

OHIO TURNPIKE COMMISSION

Resolution Directing the Executive Director to Terminate the Professional Consulting Services Agreement for Project No. 71-05-03 with Stantec and to Re-issue Said Contract to Carter & Burgess

WHEREAS, via Resolution No. 47-2005, adopted on November 14, 2005, the Commission selected **Vollmer Associates LLP** (“Vollmer”) of **New York, N.Y.** to provide Professional Consulting Services by performing an analysis of the Commission’s existing Toll Collection System and providing recommendations concerning its replacement, and further directed the Executive Director and the Director of Contracts Administration to enter into an Agreement in accordance with the Request for Proposals issued for said Professional Consulting Services and Vollmer’s proposal in response thereto, therein designated as Project No. 71-05-03; and

WHEREAS, under the Agreement, as executed on December 2, 2005, fees in the amount of \$272,653.55 were expended for the performance by Vollmer of Task 1 (submission of a Preliminary Report analyzing the “Status of the Existing Toll Collection System”) and Task 2 (submission of a Final Report containing a detailed analysis of “Preferred Alternatives for the Toll Collection System and Strategic Plan for Implementation”); and

WHEREAS, pursuant to Resolution 43-2006 adopted November 20, 2006, the Commission authorized the amendment of the Agreement adding \$200,014.00 for Vollmer to perform Task 3 as outlined in the RFP, which called for Vollmer to develop detailed contract documents and specifications that will provide for implementation of the Strategic Plan and procurement of a new Toll Collection System; and

WHEREAS, in the interim, Vollmer & Associates was acquired by another engineering firm known as **Stantec of Edmonton, Alberta (Canada)**, and pursuant to a proper request in accordance with the “Assignment” provisions of the Agreement, Vollmer requested that the Agreement be assigned to Stantec; and

WHEREAS, once all proper documentation was provided to the satisfaction of the Director of Contracts Administration, the Executive Director agreed to the assignment pursuant to his authority under the original Resolution approved by the Commission; and

WHEREAS, the Commission conditioned its consent to the assignment on the agreement by Stantec that the principals who had been providing services under the Agreement would continue to provide professional consulting services for the Project; and

WHEREAS, the principals dedicated to the Project (namely Rick Gobeille and Sean Tihal) have now departed Stantec and have been hired to work at **Carter & Burgess of Dallas, Texas**, a consulting firm presently working as a sub-consultant on Project 71-05-03; and

WHEREAS, Stantec has acknowledged its inability to continue performance of the Agreement without the required principals and is agreeable to the Commission’s termination of the existing Agreement; and

WHEREAS, Carter & Burgess has expressed a desire to take over the Agreement and for its newly hired principals that have worked on Project 71-05-03 to continue working on said Project; and

WHEREAS, the Commission’s Director of Audit and Internal Control, who is serving as the Commission’s Manager for Project 71-05-07, has recommended that the Commission terminate the existing Professional Consulting Services Agreement as assigned to Stantec and that a new Professional Consulting Services Agreement be entered into with Carter & Burgess; and

WHEREAS, under the reissued Agreement, Carter & Burgess will agree to complete performance of Task 3 pursuant to the fee proposal of \$200,014.00 originally submitted by Vollmer with the addition of an estimated \$60,000.00 to cover necessary costs for proper completion of the detailed plans and specifications as well as evaluation of proposals received for the new Toll Collection System; and

WHEREAS, The Director of Audit and Internal Control believes that Carter & Burgess has submitted a reasonable fee proposal in light of certain additional Task 3 items that have been or will need to be performed; and

WHEREAS, based on estimated dollars remaining in the original Task 3 budget, spending authority under the new Agreement that will be entered into with Carter & Burgess will commence at **\$90,000.00** to cover the remainder of Task 3; and

WHEREAS, the Commission's Director of Contracts Administration advises that, pursuant to the terms of the original Agreement, the Commission has the express authority to terminate the Agreement with Stantec and that Stantec is in concurrence with such termination, and further that the Commission's award of a new Professional Consulting Services Agreement to Carter & Burgess complies with the intent of the original RFP process conducted by the Commission because the original recommendation to award was made based upon the qualifications of the principals that would be providing the consulting services; and

WHEREAS, the Executive Director has reviewed the recommendations of both the Commission's Director of Audit and Internal Control and the Director of Contracts Administration and concurs that the Commission should terminate the Professional Consulting Services Agreement with Stantec and enter into a new Professional Consulting Services Agreement with Carter & Burgess to allow for completion of Project 71-05-03; and

WHEREAS, following completion of the contract documents and specifications for the Commission's new Toll Collection System, the Commission will solicit bids from firms capable of providing and installing the Toll Collection System and return to the Commission for approval of contract(s) with the selected firm(s), including additional services that will be required from Carter & Burgess; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby authorizes and directs the Executive Director and the Director of Contracts Administration to terminate the Professional Consulting Services Agreement with **Stantec of Edmonton, Alberta (Canada)** for Project No. 71-05-03, and further to enter into a new Professional Consulting Services Agreement with **Carter & Burgess of Dallas, Texas** for the completion of Project 71-05-03 as it relates to the procurement and implementation of the Commission's new Toll Collection System.

(Resolution No. 37 - 2007 adopted September 17, 2007)