

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Authorizing a Contract with Experis US, Inc. in the Estimated Maximum Amount of \$500,000.00

WHEREAS, the Ohio Turnpike and Infrastructure Commission (the "Commission") recognizes that the importance of implementing and following a well-defined and accepted cybersecurity framework cannot be understated, as the costs and administrative burden resulting from a data breach can be significant; and

WHEREAS, the Commission recognizes that potential data breaches pose a serious risk to the Commission's operations because of the Commission's revenue is in part received through electronic means and therefore the Commission processes sensitive information such as customer records, internal operating documents, and confidential records; and

WHEREAS, as a recipient of customers' sensitive and confidential information such as customer accounts and credit card transactions, the Commission is required to maintain the Payment Card Industry Data Security Standards ("PCI DSS"); and

WHEREAS, the Commission believes that the safety and security of its data, and that of its customers, is of the highest priority and strives to continuously improve its security systems to protect the customers' sensitive and confidential information; and

WHEREAS, in order to improve the level of security and to meet certain industry standards, the Executive Director of the Commission organized a Cybersecurity Framework Workgroup ("Workgroup") to evaluate and recommend a cybersecurity framework to be adopted by the Commission; and

WHEREAS, the Workgroup is comprised of the following persons: Brian Kelley (Chief Technology Officer), David J. Miller (Director of Audit and Internal Control), Jennifer L. Stueber (General Counsel) and Martin Seekely (DED/Chief Financial Officer/Comptroller); and

WHEREAS, the Workgroup has recommended to the Executive Director that the Commission adopt the NIST Special Publication (SP) 800-53 Framework along with the Transportation Systems Sector (TSS) Cybersecurity Framework Implementation Guidance; and

WHEREAS, in addition to the Workgroup's recommendation, Brian Kelley (Chief Technology Officer) and David J. Miller (Director of Audit and Internal Control) have led efforts to improve the Commission's compliance with PCI DSS; and

WHEREAS, to accomplish the adoption of the NIST framework and to further the Commission's compliance with PCI DSS, David J. Miller (Director of Audit and Internal Control) and Brian Kelley (Chief Technology Officer) have recommended that the Commission seek the assistance of security experts; and

WHEREAS, the Commission entered into a Contract for Compliance and Miscellaneous Auditing Services with Experis US, Inc. on February 15, 2018 (the "Contract"), which expires on February 15, 2021; and

WHEREAS, David J. Miller (Director of Audit and Internal Control) received a proposal from Experis US, Inc. to perform audit and miscellaneous professional services, which set forth hourly rates for such services and professionals; and

WHEREAS, David J. Miller (Director of Audit and Internal Control) and Brian Kelley (Chief Technology Officer) have recommended that the Commission retain security professionals at Experis US, Inc. for such services related to the implementation of governance, controls, policies and procedures in connection with the adoption of the NIST framework and to further the Commission's compliance with PCI DSS, all in the estimated amount of \$500,000.00 over the 3-year term of the contract; and

WHEREAS, the Executive Director concurs with this recommendation; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that Ohio Turnpike and Infrastructure Commission approves authorization for the Executive Director to retain Experis US, Inc. under the terms and conditions of the Contract to perform the professional security services related to the implementation of governance, controls, policies and procedures in connection with the adoption of the NIST framework and to further the Commission's compliance with PCI DSS, in the total not-to-exceed amount of \$500,000.00, which is based on the hourly rates as set forth in its fee proposal; and

FURTHER RESOLVED that the Executive Director has the authority under Article V, Section 1.00 of the Code of Bylaws to further amend the Contract to perform additional services necessary that does not exceed ten percent of the total not-to-exceed amount approved to date for the Contract, and approve such extra work or change orders under said contracts as a result of an increase in necessary quantities, newly mandated requirements that did not exist at the time of original contract awards, or circumstances that would create a life, safety, or health threatening situation or would unduly delay the completion of the Project or increase its costs.

(Resolution No. 55-2019 adopted October 21, 2019)