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THE STATE OF NEW HAMPSHIRE DEPARTMENT OF TRANSPORTATION



Victoria F. Sheehan Commissioner

William Cass, P.E. Assistant Commissioner

Her Excellency, Governor Margaret Wood Hassan and the Honorable Council State House Concord, NH 03301

Bureau of Fuel Distribution May 17, 2016

REQUESTED ACTION

- 1. Authorize the Department of Transportation (NHDOT) to amend a sole source agreement (Contract #2008-009) with Orpak USA Inc. (Vendor #166715) Hackensack, New Jersey, to increase the contract amount by \$254,065 from \$1,810,431 to \$2,064,496 for the continued operation of the State of New Hampshire Statewide Fuel Distribution System software, hardware, maintenance and development, effective upon Governor and Council approval or July 1, 2016, whichever is later. The original agreement was approved by Governor and Council on August 13, 2008, Item 177. 100% Agency Income.
2. Further, authorize to amend the contract's completion date from June 30, 2016 to June 30, 2022, effective upon Governor and Council approval or July 1, 2016, whichever is later.

Funding is available as follows through FY 2017, and is contingent upon the availability and continued appropriation of funds for FY 2018, FY 2019, FY 2020, FY 2021 and FY 2022:

Table with 7 columns: Item ID, FY 2017, FY 2018, FY 2019, FY 2020, FY 2021, FY 2022. Row 1: 04-96-96-960515-3198 Fuel Inventory Maintenance. Row 2: 024-500230 S/Ware Lic/Maint (Non Desktop) with values \$38,304, \$39,836, \$41,429, \$43,086, \$44,809, \$46,601.

EXPLANATION

This sole source amendment will exercise a six year renewal option to extend the contract agreement an additional six years through June 30, 2022 to continue statewide use of the turnkey Orpak Fuel Management System (FMS) to include hardware, operating system, database, and proprietary fuel management software, to either replace or upgrade current components of the existing Fuel Distribution System (FMS) and extend the software support and maintenance for an additional six years. This sole source contract amendment also authorizes \$254,065 for FY 2017 through FY 2022.

All other provisions of the agreement shall remain in effect.

The amendment also revises the contract deliverables and price and payment schedule.

Over the last six years the vendor has done the following:

- Fully automated thirty-three (33) fuels sites including Tank Level Sensor (TLS) devices with interfaces to the Fuel Management System (FMS) and technological capabilities to send environmental alarms.
Fully automated one (1) Compressed Natural Gas (CNG) fuel site with technological capabilities to interface to the Fuel Management System (FMS).
Fully automated three (3) high volume fuel sites with the capability of capturing fuel transactions and transmitting totalizers and dipstick readings.

- Fully automated and upgraded fourteen (14) pre-existing non-automated, manual sites with interfaces into the Fuel Management system. These manual sites are no longer a "key-lock" system and now automatically communicate with the central server.

The vendor has been responsible for all aspects of these projects, including but not limited to: the design, development, installation, implementation, testing, training, and support of the automated Fuel Management System. Work included site preparation and installation of fuel control terminals, modifications, and configurations of tank level sensing equipment and services including software customizations for the automated Fuel Management System.

After a lengthy process of reviewing requests for information and formal proposals, Orpak USA Inc., was selected after a conference on February 5, 2008 consisting of all 8 competing vendors. Orpak USA Inc. was selected and is highly regarded in the field of Fuel Management Systems. Their FMS software has been implemented worldwide in 40 countries with more than 20,000 fuel stations and 5 million vehicles.

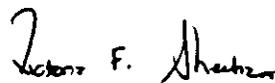
Orpkak USA has remained true to their contract providing Fuel Management Software licensing, database conversion services, a fuel site subsystem, fueling access devices and ongoing software support, telephone support and maintenance services for the 6 years past, beyond the initial one year warranty period.

The Department and State of New Hampshire have already benefited substantially from an improved Fuel Management System, improved tank level sensors, increased reliability, real-time data availability, expandability (customers and sites), elimination of social security numbers as controlling data fields, and the ability for automation of fuel sites that once were manual key-lock systems. The overall result is a better-managed system, with greatly improved environmental conditions and accounting at all automated fueling locations.

The amendment has been approved by the Attorney General as to form and execution and the Department has verified that the necessary funds are available. Copies of the fully executed amendment are on file at the Secretary of State's Office and the Department of Administrative Services, and subsequent to the Governor and Council approval will be on file at the Department of Transportation.

Your approval of this resolution is respectfully requested.

Sincerely,



Victoria F. Sheehan
Commissioner

Attachments



Denis Goulet
Commissioner

STATE OF NEW HAMPSHIRE
DEPARTMENT OF INFORMATION TECHNOLOGY

27 Hazen Dr., Concord, NH 03301
Fax: 603-271-1516 TDD Access 1-800-735-2964
www.nh.gov/doit

May 24, 2016

Victoria F. Sheehan
Commissioner
State of New Hampshire
Department of Transportation
John O. Morton Bldg., 7 Hazen Drive
Concord, NH 03302-0483

Dear Commissioner Sheehan:

This letter represents formal notification that the Department of Information Technology (DoIT) has approved your agency's request to amend a contract with Orpak USA, Inc. as described below and referenced as DoIT number 2008-009A.

The purpose of this amendment is to continue the services of a statewide turnkey Fuel Distribution System and extend the original contract for an additional six years. This amendment increases the total contract value by \$254,065 from \$1,810,431 to \$2,064,496 effective upon the Governor and Council approval through June 30, 2022.

A copy of this letter should accompany the submission to the Governor and Executive Council for approval.

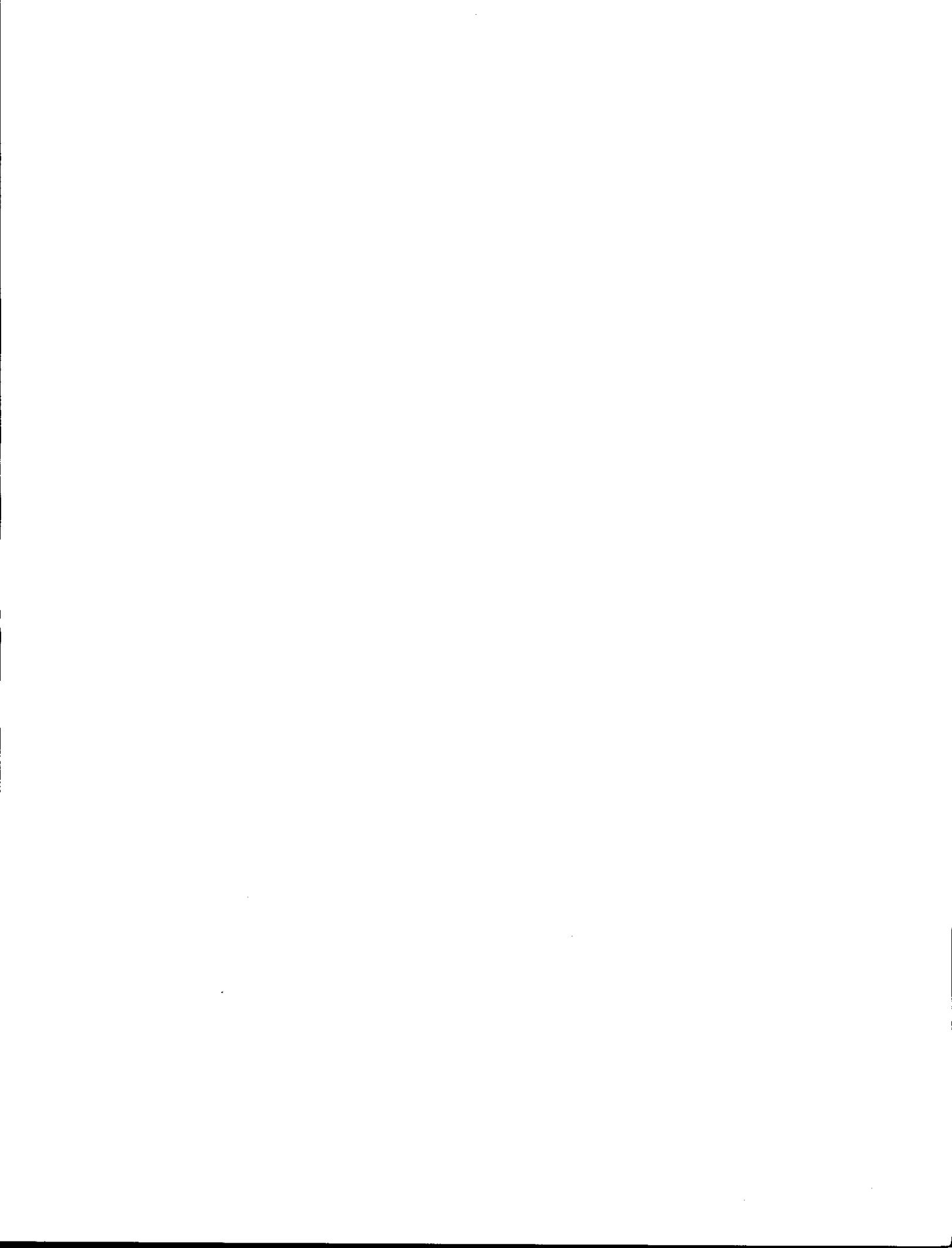
Sincerely,

A handwritten signature in black ink, appearing to read "Denis Goulet", written over a horizontal line.

Denis Goulet

DG/mh
DOT 2008-009A

Cc: Gail Hambleton



**STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION
AUTOMATED FUEL MANAGEMENT SYSTEM
CONTRACT 2008-009
CONTRACT AMENDMENT 2008-009A**

WHEREAS, pursuant to an Agreement approved by Governor and Council, as a result of Contract #2008-009, on August 13, 2008, Item # 177 for the period August 13, 2008 through June 30, 2016 where the Term may be extended for additional periods of up to six (6) years, (herein after referred to as the "Agreement"), Orpak USA Inc., (hereinafter referred to as the "Vendor", "Orpak") agreed to supply certain software services upon the terms and conditions specified in the Agreement and in consideration of payment by the Department of Transportation, (hereinafter referred to as the "Department") certain sums as specified therein;

WHEREAS, pursuant to the Agreement Section 2.1 *Term* and 13.17 *Amendment*, and the provisions of the Agreement, the Agreement may be modified or amended only by a written instrument executed by the parties thereto and approved by the Governor and Executive Council;

WHEREAS, the Vendor and the Department have agreed to amend certain provisions of the Agreement;

WHEREAS, Section 1.6, Completion Date of the P-37 form is June 30, 2016 and NHDOT wishes to amend the date to June 30, 2022;

WHEREAS, Section 1.8, Price Limitation of the P-37 form is \$1,810,431 and NHDOT wishes to increase the contract amount by \$254,065 amending the total contract amount to \$2,064,496;

WHEREAS, the Department and the Vendor wish to amend Exhibit A, Contract Deliverables;

WHEREAS, the Department and the Vendor wish to amend Exhibit B, Price and Payment Schedule;

NOW THEREFORE, in consideration of the foregoing, and the covenants and conditions contained in the Agreement and set forth herein, the parties agree that the agreement be amended as follows:

Section 1.6 Completion Date, of the P-37 form shall be amended to read June 30, 2022.

Section 1.8 Price Limitation, of the P-37 form shall be amended to read \$2,064,496, (increase of \$254,065);

*Account Number	Budget Line	Description	Fiscal Year	Amount
030-096-0561-034-0151		100% Capital Funds	2009	\$ 800,000
015-096-3005-030-0305		100% Other Funds	2009	\$ 50,000
015-096-3005-030-0311		100% Other Funds	2009	\$ 960
015-096-3198-048-0226		100% Agency Income	2009	\$ 111,134
030-096-0558-034-0151		100% Capital Funds	2009	\$ 122,067
030-096-0559-034-0151		100% Capital Funds	2009	\$ 77,028
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2011	\$ 22,500
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2012	\$ 23,400
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2013	\$ 24,336
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2014	\$ 25,309
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2015	\$ 26,322
015-096-3198-020-0243		100% Agency Income and Software support and maintenance	2016	\$ 27,375
030-096-1802-034-0162		Capital Budget	2011	\$ 500,000

**STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION
AUTOMATED FUEL MANAGEMENT SYSTEM
CONTRACT 2008-009A-PART 2.1
CONTRACT AMENDMENT**

015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2017	\$38,304
015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2018	\$39,836
015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2019	\$41,429
015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2020	\$43,086
015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2021	\$44,809
015-096-31980000-024-500230		100% Agency Income and Software support and maintenance	Amend 2022	\$46,601
TOTAL				\$2,064,496

The Statement of Work is hereby amended as follows:

Exhibit A: *Contract Deliverables*, of the Agreement is hereby amended as follows:

1. Amend Section 2. *Deliverables, Milestones and Activities Schedule* to include revisions to Table 2.1 *Implementation Schedule – Activities/Deliverables/Milestones* to reflect the addition of new deliverable dates as detailed below:

Reference Number	Activity, Deliverable, or Milestone	Deliverable Type	Projected Delivery Date
1	Conduct Project Kickoff Meeting	Meeting	August 2008
2	Project Work Plan/Schedule	Written	August 2008
3	Software Development/Interfaces /Transition Plan	Written	August 2008
4	Site Work Assessment/Plan	Written	September 2008
5	System Software/Hardware Deliverables	Software	October 2008
6	System and Component Configuration /Conversion	Software/Written	October 2008
7	Software Development and Integration	Software/Written	November 2008
8	System Delivery and Acceptance Testing	Software/Written	December 2008
9	Fuel Site Conversions	Software/Written	April 2009
10	Cutover to Parallel Systems Operation	Written	Ongoing per site
11	Documentation	Written	Ongoing
12	System Training	Written/Training	Ongoing
13	System Implementation Cutover Process	Written	Ongoing
14	Project Close Out	Meeting	June 2009
15	Completion of Warranty Period	Meeting	June 2010

**STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION
AUTOMATED FUEL MANAGEMENT SYSTEM
CONTRACT 2008-009A-PART 2.1
CONTRACT AMENDMENT**

16	Maintenance	Annual Support	July 2010- June 2022
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Exhibit B: *Price And Payment Schedule*, of the Agreement is hereby amended as follows:

Amend Section 1. *Deliverable Payment Schedule* to include revisions to Table 1 *Activities, Deliverables, or Milestones Price and Payment Table* to reflect the addition of new deliverable dates and payment amounts as detailed below:

Table 1: Activity, Deliverable, or Milestone Price and Payment Table

Ref #	Activity, Deliverable, or Milestone	Deliverable Type	Projected Delivery Date	Payment Amount
1	Conduct Project Kickoff Meeting	Meeting	August 2008	
2	Project Work Plan/Schedule	Written	August 2008	
3	Software Development/Interfaces /Transition Plan	Written	August 2008	
4	Site Work Assessment/Plan	Written	September 2008	
5	System Software/Hardware Deliverables	Software	October 2008	20% of Project Management
6	System and Component Configuration /Conversion	Software/Written	October 2008	25% of Software Adaptation, and 85% of Mifare Proximity Tags, Mifare Proximity Tag Reader, Fuel Ring Programmer, VID Programmer and Spare Parts
7	Software Development and Integration	Software/Written	November 2008	
8	System Delivery and Acceptance Testing	Software/Written	December 2008	85% of FMS System, 60% of Software adaptation, and 40% of Project Management
9	Fuel Site Conversions (Per Site)	Software/Written	April 2009	Payment per site completion, 25% of Project Management after 20 sites
10	Cutover to Parallel Systems Operation	Written	Ongoing per site	
11	Documentation	Written	Ongoing	
12	System Training	Written/Training	Ongoing	
13	System Implementation Cutover Process	Written	Ongoing	
14	Project Close Out	Meeting	June 2009	
15	Completion of Warranty Period	Meeting	June 2010	15% Holdback
16	Maintenance	Annual Support	July 2010	\$22,500
17	Maintenance	Annual Support	July 2011	\$23,400
18	Maintenance	Annual Support	July 2012	\$24,336
19	Maintenance	Annual Support	July 2013	\$25,309

Initial all pages
Vendor Initials *SS*

STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION
AUTOMATED FUEL MANAGEMENT SYSTEM
CONTRACT 2008-009A-PART 2.1
CONTRACT AMENDMENT

20	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2014</i>	<i>\$26,322</i>
21	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2015</i>	<i>\$27,375</i>
22	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2016</i>	<i>\$38,304</i>
23	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2017</i>	<i>\$39,836</i>
24	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2018</i>	<i>\$41,429</i>
25	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2019</i>	<i>\$43,086</i>
26	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2020</i>	<i>\$44,809</i>
27	<i>Maintenance</i>	<i>Annual Support</i>	<i>July 2021</i>	<i>\$46,601</i>

Except as provided herein, all provisions of the Agreement shall remain in full force and effect. This modification shall take effect upon the approval date from the Governor and the Executive Council.

STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION
AUTOMATED FUEL MANAGEMENT SYSTEM
CONTRACT 2008-009A-PART 2.1
CONTRACT AMENDMENT

IN WITNESS WHEREOF, the parties have hereunto set their hands as of the day and year first above written.

Orpak USA, Inc.



Signature

Date:

05/11/2016

SALOMO SLOTWINER

Name

Title

PRESIDENT

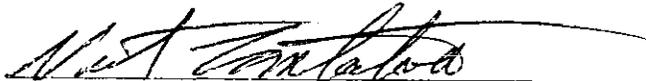
Corporate Signature Notarized:

STATE OF NEW JERSEY

COUNTY OF BERGEN

On this the 11TH day of MAY, 2016, before me, SALOMO SLOTWINER, the undersigned Officer SALOMO SLOTWINER personally appeared and acknowledged her/himself to be the PRESIDENT, of ORPAK USA INC., a corporation, and that she/he, as such SALOMO SLOTWINER being authorized to do so, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by her/himself as PRESIDENT.

IN WITNESS WHEREOF I hereunto set my hand and official seal.



Notary Public/Justice of the Peace

My Commission Expires: 11-17-16

Vito J. Cantatore
Notary Public, New Jersey
My Commission Expires 11-17-16

NH Department of Transportation

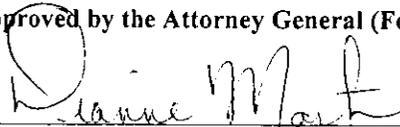


David Rodrigue
Director of Operations
NH Department of Transportation

Date:

5/17/16

Approved by the Attorney General (Form, Substance and Execution)



State of New Hampshire, Department of Justice

Date:

5/31/16

Approved by Governor and Council

Date:

Initial all pages

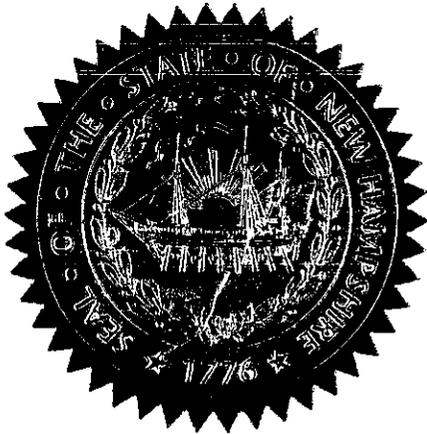
Vendor Initials SS

State of New Hampshire

Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that Orpak USA Inc. a(n) Delaware corporation, is authorized to transact business in New Hampshire and qualified on June 10, 2008. I further certify that all fees and annual reports required by the Secretary of State's office have been received.



In TESTIMONY WHEREOF, I hereto set my hand and cause to be affixed the Seal of the State of New Hampshire, this 10th day of May, A.D. 2016

A handwritten signature in cursive script, appearing to read "Wm Gardner".

William M. Gardner
Secretary of State

CERTIFICATE

I, Hemi Shtral, do hereby represent and certify that:

- (1) I am Director/Secretary of Orpak USA, Inc., a Delaware corporation (the "Corporation").
- (2) I maintain and have custody of and am familiar with the Seal and the minutes of the Corporation.
- (3) I am duly authorized to issue certificates with respect to the contents of such books.
- (4) The signature of Shlomo Slotwiner of this Corporation affixed to any contract instrument or document shall bind the corporation to the terms and conditions of the contract instrument or document.
- (5) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as Director/Secretary of the Corporation and have affixed its corporate seal this May 11, 2016.



Hemi Shtral - Director/Secretary
(SEAL)

STATE OF NEW JERSEY

COUNTY OF BERGEN

On this the 11 day of May 2016, before me,
Hemi Shtral, personally appeared and acknowledged her/himself
to be the Director/Secretary, of Orpak USA, Inc., a
Delaware Corporation, and that he, as such being authorized to do so,
executed the foregoing instrument.

IN WITNESS WHEREOF I hereunto set my hand and official seal.



Notary Public
State of New Jersey
Vito Cantatore
My Commission expires: Nov.17, 2016



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
03/25/2016

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

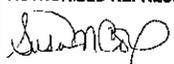
PRODUCER Brown and Brown Metro Inc P.O. Box 369 Roseland, NJ 07068-0369 Richard Adelson	CONTACT NAME: Richard Adelson
	PHONE (A/C, No, Ext): 973-549-1900 FAX (A/C, No): 973-549-1000
	E-MAIL ADDRESS: radelson@bbmetro.com
	INSURER(S) AFFORDING COVERAGE
INSURED ORPAK USA, Inc. 100 First Street, Suite 200 Hackensack, NJ 07601	INSURER A : Chubb Insurance Co. NJ NAIC # 20281
	INSURER B : Federal Insurance Co. NAIC # 20281
	INSURER C :
	INSURER D :
	INSURER E :
	INSURER F :

COVERAGES CERTIFICATE NUMBER: REVISION NUMBER:

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR			35875487	03/01/2016	03/01/2017	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ 10,000 PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 2,000,000 PRODUCTS - COM/PROP AGG \$ 1,000,000 Emp Ben. \$ 1,000,000 COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
	GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:						
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS						
A	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE			79868153	03/01/2016	03/01/2017	EACH OCCURRENCE \$ 1,000,000 AGGREGATE \$ 1,000,000 DED <input checked="" type="checkbox"/> RETENTION \$ 10000 \$
A	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N <input checked="" type="checkbox"/> N	N/A	71734583	03/01/2016	03/01/2017	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

CERTIFICATE HOLDER	CANCELLATION
NHDEPTO NH Dept. of Transportation Labor Compliance Unit 95 Pleasant Street Concord, NH 03302-0483	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE 

NEW JERSEY CERTIFICATE OF INSURANCE

This certificate is issued for informational purposes only. It certifies that the policies listed in this document have been issued to the Named Insured. It does not grant any rights to any party nor can it be used, in any way, to modify coverage provided by such policies. Alteration of this certificate does not change the terms, exclusions or conditions of such policies. Coverage is subject to the provisions of the policies, including any exclusions or conditions, regardless of the provisions of any other contract, such as between the certificate holder and the Named Insured. The limits shown below are the limits provided at the policy inception. Subsequent paid claims may reduce these limits.

Certificate Holder: NH DEPT OF TRANSPORTATION - LABOR COMPLIANCE UNIT 7 HAZEN DR CONCORD, NH USA 03302	Named Insured: ORPAK USA INC 100 1ST ST STE 200 HACKENSACK NJ 07601
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Automobile Liability			
Insurer Name: Allstate Insurance Company			
Policy Number: 048763572			
<input type="checkbox"/> 1 -- Any Auto	<input type="checkbox"/> 2 -- Owned Autos Only	<input type="checkbox"/> 3 -- Owned Priv. Pass. Autos Only	
<input type="checkbox"/> 4 -- Owned Autos Other Than Priv. Pass. Autos Only	X	<input type="checkbox"/> 5 -- Owned Autos Subject to No Fault	<input type="checkbox"/> 6 -- Owned Autos Subject to a Compulsory UM Law
X <input checked="" type="checkbox"/> 7 -- Specifically Described Autos	X	<input type="checkbox"/> 8 -- Hired Autos Only	X <input checked="" type="checkbox"/> 9 -- Nonowned Autos Only
Policy Effective Date : 01-01-2016		Policy Expiration Date: 01-01-2017	
Limits of Insurance:	\$2,000,000	Combined Single Limit (each accident)	
	BI Per Person	BI Per Accident	PD Per Accident
Description of Operations/Locations/Vehicles/Endorsements/Special Provisions			
Interested Party Type: Additional Insured - All Other			
THIS CERTIFICATE DOES NOT GRANT ANY COVERAGE OR RIGHTS TO THE CERTIFICATE HOLDER. IF THIS CERTIFICATE INDICATES THAT THE CERTIFICATE HOLDER IS AN ADDITIONAL INSURED, THE POLICY(IES) MUST EITHER BE ENDORSED OR CONTAIN SPECIFIC LANGUAGE PROVIDING THE CERTIFICATE HOLDER WITH ADDITIONAL INSURED STATUS. THE CERTIFICATE HOLDER IS AN ADDITIONAL INSURED ONLY TO THE EXTENT INDICATED IN SUCH POLICY LANGUAGE OR ENDORSEMENT.			

Producer: DANIEL DALY	
Authorized Representative:	Date: 11-20-15

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THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

DESIGNATED INSURED FOR COVERED AUTOS LIABILITY COVERAGE

This endorsement modifies insurance provided under the following:

AUTO DEALERS COVERAGE FORM
BUSINESS AUTO COVERAGE FORM
MOTOR CARRIER COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by this endorsement.

This endorsement identifies person(s) or organization(s) who are "insureds" for Covered Autos Liability Coverage under the Who Is An Insured provision of the Coverage Form. This endorsement does not alter coverage provided in the Coverage Form.

This endorsement changes the policy effective on the inception date of the policy unless another date is indicated below.

Named Insured: ORPAK USA INC
Endorsement Effective Date: 01-01-2016

SCHEDULE

Name Of Person(s) Or Organization(s): NH DEPT OF TRANSPORTATION - LABOR COMPLIANCE UNIT 7 HAZEN DR CONCORD, NH USA 03302
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

Each person or organization shown in the Schedule is an "insured" for Covered Autos Liability Coverage, but only to the extent that person or organization qualifies as an "insured" under the Who Is An Insured provision contained in Paragraph **A.1.** of Section **II** - Covered Autos Liability Coverage in the Business Auto and Motor Carrier Coverage Forms and Paragraph **D.2.** of Section **I** - Covered Autos Coverages of the Auto Dealers Coverage Form.





G&C Approved Aug. 13, 2008
 Agenda # 177

July 28, 2008

His Excellency, Governor John H. Lynch
 and the Honorable Council
 State House
 Concord, New Hampshire 03301

Bureau of Fuel Distribution

REQUESTED ACTION

Authorize the Department of Transportation to enter into a contract with Orpak USA, Inc. (Vendor Code #135440) of Hackensack, New Jersey, 07601, in the amount of \$1,810,431.00 for the purpose of upgrading and updating the Department's computer software based Fuel Management System effective upon Governor and Council approval through June 30, 2016.

Funds are available in the following accounts for State Fiscal Year (SFY) 2009 and are anticipated to be available in SFY 2010 through SFY 2016 upon the availability and continued appropriation of funds in future operating and capital budgets as follows with authority to adjust encumbrances in each of the State fiscal years through the Budget Office, if needed and justified:

SFY	Account Number	Description	Amount
2009	030-096-0561-034-0151	100% Capital Funds	\$800,000.00
2009	015-096-3005-030-0305	100% Highway Funds	\$50,000.00
2009	015-096-3005-030-0311	100% Highway Funds	\$960.00
2009	015-096-3198-048-0226	100% Agency Income	\$111,134.00
2009	030-096-0558-034-0151	100% Capital Funds	\$122,067.00
2009	030-096-0559-034-0151	100% Capital Funds	\$77,028.00
2010	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$22,500.00
2011	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$23,400.00
2012	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$24,336.00
2013	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$25,309.00
2014	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$26,322.00
2015	015-096-3198-024-0230	100% Agency Income Software support and maintenance	\$27,375.00
XXXX 2011	030-096-XXXX-XXX-XXXX 135440-31-0100	Capital Budget (to be determined)	\$500,000.00
TOTAL:			\$1,810,431.00

EXPLANATION

The Department of Transportation seeks to procure services to provide and install a new Fuel Management System (FMS) that would include hardware, operating system, database, and proprietary fuel management software, to either replace or upgrade current components of an existing 20+ year-old Fuel Distribution System. New system components would include:

- Thirty-three (33) fully automated fuel sites including Tank Level Sensor (TLS) devices with technological capabilities to send environmental alarms and interface to the Fuel Management System (FMS).
- One (1) Compressed Natural Gas (CNG) fully automated fuel site with technological capabilities to interface to the Fuel Management System (FMS).
- Three (3) partially automated high volume fuel sites with the capability of capturing fuel transactions and transmitting totalizers and dipstick readings; and
- Automated solutions to upgrade twenty (20) existing non-automated, manual sites with interfaces into the Fuel Management System. These manual sites are currently a key lock system and are manually controlled when communicating with the central computer.

The vendor will be responsible for all aspects of the project, including, but not limited to: the design, development, installation, implementation, testing, training, and support of the automated Fuel Management System. Work includes site preparation and installation of fuel control terminals, modification, and configuration of tank level sensing equipment, and services to include software customization for the automated Fuel Management System and the development of new inbound and outbound interfaces with other State applications (NH FIRST and Fleet Management).

The current existing Fuel Distribution System consists of outdated hardware, software, dial-up telecommunication, fuel tanks, tank level sensing equipment, fuel pumps and piping, fuel control terminals, phone lines, modems, and a central computer system running proprietary software that is no longer able to be supported due to system limitations and an inability to procure hardware replacement parts.

The vendor selection process employed by the DOT for this contract is in accordance with RSAs 21-I:22, 21-I:22-c and 21-I:22-d, and all applicable Federal laws. The DOT received State approval to release RFP 2008-009, Automated Fuel Management System, in January 2008.

A long list of consulting firms was developed from a Request for Information, which the Department had previously released, requesting information on what was available for Fuel Management System software. The following firms expressed interest and submitted formal proposals:

<u>Consultant Firm</u>	<u>Office Location</u>
CoenCorp Consultant Corporation, Inc.	Brossard, Quebec
Maximus Asset Solutions	Wayne, PA
Multiforce Systems Corporation	Princeton, NJ
Orpak USA, Inc.	Hackensack, NJ
Syn-Tech Systems, Inc.	Tallahassee, FL
Trak Engineering, Inc.	Tallahassee, FL
U-Con Systems Corporation	Lynwood, WA
EJ Ward, Inc.	San Antonio, TX

A vendor conference was held on February 5, 2008 to review the scope of work outlined in the RFP and provide vendors an opportunity to ask questions or clarify overall requirements. The proposals subsequently were received on March 17, 2008 and firms were then rated based upon the selection criteria contained within the RFP, their formal presentations, and the findings from hands-on demonstrations to the Selection Committee. The Selection Committee consisted of the William Dusavitch, Fuel Distribution Supervisor (2 years of experience in Fuel Distribution), Barbara Tors, a Business Systems Analyst, (10 years of experience in Fuel Management), Willard Campbell, the Mechanical Services Assistant Administrator, (5 years experience in Fleet Management, 36 years with the Department of Transportation), Leo Gerrior, an OIT Technical Support Specialist, (14 years experience in Information Technologies), and Dane Prescott, the IT Leader for the Office of Information Technology at the Department of Transportation, (34 years of experience in Information Systems).

Criteria For Selection	Relative Weight
Proposed Fuel Management System Solution	40%
Vendor Technical, Service and Project Management Expertise	10%
Vendor Company Qualifications – Background, Staffing Qualifications and Experience	10%
Solution Cost (Rates and Pricing)	40%
Total Weight	100%

Total Points 1000

Firm	Score as rated by Selection Committee 1000 Possible Points	Overall Rank
Orpak USA	782.4	1
EJ Ward	697.0	2
Coencorp	692.2	3
MultiForce	661.2	4
U-Con	539.4	5
Trak	518.0	6
Syn-Tech	507.0	7
Maximus	492.8	8

Orpak USA, Inc. was selected and is highly regarded in the field of Fuel Management Systems (FMS). Their FMS software has been implemented worldwide in 30 countries with more than 9,500 fuel stations and 1.8 million vehicles.

The benefits of FMS to the Department will be an improved Fuel Management System, improved tank level sensors, increased reliability, real-time data availability, expandability (customers and sites), elimination of social security numbers as a controlling data field, and ability for automation of fuel sites that are currently manual key lock systems resulting in a better-managed system. This should directly provide an ability to improve environmental conditions at all automated fueling locations and improve accounting at all fueling locations.

Purchase of the proposed products and services meets the Department's critical business needs and provides the following key services:

- Fuel Management Software licensing - FuelOMat Enterprise edition at central office,
- Database conversion services – existing EJ Ward system to Orpak FuelOMat,
- Fuel Site Subsystem – SiteOmat at 36 automated field locations,
- Fueling Access Devices – Mifare tags are contact-less keys allowing fuel site authorization and a Vehicle Bus Information System that provides vehicle authorization and vehicle diagnostic information,
- Ongoing software support, telephone support, and maintenance services for 6 years beyond the initial one year warranty period.

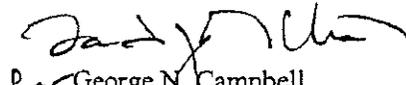
Orpak USA, Inc. has agreed to furnish the required services, including six (6) years of maintenance, for a total amount not-to-exceed \$1,810,431. Of this \$1,810,431 contract amount, \$77,028 (account 030-096-0559-034-0151) is for new fuel control terminals to be paid out of existing fueling site reconstruction contracts, previously approved by the G&C on March 26, 2008, Items #173, #174, and #181. The hourly rates, software, and annual software maintenance and technical support expenses are commensurate with the complexity and the scope of engineering and technical services to be furnished. The Department believes such a contract would provide the least cost method to acquire these services and would result in the best product for the State.

The contract would be in effect from the date of Governor and Council approval through June 30, 2016. The Fuel Management System project is included as initiative - #8, Fuel Replacement System, in the Agency's Information Technology Plan (AITP). The AITP was submitted to the Office of Information Technology on February 4th, 2008.

The agreement has been approved by the Attorney General as to form and execution. The Department has certified that the necessary funds are available for SFY 2009. Copies of the fully executed Agreement are on file at the Secretary of State's Office and the Department of Administrative Services. Subsequent to Governor and Council approval, the Agreement will be on file at the DOT.

Your approval of this resolution is respectfully requested.

Sincerely,


for George N. Campbell
Commissioner