

RESOLUTION JB-2021-2

**RESOLUTION OF JOINT BOARD
AUTHORIZING 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 Dentons Bingham Greenebaum LLP ("DBG") to serve as legal advisor to the Joint Board for the purposes of working on the procurement of the TSP2 Services, which agreement was authorized and ratified by the Joint Board by Resolution 2020-2; and

WHEREAS, the IFA desires to amend the professional services agreement with DBG to extend the term to include working on the procurement of a successor Toll Operator for a new lane/roadside system ("RSP2").

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

1. The execution of an amendment to extend the term of the professional services agreement for legal services between the IFA and DBG is hereby authorized as it relates to work on the procurement of a successor Toll Operator (RSP2).
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 7th day of October, 2021.


INDIANA FINANCE AUTHORITY

By: _____

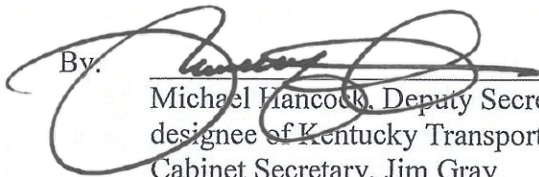


Mark Pascarella designee of Dan Huges,
Public Finance Director of the State of
Indiana

INDIANA DEPARTEMENT OF
TRANSPORTATION

By:  _____
Joe McGuinness, Commissioner

KENTUCKY TRANSPORTATION CABINET

By:  _____
Michael Hancock, Deputy Secretary,
designee of Kentucky Transportation
Cabinet Secretary, Jim Gray

KENTUCKY PUBLIC TRANSPORTATION
INFRASTRUCTURE AUTHORITY

By:  _____
Geri Grigsby, Vice Chair