

**RESOLUTION JB-2020-2**

**RESOLUTION OF JOINT BOARD  
AUTHORIZING AND RATIFYING LEGAL SERVICES ADVISOR  
PROCURED BY THE INDIANA FINANCE AUTHORITY**

WHEREAS, by Resolutions JB-2015-5, JB-2016-3, JB-2017-2, and JB-2018-1 the Joint Board authorized the Indiana Finance Authority (“the IFA”) to procure the services of a toll-oversight advisor to monitor the services of the Toll System Integrator and Toll Operator on behalf of the Joint Board and the States’ Parties; and

WHEREAS, the Joint Board by Resolution JB 2020-1 has authorized the IFA to conduct a procurement relating to certain back office and customer service center services (“TSP2 Services”); and

WHEREAS, it was necessary for the IFA to engage a legal advisor to work on the procurement of the TSP2 Services; and

WHEREAS, the IFA, on behalf of the Joint Board, entered into a professional services agreement with the firm of Bingham Greenebaum Doll, LLP n/k/a Dentons Bingham Greenebaum (“Dentons”) to serve as legal advisor to the Joint Board for the purposes of working on the procurement of the TSP2 Services.

NOW THEREFORE, be it resolved by this Joint Board that:

1. The execution of a professional services agreement for legal services between the IFA and Dentons is hereby authorized and ratified as it relates to work on the procurement of the TSP2 Services.
2. The agreement referenced above shall be administered by the States’ Parties pursuant to the Joint Board by-laws and relevant Joint Board Resolutions as a bi-state contract.

Dated this \_\_\_\_ day of , 2020.

INDIANA FINANCE AUTHORITY

By: \_\_\_\_\_  
Dan Huges, Public Finance Director of the  
State of Indiana

INDIANA DEPARTMENT OF  
TRANSPORTATION

By: \_\_\_\_\_  
Joe McGuinness, Commissioner

KENTUCKY PUBLIC TRANSPORTATION  
INFRASTRUCTURE AUTHORITY

By: \_\_\_\_\_  
Winston Miller, Vice Chair

KENTUCKY TRANSPORTATION CABINET

By: \_\_\_\_\_  
Jim Gray, Secretary