

**KENTUCKY-INDIANA JOINT BOARD
FOR THE
LOUISVILLE-SOUTHERN INDIANA OHIO RIVER BRIDGES PROJECT
February 16, 2023
11:00 AM EST
PUBLIC MEETING**

The meeting was called to order by Commissioner Mike Smith. A quorum was present by Secretary Jim Gray and Mike Smith attending in person, while Dan Huges and Geri Grigsby attended virtually.

Members in attendance: Jim Gray, Kentucky Transportation Cabinet
Geri Grigsby, Kentucky Public Transportation Infrastructure Authority
Mike Smith, Commissioner, Indiana Department of Transportation
Dan Huges, Indiana Finance Authority

The meeting was called to order by Chairman Mike Smith.

Previous JB Minutes were called on for approval by Chairman Smith, with a motion to approve by Secretary Jim Gray, and second by Dan Huges. All voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-1 entitled Resolution of Joint Board authorizing KPTIA to enter into an agreement for purchasing Transponders. Matt Fulkerson, INDOT, explained that this resolution would allow KPTIA to enter into an agreement with Kapsch to purchase 6c and EZPass Transponders. Dan Huges made a motion to approve the resolution, and Geri Grigsby seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-2 entitled Authorization for the IFA to execute the ETC Change Order 1 amending the Custody and Revenue Control Agreement and related items. Matt Fulkerson, INDOT explained that this resolution made the necessary adjustments to the flow of funds and bank accounts to align them with the new vendors. Matt expressed that collaboration among ETC, US BANK, and our Revenue Control Manager ensured that this was in alignment with standard industry practices. Jim Gray made a motion to approve the resolution, and Dan Huges seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-3 entitled Authorization for the IFA to execute ETC Change Order 2 related to the Customer Call Center. Matt Fulkerson, INDOT, expressed excitement with the announcement of the new local call center. The local call center will bring 60 new local jobs to the region. Matt expressed that due to the changing market conditions, this Change order would approve additional funding to secure the facility selected by, ETC. Chairman Mike Smith asked for clarification regarding the events that transpired within INDOT regarding this decision. Mike understood that was an original bid price and that the proposed facility was the best solution ETC could provide to meet the requirements of the Customer Call Center. Matt confirmed that and further clarified that ETC approached the states regarding this facility, which met the needs from a location and amenities perspective. This location would allow the states to attract a workforce that would provide a level of service to RiverLinks customers. Geri Grigsby made a motion to approve the resolution and Dan Huges seconded the motion and all members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-4 entitled Authorization for the IFA to execute ETC Change Order 3 related to project schedule and requirements. Matt Fulkerson, INDOT, expressed that this Change Order addressed changes to a limited number of system requirements and adjusts the ETC go-live date from April 1st, 2023 to July 1st 2023. Dan Huges made a motion to approve the resolution and Geri Grigsby seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-5 entitled Authorization for the IFA to execute Transcore Change Order 1 related to project schedule and testing. Matt Fulkerson, INDOT,

expressed that this Change Order would allow the combination of two roadside tests and adjust the Go-Live date from October 1st 2023 to December 1st 2023. Dan Huge made a motion to approve the resolution and Geri Grigsby seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-6 entitled Ratification of KYTC-Strothman and Co. Matt Fulkerson, INDOT, expressed that Strothman and Co. provide independent oversight of the project's financials. This extension would expire on June 30, 2024. Jim Gray made a motion to approve the resolution. Dan Huge seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-7 entitled Ratification of KYTC-C2 Communication contract extension. Matt Fulkerson, INDOT, expressed that this resolution would ratify our agreement with C2 Communications and extend them through June 30, 2023. Matt also expressed that he appreciated C2's work through the transition. Secretary Jim Gray inquired how the contracts were set up. Matt indicated that this and similar contracts where consulting services are performed are typically on an hourly basis. Jim Gray made a motion to approve the resolution and Dan Huge seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-8 entitled Ratification of IFA-HNTB contract extension. Matt Fulkerson, INDOT, expressed that this resolution would ratify the term extension and budget of the IFA-HNTB agreement. This resolution would allow HNTB an additional five years through December 2028. Matt indicated that HNTB is a valued and essential partner. They provide services including daily monitoring, coordination with multiple vendors, assisting with procurement documents, reporting on requirements, coordination with the EZ PASS Group, and aligning us with new technologies across the country. Matt indicated that they are critical to our success. Jim Gray inquired about the value of this contract. Amanda Spencer, KYTC, indicated that this extension would extend them 5 years and increase their contract maximum of 30 million dollars. Dan Huge spoke up and made mentioned that he has been appreciative of the work HNTB has continued to provide. Mike Smith also acknowledged the great work that HNTB has contributed to the project. Dan Huge made a motion to approve the resolution, Geri Grigsby seconded the motion. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-9 entitled Amending bylaws regarding contract extensions. Matt Fulkerson, INDOT, explained that this resolution would add a section to the bylaws that would clarify that contracts could be extended either with written consent of the non-contracting parties or through formal action of the joint board. Geri Grigsby made a motion to approve the resolution and Dan Huge seconded. All members voted in favor.

The next item on the agenda was the consideration of Resolution JB-2023-10 entitled Ratification of INDOT gantry structures and construction contracts. Matt Fulkerson, INDOT expressed that this resolution was to ratify contracts between INDOT and Mid-Park and Hoosier for the fabrication and installation of the gantries. The awards were for \$457,360.00 and \$4,422,347.00.

The only old business was noted by Dan Huge, expressing his gratification of the operations team, specifically Matt Fulkerson and Amanda Spencer's hard work on the project in managing multiple contracts. Jim Gray also acknowledged Matt and Amanda's work and offered appreciation for their continued efforts. Mike Smith also offered his appreciation for Matt and Amanda and their ability to thrive and work together despite the difficulty with the State's separate interests.

A motion was made by Jim Gray and seconded by Dan Huge to adjourn the meeting. All voted in favor. The meeting was adjourned.

(Minutes prepared by Matthew Fulkerson, this 16th day of February, 2023)