

RESOLUTION JB-2023-10

**RESOLUTION OF THE JOINT BOARD
APPROVING AND RATIFYING GANTRY PURCHASE AND INSTALLATION
AGREEMENTS**

WHEREAS, the State of Indiana and the Commonwealth of Kentucky have jointly undertaken a project to improve mobility over the Ohio River between Louisville and Southern Indiana, authorized by the Federal Highway Administration in its revised Record of Decision dated June 12, 2012 (the “Project”); and

WHEREAS, the Indiana Finance Authority (the “IFA”) and the Indiana Department of Transportation (“INDOT”) have been authorized to participate in the Project on behalf of the State of Indiana, and the Kentucky Public Transportation Infrastructure Authority (“KPTIA”) and the Kentucky Transportation Cabinet (“KYTC”) have been authorized to participate in the Project on behalf of the Commonwealth of Kentucky; and

WHEREAS, IFA, INDOT, KPTIA, and KYTC (collectively the “States’ Parties” and each individually a “State’s Party”) have (together with the Louisville and Southern Indiana Bridges Authority) entered into a Bi-State Development Agreement effective December 17, 2012 (as supplemented and amended, the “Development Agreement”), as well as an Interlocal Cooperation Agreement for the Design, Procurement, Construction, Financing, Tolling, Operation, and Maintenance for the Louisville-Southern Indiana Ohio River Bridges Project effective as of December 17, 2012 (the “Interlocal Agreement”); and

WHEREAS, the Interlocal Agreement and the Development Agreement established this Joint Board, representing the States’ Parties and constituted as provided in the Interlocal Agreement and the Development Agreement; and

WHEREAS, by Resolution JB 2013-7, Resolution JB 2014-1, Resolution JB 2014-5, and Resolution JB 2015-4 (the “Resolutions”) this Joint Board authorized the IFA to initiate and undertake a procurement process on its behalf, for roadside/back office, toll-integrator services (collectively, “TSP services”); and

WHEREAS, by Resolution JB 2015-4, the Joint Board: (i) approved the selection of Kapsch TrafficCom IVHS, Inc. (“Kapsch”) for TSP services; and (ii) authorized the execution by the IFA on behalf of the Joint Board of the Toll Services Agreement (the “Contract”); and

WHEREAS, the IFA and Kapsch entered into the Contract as of May 12, 2015, with a stated term to end on December 31, 2023 (“Expiration Date”), unless otherwise extended; and

WHEREAS, by Resolution JB-2021-3, the Joint Board determined it was desirable for future contracts for toll-service provider services to be separated so that back-office and customer-service center services (“TSP2 Services”) to be under a different contract(s) than the roadside services (“RSP2 Services”), and authorized the IFA to procure RSP2 Services; and

WHEREAS, in anticipation of the expiration of the Expiration Date, and pursuant to the authority granted by Resolution JB-2021-3 and Resolution JB 2022-3, the IFA procured RSP2 Services on behalf of the Joint Board and entered the RSP2 Contract with Transcore, LP (“RSP2”); and

WHEREAS, the Joint Board has determined it is desirable for future contracts for RSP2 Services to enable the installation of equipment on new gantries without interruption of the roadside system, to ensure continuity of toll collections; and

WHEREAS, the Joint Board delegated authority to INDOT in Resolution JB-2022-1 to design, with the assistance of a consultant, and procure new gantries to be used by RSP2; and

WHEREAS, pursuant to that authority, INDOT carried out procurements for gantries and the coordination and installation of the gantries in accordance with its statutorily defined processes; and

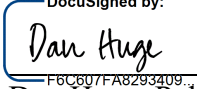
WHEREAS, Mid-Park Inc. and The Hoosier Company, Inc. were determined to be the lowest responsible and responsive vendors capable of supplying and installing the new gantries, and INDOT entered into agreements with Mid-Park Inc. and The Hoosier Company, Inc. contingent upon authorization by the Joint Board.

NOW, THEREFORE, BE IT RESOLVED BY THIS JOINT BOARD as follows:

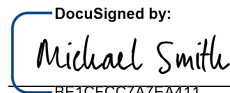
- 1. The Joint Board hereby ratifies the INDOT agreement with Mid-Park Inc. for the purchase of gantries.
- 2. The Joint Board hereby ratifies the INDOT agreement with The Hoosier Company, Inc. to coordinate and install the gantries.
- 3. In compliance with paragraph 6.2 of the Joint Board By-laws, the contracts shall be administered pursuant to Exhibit A, which is attached hereto and incorporated herein.

Approved this 16th day of February, 2023.

INDIANA FINANCE AUTHORITY

By: 
 Dan Hugel, Public Finance Director of
 the State of Indiana

INDIANA DEPARTMENT OF TRANSPORTATION

By: 
 Michael Smith, Commissioner

KENTUCKY PUBLIC
TRANSPORTATION
INFRASTRUCTURE AUTHORITY

By: _____
Geri Grigsby, Vice Chair

KENTUCKY TRANSPORTATION
CABINET

By: _____
Jim Gray, Secretary