

OHIO TURNPIKE COMMISSION

Resolution Authorizing Extension of the Agreement for Maintenance Services for the Commission's Telecommunications System, Toll Information System and Toll Lane Equipment

WHEREAS, pursuant to Resolution 18-1999 adopted on April 26, 1999, the Commission awarded an Agreement under which maintenance services for the Commission's Telecommunications System, Toll Information System and Toll Lane Equipment are furnished by TransCore of Hummelstown, Pennsylvania (with services performed by TransCore's Ohio operation located in Middleburg Heights, Ohio); and

WHEREAS, said Agreement provided for an initial term of June 1, 1999 to May 31, 2002, and also provided that the Agreement may be extended for two (2) additional three-year periods at the sole discretion of the Commission; and

WHEREAS, the parties agreed to the first extension for the period of June 1, 2002, to May 31, 2005, and via Resolution 18-2005, the Commission authorized the second and final extension of the Agreement through May 31, 2008; and

WHEREAS, the Commission recently awarded the Contract for Project No. 64-08-01 to TransCore, which includes integration of a new Toll Collection System, and under which TransCore shall maintain all new toll lane equipment from the date of installation through final acceptance and the expiration of the full one-year Toll Collection System warranty; and

WHEREAS, the anticipated "go-live" date for the new Toll Collection System is during the third quarter of 2009; and

WHEREAS, inasmuch as it would not be economically feasible to award a new Maintenance Agreement with a term adhering to the timeline for the new Toll Collection System installation, and also because the Commission has been very satisfied with the services rendered by TransCore during the terms of the expiring Agreement, the parties have reached consensus concerning an additional extension of the Maintenance Agreement with the following modifications:

1. To account for the decrease in maintenance responsibilities as new TCS equipment is placed into service, TransCore has broken out the monthly cost for Toll Information System and Toll Lane Equipment of **\$118,000.80** from the monthly cost for maintenance of the Telecommunications System Equipment of **\$95,526.43** per month (total potential monthly cost of **213,527.23**). (These amounts are exclusive of actual overtime and materials that may be expended and added to these amounts).
2. Proposed billing rates as quoted above have increased by 8.93%, calculated utilizing the Consumer Price Index for the period of January 1, 2005 through January 1, 2008.
3. TransCore proposes to deduct **\$491.67** per month, per lane from the Toll Information System and Toll Lane Equipment maintenance fees as each lane of new Toll Collection System equipment is placed into service (\$118,000.80 per month/240 total lanes = \$491.67 per lane).
4. The Agreement will cover a twenty-four month period for all services, however, when all new toll lanes are installed, maintenance for the Toll Information System and Toll Lane Equipment under the Maintenance Agreement will cease and will be picked up under the all-inclusive one-year warranty for the Toll Collection System.
5. The Commission will have the option to cancel the Telecommunications System portion of the Agreement with ninety days notice, once it has

determined how it wishes to award a future maintenance agreement for that System.

WHEREAS, the proposed modifications are summarized in TransCore's proposal dated April 7, 2008, a copy of which is before the Commission; and

WHEREAS, the Commission's Chief Engineer and Telecommunications Manager have reviewed TransCore's proposal and have recommended that the Commission enter in the twenty-four month extension of the TransCore Maintenance Agreement, subject to the referenced modifications, for the period of June 1, 2008 through May 31, 2010; and

WHEREAS, the Commission's Executive Director has reviewed the report of the Chief Engineer and, predicated upon such analysis, has made his recommendation to the Commission to extend the TransCore Maintenance as described hereinabove for a twenty-four month period; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Commission hereby directs the Executive Director and Director of Contracts Administration to execute the extension of the **TransCore** Agreement, under the proposed modified terms agreed to by the parties, which Agreement reflects a twenty-four month extension period (**June 1, 2008, to May 31, 2010**).

(Resolution No. 16-2008 adopted May 12, 2008)