

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE NORTH EAST TEXAS
REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 22-07

WHEREAS, the North East Texas Regional Mobility Authority ("NET RMA") was created pursuant to the request of Gregg and Smith Counties and in accordance with provisions of the Transportation Code and the petition and approval process established in 43 Tex. Admin. Code § 26.1, *et seq.* (the "RMA Rules"); and

WHEREAS, the Board of Directors of the NET RMA has been constituted in accordance with the Transportation Code and the RMA Rules; and

WHEREAS, subsequent to the initial formation of the NET RMA the Counties of Cherokee, Rusk, Harrison, Upshur, Bowie, Panola, Titus, Van Zandt, Wood, Kaufman, Camp, and Cass joined the Authority and are represented on the Board of Directors; and

WHEREAS, on July 14, 2020, in Resolution No. 20-15, the NET RMA Board of Directors approved the selection of SICE, Inc. ("SICE") to serve as the toll systems integrator to the NET RMA and authorized the Interim Executive Director to execute an agreement with SICE for the provision of toll systems installation and maintenance services (the "Agreement"); and

WHEREAS, SICE has developed a proposed scope of work and budget for development of a tolling system readiness assessment in support of a SOC 2 type 2 audit (the "Services"); and

WHEREAS, a copy of that proposed scope of work and budget not to exceed \$120,136.67 is contained in Work Authorization No. 6.0, attached hereto as Attachment "A"; and

WHEREAS, considering the Agreement, previously approved Work Authorization Nos. 1.0 through 5.0, and proposed Work Authorization No. 6.0, the maximum amount to be paid under the Agreement is \$3,314,324.34; and

WHEREAS, the NET RMA Board of Directors must approve Work Authorization No. 6.0 before SICE may proceed to work thereunder; and

WHEREAS, SICE has represented to the Board of Directors that the work reflected in Work Authorization No. 6.0 is necessary and appropriate.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Work Authorization No. 6.0 with SICE for the Services in the form attached hereto as Attachment "A", for an amount not to exceed \$120,136.67; and

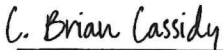
BE IT FURTHER RESOLVED, that all work performed under Work Authorization No. 6.0 shall be subject to the Agreement for Roadside Toll Collection System Installation and Maintenance Services between the NET RMA and SICE and that no additional work may be undertaken without the specific approval of the Board of Directors.

Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 12th day of April, 2022.

Submitted and reviewed by:

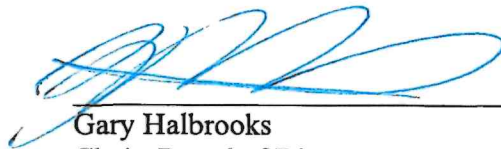
Approved:

DocuSigned by:



C. Brian Cassidy

General Counsel for the North East
Texas Regional Mobility Authority



Gary Halbrooks
Chair, Board of Directors
Date Passed 04/12/22
Resolution No. 22-07

WORK AUTHORIZATION

WORK AUTHORIZATION NO. 6

This Work Authorization is made as of this 12th day of April 2022, under the terms and conditions established in the AGREEMENT FOR ROADSIDE TOLL COLLECTION SYSTEM INSTALLATION AND MAINTENANCE SERVICES, dated as of November 30, 2020 (the "Agreement"), between the North East Texas Regional Mobility Authority ("Authority") and SICE, Inc. (the "Contractor"). This Work Authorization is made for the following purpose, consistent with the services defined in the Agreement:

Provide for toll collection system installation and maintenance services to the Authority.

Section A. - Scope of Services

A.1. The Contractor shall perform the following Services:

The Scope of Services is described in the Appendix A of this Form of Work Authorization No. 6.

Section B. - Schedule

The Contractor shall perform the Services according to the following schedule:

This Work Authorization shall be effective from April 12, 2022, to the end of the project schedule approved by NET RMA.

Section C. - Compensation

C.1. In return for the performance of the foregoing obligations, the Authority shall pay the Contractor the amount not to exceed \$120,136.67, based on the attached fee estimate. Compensation shall be in accordance with this Agreement.

C.2. Compensation for Additional Services (if any) shall be paid by the Authority to the Contractor according to the terms of a future Work Authorization.

Section D. – Liquidated Damages/Incentive Payments

The parties agree to the following methodology with respect to the payment of an early completion incentive or the assessment of any liquidated damages:

Liquidated damages as specified in the Agreement, but not to exceed the penal amount described in Article(7)(d)(iv); and (2) any loss of revenue incurred by the NET RMA under Article 7(b) of the Agreement.

Section E. - Authority's Responsibilities

The Authority shall perform and/or provide the following in a timely manner so as not to delay the Services of the Contractor. Unless otherwise provided in this Work Authorization, the Authority shall bear all costs incident to compliance with the following:

Provision of support documents and prompt response to inquiries as requested by the Contractor.


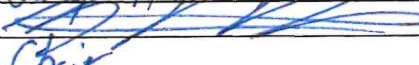
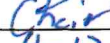
Section F. - Other Provisions

The parties agree to the following provisions with respect to this specific Work Authorization:

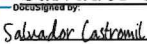
(none anticipated)

Except to the extent expressly modified herein, all terms and conditions of the Agreement shall continue in full force and effect.

Authority: North East Texas Regional
Mobility Authority

By: 
Signature: 
Title: 
Date: 4-12-2022

Contractor: SICE, Inc.

By: Salvador Castromil
Signature: 
Title: Executive VP
Date: 4/20/2022

WORK AUTHORIZATION #6

NORTH EAST TEXAS REGIONAL MOBILITY AUTHORITY

APPENDIX A – SUMMARIZED SCOPE OF SERVICES TO BE PROVIDED BY SICE, INC.

Scope Summary:

- SICE, Inc. will undergo a Readiness Assessment to prepare for the full SOC 2 Type 2 audit as required by NET RMA external auditors.

Fee Summary:

<u>ID</u>	<u>Item</u>	<u>Total Price</u>
1	SOC 2 Type 2 Readiness – External Assessment	<i>\$30,590.00</i>
2	SOC 2 Type 2 Readiness – SICE Project Team Support	<i>\$45,632.00</i>
3	SOC 2 Type 2 Readiness – Development Team Support	<i>\$27,968.00</i>
4	SOC 2 Type 2 Readiness – Network & IT Team Support	<i>\$15,946.67</i>
Total Readiness Assessment Cost		\$120,136.67