

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

RESOLUTION NO. 18-16

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, and Kaufman joined the Authority and are represented on the Board of Directors; and

WHEREAS, in Resolution No. 11-05, dated February 28, 2011, following a competitive procurement process, the NET RMA Board of Directors approved the selection of Telvent USA Corporation, now known as Kapsch TrafficCom Transportation NA, Inc. (“Kapsch”), as the best qualified firm to serve as toll systems integrator to the NET RMA and authorized the Chairman or his designee to negotiate and execute an agreement with Kapsch for the provision of such services (the “Agreement”); and

WHEREAS, in Resolution No. 16-75, dated August 9, 2016, the NET RMA Board of Directors exercised the option to renew the Agreement between Kapsch and the NET RMA for one additional three (3) year period; and

WHEREAS, the Agreement may be amended from time to time through change orders agreed upon by the NET RMA and Kapsch; and

WHEREAS, in Resolution No. 17-03, dated January 12, 2017, the NET RMA Board of Directors approved Change Order No. 12 to the agreement in order to provide for toll system equipment replacement on Segments 1 and 3B of Toll 49 for an amount not to exceed \$122,862.47; and

WHEREAS, Kapsch has developed a revised scope of services and an additional budget of \$132,155.92 for toll system equipment replacement on Segments 1, 3A, and 5 of Toll 49; and

WHEREAS, a copy of that revised scope of services and budget is contained in Change Order No. 12.1, attached hereto as Attachment “A”; and

WHEREAS, considering the Agreement, the previously approved Change Orders under the Agreement, and proposed Change Order No. 12.1, the aggregate amount to be paid under the Agreement is approximately \$8,312,209.46, exclusive of certain monthly maintenance costs; and

WHEREAS, the Board of Directors must approve Change Order No. 12.1 before Kapsch may proceed to work thereunder; and

WHEREAS, Kapsch has represented to the Board of Directors that the work reflected in Change Order No. 12.1 is necessary and appropriate.

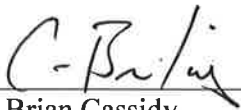
NOW THEREFORE, BE IT RESOLVED, that the Board of Directors approves Change Order No. 12.1 in the form attached hereto as Attachment "A", for an amount not to exceed \$132,155.92; and

BE IT FURTHER RESOLVED, that all work performed under Change Order No. 12.1 shall be subject to the Agreement for Toll System Integration Services between the NET RMA and Kapsch and that no additional work may be undertaken without the specific approval of the Board of Directors.

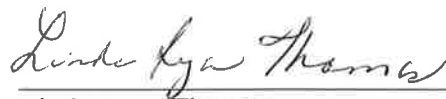
Adopted by the Board of Directors of the North East Texas Regional Mobility Authority on the 20th day of March, 2018.

Submitted and reviewed by:

Approved:



C. Brian Cassidy
General Counsel for the North East
Texas Regional Mobility Authority



Linda Ryan Thomas
Chair, Board of Directors
Date Passed 03/20/2018
Resolution No. 18-16



System Integration Agreement

NETRMA Toll Systems Integration – Contract No. 3487-01-006 CO#4



NETRMA CO-012-1, 110, 31 and Saline Treadle Replacements

March 12, 2018



System Integration

CO-12.1 Attachment A (Kapsch)
(FOR LOCKE LORD AND BOARD BOOK)



Change Request Description

Table with 2 columns: Request ID, Request Date, System Module, Change Type. Values: NETRMA-CO-012-1, 03/12/2018, AVC, Hardware

Form with sections: Description (NETRMA AVC Treadles), Affected Project (Toll 49), Affected Requirements (N/A), Affected System Processes (NETRMA Toll Roads), Description of the Solution (This work order is for the Difference cost of replacement of all treadles...), Impact (Low), Total (\$132,155.92), Quantity (1)

Table with 5 columns: Material's / Equipment, Quantity, Price, 20% Fee, Extended Price. Rows 1-7 listing items like Fiber Treadles, SL 2CH MA INTREFACE IR LED, FlexKrete 102 Quick Start Kits, etc.

Total Hardware \$74,354.40



System Integration

CO-12.1 Attachment A (Kapsch)
(FOR LOCKE LORD AND BOARD BOOK)



Table with 5 columns: Labor, No. of Hours, Hr. Contract Rate, Total. Rows include Software Engineer, System Engineer, Technician, Database Administrator, Documentation Clerk, Testing Engineer, Network Engineer, Project Manager.

Table with 5 columns: Subcontractor, Quantity, Cost, 20% Fee, Extended Price. Row 1: RK Bass, 1, \$41,350.1, 8,270.01, \$49,620.08.



Table with 5 columns: ODC's / Travel, Quantity, Cost, 15% Fee, Extended Price. Rows include Air Fare, Mileage, Lodging, Per Diem, Car Rental, PM - Other/Misc, Warr/Maint - Other/Misc.

Total ODC's / Travel \$2,070.00

TOTAL PRICE \$132,155.92

Summary table with 2 columns: Field (Unit Price, Effort (hours), Budget Note, Planned Date, Responsible) and Value (\$132,155.92, This is complete., KTC).

Client and Kapsch Acceptance table with handwritten entries for Client name, Date, Signature, and Name.

	System Integration	
	CO-12.1 Attachment A (Kapsch) (FOR LOCKE LORD AND BOARD BOOK)	

Date	9/5/2018	
Signature		

1 Reference Documents

2 Document Version History

Version	Created	Created by	Comments
1.0	03/12/2018	Mike Wedgworth	Initial Submission based on e-mail.