

RESOLUTION JB-2022-5

**RESOLUTION OF JOINT BOARD AUTHORIZING
A CHANGE ORDER TO THE TOLL SYSTEM PROVIDER CONTRACT
REGARDING TRANSITION WORK**

WHEREAS, the State of Indiana and the Commonwealth of Kentucky have jointly undertaken a project to improve cross-river mobility over the Ohio River between Louisville and Southern Indiana (the "Project"); and

WHEREAS, the Indiana Finance Authority ("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 (collectively, the "States' Parties"); and

WHEREAS, the States' Parties have undertaken to jointly toll the Project pursuant to the Development Agreement, the Interlocal Agreement, and other applicable Project agreements and resolutions of this Board and the Tolling Body; and

WHEREAS, the Joint Board approved the selection of Kapsch TrafficCom IVHS n/k/a Kapsch TrafficCom USA, Inc. ("Kapsch") in Resolution JB 2015-4 and authorized the IFA, on behalf of the Joint Board, to enter into the Contract for Toll System Provider ("TSP") services (the "Contract"), which is administered pursuant to the Joint Board By-Laws and Resolutions JB 2013-4, JB 2014-1, and JB 2014-6; and

WHEREAS, because the Contract will expire on December 31, 2023, the IFA, on behalf of the Joint Board, entered into a contract with Electronic Transaction Consultants, LLC ("ETC") to provide customer-service center and back-office system for the Project; and

WHEREAS, the parties to the Contract have determined it is in their best interest and in that of the Project to clarify, and to the extent applicable, set, change, or expedite the schedule for the transition from Kapsch to ETC; and

WHEREAS, Resolution JB 2014-1 states that changes to the scope of work, schedule, or cost of work under the Contract may be approved only through an official action of the Joint Board; and

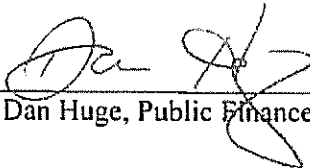
WHEREAS, the States' Parties' representatives have clarified the services, work, data, and other documentation and materials to facilitate the transition from Kapsch to ETC via change order number nine (9), all as more specifically set forth in Attachment A ("Change Order No. 9"), which is attached hereto and incorporated herein by reference.

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


This Joint Board hereby approves Change Order No. 9 (Attachment A) between the IFA and Kapsch, and hereby authorizes the IFA to execute Change Order No. 9 on behalf of the Joint Board.

Approved this 12th day of August, 2022.

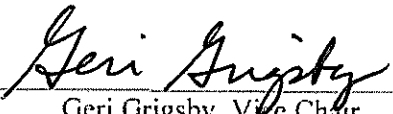
INDIANA FINANCE AUTHORITY

BY: 
Dan Hoge, Public Finance Director

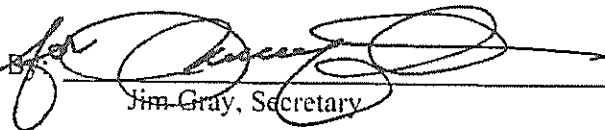
INDIANA DEPARTMENT OF TRANSPORTATION

By: 
Michael Smith, Commissioner

KENTUCKY PUBLIC TRANSPORTATION
INFRASTRUCTURE AUTHORITY

By: 
Geri Grigsby, Vice Chair

KENTUCKY TRANSPORTATION CABINET

By: 
Jim Gray, Secretary