

RESOLUTION JB-2023-5

**RESOLUTION OF JOINT BOARD
APPROVING AND AUTHORIZING CHANGE ORDER 01
REGARDING ROADSIDE TOLL COLLECTION SYSTEM**

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, authorized by the Federal Highway Administration in its revised Record of Decision dated June 12, 2012 (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 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 (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 Development Agreement provides for certain ongoing activities to be performed by a Bi-State Management team, as described therein; and

WHEREAS, on August 12, 2022, the Joint Board, by Resolution JB-2022-3, ratified and approved the selection of TransCore, LP (“TransCore”) as the provider of a replacement Roadside Toll Collection System (the “RTCS”), and authorized the execution of a contract between the IFA and TransCore; and

WHEREAS, on September 1, 2022, the IFA entered into the authorized contract for the RTCS with TransCore (the “Contract”); and

WHEREAS, the Bi-State Management Team has determined that, in order to provide more efficient and effective testing of the RTCS, it is necessary and appropriate to combine the System Integration and System Readiness tests into a single test, which will require modification of certain exhibits to the Contract.

NOW, THEREFORE, be it resolved by the Joint Board, that an amendment to the Contract, designated as Change Order 01, which is attached hereto and incorporated herein by reference as Exhibit A, is hereby authorized.

Dated this 16th day of February, 2023:

INDIANA FINANCE AUTHORITY

By: _____
Dan Huge, 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

EXHIBIT A