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THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



Victoria F. Sheehan
Commissioner

William Cass, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
June 5, 2020

REQUESTED ACTION

The Department of Transportation requests placing this item on the Consent Calendar.

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), Vendor #267136. This amendment is to restructure the schedule for deliverables, payment of project delivery and Key Performance Indicators of the Contract effective July 1, 2020 to June 30, 2021. There is no additional cost as a result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 20, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an Amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California, Item # 16, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2018.

On May 16, 2018, Governor and Council approved an Amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item # 19A, for Cubic to become the Merchant of Record to be effective through June 30, 2021.

On July 27, 2018, Governor and Council approved an Amendment #3 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5B, for the restructure of

the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

On December 19, 2018, Governor and Council approved an Amendment #4 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5D, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

On June 19, 2019, Governor and Council approved an amendment #5 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #102, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through December 31, 2019.

On January 22, 2020, Governor and Council approved an amendment #6 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #31, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2020.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the continuation of the restructured contract in FY 21 for the implementation of the Back Office System (BOS), including additional Work Orders described below and updated the projections on their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.

In addition, the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-in-Centers.

The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. Several Contract Amendments restructured the contract with the initial BOS functionality approximately 60% with a goal to complete all the remaining deliverables and the BOS up to 100% functionality by the end of FY 2020. Additionally, the project delivery and Operation and Maintenance payment schedules were modified to reflect the estimated 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality by CY 2020 as described below.

Cubic will complete all the required Design Deliverables (Documentation, Manuals, testing) as required in the original contract to obtain Provisional Final System Acceptance through Phase IIIC by June 30, 2020 as described in the Contract Amendment. The amendment also describes the Final System Acceptance Phase IIID consisting of submittal of the Final System Design Document and DMV Hold Automation with Massachusetts and Maine. This work shall be completed by December 31, 2020. The Contract Amendment also includes the removal of a portion of the Design /Build requirement of the original contract for the work associated with General Ledger – GL data generation and validation, Lawson interface, trial balance implementation and associated KPI's. The savings for the removal of this scope of work is \$181,815.27 as described within the amendment.

The Operations and Maintenance cost will revert back to the Original Contract layout including Walk-in-Center and SOC 1 audit. Pass-Through costs have been increased due to an increase in Credit Card fee rate in combination with the increase in number of accounts and postage costs (as a result of additional accounts, increase in correspondence and increase in number of unpaid transactions (invoices) received for the Toll Lane system including Open Road Tolling).

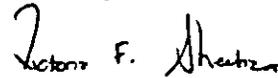
This amendment also includes three additional work orders: 1) Public Awareness Campaign promoting a Mobile Application, Cash Payment Network and to inform the public about the benefits of E-ZPass, which will primarily target the Dover –Rochester area in advance of the future AET implementation on the Spaulding Turnpike; 2) Software adjustments to accommodate E-ZPass Group (IAG) Specification file changes to support interoperability with other regionals in the USA; and 3) Software adjustments to allow the implementation of charging customers postage fees for the mailing of transponders.

The total contract cost will not exceed the amount specified in the original contract.

The amendment has been approved by the Attorney General as to form and execution. Funding for FY 2021 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,



Victoria F. Sheehan
Commissioner

Attachments



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/doi

Denis Goulet
Commissioner

June 9, 2020

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), of San Diego, California, as described below and referenced as DoIT No. 2015-068 Amendment G.

The purpose of this amendment is to restructure the schedule of deliverables, payment of project delivery and Key Performance Indicators of the contract effective July 1, 2020 to June 30, 2021. There is no additional cost as a result of this amendment.

This amendment shall become effective upon Governor and Executive Council approval through June 30, 2021.

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

Sincerely,



for

Denis Goulet

DG/ik
DOT 2015-068G

cc: Charlie Burns



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



William Cass, P.E.
Assistant Commissioner

May 26, 2020

Denis Goulet
Commissioner
Department of Information Technology
27 Hazen Drive
Concord, NH 03301

Requested Action and Explanation

It is requested that the Department of Transportation (NHDOT) amend the current contract with Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) DOT 2015-068 Turnpikes Back Office System vendor

Explanation

This amendment is to:

- Restructure the schedule for deliverables, payment of project delivery and Key Performance Indicators of the Contract effective July 1, 2020 to June 30, 2021. There is no additional cost as result of this amendment.
- Change the Cubic Project manager.

The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

CAT#-DEPTH#-AGENCY#-ACTIVIT#- ACCOUNTING UNIT #- DEPT NAME- AGENCY NAME -ACCOUNTING UNIT NAME CLASS- OBJECT - DESC	FY22
04-096-961017-7050 -020 current expense	\$ 2,625,996.14
04-096-961017-7050-102 contracts for program service	\$ 10,042,559.74
Fiscal Year Totals	\$12,668,555.88
Total	\$12,668,555.88



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



William Cass, P.E.
Assistant Commissioner

CONTACT PERSON:

Renee Dupuis
Department of Transportation
Bureau of Turnpikes
Tel: (603) 485-3806
Fax: (603) 485-2107
Cell: (603) 848-7481
renee.dupuis@dot.nh.gov

CERTIFICATION

The undersigned hereby certify that the information provided in this document and any attachments is complete and accurate and that alternatives to the solution defined in this document have been appropriately considered.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Charles Burns".

Charles Burns
IT Leader – Transportation, DoIT at NHDOT

Approved by:

A handwritten signature in black ink, appearing to read "Victoria F. Sheehan".

Victoria F. Sheehan
Commissioner
Department of Transportation

RFP/Contract Number: DOT 2015-068 G

cc: DoIT Representative – Charles Burns
DoIT Contracts and Procurements Manager – Irene Koffink@doit.nh.gov

STATE OF NEW HAMPSHIRE
Department of Transportation
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RFP 2015-068
Back Office Systems to Support Electronic Tolling, Video
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CONTRACT AMENDMENT 7

This Seventh Contract Amendment ("Seventh Amendment") is entered into this ____ day of ____, ____, by and between the State of New Hampshire, acting by and through the New Hampshire Department of Transportation, (hereinafter referred to as "Department") and Cubic Transportation Systems, Inc. ("Cubic"), collectively referred to as ("the Parties").

WHEREAS, pursuant to an Agreement approved by Governor and Council, as a result of Back Office Systems (BOS) Request for Proposal, on October 7, 2015, (herein after referred to as the "Agreement"), Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) agreed to supply certain services upon the terms and conditions specified in the Agreement and the Department of Transportation (hereinafter referred to as the "Department") acting for the benefit of the Agency, agrees to manage the BOS and E-ZPass Customer Service Center Program;

WHEREAS, pursuant to Provision 19.7 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 Council;

WHEREAS, the Governor and Council approved an amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on October 25, 2017 Item # 16, to be effective through June 30, 2018;

WHEREAS, the Governor and Council approved an amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on May 16, 2018 Item # 19A, to be effective through June 30, 2021;

WHEREAS, the Governor and Council approved an amendment #3 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on July 27, 2018 Item #5B, to be effective through June 30, 2019;

WHEREAS, the Governor and Council approved an amendment #4 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on December 19, 2018 Item #5D to be effective through June 30, 2019;

WHEREAS, the Governor and Council approved an amendment #5 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on June 19, 2019 Item #102 to be effective through December 31, 2019;

WHEREAS, the Governor and Council approved an amendment #6 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California on January 22, 2020 Item #31 to be effective through June 30, 2020;

WHEREAS, the Parties now wish to amend the Agreement as set forth in this Seventh Amendment;

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Cubic Transportation Systems, Inc. Initials

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Cubic Amendment 5 Contract Extension

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WHEREAS, Cubic and the Department have agreed to amend the Agreement in certain respects:

NOW THEREFORE, in consideration of the foregoing, and the covenants and conditions contained in the Agreement and set forth herein, the parties hereto do agree as follows:

1. General Provisions- Section 1.1 Contract Documents is hereby amended to add the following:

a. Contract Amendment 7

2. General Provisions- Section 1.2 Order of Precedence is hereby deleted and replaced as follows:

In the event of a conflict among any of the provisions in this agreement, following Order of Precedence shall apply:

1. Contract Amendment 7;
2. Contract Amendment 6;
3. Contract Amendment 5;
4. Contract Amendment 4;
5. Contract Amendment 3;
6. Contract Amendment 2;
7. Contract Amendment 1;
8. The State of New Hampshire, Department of Transportation Contract 2015-068 (resulting Contract from the RFP, once executed).
9. The State of New Hampshire Terms and Conditions, as stated in Appendix H of the RFP.
10. Final State Responses to Vendor Inquiries to RFP 2015-068.
11. RFP 2015-068 Back Office Systems to Support Electronic Tolling, Video Tolling and Violation processing dated December 9, 2014 with related attachments, appendices, and Addendum #1.
12. Cubic Proposal including interview presentation material and response to State's questions to RFP 2015-068.

3. General Provisions-Section 3.1 Cubic Contract Manager is hereby deleted and replaced as follows:

Cubic shall assign a Contract Manager who shall be responsible for all Contract authorization and administration. Cubic's Contract Manager is:

Cindy Adamos
Cubic Transportation Systems, Inc.
Tel: (858) 505-2787
Mobile: (858) 342-7942
Email: CINDY.ADAMOS@cubic.com

4. General Provisions-Section 3.25 is hereby deleted and replaced as follows:

Cubic Project Managers are:

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Cubic Transportation Systems, Inc. Initials

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Cubic Amendment 7 Contract Extension
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Back Office Systems to Support Electronic Tolling, Video
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CONTRACT AMENDMENT 7

Gillian Dirckze
 Tel: +1 (512) 550-1583
 Email: Gillian.Dirckze@cubic.com

5. General Provisions-Section 3.3.3.1 is hereby deleted and replaced as follows:

Cubic Key Project Staff shall consist of the following individuals in the roles identified below:

Key Members	Title
Gillian Dirckze	Project Manager
Chris George	Software Manager
Chris George	Data Migration Manager
Leandro Tenaglia	IT Manager
Balajee Vijayanagaram	Systems Test Engineering Manager
Andrew Mouw	Finance Manager
Garv Salwan	Back Office Operations Manager
Kurt Post	QC/QA Manager

6. General Provisions-Section 3.4 State Contract Manager is hereby deleted and replaced as follows:

Renee Dupuis Department of Transportation Bureau of Turnpikes Tel: (603) 485-3806 Fax: (603) 485-2107 Cell: (603) 848-7481 renee.dupuis@dot.nh.gov	US Mail: PO Box 2950 Concord NH 03302-2950 UPS, DHL, Federal Express (etc.): 36 Hackett Hill Road Hooksett NH 03106
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7. General Provisions-Section 3.5 State Project Manager is hereby deleted and replaced as follows:

The State shall assign a Project Manager. The State Project Manager's duties shall include the following:

- a. Leading the Project;
- b. Engaging and managing Cubic and NHDOT;
- c. Managing significant issues and risks.
- d. Reviewing and accepting Contract Deliverables;
- e. Invoice sign-offs;
- f. Review and approval of change proposals; and
- g. Managing stakeholders' concerns.

The State Project Manager is:

Renee Dupuis
 Department of Transportation
 Bureau of Turnpikes

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8. General Provisions-Section 17 Dispute Resolution Responsibility and Schedule Table is hereby deleted and replaced as follows:

LEVEL	CONTRACTOR	STATE	CUMULATIVE ALLOTTED TIME
Primary	Gillian Dirckze Cubic Project Manager (PM)	Renee T. Dupuis State Project Manager (PM)	5 Business Days
First	Cindy Adamos Cubic Director Contracts	John W. Corcoran, Jr. Administrator	10 Business Days
Second	Kay Maloney Cubic Vice President & General Manager, Americas	Victoria F. Sheehan Commissioner	15 Business Days

9. Exhibit A Section 2 Deliverables, Milestones, and Activities Schedule is hereby amended to add the following:

Phase III-A Provisional Go-Live (Completed) – Phase III-A shall be defined as the period of operation from Go-Live on March 24, 2017 up to the effective date of Contract Amendment 1. The Parties agree that, pursuant to the terms of the Agreement, payments for Operations & Maintenance have not been made to Cubic for this Phase due to the incomplete design and build of the BOS. The Parties further agree that the Department, in its sole discretion, has made payments to Cubic for pass through costs actually incurred during this period in accordance with the terms of the Agreement. Additionally, the Parties agree that no further Operations & Maintenance payments are owed to Cubic for this Phase. Finally, the Parties agree that Key Performance Indicators (KPI) have not been implemented during this phase based on the incomplete design and build of the BOS.

Phase III-B Stabilization (Completed) – The Parties agree that the BOS has reached 60% (as of October 2017) of intended BOS functionality at the conclusion of Phase III-A. During Phase III-B, Cubic implemented Spirals 1-7 including 7A and 8 which comprised of programming enhancements to bring the BOS functionality to 80%. Payments for the Design & Build of this Phase were made in accordance with Table 1.5. Project Delivery Detail Cost Phase I –III-A-D.

Phase III-C Post-Stabilization – During this period Cubic has implemented Spirals 9, 11 & 12 and shall complete all the punch list items from all Spirals or other deficiency, and all deliverables noted in Table 2.1. Design/Testing/Implementation bringing the BOS functionality from 80% to 100% by June 30, 2020. Payments for Design & Build of this Phase were made in accordance with Table 1.5. Project Delivery Detail Cost Phase I –III A-D

Phase III-D Final Acceptance – Based on the completion and acceptance of Phase III-C Post-Stabilization the State shall grant Provisional Final Acceptance on July 1, 2020 allowing Cubic to begin Operations and

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Maintenance payments per the Original contract as noted under Table 1.6.5 Operational Cost FY 21 included herein.

If Phase I-III C, is not completed and accepted by June 30, 2020, pursuant to the terms of the Original Contract, Cubic shall not receive any Operations and Maintenance (O&M) payments beginning July 1, 2020 forward until Phase I-III C is complete. These O&M payments will be retroactive after completion and acceptance of Phase I-III C Deliverables. The Contractor can request an extension beyond July 1, 2020 if additional time is required due to circumstances outside of its control. Such request for an extension will not be unreasonably denied.

The Parties further acknowledge and agree that the scope of work associated with Spiral 10 (General Ledger – GL data generation and validation, Lawson interface, trial balance implementation and KPI's 38 & 39 per table C-9 Key Performance Indicators for FY2020) is hereby removed from the Contract and Exhibit M – NHDOT RFP 2015—68 (With Addenda Incorporated). The cost of the removed scope of work described herein shall be deducted from payment owed by the Department under Table 1.5. Project Delivery Detail Cost Phase I –III A-D. The final amount deducted to the Department shall be \$181,815.27.

Final Acceptance of Phase III-D shall be completed by December 31, 2020 and will be granted once the following items are completed:

- Final System Design Documents
- DMV Hold Automation

Payments for Final Acceptance Phase shall be made in accordance with Table 1.5. Project Delivery Detail Cost Phase I –III A-D. Any defect not identified in the Punch List pertaining to the items identified during Final Acceptance of Phase III-D and will be mutually reviewed, defect classification agreed and only Class A Deficiencies will be added to the Punch List. All other defects identified will be handled and tracked as part of the software and firmware maintenance under Operation and Maintenance.

Pursuant to the terms of the Original Contract, Cubic shall not receive any Operations and Maintenance (O&M) payments beginning January 1, 2021 forward until Phase III-D is complete. These O&M payments will be retroactive after completion and acceptance of Phase III-D Deliverables. The Contractor can request an extension beyond January 1, 2021 if additional time is required due to circumstances outside of its control. Such request for an extension will not be unreasonably denied.

Nothing contained herein shall be construed to relieve Cubic of any scope of work or deliverables within the Agreement.

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10. Exhibit A Section 2.1 Design/Implementation/Testing is hereby amended by replacing Table 2.1 Design/Implementation/Testing with the table below.

2.1 Design/Implementation/Testing

Item No.	Deliverable/Milestone	Deliverable Type	Projected Delivery Date
1	Notice to Proceed/Performance Bond		Completed
2	Project Schedule (Baseline)	Written	Completed
3	Final Project Management Plan	Written	Completed
4	Final Implementation and Transition Plan	Written	Completed
5	Requirements Trace Document	Written	Completed
6	Draft Business Rules Document	Written	Completed
7	Draft Interface Control Documents	Written	Completed
8	Final Data Migration Plan	Written	Completed
9	Preliminary System Design Document	Written	Completed
10	Final Master Test Plan	Written	Completed
11	Final Interface Control Documents	Written	Completed
12	Final System Design Document	Written	Phase III-D
13	Final Go-Live Plan	Written	Completed
14	Final Business Rules Document	Written	Completed
15	Draft Standard Operating Procedures	Written	Completed
16	Draft Reports Manual	Written	Completed
17	Final Suspension of Operations Plan	Written	Completed
18	Draft User Manuals	Written	Completed
19	Final Disaster Recovery Plan & Business Continuity Plan	Written	Completed
20	Final Training Plan	Written	Complete
21	Final User Manuals	Written	Phase III C
22	Final Reports Manual	Written	Phase III C
23	Final Standard Operating Procedures	Written	Phase III C
24	Initial System Test Completion*	Written/Test	Removed
25	Interface & Commissioning Test Completion/Final Acceptance* AKA End to End Testing	Written/Test	Phase III-D
26	Data Migration & Go-Live Completion*		Completed
27	Final Acceptance*		Phase III-D
28	Retainage Released**	5.00%	Phase III-D

*Completion shall be based on approval by NHDOT

**Retainage Released after all final items, including satisfactory completion of all documentation, punch list issues are delivered, approved and closed.

*Final due dates will be set based on Cubic Project Schedule approved by NHDOT.

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11. Exhibit B Section 1.2 Cost Summary Details is hereby amended by replacing Table 1.2 Cost Summary Details with the table below.

Description	Contract Item Total
Project Delivery Costs - Phases I-III A-D	
Table 1.3-Design, Development & Implementation	\$9,201,598.00
Table 1.4-Walk-In-Center Setup Cost	\$298,402.00
Project Delivery Phase I - III A-D Total Costs*	\$9,500,000.00
* See Table 1.5 Project Delivery Detail Cost Phase I –III A-D for Spiral 10 reduction in cost	
Operational Costs - Fiscal Year 2021	
	Table 1.6.5
Operational Costs	\$ 7,519,982.86
Pass Through Costs ¹	\$ 4,181,097.18
End of Term Transition & Data Migration Support	\$ 225,000.00
E-ZPass Group Specification file change	\$ 432,600.00
Public Awareness Campaign	\$ 70,000.00
Public Awareness Campaign-Printing, Delivery/Mailing ¹	\$ 60,000.00
Transponder Postage	\$ 85,000.00
Sub-Total Operational Costs	\$ 12,573,680.04

¹ Pass-through amounts are budgetary estimates

Exhibit B of the Agreement, Section 1.2 Summary Cost Detail is hereby replacing the payment structure Table 1.5 Project Delivery Detail Cost Phase I – III under this section with the following table. This modifies the deliveries and milestones to reflect the actual status of the project. The changes result in no increase to the Contract costs.

Table 1.5 Project Delivery Detail Cost Phase I - III A-D

	Deliverable/Milestone	Payment Amount	Cum Pay/Amt
Total Cost Phase I - III A-D		\$9,500,000.00	
Initial Project Startup		16%	
1	Notice to Proceed/Performance Bond	\$451,250.00	\$451,250.00
2	Project Schedule (Baseline)	\$90,250.00	\$541,500.00
Phase III A Provisional Go-Live		39%	
6	Draft Business Rules Document	\$451,250.00	\$992,750.00

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7	<i>Draft Interface Control Documents</i>	\$180,500.00	\$1,173,250.00
8	<i>Final Data Migration Plan</i>	\$180,500.00	\$1,353,750.00
14	<i>Final Business Rules Document</i>	\$180,500.00	\$1,534,250.00
20	<i>Final Training Plan</i>	\$180,500.00	\$1,714,750.00
24	<i>Initial System Test Completion</i>	\$0.00	\$1,714,750.00
NEW	Provisional Go-Live	\$451,250.00	\$2,166,000.00
26	<i>Data Migration & Go-Live Completion</i>	\$722,000.00	\$2,888,000.00
16	<i>Draft Reports Manual</i>	\$180,500.00	\$3,068,500.00
NEW	RTM requirements deployed in production.	\$1,173,250.00	\$4,241,750.00
Phase III B) Stabilization (including documentation)		31%	
9	<i>Preliminary (Go-Live) System Design Document</i>	\$270,750.00	\$4,512,500.00
3	<i>Final Project Management Plan</i>	\$225,625.00	\$4,738,125.00
10	<i>Final Master Test Plan</i>	\$225,625.00	\$4,963,750.00
11	<i>Final Interface Control Documents</i>	\$180,500.00	\$5,144,250.00
5	<i>Requirements Trace Document</i>	\$90,250.00	\$5,234,500.00
4 & 13	<i>Final Implementation and Transition Plan (including Go-Live Plan)</i>	\$451,250.00	\$5,685,750.00
26	<i>Data Migration & Go-Live Completion</i>	\$180,500.00	\$5,866,250.00
18	<i>Draft User Manuals</i>	\$180,500.00	\$6,046,750.00
19	<i>Draft Disaster Recovery Plan & Business Continuity Plan</i>	\$90,250.00	\$6,137,000.00
23	<i>Draft Standard Operating Procedures</i>	\$270,750.00	\$6,407,750.00
NEW	Stabilization OST AKA Mini End to End Testing (regression + new functionality)	\$361,000.00	\$6,768,750.00
NEW	Stabilization Functionality per RTM Go-Live	\$451,250.00	\$7,220,000.00
Phase III C) Post-Stabilization (including documentation)		16%	
19A	<i>Final Disaster Recovery Plan & Business Continuity Plan</i>	\$90,250.00	\$7,310,250.00
21	<i>Final User Manuals</i>	\$270,750.00	\$7,581,000.00
NEW	Post-Stabilization Spirals 8-9	\$180,500.00	\$7,761,500.00
22	<i>Final Reports Manual</i>	\$90,250.00	\$7,851,750.00
23A	<i>Final Standard Operating Procedures</i>	\$180,500.00	\$8,032,250.00
NEW	Post-Stabilization Spirals 11-12	\$36,000.00	\$8,068,250.00
17	<i>Final Suspension of Operations Plan</i>	\$180,500.00	\$8,248,750.00
25 & 27	<i>Final Acceptance/Interface & Commissioning Test Completion AKA End to End Testing</i>	\$451,250.00	\$8,700,000.00



STATE OF NEW HAMPSHIRE
Department of Transportation
Bureau of Turnpikes
RFP 2015-068

**Back Office Systems to Support Electronic Tolling, Video
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CONTRACT AMENDMENT 7**

Phase III: D - Final Acceptance		8%	
NEW	Spiral 10 - General Ledger and NH First Integration	\$54,250.00	\$8,754,250.00
12	Final System Design Document	\$270,750.00	\$9,025,000.00
28	Retainage Released	\$475,000.00	\$9,500,000.00
Spiral 10 Reduction from Retainage Release			
28	Retainage Released	\$475,000.00	
NEW	Spiral 10 - General Ledger and NH First Integration D&B Payment	\$54,250.00	
NEW	Spiral 10 - General Ledger and NH First Integration Program Requirement Removal	(\$181,815.27)	(\$127,565.27)
NEW	Revised Retainage Released Reduction due to Removal of Spiral 10	\$475,000.00	\$347,434.73

12. Exhibit B Section 1.6 Cubic Operational Cost is hereby amended by replacing Table 1.6.5 Cubic Operational Cost for FY 21 with the table below.

Table 1.6.5: Cubic Operational Costs FY 2021

YEAR: FY 21						
DESCRIPTION	COMMENT	UNIT	Unit Cost	Est Qty	Months	Cost
Pre-Paid: E-ZPass Account Maintenance						
Fixed Monthly Costs including IAG Reciprocity Activities (0 to 400,000 accounts)	Fixed Monthly Price	Mo.	\$ 220,642.82	1	12	\$ 2,647,713.84
Variable Monthly Cost including IAG Reciprocity Activities (above 400,000 accounts)	Variable Monthly Price (\$/Month/Unit of	Mo.	\$ 1,264.78	27	12	\$ 407,259.16
Pre-Paid: License Plate Account Maintenance						
Fixed Monthly Cost for Pre-Paid License Plate Accounts (0 to 2,000 accounts) (excluded from I-Tolls)	Fixed Monthly Price	Mo.	\$ 1,178.09	1	12	\$ 14,137.08
Variable Monthly Cost for Pre-Paid License Plate Accounts (above 2,000 accounts)	Variable Monthly Price (\$/Month/Unit of 1,000)	Mo.	\$ 252.96	3	12	\$ 6,576.96
Post-Paid: Account (Invoice/Violation) License Plate Processing						
Fixed Monthly Cost for First 20,000 invoice including payment processing & posting	Fixed Monthly Price	Mo.	\$ 64,826.05	1	12	\$ 777,912.60
Variable Monthly Cost for First Invoice including payment processing & posting (above 20,000 invoices)	Variable Monthly Price (\$/Month/Unit of 5,000)	Mo.	\$ 11,912.32	12	12	\$ 1,305,911.20
Post-Paid: 7-Day License Plate Transaction Processing						
7-Day Post Paid One Time Payment Account (0 to 2000 accounts) (excluded from I-Tolls)	Fixed Monthly Price	Mo.	\$ 1,659.84	1	12	\$ 19,918.08
7-Day Post Paid One Time Payment Account (excluded from I-Tolls) (above 2,000 accounts)	Variable Monthly Price (\$/Month/Unit of 1,000)	Mo.	\$ 828.50	1	12	\$ 4,142.50
I-Toll Processing						
Fixed Monthly Cost for Processing I-Toll WITHOUT OCR including payment processing & posting (0 to 20,000 transactions)	Fixed Monthly Price	Mo.	\$ 2,459.92	1	12	\$ 29,519.04
Variable Monthly Cost for Processing I-Toll WITHOUT OCR including payment processing & posting (above 20,000 transactions)	Variable Monthly Price (\$/Month/Unit of 5,000)	Mo.	\$ 613.91	47	12	\$ 348,700.88
Fixed Monthly Cost for Processing I-Toll WITH OCR including payment processing & posting (0 to 20,000 transactions)	Fixed Monthly Price	Mo.	\$ 983.52	1	12	\$ 11,802.24
Variable Monthly Cost for Processing I-Toll WITH OCR including payment processing & posting (above 20,000 transactions)	Variable Monthly Price (\$/Month/Unit of 5,000)	Mo.	\$ 245.88	20	12	\$ 58,765.32
Annual SOC 1 Audit Report						
Annual SOC 1 Audit Report		Lump	\$ 170,000.00		1	\$ 170,000.00

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STATE OF NEW HAMPSHIRE
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Back Office Systems to Support Electronic Tolling, Video
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Walk-In Center Operations						
Concord Service Center	Fixed Monthly Fee	Mo.	\$ 26,810.46		12	\$ 321,725.52
Portsmouth Service Center	Fixed Monthly Fee	Mo.	\$ 36,057.56		12	\$ 432,690.72
Nashua Service Center	Fixed Monthly Fee	Mo.	\$ 30,262.31		12	\$ 363,147.72
FY 2021 Annual Sub-Total						\$ 7,519,982.86
Pass-Through Cost						
Telephone Fees		Mo.	\$ 13,000.00		12	\$ 156,000.00
Cash Payment Network Fees		Mo.	\$ 4,000.00		12	\$ 48,000.00
Credit Card Fees		Mo.	\$ 218,833.01		12	\$ 2,625,996.14
Postage Fees		Mo.	\$ 104,712.42		12	\$ 1,256,549.08
Other Communication Fees		Mo.	\$ 7,879.33		12	\$ 94,551.96
Pass-Through Cost Sub-Total						\$ 4,181,097.18
End of Term Transition						
End of Transition Support & Data Migration Support		Lump	\$ 225,000.00			\$ 225,000.00
End of Term/Transition Sub-Total						\$ 225,000.00
Additional Work Orders						
Public Awareness Campaign	Mobile Application and Cash Payment Network	Lump	\$ 70,000.00			\$ 70,000.00
Public Awareness Campaign-Printing, Delivery/Mailing ¹	Mobile Application and Cash Payment Network	Pass through	\$ 60,000.00			\$ 60,000.00
E-ZPass Group Specification file change	Files changing for future interoperability	Lump	\$ 432,600.00			\$ 432,600.00
Transponder Postage	Postage cost to customer	Lump	\$ 85,000.00			\$ 85,000.00
Additional Work Orders Sub-Total						\$ 1,032,600.00
FY 2021 Annual Total						\$ 12,573,680.04

*Note: All the end of term line items shall be paid as work orders

¹ Pass-through amounts are budgetary estimates

13. Exhibit B Section 4 Payment Address is hereby deleted and replaced as follows:

All invoices shall be sent to the following address:

Renee Dupuis Department of Transportation Bureau of Turnpikes Tel: (603) 485-3806 Fax: (603) 485-2107 Cell: (603) 848-7481 renee.dupuis@dot.nh.gov	US Mail: PO Box 2950 Concord NH 03302-2950 UPS, DHL, Federal Express (etc.): 36 Hackett Hill Road Hooksett NH 03106
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STATE OF NEW HAMPSHIRE
 Department of Transportation
 Bureau of Turnpikes
 RFP 2015-068
 Back Office Systems to Support Electronic Tolling, Video
 Tolling & Violation Processing
 CONTRACT AMENDMENT 7

14. Exhibit M Addendum 1 issued January 22, 2015, Reference # 22 referred to RFP Appendix C-1.5.8.2 Key Performance Indicators (KPI), Table C-9 Key Performance Indicator 31 is hereby amended to read as follows:

Required Performance	Measurement	KPI Non-Compliance Points
Customer Average Monthly Wait time does not exceed 10 minutes.	Contractor to Provide performance measurement method.	5 points for each 30 second interval that exceeds the 10-minute monthly average 10 points for each 30 second interval that exceeds the 15 minute monthly average.

15. The Agreement is hereby amended to add Exhibit P Back-Office System Contract Amendment Descriptions as follows:

CONTRACT AND AMENDMENT NUMBER	AMENDMENT TYPE	EFFECTIVE DATE	CONTRACT AMOUNT
	Original Contract	October 7, 2015 through June 30, 2021	\$51,889,724.83
Amendment # 1	Amendment 01	G&C approval date through June 30, 2018	\$0.00
Amendment # 2	Amendment 02	G&C approval date through June 30, 2021	\$0.00
Amendment # 3	Amendment 03	G&C approval date through December 31, 2018	\$0.00
Amendment # 4	Amendment 04	G&C approval date through June 30, 2019	\$0.00
Amendment # 5	Amendment 05	G&C approval date through December 31, 2019	\$0.00
Amendment #6	Amendment 06	G&C approval date through June 30, 2020	\$0.00
Amendment #7	Amendment 07	G&C approval date through June 30, 2021	\$0.00
	CONTRACT TOTAL		\$51,889,724.83

STATE OF NEW HAMPSHIRE
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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.

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

WITNESSED and signed by:

Robert Scott

Date: 6/5/2020

Robert Scott, Vice President of Contracts and Subcontracts
Cubic Transportation Systems, Inc.

Corporate Signature Notarized:

STATE OF _____ COUNTY OF _____

On this the ____ day of _____, 2020, before me,
_____, the undersigned Officer _____
personally appeared and acknowledged her/himself to be the _____
of _____, a corporation, and that she/he, as such
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

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

Notary Public/Justice of the Peace

My Commission Expires:

(SEAL)

Victoria Sheehan
Victoria Sheehan,
Commissioner
State of New Hampshire
Department of Transportation

Date: 6/7/2020

Takmina Rakhmatova

Date: 06/10/2020

Approval by Attorney General Office

Date: _____

Approval by the Governor and Council

State of New Hampshire

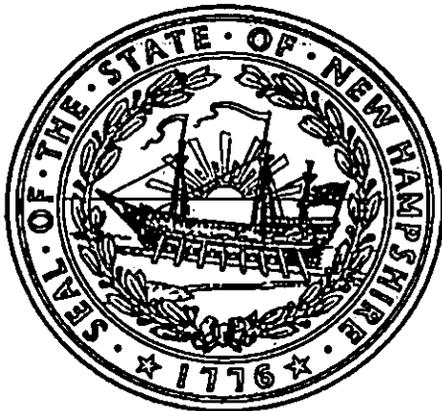
Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that CUBIC TRANSPORTATION SYSTEMS, INC. is a California Profit Corporation registered to transact business in New Hampshire on June 30, 2015. I further certify that all fees and documents required by the Secretary of State's office have been received and is in good standing as far as this office is concerned.

Business ID: 728366

Certificate Number: 0004912011



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 11th day of May A.D. 2020.

A handwritten signature in black ink, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State



CUBIC TRANSPORTATION SYSTEMS, INC.
INCUMBENCY CERTIFICATE

I, the undersigned, **Karen Blom**, in my capacity as Assistant Secretary of Cubic Transportation Systems, Inc., a California corporation (the "Corporation"), having its registered office at 5650 Kearny Mesa Road, San Diego, California, 92111, USA, certify that, as such Officer, (a) I have access to all of the original records of the Corporation, (b) that pursuant to a resolution by the Board of Directors of this Corporation effective May 27, 2020, Robert Scott has been duly appointed to, and on this date holds the office of Vice President, Contracts & Subcontracts of the Corporation, and (c) pursuant to his Officer position with the Corporation is authorized to execute and deliver on behalf of the Corporation contracts or agreements in connection with the State of New Hampshire Department of Transportation Back Office Systems to Support Electronic Tolling, Video Tolling and Violation Processing, Bureau of Turnpikes - Contract RFP 2015-068. I further certify that said resolution is still in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal as Secretary of the Corporation this 5th day of June, 2020.

DocuSigned by:

Karen Blom

A5348CE4A747443...

Karen Blom
Assistant Secretary





CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
09/25/2019

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 have ADDITIONAL INSURED provisions or 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).

MCGRUFF, SEIBELS & WILLIAMS OF TEXAS, INC. 818 Town & Country Blvd, Suite 500 Houston, TX 77024-4549	CONTACT NAME: PHONE (A/C, No, Ext): 713-877-8975 FAX (A/C, No): 713-877-8974	
	E-MAIL ADDRESS: INSURER(S) AFFORDING COVERAGE NAIC #	
INSURED Cubic Transportation Systems, Inc. 5650 Kearny Mesa Road San Diego, CA 92111	INSURER A :Continental Casualty Company 20443	
	INSURER B :Transportation Insurance Company 20494	
	INSURER C :American Casualty Company of Reading, Pennsylvania 20427	
	INSURER D :Continental Insurance Company	
	INSURER E : INSURER F :	

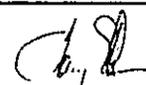
COVERAGES CERTIFICATE NUMBER:ZA2RGLVL REVISION NUMBER:

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 CDR INSD YVVD	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 GENL AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:		6075838847	10/01/2019	10/01/2020	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ca occurrence) \$ 1,000,000 MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 3,000,000 PRODUCTS - COM/OP AGG \$ 3,000,000 \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY <input type="checkbox"/> AUTOS ONLY					COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
D	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$		5094621644	10/01/2019	10/01/2020	EACH OCCURRENCE \$ 1,000,000 AGGREGATE \$ 1,000,000 \$
B C	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	WC6072902292 - AZ, OR & MA WC6072902258 - CA WC6072902177 - AOS	10/01/2019	10/01/2020	<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)
RE: Contract RFP 2015-068.

In the event of cancellation by the insurance companies, the policies have been endorsed to provide (30) days Notice of Cancellation (except for 10 days for non-payment of premium) to the certificate holder shown below.

CERTIFICATE HOLDER State of New Hampshire Department of Transportation, Bureau of Turnpikes P.O. Box 2950 Concord, NH 03302-2950	CANCELLATION 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 



EVIDENCE OF PROPERTY INSURANCE

ZA2RGLVL

DATE (MM/DD/YYYY)
09/25/2019

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

AGENCY MCGRIFF, SEIBELS & WILLIAMS OF TEXAS, INC. 818 Town & Country Blvd, Suite 500 Houston, TX 77024-4549		PHONE (A/C, No, Ext): 713-877-8975	COMPANY Zurich American Insurance Company	
FAX (A/C, No): 713-877-8974	E-MAIL ADDRESS:			
CODE:	SUB CODE:			
AGENCY CUSTOMER ID #:		LOAN NUMBER		POLICY NUMBER PPR9137919-13
INSURED Cubic Transportation Systems, Inc. 5650 Kearny Mesa Road San Diego, CA 92111		EFFECTIVE DATE 10/01/2019	EXPIRATION DATE 10/01/2020	<input type="checkbox"/> CONTINUED UNTIL TERMINATED IF CHECKED
THIS REPLACES PRIOR EVIDENCE DATED:				

PROPERTY INFORMATION

LOCATION/DESCRIPTION

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 EVIDENCE OF PROPERTY INSURANCE 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.

COVERAGE INFORMATION	PERILS INSURED	BASIC				BROAD				SPECIAL				AMOUNT OF INSURANCE	DEDUCTIBLE
Property														\$1,000,000	\$25,000

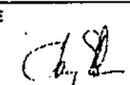
REMARKS (Including Special Conditions)

Valuation: Replacement Cost

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

ADDITIONAL INTEREST

NAME AND ADDRESS State of New Hampshire Department of Transportation, Bureau of Turnpikes P.O. Box 2950 Concord, NH 03302-2950	ADDITIONAL INSURED	LENDER'S LOSS PAYABLE	<input type="checkbox"/> LOSS PAYEE
	MORTGAGEE		
	LOAN #		
	AUTHORIZED REPRESENTATIVE 		



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION

GOC # 31
Date 1/22/2020



William Cass, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
December 30, 2019

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to retroactively amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), Vendor #267136. This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract effective January 1, 2020 to June 30, 2020. There is no additional cost as a result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

This contract is retroactive because Cubic needed extra time for internal approvals on the contract amendment due to November and December holidays.

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 20, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an Amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California, Item # 16, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2018.

On May 16, 2018, Governor and Council approved an Amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item # 19A, for Cubic to become the Merchant of Record to be effective through June 30, 2021.

On July 27, 2018, Governor and Council approved an Amendment #3 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5B, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

On December 19, 2018, Governor and Council approved an Amendment #4 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5D, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

On June 19, 2019, Governor and Council approved an amendment #5 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #102, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through December 31, 2019.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the continuation of the restructured contract in FY 20 for the implementation of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.

In addition, the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-in-Centers.

The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. Contract Amendment 1 restructured the contract with the BOS functionality approximately 60% with a goal to complete all the remaining deliverables and the BOS up to 100% functionality by the end of FY 2018. Additionally, the project delivery and Operation and Maintenance payment schedules were modified to reflect the estimated 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality.

Cubic was not able to complete all the required Spirals and Design Deliverables (Documentation, Manuals, testing) as required in Contract Amendment 3, 4 and 5. This amendment is to continue to restructure the contract to bring the BOS up to 100% functionality with the Spiral 10 completion, remaining Punch List items

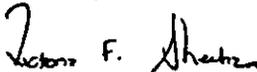
from the previous spirals, and Final System Acceptance testing by June 30, 2020. The monthly O&M cost structure up to June is based on the Original Contract FY 20 cost excluding Walk-in Center, Service and Organization Controls (SOC1) Report, and Pass Through costs. This monthly cost is then portioned to allow for Spiral 10 cost to be included in the monthly payments. The increased monthly O&M payments are based on the positive effect of the additional functionality achieved under Spiral 10. Walk-in-Center and SOC 1 audit cost will be per the original contract. Pass-Through cost have increased due to increase in Credit Card fee rate in combination with the increase in number of accounts and the postage due additional accounts increase correspondence and increase of unpaid transactions (invoices) received for the Toll Lane system including Open Road Tolling. The total contract cost will not exceed that specified in the original contract. On July 1, 2020, the O&M payment structure reverts back to the Original Contract requirements.

This amendment also requires all Design Deliverables (Final Acceptance testing, final documentation and manuals) including Cash Payment Network and Automation of DMV Hold with Massachusetts and Maine to be completed by June 30, 2020.

The contract has been approved by the Attorney General as to form and execution. Funding for FY 2020 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,


Victoria F. Sheehan
Commissioner

Attachments



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

Denis Goulet
Commissioner

December 29, 2019

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), of San Diego, California, as described below and referenced as DoIT No. 2015-068 Amendment F.

The purpose of this amendment is to restructure the contract to bring the NH E-Z Pass System up to 100% functionality with the remaining Spirals 9-12 by June 30, 2020. A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-Z Pass system. There is no additional cost as a result of this amendment.

This amendment shall become effective upon Governor and Executive Council approval. There is no change to the contract end date of June 30, 2021.

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", with a stylized flourish extending to the right.

Denis Goulet

DG/tkv
DOT 2015-068F

cc: Charlie Burns

STATE OF NEW HAMPSHIRE
Department of Transportation
Bureau of Turnpikes
RFP 2015-068
Back Office Systems to Support Electronic Tolling, Video
Tolling & Violation Processing
CONTRACT AMENDMENT 6

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.

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

Joe McDavitt
 Joe McDavitt, Vice President of Contracts and Subcontracts
 Cubic Transportation Systems, Inc.

Date: 12/17/2019



Corporate Signature Notarized:

STATE OF _____ COUNTY OF _____

On this the _____ day of _____, 2019, before me,
 _____, the undersigned Officer _____,
 personally appeared and acknowledged her/himself to be the _____,
 of _____, a corporation, and that she/he, as such
 _____ 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

See Attached

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

 Notary Public/Justice of the Peace

My Commission Expires:

(SEAL)

Victoria Sheehan
 Victoria Sheehan,
 Commissioner
 State of New Hampshire
 Department of Transportation

Date: 1/2/20

Emily C. Young
 Approval by Attorney General Office

Date: 1/9/2020

[Signature]

Date: JAN 22 2020

DEPUTY SECRETARY OF STATE

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

CIVIL CODE § 1189

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California }
County of San Diego }
On December 17, 2019 before me, Heidi Runge, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Joe McDevitt
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/~~she~~they executed the same in his/~~her~~their authorized capacity(ies), and that by his/~~her~~their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Place Notary Seal and/or Stamp Above

Signature Heidi Runge
Signature of Notary Public

OPTIONAL

Completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Contract Amend 6

Document Date: _____ Number of Pages: _____

Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney In Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____

Signer's Name: _____

Corporate Officer – Title(s): _____

Partner – Limited General

Individual Attorney In Fact

Trustee Guardian of Conservator

Other: _____

Signer is Representing: _____

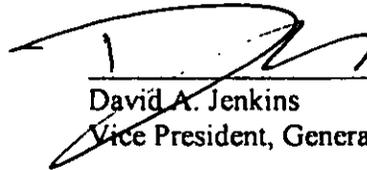
JM



CUBIC TRANSPORTATION SYSTEMS, INC.
INCUMBENCY CERTIFICATE

I, David A. Jenkins, Vice President, General Counsel & Secretary of Cubic Transportation Systems, Inc., a California corporation (the "Corporation"), certify that, as such Officer, (a) I have access to all of the original records of the Corporation and that Joe McDevitt has been duly elected to, and on this date holds the office of Vice President Contracts, and (b) pursuant to a resolution by the Board of Directors of this Corporation effective February 18, 2019, is authorized to execute and deliver, in their discretion, on behalf of the Corporation contracts or agreements in connection with the State of New Hampshire Department of Transportation Back Office Systems to Support Electronic Tolling, Video Tolling and Violation Processing, Bureau of Turnpikes - Contract RFP 2015-068. I further certify that said resolution is still in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal as Secretary of the Corporation this 17th day of December 2019.

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

David A. Jenkins
Vice President, General Counsel & Secretary



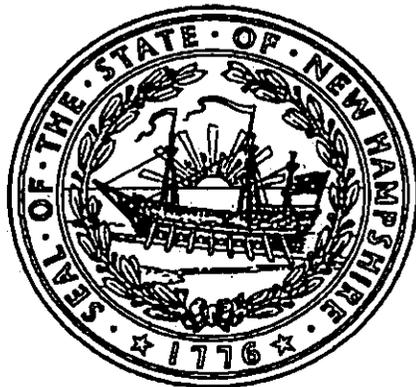
State of New Hampshire
Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that CUBIC TRANSPORTATION SYSTEMS, INC. is a California Profit Corporation registered to transact business in New Hampshire on June 30, 2015. I further certify that all fees and documents required by the Secretary of State's office have been received and is in good standing as far as this office is concerned.

Business ID: 728366

Certificate Number: 0004629737



IN TESTIMONY WHEREOF.

I hereto set my hand and cause to be affixed
the Seal of the State of New Hampshire,
this 17th day of December A.D. 2019.

A handwritten signature in black ink, appearing to read "William M. Gardner".

William M. Gardner
Secretary of State



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
09/25/2019

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 have ADDITIONAL INSURED provisions or 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).

MCGRIFF, SEIBELS & WILLIAMS OF TEXAS, INC. 818 Town & Country Blvd, Suite 500 Houston, TX 77024-4549	CONTACT NAME: PHONE (A/C, No., Ext): 713-877-8975 FAX (A/C, No.): 713-877-8974	
	E-MAIL ADDRESS: ADDRESS:	
INSURED Cubic Transportation Systems, Inc. 5850 Kearny Mesa Road San Diego, CA 92111	INSURER(S) AFFORDING COVERAGE NAIC #	
	INSURER A :Continental Casualty Company 20443	
	INSURER B :Transportation Insurance Company 20494	
	INSURER C :American Casualty Company of Reading, Pennsylvania 20427	
	INSURER D :Continental Insurance Company	
	INSURER E : INSURER F :	

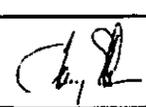
COVERAGES CERTIFICATE NUMBER:ZA2RGLVL REVISION NUMBER:

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 SUBR INSD 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 GEN'L AGGREGATE LIMIT APPLIES PER: <input checked="" type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:		6075838847	10/01/2019	10/01/2020	EACH OCCURRENCE \$ 1,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000 MED EXP (Any one person) \$ PERSONAL & ADV INJURY \$ 1,000,000 GENERAL AGGREGATE \$ 3,000,000 PRODUCTS - COMPROP AGG \$ 3,000,000 \$
	AUTOMOBILE LIABILITY <input type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS NON-OWNED <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> AUTOS ONLY					COMBINED SINGLE LIMIT (Ea accident) \$ BODILY INJURY (Per person) \$ BODILY INJURY (Per accident) \$ PROPERTY DAMAGE (Per accident) \$ \$
D	<input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR <input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE DED RETENTION \$		5094621644	10/01/2019	10/01/2020	EACH OCCURRENCE \$ 1,000,000 AGGREGATE \$ 1,000,000 \$
B C	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	WC6072902292 - AZ, OR & MA WC6072902258 - CA WC6072902177 - AOS	10/01/2019	10/01/2020	<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)
RE: Contract RFP 2015-068.

In the event of cancellation by the insurance companies, the policies have been endorsed to provide (30) days Notice of Cancellation (except for 10 days for non-payment of premium) to the certificate holder shown below.

CERTIFICATE HOLDER State of New Hampshire Department of Transportation, Bureau of Turnpikes P.O. Box 2950 Concord, NH 03302-2950	CANCELLATION 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 



EVIDENCE OF PROPERTY INSURANCE

ZA2RGLVL

DATE (MM/DD/YYYY)
09/25/2019

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

AGENCY MCGRIFF, SEIBELS & WILLIAMS OF TEXAS, INC. 818 Town & Country Blvd, Suite 500 Houston, TX 77024-4549		PHONE (A/C. No. Ext): 713-877-8975	COMPANY Zurich American Insurance Company	
FAX (A/C. No.): 713-877-8974	E-MAIL ADDRESS:			
CODE:	SUB CODE:			
AGENCY CUSTOMER ID #:		LOAN NUMBER		POLICY NUMBER PPR9137919-13
INSURED Cubic Transportation Systems, Inc. 5650 Kearny Mesa Road San Diego, CA 92111		EFFECTIVE DATE 10/01/2019	EXPIRATION DATE 10/01/2020	<input type="checkbox"/> CONTINUED UNTIL TERMINATED IF CHECKED
THIS REPLACES PRIOR EVIDENCE DATED:				

PROPERTY INFORMATION

LOCATION/DESCRIPTION

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 EVIDENCE OF PROPERTY INSURANCE 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.

COVERAGE INFORMATION

PERILS INSURED | BASIC | BROAD | SPECIAL

COVERAGE / PERILS / FORMS	AMOUNT OF INSURANCE	DEDUCTIBLE
Property	\$1,000,000	\$25,000

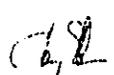
REMARKS (Including Special Conditions)

Valuation: Replacement Cost

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

ADDITIONAL INTEREST

NAME AND ADDRESS State of New Hampshire Department of Transportation, Bureau of Turnpikes P.O. Box 2950 Concord, NH 03302-2950	ADDITIONAL INSURED	LENDER'S LOSS PAYABLE	<input type="checkbox"/> LOSS PAYEE
	MORTGAGEE		
LOAN #			
AUTHORIZED REPRESENTATIVE 			



THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



Beach
25

WILLIAM CASS, P.E.
ASSISTANT COMMISSIONER

September 18, 2015
Bureau of Turnpikes

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

REQUESTED ACTION

- Pursuant to RSA 237:15-a, Transfers from the General Reserve Account, authorize the Department of Transportation, Bureau of Turnpikes to transfer funds in the amount of \$4,500,000 from the Turnpike General Reserve Account to budget and expend revenue for the design, testing, installation and consultant oversight of the NH E-ZPass Back Office for the Division of Operations, to be effective upon Governor and Council approval through June 30, 2016 and the amount requested for the FY 2017 budget. 100% Turnpike Funds.

FROM: 04-096-096-961017-363615-0000 Turnpike Fund Balance \$4,500,000

04-096-096-961017-78500000	Current Budget FY 2016	Requested Change	Revised Budget FY 2016
Tpk Toll Collection			
Expenses:			
020 500200 Current Expense	\$2,500,000	\$0	\$2,500,000
022 500255 Rents-Leases Other than State	1,500	0	1,500
023 500291 Heat, Electricity, Water	18,510	0	18,510
024 500225 Maint Other than Bldg-Grnds	3,950,162	0	3,950,162
026 500251 Membership Fees	75,000	0	75,000
046 500463 Eng Consultants Non-Benefits	3,500,000	3,150,000	6,650,000
080 500710 Out of State Travel	9,000	0	9,000
102 500731 Contracts for Program Svcs	8,506,063	0	8,506,063
103 502664 Contracts for Operational Svcs	8,900	0	8,900
Total	\$18,569,135	\$3,150,000	\$21,719,135
Source of Funds			
Revenue:			
000017 Turnpike Fund	\$18,569,135	\$3,150,000	\$21,719,135

04-096-096-961017-7050000	Budget Request FY 2017	Requested Change	Revised Budget Request FY 2017
Turnpike Collection			
Expenses:			
020 500200 Current Expense	\$2,600,000	\$0	\$2,600,000
022 500255 Rents-Leases Other than State	1,500	0	1,500
023 500291 Heat, Electricity, Water	18,510	0	18,510
024 500225 Maint Other than Bldg-Grnds	2,100,000	0	2,100,000
026 500251 Membership Fees	75,000	0	75,000
046 500463 Eng Consultants Non-Benefits	1,500,000	1,350,000	2,850,000
080 500710 Out of State Travel	9,000	0	9,000
102 500731 Contracts for Program Svcs	7,900,000	0	7,900,000
103 502664 Contracts for Operational Svcs	9,200	0	9,200
Total	\$14,213,210	\$1,350,000	\$15,563,210
Source of Funds			
Revenue:			
000017 Turnpike Fund	\$14,213,210	\$1,350,000	\$15,563,210

The unaudited Turnpike Fund Balance Surplus account as of June 30, 2015 was \$76.6 million, and is projected to be \$39.7 million as of June 30, 2016. See attached.

- Authorize the Department of Transportation to enter into a contract with Cubic Transportation Systems, Inc. (Vendor #267136) in the amount of \$51,889,724.83 for design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Turnpike System within the Division of Operations effective upon Governor and Council approval; through June 30, 2021 with an option to renew, at the sole discretion of the State, for up to three (3) additional three (3) year optional operation periods up to, but not beyond June 30, 2030, subject to Governor and Council approval. 100% Turnpike Funds.

Funds to support this request are anticipated to be available in the following accounts in State FY 2018, State FY 2019, State FY 2020 and State FY 2021 upon the availability and continued appropriation of funds in the future operating budget, with the ability to adjust encumbrances between State Fiscal Years through the Budget Office, if needed and justified.

	FY 2016	FY 2017	FY 2018	FY 2019	FY 2020	FY 2021
04-096-096-961017-7050 Commitments 046-500463	\$6,650,000.00	\$2,850,000.00				
04-096-096-961017-7050 Credit Card Processing Services 020-300205		\$1,149,336.70	\$1,406,788.03	\$1,434,923.88	\$1,463,622.36	\$1,492,894.80
04-096-096-961017-7050 Contract Services 102-500731		\$4,817,712.52	\$7,687,841.03	\$7,511,094.86	\$7,616,184.11	\$7,809,326.49
Fiscal Year Totals	\$6,650,000.00	\$8,817,049.22	\$9,094,629.11	\$8,946,018.74	\$9,079,806.47	\$9,302,221.29

EXPLANATION

Transfer from General Reserve Account in NH Turnpike Toll Collection (70500800) – 100% Turnpike Fund

- Class 046** FY 2016: Increase Class 046 in Accounting Unit 7050 by \$3,150,000. This transfer will allow for payment of FY 2016 contract expenditures for the new Back Office system development, expected to begin in October, 2015. This account was budgeted in FY 2016 but the amount of the contract exceeds the budget.
- Class 046** FY 2017: Increase Class 046 in Accounting Unit 7050 by \$1,350,000. This transfer will allow for payment of FY 2017 contract expenditures for the new Back Office system development. This account was budgeted in FY 2017 but the amount of the contract exceeds the budget.

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

A Back Office System to Support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced contract involves engaging Cable Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This request specifically addresses the procurement of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The initial portion of the contract is estimated to be 14 months and involves the design, development, testing and installation of an enhanced BOS system and CSC with the following project goals as described in the RFP.

- Goal 1 – Procure a hosted back office platform which is sustainable and scalable for a minimum of 14 years (the maximum life of this contract).
- Goal 2 – Transition from the existing legacy system with minimal impact to operations and impacts to patrons.
- Goal 3 – Provide call center and back office operations supported locally.
- Goal 4 – Ability for greater adaptation to meet MAP-21 mandates.
- Goal 5 – Incorporate streamlined processes for capturing customer information, tracking violations through their lifecycle and license plate updates.
- Goal 6 – Ability to identify and to pursue multiple plate types with special characters.
- Goal 7 – Ability to pursue out-of-state violators with the potential to utilize registration holds with the corresponding DMVs.
- Goal 8 – Redesign the www.ezpassnh.com website to be more customer friendly and interactive.

The BOS system will specifically be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; process and reconcile all in-state and out-of-state toll revenue collected, including financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; administer invoicing/violation processing for unpaid transactions; manage the transponder inventory and purchase and sale of transponders; integrate all functions of a customer call center; manage the operation of the E-ZPass walk-in-centers; and host and manage the NH E-ZPass website. The BOS system will be designed, developed, tested and installed by September 1, 2016. The current vendor, Xerox, will continue to operate the existing legacy system and is retained to support the data migration under their existing contract during the transition period. The current Xerox contract expires on September 30, 2016.

In addition to the deployment of the enhanced BOS, the second portion of the contract includes operation and maintenance of the NH E-ZPass BOS, including a locally established and operated CSC. The scope of services includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-In-Centers.

Working closely with Jacobs Engineering, the Turnpike Systems' Tolling Services consultant, to incorporate best practices in back office systems and customer service, the Bureau of Turnpikes developed the RFP using a best value procurement approach with the technical proposal and cost proposal apportioned at 70% and 30% respectively. The combined implementation and maintenance contract will be a fixed price contract for an approximate 6-year term beginning upon G&C approval and ending June 30, 2021, with the option, at the sole discretion of the State, to extend for up to three 3-year terms up to but not beyond June 30, 2030. The Department of Information Technology reviewed and approved the RFP on December 9, 2014.

On December 9, 2014, the Department publicly advertised the subject RFP. During the response period, the Department conducted a Vendor Conference for all vendors who responded with intent to submit and entertained questions and/or inquiries from the Vendors. Proposals were received from the following vendors in accordance with the requirements for submission, including the stipulated deadline of February 13, 2015:

VENDOR NAME

- Cable Transportation Systems, Inc., San Diego, CA
- Egis Projects, Inc., Orlando, FL
- Xerox State & Local Solutions, Inc., Germantown, MD

Proposals from each vendor were reviewed by the Back Office Procurement RFP Selection Committee along with technical review support by the Bureau of Turnpikes' consultant, Jacobs Engineering. On April 7th and 8th of 2015, the Selection Committee held interviews with the three vendor teams, where each team conducted a presentation describing their team, capabilities, and pertinent aspects of their proposal; provided answers to a specific set of questions targeting each proposal; demonstrated their product; and participated in an open question and answer period. Following the interviews on April 8, 2015, the Selection Committee met to discuss the Vendor Interviews and finalize the ratings of the Proposals. The Selection Committee was comprised of Bureau of Turnpikes Assistant Administrator (RFP's Project Manager), Bureau of Turnpikes E-ZPass Program Manager, Bureau of Turnpikes Business Administrator, Bureau of Finance & Contracts' Administrator (I), Commissioner's Office Assistant Director of Project Development, and Department of Information Technology IT Project Manager.

Following the interviews, the Selection Committee met to discuss the Vendor interviews and finalize the ratings of the Proposals using the table below.

CATEGORIES	POINTS
TECHNICAL PROPOSAL, with the following potential maximum scores for each Technical Proposal category:	70
<i>Proposed Back Office System Design and Technical</i>	<i>20</i>
<i>Back Office Service and Operations Approach</i>	<i>15</i>
<i>Firm's Qualifications, Project Team, Capabilities and References</i>	<i>20</i>
<i>Implementation, Transition and Delivery Approach</i>	<i>15</i>
*PRICE PROPOSAL POTENTIAL MAXIMUM POINTS	30
<i>Deployment/Implementation</i>	<i>15</i>
<i>Operations</i>	<i>15</i>
TOTAL POTENTIAL MAXIMUM POINTS AWARDED	100

*The following formula was used to assign points for the price proposal: Vendor's Price Score = (Lowest Proposed Price/Vendor's Proposed Price) x 15.

Based on the above mentioned analysis, the Selection Committee identified all three (3) vendors with technical scores exceeding 49 and worthy of consideration in the selection process. The table on the subsequent page outlines the Committee's technical scoring, each firm's base price proposal, corresponding price score and total score.

On April 23, 2015, the Department sent a Best and Final Offer (BAFO) request to Cubic requesting they review the following four items within their price proposal. Cubic's response was due on Friday, May 8, 2015.

- o Confirmation that Cash Payment and Reload Card cost was included in the contract.
- o Re-evaluation and potential cost reduction for BOS Design, Development, & Implementation which was the highest among all vendors.
- o Re-evaluation and potential cost reduction for Operational costs associated with Post-paid accounts (Invoice/violation license plate processing) which were highest among all vendors.
- o Consideration to increase based fixed monthly cost from 350,000 accounts to 400,000 accounts while maintaining Cubic's original proposed fixed and variable costs for Pre-Paid IAG Account Maintenance.

Cubic returned their BAFO on Thursday, May 7, 2015. On Tuesday, May 19, 2015 the Department sent a follow up memo requesting a change in their BAFO's database system from Postgre SQL to Oracle and asked Cubic to make any necessary changes to their May 7th, BAFO. Cubic returned their final BAFO on Wednesday, May 20, 2015 with a change in the database system to Oracle and reduction in their overall Deployment and Operational Costs of \$3,299,842 from \$45,499,982 to \$42,200,140. The following table outlines the revised pricing based on Cubic's BAFO and also includes the "Pass Through" costs included in all the proposals. Per the RFP, Pass Through costs were not part of the Selection Committee's scoring. Pass through costs consist of Telephone fees, Cash Payment Network Fees, Credit Card fees, Postage fees, and other Communication fees.

Vendor	Tech. Score	Cost Score	Total Score	Deployment/ Implementation Price	Operations Price	Total Price for Deployment/ Implementation & Operations Cost	Pass Through Cost	Contract Total Price
Cubic	60.3	20.5	80.8	\$9,500,000 (BAFO)	\$32,700,140 (BAFO)	\$42,200,140 (BAFO)	9,689,584	\$51,889,724 (BAFO)
Egis	61.6	19.1	80.7	\$8,821,290	\$43,247,277	\$52,068,567	5,641,990	\$57,710,557
Xerox	50.4	29.7	80.1	\$4,406,071	\$34,183,839	\$38,589,910	9,754,622	\$48,344,532

Cubic's response to the four items noted in the BAFO resulted in a favorable reduction in the overall cost as described below:

- Cubic concurred that their price proposal included all design, development, testing and implementation of the Cash Payment Network and Reload Card. They will be utilizing InComm, who is presently operating in the E-ZPass Group.
- Cubic reduced the BOS Design, Development, & Implementation cost by \$2,500,111 from \$9,198,549 to \$6,698,438.
- Cubic reduced their price for the fixed and variable unit costs under the Post-paid accounts (Invoice/violation license plate processing). This resulted in a reduction of the total cost over the 58-month maintenance period of \$1,859,958 from \$12,802,777 to \$10,942,819.

- Cubic also increased the account limit for the Pre-Paid E-ZPass Account Maintenance from 350,000 to 400,000 which results in a reduction in average cost per account over the 5-year term of Operations and Maintenance of approximately 5% per account.

Overall the Cubic system is highly configurable and adaptable, which will reduce the potential for change orders over the course of the contract term. This will allow the Bureau of Turnpikes to be more adaptive to future changes such as new interfaces and to support national tolling interoperability, other state DMV's for address lookup, violation processing reciprocity and DMV Holds. The Cubic system provides for strong financial controls allowing for the tracking, reconciliation and reporting of the financial history of transactions, particularly unpaid transactions. It will also provide Bureau of Turnpikes' Finance Section with a general ledger as well as the ability to interface with the Department's Financial System (Lawson) in an automated fashion. The Cubic system is user friendly for various users of the BOS system to address customer service matters, financials, reconciliation of files, alerts to the customer service representatives, as well as includes ad-hoc reporting queries utilizing user friendly 'drag and drop' type functions. Additional benefits include the ability for full system access to be achieved via a single interface using a web browser.

Cubic has sub-contracted with AECOM to operate the CSC, which will be located in Concord and will provide the creation of over 50 jobs in New Hampshire, including enhanced staffing at the Walk-in-Centers. Cubic will also provide a significant level of management staff locally, including the Project Manager, Operations Manager and Finance Manager all residing in New Hampshire with 100% time commitment to the project. AECOM has over 20 years of tolling experience in the customer service business including E-ZPass transaction processing, video billing, invoice/violation processing, DMV Hold, mailroom, and lockbox.

Based on the scoring and the above information, the Department requests approval to enter into a contract with Cubic Transportation System Inc. for an approximate 6-year term ending on June 30, 2021 with the option at the sole discretion of the State to extend for up to three 3-year terms up to but not beyond June 30, 2030.

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

It is respectfully requested that this resolution be approved.

Sincerely,



William Cass, P.E.
Assistant Commissioner

Attachment: Proposal Scoring summary

cc: C. Waszozuk
B. Janoff
J. Corcoran



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



William Carr, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
October 6, 2017

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136). This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract for fiscal year 2018, to be effective upon Governor and Council approval through June 30, 2018. There is no time extension or additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 20, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the implementation of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter-Agency Group; ~~invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.~~

In addition the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing.

reciprocity file management, website maintenance, customer service support and operation of three Walk-In-Centers.

The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. In accordance with the terms of the contract during this period, the Department has limited the Operations and Maintenance payments to "Pass Through" costs and B-ZPass Walk-In-Center (WIC) operations' costs only. There have been no further Operation and Maintenance payments made by the Department to the vendor.

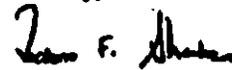
The BOS functionality has now reached approximately 60%. This contract amendment, effective upon approval date of Governor and Council, is to restructure the remaining deliverables and their associated schedule to bring the BOS up to 100% functionality as defined in the Contract by the end of FY 2018. Additionally, the project delivery and Operation and Maintenance payment schedules have been modified to reflect the estimated current 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality. The increased monthly O&M payments are based on the positive effect of the additional functionality under each Spiral. The total O&M payment for FY 2018 will not exceed that specified in the original contract.

This amendment also restructures the Key Performance Indicators (KPIs) which are assessed monthly to ensure the Department and B-ZPass Customers are receiving the required level of service as defined within the Contract. Initial KPIs are set reflecting current functionality and, as Spirals are implemented and introduce additional functionality, additional KPIs will be implemented and assessed.

The contract has been approved by the Attorney General as to form and execution. Funding for 2018 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,



Commissioner
Victoria F. Sheehan



STATE OF NEW HAMPSHIRE
DEPARTMENT OF INFORMATION TECHNOLOGY
27 Hazen Dr., Concord, NH 03301
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www.nh.gov/dot

Denis Goulet
Commissioner

October 10, 2017

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), as described below and referenced as DoIT No. 2015-068 Amendment 1.

The purpose of this amendment is the restructure of the schedule for deliverables, payment of Operation and Maintenance costs and Key Performance Indicators of the Contract for fiscal year 2018. There is no time extension or additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, item #25.

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", with a stylized flourish at the end.

Denis Goulet

DG/lk
DOT 2015-068

cc: Gail Hambleton

19A Lem

MP108'18 AM 9:20 DRS



Victoria F. Stoecken
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



William Carr, P.E.
Assistant Commissioner

Bureau of Turnpikes
April 20, 2018

His Excellency, Governor Christopher T. Sununu
and the Honorable Council
State House
Concord, New Hampshire 03301

REQUESTED ACTION

1. Pursuant to RSA 237:15-a, Transfers from the General Reserve Account, authorize the Department of Transportation, Bureau of Turnpikes to transfer funds in the amount of \$600,000 from the Turnpike General Reserve Account to budget and expend revenue for E-ZPass credit card transaction fees for the Division of Operations, to be effective upon Governor and Council approval through June 30, 2018. 100% Turnpike Funds.

FROM: 04-096-096-961017-363615-0000 Turnpike Fund Balance

\$600,000

04-096-096-961017-78360000	Current Budget FY 2018	Requested Change	Revised Budget FY 2018
Trk Toll Collection			
Expenses:			
020 500200 Current Expense	\$3,000,000	\$600,000	\$3,600,000
022 500255 Rents-Lessee Other than State	1,855	0	1,855
023 500291 Heat, Electricity, Water	20,814	0	20,814
024 500225 Maint Other than Bldg-Grds	4,667,028	0	4,667,028
026 500251 Membership Fees	75,000	0	75,000
037 500166 Technology-Hardware	1,000	0	1,000
046 500463 Eng Consultants Non-Benefits	8,487,507	0	8,487,507
080 500710 Out of State Travel	9,000	0	9,000
102 500731 Contracts for Program Svcs	13,302,017	0	13,302,017
103 502664 Contracts for Operational Svcs	7,500	0	7,500
Total	\$29,571,721	\$600,000	\$30,171,721
Source of Funds			
Revenue:			
000017 Turnpike Fund	\$29,571,721	\$600,000	\$30,171,721

The audited Turnpike Fund Balance Surplus account as of June 30, 2017 was \$92.1 million, and is projected to be \$61.7 million as of June 30, 2018. See attached.

2. Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional services contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136). This amendment is for Cubic to become the Merchant of Record for all credit card transactions, effective upon Governor and Council approval. There is no time extension or additional cost as

result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Tumplices within the Division of Operations to be effective for a 6-year period through June 30, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an amendment to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VCS 267136) of San Diego, California, Item # 15, to be effective through June 30, 2018 for the restructuring of the contract for project deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators for fiscal year 2018.

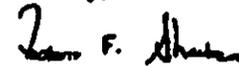
The original budget line item 04-096-096-961017-70500000-020-500200 Current Expense for payment of E-ZPass Credit Card fees was under estimated during the budget process. Based on the new merchant agreement rates and increase in E-ZPass usage, the credit card fees have increased for FY 18. Future credit card expenditures are being evaluated to determine if an increase will be needed in FY19 and if so it will be requested in a separate Governor and Council item.

A key deliverable in Contract Amendment #1 was for Cubic to become the Merchant of Record thus removing the Department of Transportation as the Merchant of Record. This was a requirement within the Contract's original RFP for the Back Office System and Customer Service Center. This amendment includes the Merchant Agreement between Cubic and Base Commerce to begin on May 16, 2018, or upon Governor and Council approval, whichever is the latter.

The contract has been approved by the Attorney General as to form and execution. Contract funding for 2018 is available in the original contract. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,



Victoria F. Sheehan
Commissioner

Attachment



STATE OF NEW HAMPSHIRE
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www.nh.gov/doit

Denis Goulet
Commissioner

March 14, 2018

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), as described below and referenced as DoIT No. 2015-068B.

The amendment authorizes the Department of Transportation (DOT), Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract with Cubic Transportation Systems, Inc. (Cubic) for the NH E-ZPass Back Office. This amendment removes the DOT as the Merchant of Record and names Cubic as the Merchant of Record. There is no time extension or additional cost as result of this amendment.

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

Sincerely,

Denis Goulet

DG/ik
DOT 2015-068B

cc: Gail Hambleton



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION

GIC # 5B
Date 7-27-18



William Carr, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
July 5, 2018

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), San Diego, California. This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract for fiscal year 2019. There is no time extension or additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

This amendment is to restructure the contract to bring the BOS up to 100% functionality with the remaining Spirals 7-12 by December 31, 2018. The monthly O&M cost structure up to December is based on the Original Contract FY 19 cost excluding Walk-in Center, Service and Organization Controls (SOC1) Report, and Pass Through costs. This monthly cost is then portioned to allow for additional Spiral cost per Amendment 1 to be included in the monthly payments. The increased monthly O&M payments are based on the positive effect of the additional functionality achieved under each Spiral. Walk-in-Center and Pass Through cost will be per the original contract. The total O&M payment for FY 2019 up to December 31, 2018 will not exceed that specified in the original contract. On January 1, 2019, the O&M payment structure reverts back to the Original Contract requirements.

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 30, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an Amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California, Item # 16, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2018.

On May 16, 2018, Governor and Council approved an Amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic

Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item # 19A, for Cubic to become the Merchant of Record to be effective through June 30, 2021.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the continuation of the restructured contract in FY 19 for the implementation of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.

In addition, the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-In-Centers.

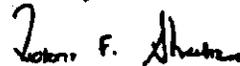
The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. Contract Amendment 1 restructured the contract with the BOS functionality approximately 60% with a goal to complete all the remaining deliverables and the BOS up to 100% functionality by the end of FY 2018. Additionally, the project delivery and Operation and Maintenance payment schedules were modified to reflect the estimated 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality.

This amendment also requires all Design Deliverables to be completed by June 30, 2019 as proposed in Contract Amendment #1.

The contract has been approved by the Attorney General as to form and execution. Funding for 2019 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,



Victoria F. Sheehan
Commissioner

Attachments



STATE OF NEW HAMPSHIRE
DEPARTMENT OF INFORMATION TECHNOLOGY
27 Hazen Dr., Concord, NH 03301
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www.nh.gov/dot

Denis Goulet
Commissioner

July 10, 2018

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

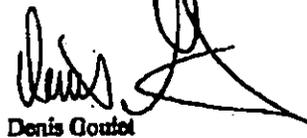
Dear Commissioner Sheehan:

This letter represents formal notification that the Department of Information Technology (DoIT) has approved your request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), as described below and referenced as DoIT No. 2015-068C.

The purpose of this amendment is the restructure of the schedule for deliverables, payment of Operation and Maintenance costs and Key Performance Indicators of the Contract for fiscal year 2019. There is no time extension or additional cost as a result of this amendment.

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

Sincerely,



Denis Goulet

DG/ik
DOT 2015-068C

cc: Gail Hamblton, DoIT IT Lead



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION

G+C #5D
Date 12-19-18



William Cass, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
December 5, 2018

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), Vendor #267136. This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract effective January 1, 2019 to December 31, 2019. There is no time extension or additional cost to the total contract amount as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25, and subsequently amended as detailed below.

EXPLANATION

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 20, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an Amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California, Item # 16, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2018.

On May 16, 2018, Governor and Council approved an Amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item # 19A, for Cubic to become the Merchant of Record to be effective through June 30, 2021.

On July 27, 2018, Governor and Council approved an Amendment #3 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5B, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the continuation of the restructured contract in FY 19 for the implementation of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.

In addition, the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-in-Centers.

The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing, and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. Contract Amendment 1 restructured the contract with the BOS functionality approximately 60% with a goal to complete all the remaining deliverables and the BOS up to 100% functionality by the end of FY 2018. Additionally, the project delivery and Operation and Maintenance (O&M) payment schedules were modified to reflect the estimated 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality.

Cubic was not able to complete all the required Spirals and Design Deliverables (Documentation, Manuals, testing) as required in Contract Amendments 1 and 3. This amendment is to restructure the contract again to bring the BOS up to 100% functionality with the remaining Spirals 7-12 including 7A by June 30, 2019. The monthly O&M cost structure up through June is based on the Original Contract FY 19 cost excluding Walk-in Center, Service and Organization Controls (SOC1) Report, and Pass Through costs. This monthly cost is then portioned to account for current system functionality and allow for additional Spiral cost per this request (Amendment 4) to be included in the monthly payments. The increased monthly O&M payments are based on the positive effect of the additional functionality achieved under each Spiral. Walk-in-Center and SOC 1 audit cost will be per the original contract. Pass-Through cost have increased due to increase in Credit Card fees (associated with the increase in number of accounts) and increase in postage costs (due to the increase in mailing costs associated with transponders, increase in number of correspondence issued, and increase in invoices and violations mailed). However, due to current lack of full system functionality, postage associated with invoices and violations are limited to 75%. The total contract cost will not exceed that specified in the original contract. On July 1, 2019, the O&M payment structure reverts back to the Original Contract requirements.

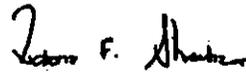
This amendment also requires all Design Deliverables (Final Acceptance testing, final documentation and manuals) except Cash Payment Network and Automation of DMV Hold with Massachusetts and Maine to be completed by June 30, 2019 and final completion by December 31, 2019.

The contract has been approved by the Attorney General as to form and execution. Funding for FY 2019 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and

the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,

A handwritten signature in black ink, appearing to read "Victoria F. Sheehan". The signature is written in a cursive style with a large initial "V".

Victoria F. Sheehan
Commissioner



STATE OF NEW HAMPSHIRE
DEPARTMENT OF INFORMATION TECHNOLOGY
27 Hazen Dr., Concord, NH 03301
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Denis Goulet
Commissioner

December 3, 2018

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), of San Diego, California, as described below and referenced as DoIT No. 2015-068 Amendment D.

The purpose of this amendment is the restructure of the schedule for deliverables, payment of Operation and Maintenance costs and Key Performance Indicators of the Contract for fiscal year 2019. There is no time extension or additional cost as result of this amendment. The original contract agreement was approved by Governor and Executive Council on October 7, 2015, Item #25.

This amendment shall become effective upon Governor and Executive Council approval through June 30, 2021.

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

Sincerely,

Christanne Cubic
for Denis Goulet

DG/ik/ck
DOT 2015-068D

cc: Julie Seiger



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION

5B
Date 7-27-18



William Carr, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
August 3, 2018

Due to the tabling of item #5B at the July 27, 2018 Governor and Council Meeting, it is respectfully requested that the item be amended to make it retroactive.

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to retroactively amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), San Diego, California, effective July 27, 2018. This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract for fiscal year 2019. There is no time extension or additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

For there to be no interruption in operation and maintenance payments, it is requested that tabled item #5B be amended and approved retroactively, effective July 27, 2018.

It is respectfully requested that this resolution be approved.

Sincerely,

Victoria F. Sheehan
Commissioner

Attachments



Victoria F. Sheehan
Commissioner

THE STATE OF NEW HAMPSHIRE
DEPARTMENT OF TRANSPORTATION



William Cass, P.E.
Assistant Commissioner

His Excellency, Governor Christopher T. Sununu
and the Honorable Executive Council
State House
Concord, New Hampshire 03301

Bureau of Turnpikes
May 24, 2019

REQUESTED ACTION

Authorize the Department of Transportation, Bureau of Turnpikes within the Division of Operations, to amend an existing professional service contract for the NH E-ZPass Back Office with Cubic Transportation Systems, Inc. (Cubic), Vendor #267136. This amendment is to restructure the schedule for deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators of the Contract effective July 1, 2019 to December 31, 2019. There is no additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

EXPLANATION

RSA 237:16-b as amended in 2001 authorized the Department to participate in a regional Electronic Toll Collection system (E-ZPass). Governor and Council on August 22, 2001 authorized the Department to enter into an Interagency Group (IAG) agreement to implement electronic toll collection in a manner that provides a seamless toll system for motorists and commercial operators along the eastern seaboard of the United States.

On October 7, 2015, Governor and Council approved the original contract with Cubic for the design, testing, installation and maintenance services for the operation of the NH E-ZPass Back Office for the Bureau of Turnpikes within the Division of Operations to be effective for a 6-year period through June 20, 2021. The contract also included provisions for three additional three (3) year optional periods up to but not beyond, June 30, 2030 subject to Governor and Council approval.

On October 25, 2017, Governor and Council approved an Amendment #1 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California, Item # 16, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2018.

On May 16, 2018, Governor and Council approved an Amendment #2 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item # 19A, for Cubic to become the Merchant of Record to be effective through June 30, 2021.

On July 27, 2018, Governor and Council approved an Amendment #3 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5B, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

On December 19, 2018, Governor and Council approved an Amendment #4 to the Agreement (Contract #2015-068, State Contract #5000591) between the State of New Hampshire Department of Transportation and Cubic Transportation Systems, Inc. ("Cubic") (VC# 267136) of San Diego, California Item #5D, for the restructure of the scheduled deliverables, payment of project delivery and Operation and Maintenance costs, and Key Performance Indicators to be effective through June 30, 2019.

A Back Office System to support Electronic Tolling, Video Tolling and Violation Processing is necessary to continue to operate the E-ZPass system. The above referenced approved contract engages Cubic Transportation Systems Inc. to perform design, testing, installation, maintenance and operation services for the NH E-ZPass Back Office for the Turnpike System within the Division of Operations. This amendment specifically addresses the continuation of the restructured contract in FY 20 for the implementation of the Back Office System (BOS) and Customer Service Center (CSC) and their related maintenance and operation services under RFP 2015-068.

The BOS is specifically intended to be designed and developed to support the management of NH E-ZPass accounts, including fund management on behalf of the Department; processing and reconciling all in-state and out-of-state toll revenue collected, financial reconciliation and reciprocity with other E-ZPass agencies within the Inter Agency Group; invoicing/violation processing for unpaid transactions; management of the transponder inventory and purchase and sale of transponders; integration of all functions of a customer call center; management of the operation of the E-ZPass walk-in-centers; and hosting and management of the NH E-ZPass website.

In addition, the contract includes operation and maintenance of the NH E-ZPass BOS, and a locally established and operated CSC that includes but is not limited to account maintenance, invoice and violation processing, reciprocity file management, website maintenance, customer service support and operation of three Walk-in-Centers.

The initial portion of the contract was scheduled to be 14 months and involved the design, development, testing and installation of an enhanced BOS and CSC. The BOS and CSC opened for operations on March 24, 2017, at a reduced level of functionality as defined under the contract. Contract Amendment 1 restructured the contract with the BOS functionality approximately 60% with a goal to complete all the remaining deliverables and the BOS up to 100% functionality by the end of FY 2018. Additionally, the project delivery and Operation and Maintenance payment schedules were modified to reflect the estimated 60% functionality of the BOS and include incremental increases to payments in subsequent months as additional functionality is added to the system through the release of twelve Spirals (computer programming releases) to bring the BOS up to 100% functionality.

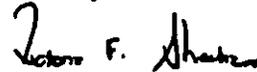
Cubic was not able to complete all the required Spirals and Design Deliverables (Documentation, Manuals, testing) as required in Contract Amendment 3 and 4. This amendment is to restructure the contract again to bring the BOS up to 100% functionality with the remaining Spirals 9-12 by December 31, 2019. The monthly O&M cost structure up to December is based on the Original Contract FY 19 cost excluding Walk-in Center, Service and Organization Controls (SOC1) Report, and Pass Through costs. This monthly cost is then portioned to allow for additional Spiral cost per this request (Amendment 5) to be included in the monthly payments. The increased monthly O&M payments are based on the positive effect of the additional functionality achieved under each Spiral. Walk-in-Center and SOC 1 audit cost will be per the original contract. Pass-Through cost have increased due to increase in Credit Card fee rate in combination with the increase in number of accounts and the postage due additional accounts increase correspondence and increase of unpaid transactions (invoices) received for the Toll Lane system including Open Road Tolling. The total contract cost will not exceed that specified in the original contract. On January 1, 2020, the O&M payment structure reverts back to the Original Contract requirements.

This amendment also requires all Design Deliverables (Final Acceptance testing, final documentation and manuals) including Cash Payment Network and Automation of DMV Hold with Massachusetts and Maine to be completed by December 31, 2019.

The contract has been approved by the Attorney General as to form and execution. Funding for FY 2020 is available and encumbered. Copies of the fully executed contract are on file at the Secretary of State's Office and the Department of Administrative Services' Office; and subsequent to Governor and Council approval will be on file at the Department of Transportation.

It is respectfully requested that this resolution be approved.

Sincerely,

A handwritten signature in black ink, appearing to read "Victoria F. Sheehan". The signature is written in a cursive style with a large initial "V".

Victoria F. Sheehan
Commissioner

Attachments



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

Denis Goulet
Commissioner

May 21, 2019

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 request to amend a contract with Cubic Transportation Systems, Inc. (Cubic), (Vendor #267136), of San Diego, California, as described below and referenced as DoIT No. 2015-068 Amendment E.

The purpose of this amendment is to restructure the schedule for deliverables, payment of project delivery and operation and maintenance costs, and Key Performance Indicators of the contract effective July 1, 2019 to December 31, 2019. There is no additional cost as result of this amendment. The original contract agreement was approved by Governor and Council on October 7, 2015, Item #25.

This amendment shall become effective upon Governor and Executive Council approval. There is no change to the contract end date of June 30, 2021.

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", with a stylized flourish at the end.

Denis Goulet

DG/ik
DOT 2015-068E

cc: Charlie Burns