

## **RESOLUTION JB-2015-5**

### **RESOLUTION OF JOINT BOARD APPROVING CANCELLATION OF TOLL SERVICES ADVISOR CONTRACT AND REPROCUREMENT OF THOSE SERVICES**

WHEREAS, by Resolution JB 2013-2 and JB 2014-6, this Joint Board has authorized the Kentucky Transportation Cabinet ("KYTC") to procure the services of a toll services advisor to oversee the work of a Toll System Integrator and Toll Operator on behalf of the Joint Board and the States' Parties; and

WHEREAS, by Resolution JB 2015-1, this Joint Board authorized KYTC to enter into an Advisor Contract with eTrans KY Inc., to provide toll advisory services; and

WHEREAS, KYTC entered into Agreement 605 1500001388 on February 18<sup>th</sup> 2015 in accordance with Resolution JB 2015-1; and

WHEREAS, contract performance under Agreement 605 1500001388 has not met with the expectations of the Joint Board; and

WHEREAS, the eTrans Group, Inc. was advised of such failure to meet expectations in a Notice of Default letter dated April 28, 2015 and given seven days to respond and provide a detailed plan to cure the default; and

WHEREAS, the eTrans Group, Inc. responded in writing to the Notice of Default letter on May 5<sup>th</sup>, 2015; and

WHEREAS, the response provided by the eTrans Group, Inc. does not address the concerns raised in the Notice of Default letter to the satisfaction of the Joint Board; and

WHEREAS, the eTrans Group, Inc. was informed in a Notice of Continued Default letter dated May 15, 2015 that its May 5, 2015 response failed to address the concerns described and was given an additional 14 days to respond and address the deficiencies; and

WHEREAS, the eTrans Group, Inc responded in writing to the Notice of Continued Default letter on May 27, 2015; and

WHEREAS, the response provided by the eTrans Group, Inc. again failed to address the concerns raised to the satisfaction of the Joint Board; and

WHEREAS, contract performance since receipt of the response to the Notice of Continued Default continues to not meet expectations; and

WHEREAS, the Joint Board requires competent and effective toll advisor services to meeting the project schedule and requirements; and

WHEREAS, the Joint Board wishes to authorize KYTC to cancel its contract with eTrans Group, Inc. on behalf of the Joint Board; and

WHEREAS, INDOT, after a competitive procurement, maintains a contract with Parsons Transportation Group, Inc. ("Parsons"), which includes terms for Parsons to provide advice and assistance to INDOT regarding tolling, toll integrator and toll operator services, and pursuant to Joint Board resolution JB-2014-6, that contract was amended to allow Parsons to provide toll advisory services to the Joint Board on a temporary basis; and


WHEREAS, the Joint Board wishes to appoint Parsons as interim toll advisor, pursuant to the amended contract with INDOT and subject to bi-state management as provided in the Joint Board's By-laws and Resolution JB-2013-5 for a term not to exceed six months while the States Parties consider all available options to address the need for a more permanent toll advisor solution.

NOW, THEREFORE, BE IT RESOLVED by this Joint Board that:

1. KYTC is authorized to cancel Agreement 605 1500001388.
2. KYTC, in cooperation and consultation with the Non-Contracting States' Parties, shall take any and all steps necessary to cancel Agreement 605 1500001388.
3. The Joint Board hereby delegates to INDOT the authority to make any additional revisions necessary to its existing contract with Parsons to name Parsons as interim toll advisor for a term not to exceed six months. For purposes of the requirements contained in By-laws paragraph 4.2 and Article 6, the Project Management Plan-Tolling Oversight Contract Administration attached as Exhibit A to Resolution JB-2013-5 is hereby incorporated into this resolution.

Approved this 9<sup>th</sup> day of June, 2015.


INDIANA FINANCE AUTHORITY

By:   
James McGoff  
Designee of Public Finance Director of the  
State of Indiana

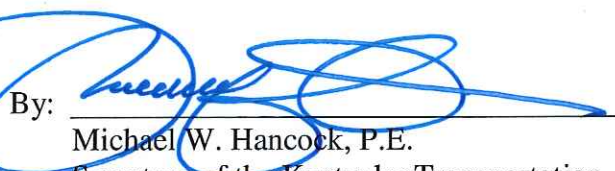
INDIANA DEPARTMENT OF  
TRANSPORTATION

By:   
Jim Stark  
Designee of Commissioner

KENTUCKY PUBLIC TRANSPORTATION  
INFRASTRUCTURE AUTHORITY

By:   
Ryan Barrow,  
Designee of Vice Chair

KENTUCKY TRANSPORTATION CABINET

By:   
Michael W. Hancock, P.E.  
Secretary of the Kentucky Transportation  
Cabinet



Steven L. Beshear  
Governor



Michael W. Hancock, P.E.  
Secretary

I, Lori H. Flanery, Vice Chairperson of the Kentucky Public Transportation Infrastructure Authority ("KPTIA"), do hereby designate Ryan Barrow to serve as my designee to represent KPTIA on the Louisville Southern Indiana Ohio River Bridges Project Joint Board at its meeting to be held on June 9, 2015. This designation is made pursuant to Subsection 2.9 of the Bi-state Development Agreement and Subsection 3.01 of the Interlocal Cooperation Agreement which create the Joint Board. This designation shall only be for purposes of the referenced meeting.

Lori H. Flanery, Vice Chairperson  
Kentucky Public Transportation Infrastructure Authority

June 2, 2015  
Dated





### DESIGNATION OF JAMES MCGOFF

Please be advised that I, Dennis L. Bassett, Public Finance Director of the State of Indiana, representing the Indiana Finance Authority as a member of the Joint Board and the Tolling Body created pursuant to the Interlocal Cooperation Agreement with respect to the Ohio River Bridges Project, effective as of December 17, 2012, hereby designates James McGoff, the IFA's General Counsel, to serve in my place as a member of the Joint Board for the Joint Board meeting scheduled for June 9, 2015.

This notice of designation has been provided by both regular mail and by email to other members and designees of the Joint Board -- specifically, Secretary Hancock, Ms. Flanery, Mr. Stark, Mr. McGoff and Commissioner Hendrickson -- all as provided in the Bylaws of the Joint Board and as shown on the attached notification list.

Dated this 8<sup>th</sup> day of June, 2015

A handwritten signature in blue ink, reading 'Dennis L. Bassett', is written over a horizontal line.

Dennis L. Bassett  
Public Finance Director of the  
State of Indiana