advisory Memorandum on Identification of Essential Critical Infrastructure During COVID-19 Response, dated March 28, 2020, identifies the following as essential critical infrastructure workers: (1) Transportation and Logistics – “Employees supporting or enabling transportation functions...”; (2) Public Works and Infrastructure Support Services – “Workers who support the operation, inspection, and maintenance of essential public works facilities and operations...”; and (3) Government-Based Operations and Essential Functions – “Workers supporting essential maintenance, manufacturing, design, operation, inspection, security, and construction for essential products, services, and supply chain and COVID 19 relief efforts;” and

WHEREAS, being the fastest east-west corridor in northern Ohio, the Ohio Turnpike performs a critical role in our state and national economy as a vital part of Ohio’s transportation network and a nationally ranked freight corridor and this role is more important now than ever before so that essential medical supplies, food and other necessary goods can reach their destinations to those in need during this COVID-19 pandemic; and

WHEREAS, based on the referenced orders and guidance, the Ohio Turnpike and Infrastructure Commission (the “Commission”) finds that it must continue operations under the Stay at Home Order as Essential Infrastructure and as Essential Governmental Functions to maintain the supply chain and that the Commission’s contractors and service providers must continue to perform services and supply goods and materials to the Commission as Essential

Infrastructure, Critical Trades, Supplies for Essential Business and Operators and/or Essential Critical Infrastructure Workers; and

WHEREAS, based on the foregoing, the Commission finds that the contract approved pursuant to this Resolution is necessary for the Commission to continue operations as Essential Infrastructure and as Essential Governmental Functions and complies with the requirements of and exceptions to the Stay at Home Order; and

WHEREAS, the Commission's Master Trust Agreement with its bondholders requires that the Commission retain an Independent Traffic and Revenue Consultant; and

WHEREAS, the current traffic and revenue consulting agreement is expiring and, on February 3, 2020, the Commission issued its Request for Proposals ("RFP") for Traffic and Revenue Forecasting and Planning Services for an initial Agreement term of three years, which Agreement may be extended for two additional, 2-year periods; and

WHEREAS, on March 2, 2020, two firms submitted proposals to provide the Traffic and Revenue Forecasting and Planning Services to the Commission; and

WHEREAS, an Evaluation Committee comprised of the Chief Engineer, the CFO/Comptroller and the Assistant Comptroller conducted the technical review of the proposals submitted; and

WHEREAS, based on the technical review, the Evaluation Committee awarded the highest technical score to Stantec Consulting Services, Inc. ("Stantec"), of Cleveland, Ohio, which firm the Committee noted proposed a clear and concise description of its technical approach to the traffic and revenue forecasting process, and also has significant and relevant experience with other similar sized toll agencies; and

WHEREAS, Stantec's fee proposal of \$14,824.00 per month (or \$177,888.00 per year) and \$150,816.00 for performing traffic and revenue forecasting services required for a bond issuance was also the lowest fee proposal received; and

WHEREAS, after negotiation with the Evaluation Committee, Stantec has agreed to reduce the monthly fee to \$7,000.00 for the performance of the routine monthly reporting tasks, and reduce the fee for traffic and revenue forecasting services required for a bond issuance to \$90,000.00, which the Evaluation Committee believes is a more cost-effective fee proposal; and

WHEREAS, as a result of this competitive process, the Evaluation Committee has concluded that the best proposal was submitted by Stantec and unanimously recommends that an Agreement be entered into with that firm; and

WHEREAS, expenditures under the Agreement to be awarded for Traffic and Revenue Forecasting and Planning Services will exceed \$150,000.00 and, therefore, in accordance with Article V, Section 1.00 of the Commission's Code of Bylaws, Commission action is necessary for said award; and

WHEREAS, the Staff Attorney has determined that all legal requirements have been performed and that the aforesaid proposals were solicited on the basis of the same terms, conditions and specifications with respect to all respondents, that Stantec has provided evidence of its ability to provide all required insurance as set forth in the RFP, and that the Commission may legally enter into an agreement with said firm; and

WHEREAS, the Executive Director has reviewed the reports of the Evaluation Committee and concurs with the recommendation that the agreement for Traffic and Revenue Forecasting and Planning Services be awarded to Stantec; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the proposal submitted by Stantec Consulting Services, Inc. is, and is by the Commission determined to be, the best of all proposals received in response to the Commission's RFP for Traffic and Revenue Forecasting and Planning Services and is accepted; and

FURTHER RESOLVED that the Executive Director or General Counsel hereby is authorized to execute an agreement with Stantec Consulting Services, Inc. to furnish Traffic and Revenue Forecasting and Planning Services to the Commission at the rates established under the agreed upon fee proposal, which shall provide for an initial term of three years with an option to renew the Agreement for two additional, 2-year periods, in the form prescribed by the Commission pursuant to the RFP, and to take any and all action necessary or proper to carry out the terms of said Agreement; and

FURTHER RESOLVED that the Executive Director of the Ohio Turnpike Commission will provide a certified copy of this resolution to the Huntington National Bank, as Trustee for the Bondholders; and

FURTHER RESOLVED that awarding the contract to Stantec Consulting Services, Inc. to furnish Traffic and Revenue Forecasting and Planning Services to the Commission is necessary as Essential Infrastructure and Essential Governmental Functions under the Stay at Home Order and further required to comply with the Commission's obligations under the Commission's Master Trust Agreement.

(Resolution No. 34-2020 adopted April 20, 2020)