



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 Council  
State House  
Concord, New Hampshire 03301

Bureau of TSMO  
November 5, 2019

**REQUESTED ACTION**

Authorize the Department of Transportation to enter into a contract amendment, with Tilson Technology Management, Inc. (Vendor #265209), Portland, ME, Contract #2016-10. The purpose of this amendment is to increase the contract amount by \$181,840.00 from \$4,384,192.31 to \$4,566,032.31 to continue the implementation of the Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET), effective upon Governor and Council approval. The original contract was approved by Governor and Council on March 22, 2017, Item #23, amended on February 21, 2018, Item #5A, amended on October 3, 2018, Item #30 and amended on October 23, 2019, Item #5A. 100% Turnpike Funds.

Funds to support this request are available in FY 2020 as follows:

|   | <u>FY 2020</u> |
|---|----------------|
| 04-96-96-961017-7507                    |                |
| Central NH Turnpike                     | \$181,840.00   |
| 046-500463 Eng Consultants Non-Benefits |                |

**EXPLANATION**

The purpose of this contract amendment is to increase the total contract amount to allow for the following change orders:

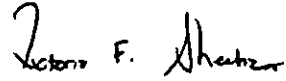
- Redesign and install a cantilever dynamic message sign at a revised location to accommodate future widening on I-293.
- Design, materials and installation for two solar power systems for closed circuit cameras. These sites were proposed with utility power; however through the design process it is determined to be more cost effective to use solar power.
- Installation of utility power for one closed circuit camera. This site was preliminary designed as a solar powered site however during the design it was recognized that the required location of the solar panel would interfere with maintenance. Therefore the site was revised to be utility powered.

The Amendment has been approved by the Attorney General as to form and execution. The Department of Information Technology (DoIT) has reviewed and approved the Amendment. Copies of the fully executed agreement 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

cc: Bureau of Turnpikes

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](http://www.nh.gov/doit)

**Denis Goulet**  
*Commissioner*

December 3, 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 agency's request to amend a contract with Tilson Technology Management, Inc. (Vendor #465209), as described below and referenced as DoIT No. 2016-094D.

The purpose of this contract amendment is to increase the total contract amount to allow for the following change orders:

- Redesign and install a cantilever dynamic message sign at a revised location to accommodate future widening on I-293.
- Design, materials and installation for two solar power systems for closed circuit cameras. These sites were proposed with utility power; however through the design process it is determined to be more cost effective to use solar power.
- Installation of utility power for one closed circuit camera. This site was preliminary designed as a solar powered site however during the design it was recognized that the required location of the solar panel would interfere with maintenance. Therefore the site was revised to be utility powered.

This contract amendment increases the original contract price by \$181,840 from \$4,384,192.31 to \$4,566,032.31, and shall become effective upon Governor and Executive Council approval through October 30, 2022.

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

Sincerely,

*Denis Goulet*  
Denis Goulet

DG/tv  
DoIT #2016-94D

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT D

WHEREAS, the Governor and Council approved an agreement between the New Hampshire Department of Transportation (NHDOT) and Tilson Technology Management, Inc. on March 22, 2017, Item #23 for the period of March 22, 2017 through May 30, 2018;

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on February 21, 2018, Item #5A, to be effective through October 30, 2018.

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on October 3, 2018, Item #30, to be effective through October 30, 2019 and to increase the contract amount by \$158,226.00.

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on October 23, 2019, Item #5A, to be effective through October 30, 2022.

WHEREAS, the Vendor, Tilson Technology Management, Inc. and NHDOT have agreed to amend certain provisions of the agreement;

WHEREAS, Section 1.8 Price Limitation, of the Contract Agreement is \$4,384,192.31. NHDOT wishes to increase the contract price by \$181,840.00, increasing the total contract price to \$4,566,032.31.

**RESOLVED, that the agreement be amended as follows:**

Section 1.8, Price Limitation, of the Contract Agreement shall be amended to read \$4,566,032.31.

All other provisions of the agreement shall remain in effect.

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT D

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

Joshua B. Broder  
Joshua B. Broder, CEO  
Tilson Technology Management, Inc.

Date: 10/30/19

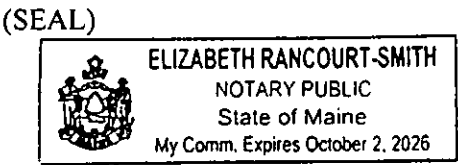
**Corporate Signature Notarized:**

STATE of Maine  
COUNTY of Cumberland

On this, the 30<sup>th</sup> day of October, 2019, before me, Elizabeth Rancourt-Smith the undersigned Officer Joshua Broder, personally appeared and acknowledged her/himself to be the CEO of Tilson, a corporation, and that she/he, as such CEO 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 CEO.

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

Elizabeth Rancourt-Smith  
Notary Public/Justice of the Peace  
My Commission Expires: Oct 2, 2026



**Department of Transportation**  
William J. Cass  
William J. Cass, PE, Assistant Commissioner  
State of New Hampshire Department of Transportation

Date: 11/20/19

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

Alvin B. Greenstein  
State of New Hampshire, Department of Justice

Date: 12/20/2019

**Approved by NH Governor and Council**

Date: \_\_\_\_\_

X Initial and Date All Pages:  
Vendor Initials SBG

Date: 10/30/19

**CERTIFICATE OF TILSON TECHNOLOGY MANAGEMENT, INC.**

**(Corporation Without Seal)**

I, Lynne D. Houle, do hereby represent and certify that:

- (1) I am the Clerk of Tilson Technology Management, Inc., a Maine Corporation (the "Corporation").
- (2) I maintain and have custody of and am familiar with the minutes of the Corporation.
- (3) I am duly authorized to issue certificates with respect to the contents of such books.
- (4) The following statements are true and accurate based on the resolutions adopted by the Board of Directors of the Corporation via unanimous written consent in lieu of a meeting of the Board of Directors dated as of April 18, 2016, which written consent was duly adopted in accordance with Maine law and the Bylaws of the Corporation.
- (5) The signature of Joshua Broder, Chief Executive Officer of the Corporation, affixed to any contract, instrument or document shall bind the Corporation to the terms of such contract, instrument or document.
- (6) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.
- (7) The Corporation has no seal.

IN WITNESS WHEREOF, I have hereunto set my hand as Clerk of the Corporation.

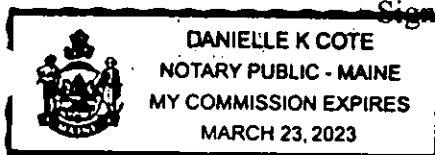
This document is dated the 30<sup>th</sup> day of October, 2019.

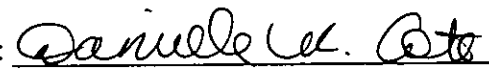
  
\_\_\_\_\_  
Lynne D. Houle, Clerk of Tilson Technology Management, Inc.

STATE OF MAINE,  
COUNTY OF CUMBERLAND, ss.:

Personally appeared before me Lynne D. Houle, to me known to be the person described in and who executed the within and foregoing instrument, and acknowledged that she signed the same as her voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal hereto affixed.



Signed:   
\_\_\_\_\_  
Danielle K. Cote, Notary Public in and for the  
State of Maine  
My commission expires March 23, 2023

# State of New Hampshire

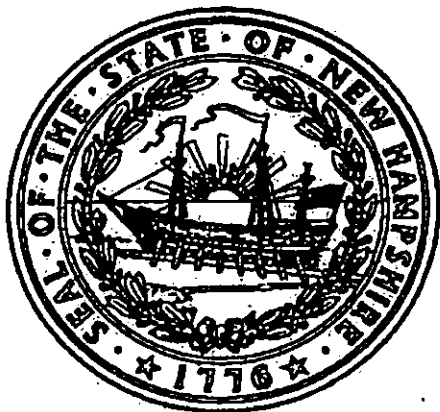
## Department of State

### CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that TILSON TECHNOLOGY MANAGEMENT, INC. is a Maine Profit Corporation registered to transact business in New Hampshire on December 02, 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: 735502

Certificate Number: 0004560458



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 6th day of August A.D. 2019.

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

William M. Gardner  
Secretary of State



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
12/19/2019

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).

|  |  |                                 |
|--|--|---------------------------------|
| <b>PRODUCER</b><br>MARSH USA, INC.<br>99 HIGH STREET<br>BOSTON, MA 02110<br>Attn: Boston.certrequest@Marsh.com Fax: 212-948-4377 | <b>CONTACT NAME:</b><br>_____          |                                 |
|  | <b>PHONE (A/C, No., Ext):</b><br>_____ | <b>FAX (A/C, No.):</b><br>_____ |
| <b>E-MAIL ADDRESS:</b><br>_____  |  |                                 |
| <b>INSURER(S) AFFORDING COVERAGE</b>   |  | <b>NAIC #</b>                   |
| <b>INSURER A :</b> Liberty Mutual Fire Insurance Company   |  | 23035                           |
| <b>INSURER B :</b> Employers Insurance Company of Wausau   |  | 21458                           |
| <b>INSURER C :</b> Endurance American Specialty Insurance Company  |  | 41718                           |
| <b>INSURER D :</b> Hiscox Insurance Company Inc.   |  | 10200                           |
| <b>INSURER E :</b>   |  |                                 |
| <b>INSURER F :</b>   |  |                                 |

**COVERAGES**      **CERTIFICATE NUMBER:** NYC-010796437-04      **REVISION NUMBER:** 1

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  | ADOL INSD | SUBR WVD | POLICY NUMBER      | POLICY EFF (MM/DD/YYYY) | POLICY EXP (MM/DD/YYYY) | LIMITS  |
|----------|--|-----------|----------|--------------------|-------------------------|-------------------------|---|
| A        | <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY<br><input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR<br><br>GEN'L AGGREGATE LIMIT APPLIES PER:<br><input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PROJECT <input type="checkbox"/> LOC<br>OTHER: _____ |           |          | TB5-651-291916-029 | 12/19/2019              | 12/19/2020              | EACH OCCURRENCE \$ 2,000,000<br>DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000<br>MED EXP (Any one person) \$ 10,000<br>PERSONAL & ADV INJURY \$ 2,000,000<br>GENERAL AGGREGATE \$ 4,000,000<br>PRODUCTS - COM/POP AGG \$ 4,000,000 |
| B        | <b>AUTOMOBILE LIABILITY</b><br><input checked="" type="checkbox"/> ANY AUTO<br><input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS<br><input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY   |           |          | AS2-651-291916-019 | 12/19/2019              | 12/19/2020              | COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000<br>BODILY INJURY (Per person) \$ _____<br>BODILY INJURY (Per accident) \$ _____<br>PROPERTY DAMAGE (Per accident) \$ _____   |
| C        | <input type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR<br><input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE<br>DED    RETENTION \$  |           |          | ELD30001012501     | 12/19/2019              | 12/19/2020              | EACH OCCURRENCE \$ 3,000,000<br>AGGREGATE \$ 3,000,000  |
| A        | <b>WORKERS COMPENSATION AND EMPLOYERS' LIABILITY</b><br>ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)<br>If yes, describe under DESCRIPTION OF OPERATIONS below  |           | Y/N<br>N | WA265D291916039    | 04/01/2019              | 04/01/2020              | <input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER<br>E.L. EACH ACCIDENT \$ 1,000,000<br>E.L. DISEASE - EA EMPLOYEE \$ 1,000,000<br>E.L. DISEASE - POLICY LIMIT \$ 1,000,000                                    |
| D        | Design Professional<br>Errors & Omissions  |           |          | ANE1844665.19      | 12/19/2019              | 12/19/2020              | Limit: 5,000,000<br>SIR: 50,000   |

**DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)**  
 Installation Floater Policy effective 12/19/2019 to 12/19/2020 \$2,500,000 Aggregate Limit. Illinois Union Insurance Company - Contractor's Pollution Coverage Policy #CPYG28197810003 effective 12/19/2019 to 12/19/2020 - \$15,000,000 Per Pollution Condition Limit of Liability/\$15,000,000 Aggregate Limit with \$25,000 Per Pollution Condition Deductible.

|  |   |
|--|---|
| <b>CERTIFICATE HOLDER</b><br><br>New Hampshire Department of Transportation<br>110 Smokey Bear Blvd<br>Concord, NH 03301 | <b>CANCELLATION</b><br><br>SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. |
|  | <b>AUTHORIZED REPRESENTATIVE</b><br>of Marsh USA Inc.<br><br>Manashi Mukherjee <i>Manashi Mukherjee</i>   |

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# 23



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 Council  
State House  
Concord, New Hampshire 03301

February 6, 2017  
Bureau of Transportation, Systems,  
Management, and Operations (TSMO)

**REQUESTED ACTION**

Authorize the Department of Transportation to enter into a contract with Tilson Technology Management, Inc. (Vendor #267136) in the amount of \$4,225,966.31 to design, test, and build an Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET) from the Massachusetts Stateline in Nashua to the I-93 Exit 13 interchange in Concord within the Division of Operations effective upon Governor and Council approval. 100% Turnpike Funds.

Funding is available as follows for SFY 2017, and is contingent upon the availability and continued appropriation of funds for SFY 2018:

|  | <u>SFY 2017</u> | <u>SFY 2018</u> |
|--|-----------------|-----------------|
| 04-96-96-961017-7507<br>Central NH Turnpike<br>046-500463 Eng Consultants Non-Benefits | \$415,000.00    | \$3,810,966.31  |

**EXPLANATION**

The above referenced project involves engaging one Team to design and build an Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET) from the Massachusetts Stateline in Nashua to the I-93 Exit 13 interchange in Concord. This project includes new Intelligent Transportation System (ITS) field devices and a new wireless communications network connecting the field devices to the existing Transportation Management Center (TMC).

A Request For Proposal (RFP 2016-10) was developed using a procurement approach based on combined overall scoring of the technical proposal and cost proposal apportioned at 70% and 30%, respectively.

The Contract resulting from this RFP is a firm fixed price, which includes the following: systems engineering, design, permitting, construction, integration, and a 24-month maintenance period. The state has the sole discretion to extend the maintenance period for up to three additional 12-month periods. The Department of Information Technology (DoIT) reviewed and approved the RFP on February 25, 2016 prior to Vendor solicitation.

On March 2, 2016 the Department publicly advertised the subject RFP. The RFP stated that the Department has established an approximate budget for this project of between \$3.75 million and \$4 million. 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 April 22, 2016:

**VENDOR TEAM NAME**

- Green Mountain Communications, Inc. (GMCI) Team;
- McCourt Construction (McCourt) Team; and,
- Tilson Technology Management, Inc. (Tilson) Team

Proposals from each Team were reviewed by the FEET RFP Selection Committee along with technical review support by the consulting firm Vanasse Hangen Brustlin (VHB). The Selection Committee was comprised of Bureau of Turnpikes Assistant Administrator, Bureau of Highway Design- Design Services Chief, Bureau of (TSMO) Project Manager, Bureau of TSMO Communications Supervisor, and DoIT IT Project Manager.

On June 8, 2016, the Selection Committee held interviews with the three Vendor Teams. 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; and participated in an open question and answer period. Following the interviews, the Selection Committee met to discuss the Team interviews and to finalize the ratings of the Proposals.

The Selection Committee used the table below to rate the technical aspect of each proposal, taking into account the ATMS system design and technical aspects; the firm's qualifications such as: project Team, capabilities, references, implementation, transition, and delivery approach. The technical aspect accounted for 70 of the total 100 maximum points. A minimum of 50 points were required, as specified in the RFP, for further consideration in the overall selection process. Proposals not receiving a technical score of 50 points or higher, in addition to being removed from further consideration, had the corresponding price proposal returned unopened to the applicable Vendor.

| <b>CATEGORIES</b>  | <b>POINTS</b> |
|--|---------------|
| <b>TECHNICAL PROPOSAL with the following potential maximum scores for each Technical Proposal category;</b>  | <b>70</b>     |
| <i>Project Need</i>  | <i>5</i>      |
| <i>Corporate Qualifications: Previous Experience</i>   | <i>10</i>     |
| <i>Management Summary: Key Personnel, Project Management, and Coordination</i>   | <i>20</i>     |
| <i>Work Plan: Technical Approach, Communication Systems, Innovation and Value Engineering, Ability to meet project schedule, System Maintenance, and Warranty Approach</i> | <i>35</i>     |
| <b>*PRICE PROPOSAL POTENTIAL MAXIMUM POINTS</b>  | <b>30</b>     |
| <b>TOTAL POTENTIAL MAXIMUM POINTS AWARDED</b>  | <b>100</b>    |

\*The following formula was used to assign points for the price proposal: Vendor's Price Score = (Lowest Proposed Price/Vendor's Proposed Price) x 30.

Based on the above mentioned analysis, the Selection Committee identified two Teams with technical scores exceeding 50 points and worthy of consideration in the selection process. The McCourt Team did not achieve the minimum technical score. As such, based on the requirements in the RFP 2016-10, Section 4.4, the proposal submission was disqualified from further consideration, and the corresponding price proposal is to be returned unopened to McCourt.

The cost proposals were opened on June 9, 2016 following the oral presentations. Only cost proposals for the GMCI Team and the Tilson Team were opened because their technical scores exceeded the minimum technical score required to open the cost proposals.

The RFP included a list of the individual bid items on a bid items form included as Appendix E of the RFP. The bid items form was divided into nine sections that cumulatively made up the Total Base Cost for the proposal. A tenth section included the value engineering options and other optional bid items for the Department's consideration. Each of the first five sections included the individual items that made up the project sub-systems (Closed Circuit TV (CCTV), Dynamic Message Signs (DMS), Motor Vehicle Detection Systems (MVDS), existing equipment, and communications). The remaining four sections included project-wide items such as engineering, testing and integration, training, system maintenance, and warranty.

The following table outlines the Committee's technical scoring, each Team's base price proposal, corresponding price score, and total score:

| Team    | Technical Score<br>(max. 70 points) | Base Cost      | Total Price Score<br>(max. 30 points) | Total Score |
|---------|-------------------------------------|----------------|---------------------------------------|-------------|
| GMCI    | 52.4                                | \$5,166,517.00 | 29.5                                  | 81.9        |
| McCourt | 37                                  | N/A            | N/A                                   | N/A         |
| Tilson  | 63                                  | \$5,076,594.06 | 30                                    | 93          |

Based on the Selection Committee proposal review and interview process, the committee has concluded that Tilson's proposal meets, and or exceeds, each of stated goals in the RFP.

The RFP states that the Department reserves the right, at its discretion, to make an award by item, by a part of an item, by groups of items, or by the total proposal in accordance with the Department's available budget. This statement provides the Department's justification to negotiate a final project cost with the highest scoring Team.

Given the submitted price proposal, negotiation and a reduction in the scope of the project was required to meet the budget. A strategy was developed which prioritized the ATMS devices/elements and identified those portions of the infrastructure that could be implemented by other means outside of this RFP.

The TSMO Project Manager met with the Attorney General's office on Tuesday, June 21, 2016 to review the RFP selection process and to receive concurrence on subsequent steps in the process. Based on that conversation, consistent with RFP 2016-10 Sections 3.17-Award and 4.5-Contractor Selection, an Intent to Award letter was sent to the Tilson Team.

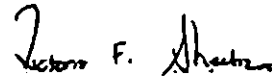
Accordingly, the Project Manager met with the Tilson Team to negotiate reductions in scope and cost. Based on these negotiations, Tilson reduced their pricing on August 11, 2016. The negotiated costs and reduction in scope included removing four CCTV, one DMS, and two MVDS. The final scope includes installing fourteen CCTV, five DMS, and thirteen MVDS. The overall project cost was reduced to \$4,225,966.31 based on these discussions.

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.

Based on the scoring and above information, the Department requests approval to enter into a contract with Tilson Technology Management, Inc.

It is respectfully requested that this resolution be approved.

Sincerely,



Victoria Sheehan  
Commissioner

Attachment: Proposal Scoring summary

cc: C. Waszczuk  
D. Rodrigue  
M. Servetas  
S. Klasen



**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](http://www.nh.gov/doit)

**Denis Goulet**  
*Commissioner*

December 30, 2016

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

Dear Commissioner Sheehan:

This letter represents formal notification that the Department of Information Technology (DoIT) has approved your agency's request to enter into a contract with Tilson Technology Management, Inc., as described below and referenced as DoIT No. 2016-094.

The purpose of this contract is to design and build an Advanced Transportation Management System (ATMS) along the Frederick E. Everett Turnpike Corridor from the Massachusetts state line in Nashua to the I-93 Exit 13 interchange in Concord with additional work possible along the existing NHDOT fiber optic infrastructure. This project includes new Intelligent Transportation System (ITS) field devices and a new wireless communications network connecting the field devices to the existing NHDOT Transportation Management Center (TMC) in Concord.

The contract amount is \$4,225,966.31 effective upon Governor and Council approval through May 30, 2018.

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

Sincerely,

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

Denis Goulet


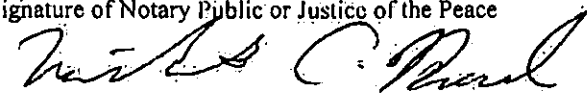
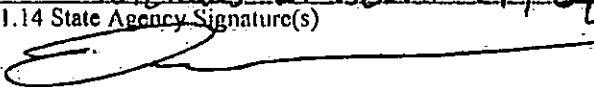
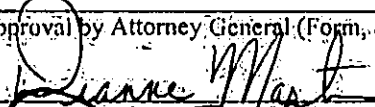
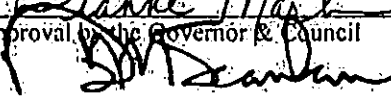
DG/mh  
Contract 2016-094

cc: Gail Hambleton

**STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
FREDERICK E. EVERETT (FEET) CORRIDOR ATMS  
BUREAU OF TSMO - CONTRACT RFP 2016-10  
CONTRACT AGREEMENT CONTRACT**

The State of New Hampshire and the Contractor hereby mutually agree as follows:

**CONTRACT**

|   |  |  |   |
|---|--|--|---|
| <b>1.1 State Agency Name</b><br><br>Department of Transportation - Bureau of Transportation Systems Management and Operations (TSMO)  |  | <b>1.2 State Agency Address</b><br><br>PO BOX 483<br>Concord NH 03302-0483                   |   |
| <b>1.3 Contractor Name</b><br>Tilson Technology Management, Inc.  |  | <b>1.4 Contractor Address</b><br>245 Commercial St.<br>Suite 203<br>Portland, ME 04101       |   |
| <b>1.5 Contractor Phone Number</b><br><br>(207) 591-6427  | <b>1.6 Account Number</b><br><br>04-9646-961017-7507-046 | <b>1.7 Completion Date</b><br><br>5/30/18  | <b>1.8 Price Limitation</b><br><br>\$4,225,966.31 |
| <b>1.9 Contracting Officer for State Agency</b><br><br>Victoria F. Sheehan, Commissioner  |  | <b>1.10 State Agency Telephone Number</b><br><br>603-271-1486                                |   |
| <b>1.11 Contractor Signature</b><br>  |  | <b>1.12 Name &amp; Title of Contractor Signatory</b><br>Joshua B. Buder, CEO                 |   |
| <b>1.13 Acknowledgement:</b><br><br>On 12/23/16, before the undersigned officer, personally appeared the person identified in block 1.12 or satisfactorily proven to be the person whose name is signed in block 1.11, and acknowledged that s/he executed this document in the capacity indicated in block 1.12. |  |  |   |
| <b>1.13.1 Signature of Notary Public or Justice of the Peace</b><br>[seal]  ME Bar # 004276  |  |  |   |
| <b>1.13.2 Name &amp; Title of Notary or Justice of the Peace</b><br>Nicholas C. Bournazel, Esq.   |  |  |   |
| <b>1.14 State Agency Signature(s)</b><br>  |  | <b>1.15 Name/Title of State Agency Signatory</b><br>David Rodrigue<br>Director of Operations |   |
| <b>1.16 Approval by N.H. Department of Administration, Division of Personnel (if applicable)</b><br><br>By: _____ Director, On: _____   |  |  |   |
| <b>1.17 Approval by Attorney General (Form, Substance and Execution)</b><br><br>By:  Assistant Attorney General; On: 3/1/17  |  |  |   |
| <b>1.18 Approval by the Governor &amp; Council</b><br><br>By:  <b>DEPUTY SECRETARY OF STATE</b> MAR 22 2017  |  |  |   |

Contract Agreement RFP 2016-10 Contract  
 Tilson Technology Management, Inc Initials: SBB  
 Date: 12/23/16

**CERTIFICATE OF TILSON TECHNOLOGY MANAGEMENT, INC.**

**(Corporation Without Seal)**

I, Lynne D. Houle, do hereby represent and certify that:

- (1) I am the Clerk of Tilson Technology Management, Inc., a Maine Corporation (the "Corporation").
- (2) I maintain and have custody of and am familiar with the minutes of the Corporation.
- (3) I am duly authorized to issue certificates with respect to the contents of such books.
- (4) The following statements are true and accurate based on the resolutions adopted by the Board of Directors of the Corporation via unanimous written consent in lieu of a meeting of the Board of Directors dated as of April 18, 2016, which written consent was duly adopted in accordance with Maine law and the Bylaws of the Corporation.
- (5) The signature of Joshua Broder, Chief Executive Officer of the Corporation, affixed to any contract, instrument or document shall bind the Corporation to the terms of such contract, instrument or document.
- (6) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.
- (7) The Corporation has no seal.

IN WITNESS WHEREOF, I have hereunto set my hand as Clerk of the Corporation.

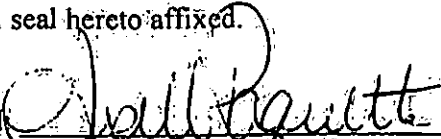
This document is dated the 23<sup>rd</sup> day of December, 2016.

  
\_\_\_\_\_  
Lynne D. Houle, Clerk of Tilson Technology Management, Inc.

STATE OF MAINE,  
COUNTY OF CUMBERLAND, ss.:

Personally appeared before me Lynne D. Houle, to me known to be the person described in and who executed the within and foregoing instrument, and acknowledged that she signed the same as her voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal hereto affixed.

Signed   
\_\_\_\_\_  
Giselle Paquette, Notary Public in and for the State of Maine  
My commission expires \_\_\_\_\_

|  |
|--|
| <b>GISELLE PAQUETTE</b><br>NOTARY PUBLIC<br>YORK COUNTY<br>MAINE<br>MY COMMISSION EXPIRES NOVEMBER 7, 2020 |
|--|

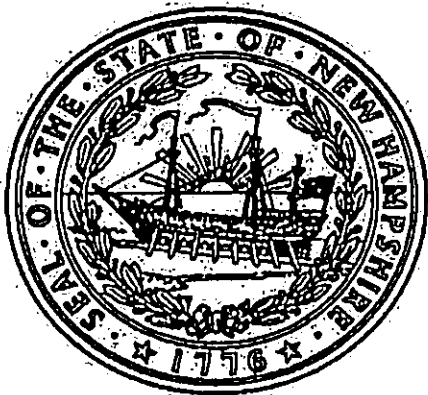
# State of New Hampshire

## Department of State

### CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that TILSON TECHNOLOGY MANAGEMENT, INC. is a Maine Profit Corporation registered to transact business in New Hampshire on December 02, 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: 735502



IN TESTIMONY WHEREOF,  
I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 20th day of December A.D. 2016.

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)  
10/13/2016

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

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

**PRODUCER**  
Rutherford, A Marsh & McLennan Agency LLC Co.  
5500 Cherokee Avenue, Suite 300  
Alexandria VA 22312

|  |                       |
|--|-----------------------|
| <b>CONTACT NAME:</b>                                   |                       |
| <b>PHONE (A/C No., Ext.):</b> 800-274-0268             | <b>FAX (A/C No.):</b> |
| <b>E-MAIL:</b> certificates@rutherford.com             |                       |
| <b>ADDRESS:</b>  |                       |
| <b>INSURER(S) AFFORDING COVERAGE</b>                   |                       |
| <b>INSURER A:</b> Zurich American Insurance Company    | <b>NAIC #</b> 16535   |
| <b>INSURER B:</b> Atlantic Specialty Insurance Company | 27154                 |
| <b>INSURER C:</b> Federal Insurance Company            | 20281                 |
| <b>INSURER D:</b>                                      |                       |
| <b>INSURER E:</b>                                      |                       |
| <b>INSURER F:</b>                                      |                       |

**INSURED** TILSOTECHN1  
Tilson Technology Management, Inc.  
SQF, LLC  
245 Commercial Street  
Suite 203  
Portland ME 04101

**COVERAGES:** CERTIFICATE NUMBER: 646037632 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.

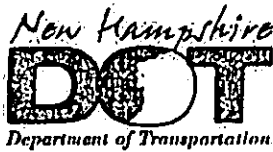
| INSR LTR | TYPE OF INSURANCE   | ADDL SUBR INSD WVD | POLICY NUMBER         | POLICY EFF (MM/DD/YYYY) | POLICY EXP (MM/DD/YYYY) | LIMITS  |
|----------|---|--------------------|-----------------------|-------------------------|-------------------------|---|
| B        | <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY<br><input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR<br><br>GEN'L AGGREGATE LIMIT APPLIES PER:<br><input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PROJ. <input type="checkbox"/> LOC<br><input checked="" type="checkbox"/> OTHER: Tech E & O |                    | 711014383             | 4/1/2016                | 4/1/2017                | EACH OCCURRENCE \$1,000,000<br>DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000<br>MED EXP (Any one person) \$10,000<br>PERSONAL & ADV INJURY \$1,000,000<br>GENERAL AGGREGATE \$2,000,000<br>PRODUCTS - COM/OP AGG \$2,000,000<br>General Aggregate \$3,000,000 |
|          | AUTOMOBILE LIABILITY<br><input checked="" type="checkbox"/> ANY AUTO<br><input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS<br><input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS  |                    | 711014383             | 4/1/2016                | 4/1/2017                | COMBINED SINGLE LIMIT (Ea accident) \$1,000,000<br>BODILY INJURY (Per person) \$<br>BODILY INJURY (Per accident) \$<br>PROPERTY DAMAGE (Per accident) \$<br>\$  |
| B        | <input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR<br><input type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE<br>DED \$ RETENTION \$   |                    | 711014383             | 4/1/2016                | 4/1/2017                | EACH OCCURRENCE \$10,000,000<br>AGGREGATE \$10,000,000<br>\$  |
| A        | WORKERS COMPENSATION AND EMPLOYERS' LIABILITY<br>ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)<br>If yes, describe under DESCRIPTION OF OPERATIONS below  | Y/N<br>N N/A       | WC574685502           | 4/1/2016                | 4/1/2017                | <input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER<br>E.L. EACH ACCIDENT \$1,000,000<br>E.L. DISEASE - EA EMPLOYEE \$1,000,000<br>E.L. DISEASE - POLICY LIMIT \$1,000,000   |
| B<br>C   | Installation<br>Crime   |                    | 711014383<br>82238058 | 4/1/2016<br>4/1/2016    | 4/1/2017<br>4/1/2017    | Limit \$1,000,000<br>Limit \$1,000,000  |

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

Per the cancellation clause contained in the policies noted on this certificate, the policy provisions include at least 30 days notice of cancellation except for non-payment of premium.

**CERTIFICATE HOLDER**  
  
New Hampshire Department of Transportation  
110 Smokey Bear Blvd  
Concord NH 03301

**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  
*Johanna F Moore*



Victoria F. Sheehan  
Commissioner

**THE STATE OF NEW HAMPSHIRE**  
DEPARTMENT OF TRANSPORTATION

G+C # 5A  
Date 2-21-18



William Cass, P.E.  
Assistant Commissioner

Bureau of TSMO  
January 11, 2018

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

**REQUESTED ACTION**

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

Authorize the Department of Transportation to amend Contract #2016-10, with Tilson Technology Management, Inc. (Vendor #265209), Portland, ME, by extending the completion date from May 30, 2018 to October 30, 2018 to continue designing and building the Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET), effective upon Governor and Council approval through October 30, 2018. The original contract was approved by Governor and Council on March 22, 2017, Item #23. Time extension only, no new funding.

**EXPLANATION**

The purpose of this contract amendment is to allow sufficient time to complete the Advanced Transportation Management System on the Frederick E. Everett Turnpike. The original schedule for this project anticipated a Governor and Council approval date of August 2016. Due to contract negotiations, the contract wasn't approved until March 2017. The requested time extension through October 30, 2018 will allow Construction to occur during the summer months of 2018.

The Amendment has been approved by the Attorney General as to form and execution. The Department of Information Technology (DoIT) has reviewed and approved the Amendment. Copies of the fully executed agreement 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,

for  
Victoria F. Sheehan  
Commissioner



**THE STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION**



*Victoria F. Sheehan  
Commissioner*

*William Cass, P.E.  
Assistant Commissioner*

January 9, 2018

Denis C. Goulet  
Commissioner and Chief Information Officer  
27 Hazen Drive  
Concord, New Hampshire 03301

RE: FEET Advanced Transportation Management System (RFP) 2016-10 Contract Amendment

**REQUESTED ACTION**

It is requested that the Department of Transportation (NHDOT) amend the current contract with Tilson Technology Management, Inc. to extend the completion date from May 30, 2018 to October 30, 2018.

**EXPLANATION**

The purpose of this date extension is to allow sufficient time to complete the Advanced Transportation Management System on the Frederick E. Everett Turnpike. The original schedule for this project anticipated a Governor and Council approval date of August 2016. Due to contract negotiations, the contract wasn't approved until March 2017. This time extension will allow Construction to occur during the summer months of 2018.

**CONTACT PERSON**

Susan M. Klasen, PE  
Administrator  
New Hampshire Department of Transportation  
110 Smokey Bear Blvd  
Concord, NH 03301  
Email: [Susan.Klasen@dot.nh.gov](mailto:Susan.Klasen@dot.nh.gov)  
Tel: 603 271-6862

**CERTIFICATION**

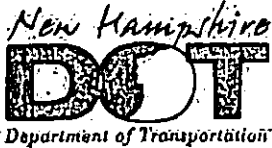
The undersigned hereby certify that the information provided in this document and any attachments is complete and accurate, to the best of their knowledge, and that the alternatives to the solution defined in this document have been appropriately considered. Your timely consideration and endorsements is requested to meet publication deadlines.

Submitted by:

Gail E. Hambleton  
IT Leader- Transportation  
Department of Information Technology

Department Head Approval

David Rodrigue, P.E.  
Director of Operations  
Department of Transportation



**THE STATE OF NEW HAMPSHIRE**  
**DEPARTMENT OF TRANSPORTATION**



*Victoria F. Sheehan*  
Commissioner

*William Cass, P.E.*  
Assistant Commissioner

January 31, 2018

Denis C. Goulet  
Commissioner and Chief Information Officer  
27 Hazen Drive  
Concord, New Hampshire 03301

RE: FEET Advanced Transportation Management System (RFP) 2016-10 Contract Amendment

**REQUESTED ACTION**

It is requested that the Department of Transportation (NHDOT) amend the current contract with Tilson Technology Management, Inc. to extend the completion date from May 30, 2018 to October 30, 2018.

**EXPLANATION**

The purpose of this date extension is to allow sufficient time to complete the Advanced Transportation Management System on the Frederick E. Everett Turnpike. The original schedule for this project anticipated a Governor and Council approval date of August 2016. Due to contract negotiations, the contract wasn't approved until March 2017. This time extension will allow Construction to occur during the summer months of 2018.

**CONTACT PERSON**

Susan M. Klasen, PE  
Administrator  
New Hampshire Department of Transportation  
110 Smokey Bear Blvd  
Concord, NH 03301  
Email: [Susan.Klasen@dot.nh.gov](mailto:Susan.Klasen@dot.nh.gov)  
Tel: 603 271-6862

**CERTIFICATION**

The undersigned hereby certify that the information provided in this document and any attachments is complete and accurate, to the best of their knowledge, and that the alternatives to the solution defined in this document have been appropriately considered. Your timely consideration and endorsements is requested to meet publication deadlines.

Commissioner Approval

Victoria F. Sheehan  
Commissioner  
Department of Transportation



**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](http://www.nh.gov/doit)

**Denis Goulet**  
*Commissioner*

February 1, 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 agency's request to enter into a contract with Tilson Technology Management, Inc., of Portland, ME as described below and referenced as DoIT No. 2016-094A.

The purpose of this request is to extend the current contract to allow the continuation of construction of the Advanced Transportation Management System (ATMS) along the Frederick E. Everett Turnpike until completion.

There is no funding increase associated with this amendment. This amendment shall become effective upon Governor and Council approval through October 30, 2018.

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

Sincerely,

Denis Goulet

DG/kaf  
Contract 2016-094A

cc: Gail Hambleton

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT A

WHEREAS, the Governor and Council approved an agreement between the New Hampshire Department of Transportation (NHDOT) and Tilson Technology Management, Inc. on March 22, 2017, Item #23 for the period of March 22, 2017 through May 30, 2018;

WHEREAS, the Vendor, Tilson Technology Management, Inc. and NHDOT have agreed to amend certain provisions of the agreement;

WHEREAS, Section 1.7 Completion Date, of the P-37 form is May 30, 2018 and NHDOT wishes to amend the date to October 30, 2018.

**RESOLVED, that the agreement be amended as follows:**

Section 1.7, Completion Date, of the P-37 form shall be amended to read October 30, 2018.

All other provisions of the agreement shall remain in effect.

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT A

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

Joshua B. Broder  
Joshua B. Broder, CEO  
Tilson Technology Management, Inc.

Date: 1/8/18

Corporate Signature Notarized:

STATE of Maine  
COUNTY of Cumberland

On this, the 8<sup>th</sup> day of January, 2018, before me, Nichole D. Stevens, the undersigned Officer Joshua B. Broder, personally appeared and acknowledged her/himself to be the CEO of Tilson Technology Management, Inc. and that she/he, as such CEO 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 CEO.

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

Nichole D. Stevens  
Notary Public/Justice of the Peace

(SEAL)

My Commission Expires: January 14, 2018

NICHOLE D. STEVENS  
Notary Public, Maine  
My Commission Expires January 14, 2018

Department of Transportation

William J. Cass  
William J. Cass, PE, Assistant Commissioner

Date: 1/22/18

State of New Hampshire Department of Transportation

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

Allie B. Greenstein

Date: 1/26/18

State of New Hampshire, Department of Justice

Approved by NH Governor and Council

DM Sander

Date: FEB 21 2018

**DEPUTY SECRETARY OF STATE**

Initial and Date All Pages:

Vendor Initials: SOB

Date: 1/8/18

Contract Amendment A  
Page 2 of 2

**CERTIFICATE OF TILSON TECHNOLOGY MANAGEMENT, INC.**

**(Corporation Without Seal)**

I, Lynne D. Houle, do hereby represent and certify that:

- (1) I am the Clerk of Tilson Technology Management, Inc., a Maine Corporation (the "Corporation").
- (2) I maintain and have custody of and am familiar with the minutes of the Corporation.
- (3) I am duly authorized to issue certificates with respect to the contents of such books.
- (4) The following statements are true and accurate based on the resolutions adopted by the Board of Directors of the Corporation via unanimous written consent in lieu of a meeting of the Board of Directors dated as of April 18, 2016, which written consent was duly adopted in accordance with Maine law and the Bylaws of the Corporation.
- (5) The signature of Joshua Broder, Chief Executive Officer of the Corporation, affixed to any contract, instrument or document shall bind the Corporation to the terms of such contract, instrument or document.
- (6) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.
- (7) The Corporation has no seal.

IN WITNESS WHEREOF, I have hereunto set my hand as Clerk of the Corporation.

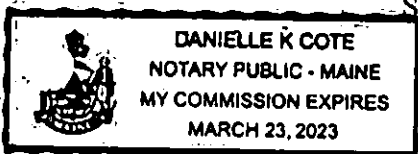
This document is dated the 8<sup>th</sup> day of January, 2018.

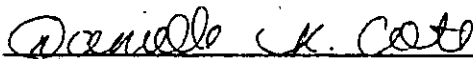
  
\_\_\_\_\_  
Lynne D. Houle, Clerk of Tilson Technology Management, Inc.

STATE OF MAINE,  
COUNTY OF CUMBERLAND, ss.:

Personally appeared before me Lynne D. Houle, to me known to be the person described in and who executed the within and foregoing instrument, and acknowledged that she signed the same as her voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal hereto affixed.



Signed:   
\_\_\_\_\_  
Danielle K. Cote, Notary Public in and for the State of Maine

My commission expires March 23, 2023

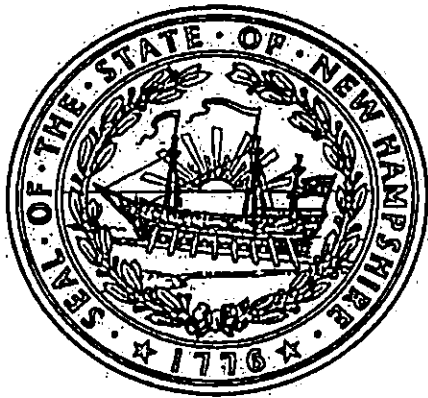


**State of New Hampshire**  
**Department of State**

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that TILSON TECHNOLOGY MANAGEMENT, INC. is a Maine Profit Corporation registered to transact business in New Hampshire on December 02, 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: 735502



IN TESTIMONY WHEREOF,  
I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 8th day of January A.D. 2018.

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

William M. Gardner  
Secretary of State



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)  
12/18/2017

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).

|   |  |        |
|---|--|--------|
| PRODUCER<br>Marsh & McLennan Agency LLC<br>5500 Cherokee Avenue, Suite 300<br>Alexandria VA 22312 | CONTACT NAME: Johann Moore                           |        |
|   | PHONE (A/C. No., Ext.): 800-274-0268 FAX (A/C. No.): |        |
|   | E-MAIL ADDRESS: certificates@marshmma.com            |        |
|   | INSURER(S) AFFORDING COVERAGE                        | NAIC # |
|   | INSURER A: National Union Fire Ins Co PittsburghPA   | 19445  |
|   | INSURER B: North River Insurance Company             | 21105  |
|   | INSURER C: First Liberty Insurance Corporation       | 33588  |
|   | INSURER D: Liberty Mutual Fire Insurance Company     | 23035  |
|   | INSURER E: Hiscox Insurance Company Inc.             | 10200  |
|   | INSURER F: Redwood Fire and Casualty Insurance Co    | 11873  |

COVERAGES                                  CERTIFICATE NUMBER: 33708998                                  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.

| INBR LTR | TYPE OF INSURANCE  | ADOL SUBR INSD WVD | POLICY NUMBER             | POLICY EFF (MM/DD/YYYY)  | POLICY EXP (MM/DD/YYYY)  | LIMITS  |  |
|----------|--|--------------------|---------------------------|--------------------------|--------------------------|---|--|
| D        | X COMMERCIAL GENERAL LIABILITY<br>CLAIMS-MADE X OCCUR<br>GENL. AGGREGATE LIMIT APPLIES PER:<br>POLICY X PROJ. LOC<br>OTHER:<br>AUTOMOBILE LIABILITY<br>X ANY AUTO<br>OWNED AUTOS ONLY<br>HIRED AUTOS ONLY<br>SCHEDULED AUTOS<br>NON-OWNED AUTOS ONLY |                    | TB5251291916027           | 12/19/2017               | 12/19/2018               | EACH OCCURRENCE \$1,000,000<br>DAMAGE TO RENTED PREMISES (Ea occurrence) \$1,000,000<br>MED EXP (Any one person) \$10,000<br>PERSONAL & ADV INJURY \$1,000,000<br>GENERAL AGGREGATE \$2,000,000<br>PRODUCTS - COMP/OP AGG \$2,000,000 |  |
| A<br>B   | X UMBRELLA LIAB X OCCUR<br>X EXCESS LIAB CLAIMS-MADE<br>DED RETENTION \$   |                    | 012147486<br>6229035806   | 12/19/2017<br>12/19/2017 | 12/19/2018<br>12/19/2018 | EACH OCCURRENCE \$5,000,000<br>AGGREGATE \$5,000,000<br>1st Layer Excess \$11,000,000   |  |
| F        | WORKERS COMPENSATION AND EMPLOYERS' LIABILITY<br>ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/ MEMBER EXCLUDED? (Mandatory in NH)<br>If yes, describe under DESCRIPTION OF OPERATIONS below  | Y/N<br>Y N/A       | TIWC806847                | 4/1/2017                 | 4/1/2018                 | X PER STATUTE OTH-ER<br>E.L. EACH ACCIDENT \$1,000,000<br>E.L. DISEASE - EA EMPLOYEE \$1,000,000<br>E.L. DISEASE - POLICY LIMIT \$1,000,000   |  |
| E<br>A   | Professional Liability<br>Tech E&ONetwork Security   |                    | ANE184488517<br>048240510 | 12/19/2017<br>12/19/2017 | 12/19/2018<br>12/19/2018 | Limits \$5,000,000<br>Limits \$5,000,000  |  |

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 181, Additional Remarks Schedule, may be attached if more space is required)  
Hanover Insurance Company Installation Floater effective 12/19/2017 - 12/19/2018 - Policy No. RHRD08478201 - \$2,500,000 Jobsite Limit  
Illinois Union Insurance Company Contractors Pollution Liability effective 12/19/17 - 12/19/2018 - Policy No. CPYG28197810002 - \$15,000,000 per pollution condition/\$15,000,000 aggregate.

Per the cancellation clause contained in the policies noted on this certificate, the policy provisions include at least 30 days notice of cancellation except for non-payment of premium.

CERTIFICATE HOLDER                                  CANCELLATION

|  |   |
|--|---|
| New Hampshire Department of Transportation<br>110 Smokey Bear Blvd<br>Concord NH 03301 | SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.<br><br>AUTHORIZED REPRESENTATIVE<br><i>Johanna F Moore</i> |
|--|---|



Victoria F. Sheehan  
Commissioner

THE STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION

G+C #30  
Date 10-3-18



William Cass, P.E.  
Assistant Commissioner

Bureau of TSMO  
August 22, 2018

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

REQUESTED ACTION

1. Authorize the Department of Transportation to enter into a contract amendment, with Tilson Technology Management, Inc. (Vendor #265209), Portland, ME, Contract #2016-10. The purpose of this amendment is to increase the contract amount by \$158,226.00 from \$4,225,966.31 to \$4,384,192.31 to continue designing and building the Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET), effective upon Governor and Council approval. The original contract was approved by Governor and Council on March 22, 2017, Item #23 and amended on February 21, 2018, Item #5A. 100% Turnpike Funds.
2. Further, to extend the completion date from October 30, 2018 to October 30, 2019.

Funds to support this request are available in FY 2019 budget. Funds to support FY 2020 are anticipated to be available in the following account 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:

|   |                 |                 |
|---|-----------------|-----------------|
| 04-96-96-961017-7507                    | <u>SFY 2019</u> | <u>SFY 2020</u> |
| Central NH Turnpike                     | \$148,226.00    | \$10,000.00     |
| 046-500463 Eng Consultants Non-Benefits |                 |                 |

EXPLANATION

The purpose of this contract amendment is to allow sufficient time to complete the Advanced Transportation Management System on the Frederick E. Everett Turnpike and to increase the total contract amount. This contract amendment is requested for the following reasons:

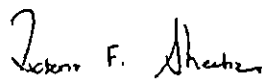
- The wireless communication network originally designed had a lease cost that was over the Department's budget therefore the Department requested a complete wireless network redesign with associated lease negotiations.
- Steel fabrication costs have increased since original budget in February 2017.
- The design-build Tilson Technology team had to make changes in design plans to accommodate future ATMS needs of the F.E. Everett Corridor.

The Amendment has been approved by the Attorney General as to form and execution. The Department of Information Technology (DoIT) has reviewed and approved the Amendment. Copies of the fully executed agreement 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  
Fax: 603-271-1516 TDD Access: 1-800-735-2964  
[www.nh.gov/doit](http://www.nh.gov/doit)

Denis Goulet  
Commissioner

September 4, 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 agency's request to amend a contract with Tilson Technology Management, Inc., of Portland, ME as described below and referenced as DoIT No. 2016-094B.

The purpose of this amendment is to provide for design changes to the wireless communication network, change in design plans to accommodate future Advanced Transportation Management System (ATMS) needs of the F.E. Everett Corridor and increased cost of materials.

The amendment will increase the contract amount by \$158,226.00, from \$4,225,966.31 to \$4,384,192.31 and the end date will be extended from October 30, 2018 to October 30, 2019, effective upon Governor and Executive Council approval.

A copy of this letter should accompany the Department of Transportation's 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  
DoIT 2016-094B

cc: Julie Seiger, Charles Burns

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT B

WHEREAS, the Governor and Council approved an agreement between the New Hampshire Department of Transportation (NHDOT) and Tilson Technology Management, Inc. on March 22, 2017, Item #23 for the period of March 22, 2017 through May 30, 2018;

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on February 21, 2018, Item #5A, to be effective through October 30, 2018.

WHEREAS, the Vendor, Tilson Technology Management, Inc. and NHDOT have agreed to amend certain provisions of the agreement;

WHEREAS, Section 1.7 Completion Date, of the Contract Agreement is October 30, 2018 and NHDOT wishes to amend the date to October 30, 2019.

WHEREAS, Section 1.8 Price Limitation, of the Contract Agreement is \$4,225,966.31. NHDOT wishes to increase the contract price by \$158,226.00, increasing the total contract price to \$4,384,192.31.

**RESOLVED, that the agreement be amended as follows:**

Section 1.7, Completion Date, of the Contract Agreement shall be amended to read October 30, 2019.

Section 1.8, Price Limitation, of the Contract Agreement shall be amended to read \$4,384,192.31.

All other provisions of the agreement shall remain in effect.

Initial and Date All Pages:  
Vendor Initials SB/B

Date: 8/21/18

Contract Amendment B  
Page 1 of 2

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT B

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

Joshua B. Broder  
Joshua B. Broder, CEO  
Tilson Technology Management, Inc.

Date: 8/21/18

Corporate Signature Notarized:

STATE of Maine  
COUNTY of Cumberland

On this, the 21 day of August, 2018, before me, Joshua Broder, the undersigned Officer, personally appeared and acknowledged her/himself to be the CEO of TILSON, 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 CEO.

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

Karen Jones  
Notary Public/Justice of the Peace  
My Commission Expires: 5/13/2025

(SEAL)

Department of Transportation

William J. Cass  
William J. Cass, PE, Assistant Commissioner  
State of New Hampshire Department of Transportation

Date: 9/7/18

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

Alma B. Greenstein  
State of New Hampshire, Department of Justice

Date: 9/11/18

Approved by NH Governor and Council

[Signature]  
**DEPUTY SECRETARY OF STATE**

Date: OCT 03 2018

Initial and Date All Pages:  
Vendor Initials: JB Date: 8/21/18

CERTIFICATE OF TILSON TECHNOLOGY MANAGEMENT, INC.

(Corporation Without Seal)

I, Timothy Schneider, do hereby represent and certify that:

- (1) I am the General Counsel of Tilson Technology Management, Inc., a Maine Corporation (the "Corporation").
- (2) I have access to and am familiar with the minutes of the Corporation.
- (3) I am authorized to verify the contents of such books.
- (4) The following statements are true and accurate based on the resolutions adopted by the Board of Directors of the Corporation via unanimous written consent in lieu of a meeting of the Board of Directors dated as of April 18, 2016, which written consent was duly adopted in accordance with Maine law and the Bylaws of the Corporation.
- (5) The signature of Joshua Broder, Chief Executive Officer of the Corporation, affixed to any contract, instrument or document shall bind the Corporation to the terms of such contract, instrument or document.
- (6) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.
- (7) The Corporation has no seal.

IN WITNESS WHEREOF, I have hereunto set my hand as General Counsel to the Corporation.

This document is dated the 21<sup>st</sup> day of August, 2018.




Timothy Schneider  
General Counsel of Tilson Technology Management, Inc.

STATE OF MAINE,  
COUNTY OF CUMBERLAND, ss.:

Personally appeared before me Timothy Schneider, to me known to be the person described in and who executed the within and foregoing instrument, and acknowledged that he signed the same as his voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal hereto affixed.



Name: Karen L. Simonds  
Notary Public in and for the State of Maine

My Commission Expires: 5/13/2025



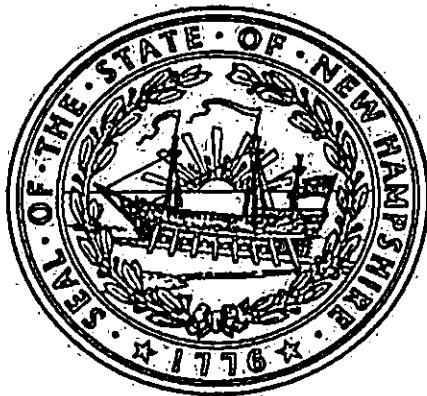
State of New Hampshire  
Department of State

CERTIFICATE

I, William M. Gardner, Secretary of State of the State of New Hampshire, do hereby certify that TILSON TECHNOLOGY MANAGEMENT, INC. is a Maine Profit Corporation registered to transact business in New Hampshire on December 02, 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: 735502

Certificate Number: 0004166817



IN TESTIMONY WHEREOF,  
I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 21st day of August A.D. 2018.

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

William M. Gardner  
Secretary of State



# CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)

3/27/2018

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).

|  |  |                        |
|--|--|------------------------|
| <b>PRODUCER</b><br>Marsh & McLennan Agency LLC<br>5500 Cherokee Avenue, Suite 300<br>Alexandria VA 22312 | <b>CONTACT NAME:</b> Johanna Moore         |                        |
|  | <b>PHONE (A/C, No. Ext.):</b> 800-274-0268 | <b>FAX (A/C, No.):</b> |
| <b>E-MAIL ADDRESS:</b> certificates@marshmma.com   |  |                        |
| <b>INSURER(S) AFFORDING COVERAGE</b>   |  | <b>NAIC #</b>          |
| <b>INSURER A:</b> National Union Fire Ins Co PittsburghPA  |  | 19445                  |
| <b>INSURER B:</b> North River Insurance Company  |  | 21105                  |
| <b>INSURER C:</b> First Liberty Insurance Corporation  |  | 33588                  |
| <b>INSURER D:</b> Liberty Mutual Fire Insurance Company  |  | 23035                  |
| <b>INSURER E:</b> Hiscox Insurance Company Inc.  |  | 10200                  |
| <b>INSURER F:</b> Redwood Fire and Casualty Insurance Co   |  | 11673                  |

**COVERAGES** **CERTIFICATE NUMBER:** 1120910142 **REVISION NUMBER:**

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

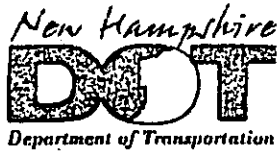
| INSR LTR | TYPE OF INSURANCE  | ADDL INSD | SUBR WVD | POLICY NUMBER             | POLICY EFF (MM/DD/YYYY)  | POLICY EXP (MM/DD/YYYY)  | LIMITS  |
|----------|--|-----------|----------|---------------------------|--------------------------|--------------------------|---|
| D        | <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY<br><input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR<br><br>GEN'L AGGREGATE LIMIT APPLIES PER:<br><input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PROJECT <input type="checkbox"/> LOC<br>OTHER: |           |          | TBSZ51291916027           | 12/19/2017               | 12/19/2018               | EACH OCCURRENCE \$ 1,000,000<br>DAMAGE TO RENTED PREMISES (Per occurrence) \$ 1,000,000<br>MED EXP (Any one person) \$ 10,000<br>PERSONAL & ADV INJURY \$ 1,000,000<br>GENERAL AGGREGATE \$ 2,000,000<br>PRODUCTS - COMP/OP AGG. \$ 2,000,000<br>\$ |
|          | <input checked="" type="checkbox"/> AUTOMOBILE LIABILITY<br><input checked="" type="checkbox"/> ANY AUTO<br><input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS NON-OWNED AUTOS ONLY<br><input type="checkbox"/> HIRED AUTOS ONLY   |           |          | ASCZ51291916017           | 12/19/2017               | 12/19/2018               | COMBINED SINGLE LIMIT (Per accident) \$ 1,000,000<br>BODILY INJURY (Per person) \$<br>BODILY INJURY (Per accident) \$<br>PROPERTY DAMAGE (Per accident) \$<br>\$  |
| A B      | <input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR<br><input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE<br>DED RETENTION \$  |           |          | 012147466<br>5229035805   | 12/19/2017<br>12/19/2017 | 12/19/2018<br>12/19/2018 | EACH OCCURRENCE \$ 5,000,000<br>AGGREGATE \$ 5,000,000<br>1st Layer Excess \$ 11,000,000  |
| F        | WORKERS COMPENSATION AND EMPLOYERS' LIABILITY<br>ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)<br>If yes, describe under DESCRIPTION OF OPERATIONS below   | Y/N       | N/A      | TIWC912477                | 4/1/2018                 | 4/1/2019                 | <input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER<br>E.L. EACH ACCIDENT \$ 1,000,000<br>E.L. DISEASE - EA EMPLOYEE \$ 1,000,000<br>E.L. DISEASE - POLICY LIMIT \$ 1,000,000  |
| E A      | Professional Liability<br>Tech E&O/Network Security  |           |          | ANE184485517<br>048240510 | 12/19/2017<br>12/19/2017 | 12/19/2018<br>12/19/2018 | Limits \$5,000,000<br>Limits \$5,000,000  |

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)  
 Hanover Insurance Company Installation Floater effective 12/19/2017 - 12/19/2018 - Policy No. RHRD08478201 - \$2,500,000 Jobsite Limit  
 Illinois Union Insurance Company Contractors Pollution Liability effective 12/19/17 - 12/19/2018 - Policy No. CPYG28197810002 - \$15,000,000 per pollution condition/\$15,000,000 aggregate.

Per the cancellation clause contained in the policies noted on this certificate, the policy provisions include at least 30 days notice of cancellation except for non-payment of premium.

|   |  |
|---|--|
| <b>CERTIFICATE HOLDER</b><br><br>New Hampshire Department of Transportation<br>110 Smokey Bear Blvd<br>Concord NH 03301 | <b>CANCELLATION</b><br><br>SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.<br><br>AUTHORIZED REPRESENTATIVE<br><i>Johanna K Moore</i> |
|---|--|

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Victoria F. Sheehan  
Commissioner

THE STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION

G+C # 5A  
Date 10/23/19



William Cass, P.E.  
Assistant Commissioner

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

Bureau of TSMO  
September 24, 2019

**REQUESTED ACTION**

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

Authorize the Department of Transportation to enter into a contract amendment, with Tilson Technology Management, Inc. (Vendor #265209), Portland, ME, Contract #2016-10. The purpose of this amendment is to extend the completion date from October 30, 2019 to October 30, 2022 to continue designing and building the Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET), effective upon Governor and Council approval. The original contract was approved by Governor and Council on March 22, 2017, Item #23, amended on February 21, 2018, Item #5A and amended on October 3, 2018, Item #30.

**EXPLANATION**

The purpose of this contract amendment is to allow sufficient time to complete the Advanced Transportation Management System on the Frederick E. Everett Turnpike. This contract amendment is requested for the following reasons:

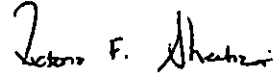
- Allow for the VA roofing project to be completed. The VA roof in Manchester, NH is leaking and is under contract to be repaired. Tilson is responsible to install wireless communication equipment on the roof and that cannot be completed until the roof is repaired. At this time the exact schedule is unknown and we need to provide an additional year for this work.
- Include a 24-month maintenance and warranty period. This was included in the original contract documentation. The project work is expected to be completed October 30, 2020. The 24-month maintenance and warranty period would then begin with a completion date of October 30, 2022.
- To extend the outer-limit end date that was built into the original contract language. Original outer-limit date is May 30, 2021, and this contract is to extend that date to October 30, 2022.

There will be a future contract amendment request for a change order to increase the contract amount. This change order is currently under review with the Parties. At this time due to time constraint we are requesting the time extension only.

The Amendment has been approved by the Attorney General as to form and execution. The Department of Information Technology (DoIT) has reviewed and approved the Amendment. Copies of the fully executed agreement 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

August 27, 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 agency's request to amend a contract with Tilson Technology Management, Inc., of Portland, ME as described below and referenced as DoIT No. 2016-094C.

The purpose of this amendment is extend the completion date from October 30, 2019 to October 30, 2022 to continue designing and building the Advanced Transportation Management System (ATMS) on the Frederick E. Everett Turnpike (FEET), effective upon Governor and Council approval.

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  
DoIT 2016-094C

cc: Charles Burns

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT C

WHEREAS, the Governor and Council approved an agreement between the New Hampshire Department of Transportation (NHDOT) and Tilson Technology Management, Inc. on March 22, 2017, Item #23 for the period of March 22, 2017 through May 30, 2018;

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on February 21, 2018, Item #5A, to be effective through October 30, 2018.

WHEREAS, the Governor and Council approved an amendment to the Agreement between NHDOT and Tilson Technology Management, Inc. on October 3, 2018, Item #30, to be effective through October 30, 2019 and to increase the contract amount by \$158,226.00.

WHEREAS, the Vendor, Tilson Technology Management, Inc. and NHDOT have agreed to amend certain provisions of the agreement;

WHEREAS, Section 1.3 Contract Term, states the Contract initial term will begin on the Effective Date and extend through May 30, 2018 with three, one-year option to extend ("Extended Term") at the sole option of the State, subject to the parties' prior written agreement on applicable fees for each extended term, up to but not beyond May 30, 2021. NHDOT wishes to amend the outer-limit end date of May 30, 2021 to October 30, 2022.

WHEREAS, Section 1.7 Completion Date, of the Contract Agreement is October 30, 2019 and NHDOT wishes to amend the date to October 30, 2022.

**RESOLVED, that the agreement be amended as follows:**

Section 1.3 Contract Term shall be amended to read Contract initial term will begin on the Effective Date and extend through May 30, 2018 with the option to extend ("Extended Term") at the sole option of the State, subject to the parties' prior written agreement on applicable fees, up to but not beyond October 30, 2022.

Section 1.7, Completion Date, of the Contract Agreement shall be amended to read October 30, 2022.

All other provisions of the agreement shall remain in effect.

STATE OF NEW HAMPSHIRE  
DEPARTMENT OF TRANSPORTATION  
Advanced Transportation Management System (ATMS)  
Frederick E. Everett Turnpike Corridor (FEET)  
RFP 2016-10  
CONTRACT AMENDMENT C

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

Joshua B. Broder  
Joshua B. Broder, CEO  
Tilson Technology Management, Inc.

Date: 9/23/19

**Corporate Signature Notarized:**

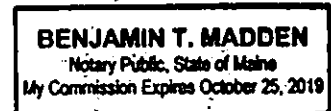
STATE of Maine  
COUNTY of Cumberland

On this, the 23<sup>RD</sup> day of September, 2019, before me, Benjamin T. Madden, the undersigned Officer Joshua Broder, personally appeared and acknowledged her/himself to be the CEO of Tilson, a corporation, and that she/he, as such CEO 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 CEO.

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

Benjamin T. Madden  
Notary Public/Justice of the Peace  
My Commission Expires: October 25, 2019

(SEAL)



**Department of Transportation**

William J. Cass  
William J. Cass, PE, Assistant Commissioner  
State of New Hampshire Department of Transportation

Date: 9/30/19

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

Emily C. Young  
State of New Hampshire, Department of Justice

Date: 10/7/19

**Approved by NH Governor and Council**

Scott Rankin

Date: OCT 23 2019

**DEPUTY SECRETARY OF STATE**

Initial and Date All Pages:  
Vendor Initials JBS

Date: 9/23/19

Contract Amendment C  
Page 2 of 2

**CERTIFICATE OF TILSON TECHNOLOGY MANAGEMENT, INC.**

**(Corporation Without Seal)**

I, Lynne D. Houle, do hereby represent and certify that:

- (1) I am the Clerk of Tilson Technology Management, Inc., a Maine Corporation (the "Corporation").
- (2) I maintain and have custody of and am familiar with the minutes of the Corporation.
- (3) I am duly authorized to issue certificates with respect to the contents of such books.
- (4) The following statements are true and accurate based on the resolutions adopted by the Board of Directors of the Corporation via unanimous written consent in lieu of a meeting of the Board of Directors dated as of April 18, 2016, which written consent was duly adopted in accordance with Maine law and the Bylaws of the Corporation.
- (5) The signature of Joshua Broder, Chief Executive Officer of the Corporation, affixed to any contract, instrument or document shall bind the Corporation to the terms of such contract, instrument or document.
- (6) The foregoing signature authority has not been revoked, annulled or amended in any manner whatsoever, and remains in full force and effect as of the date hereof.
- (7) The Corporation has no seal.

IN WITNESS WHEREOF, I have hereunto set my hand as Clerk of the Corporation.

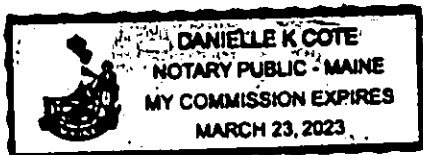
This document is dated the 23<sup>rd</sup> day of September, 2019.

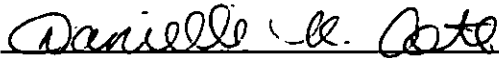
  
\_\_\_\_\_  
Lynne D. Houle, Clerk of Tilson Technology Management, Inc.

STATE OF MAINE,  
COUNTY OF CUMBERLAND, ss.:

Personally appeared before me Lynne D. Houle, to me known to be the person described in and who executed the within and foregoing instrument, and acknowledged that she signed the same as her voluntary act and deed, for the uses and purposes therein mentioned.

Witness my hand and official seal hereto affixed.



Signed:   
\_\_\_\_\_  
Danielle K. Cote, Notary Public in and for the  
State of Maine  
My commission expires March 23, 2023



# 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 TILSON TECHNOLOGY MANAGEMENT, INC. is a Maine Profit Corporation registered to transact business in New Hampshire on December 02, 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: 735502

Certificate Number: 0004560458



IN TESTIMONY WHEREOF,

I hereto set my hand and cause to be affixed  
the Seal of the State of New Hampshire,  
this 6th day of August 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)  
3/29/2019

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).

|  |   |                       |
|--|---|-----------------------|
| <b>PRODUCER</b><br>Marsh & McLennan Agency LLC<br>5500 Cherokee Avenue, Suite 300<br>Alexandria VA 22312 | <b>CONTACT NAME:</b> Johanna Moore        |                       |
|  | <b>PHONE (A/C, Ho, Ext):</b> 800-274-0268 | <b>FAX (A/C, Ho):</b> |
| <b>E-MAIL ADDRESS:</b> certificates@marshmma.com   |   |                       |
| <b>INSURER(S) AFFORDING COVERAGE</b>   |   | <b>NAIC #</b>         |
| <b>INSURER A:</b> First Liberty Insurance Corporation  |   | 33588                 |
| <b>INSURER B:</b> Liberty Mutual Fire Insurance Company  |   | 23035                 |
| <b>INSURER C:</b> Hiscox Insurance Company Inc.  |   | 10200                 |
| <b>INSURER D:</b> Axis Surplus Insurance Company   |   | 26620                 |
| <b>INSURER E:</b> Endurance American Specialty Ins Co  |   | 41718                 |
| <b>INSURER F:</b> National Union Fire Ins Co PittsburghPA  |   | 19445                 |

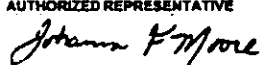
|   |
|---|
| <b>INSURED</b><br>TILSOTECHNI<br>Tilson Technology Management, Inc.<br>SQF, LLC<br>16 Middle Street<br>4th Floor<br>Portland ME 04101 |
|---|

COVERAGES CERTIFICATE NUMBER: 765926400 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 INSR | SUBR WVD     | POLICY NUMBER                      | POLICY EFF (MM/DD/YYYY)  | POLICY EXP (MM/DD/YYYY)  | LIMITS   |
|----------|--|-----------|--------------|------------------------------------|--------------------------|--------------------------|--|
| B        | <input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY<br><input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR<br><br>GENL AGGREGATE LIMIT APPLIES PER:<br><input type="checkbox"/> POLICY <input checked="" type="checkbox"/> PRO.JECT <input type="checkbox"/> LOC<br>OTHER: |           |              | TB5Z51291916028                    | 12/19/2018               | 12/19/2019               | EACH OCCURRENCE \$ 2,000,000<br>DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 1,000,000<br>MED EXP (Any one person) \$ 10,000<br>PERSONAL & ADV INJURY \$ 2,000,000<br>GENERAL AGGREGATE \$ 4,000,000<br>PRODUCTS - COMPOP AGG \$ 4,000,000 |
| A        | <input checked="" type="checkbox"/> AUTOMOBILE LIABILITY<br><input checked="" type="checkbox"/> ANY AUTO<br><input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS<br><input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY                          |           |              | ASCZ51291916018                    | 12/19/2018               | 12/19/2019               | COMBINED SINGLE LIMIT (Ea accident) \$ 1,000,000<br>BODILY INJURY (Per person) \$<br>BODILY INJURY (Per accident) \$<br>PROPERTY DAMAGE (Per accident) \$  |
| E D      | <input checked="" type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> OCCUR<br><input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> CLAIMS-MADE<br>DED RETENTION \$  |           |              | ELD30001012500<br>P001000008395101 | 4/1/2019<br>1/19/2019    | 12/19/2019<br>12/19/2019 | EACH OCCURRENCE \$ 3,000,000<br>AGGREGATE \$ 3,000,000<br>1st Layer Excess \$ 2,000,000  |
| B        | <input checked="" type="checkbox"/> WORKERS COMPENSATION AND EMPLOYERS' LIABILITY<br>ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH)<br>If yes, describe under DESCRIPTION OF OPERATIONS below   |           | Y/N<br>Y N/A | WA265D291916039                    | 4/1/2019                 | 4/1/2020                 | <input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER<br>E.L. EACH ACCIDENT \$ 1,000,000<br>E.L. DISEASE - EA EMPLOYEE \$ 1,000,000<br>E.L. DISEASE - POLICY LIMIT \$ 1,000,000                                   |
| C F      | <input type="checkbox"/> Professional Liability<br><input type="checkbox"/> Tech/Network Security  |           |              | ANE184466518<br>043173310          | 12/19/2018<br>12/19/2018 | 12/19/2019<br>12/19/2019 | Limits<br>Limits \$ 5,000,000<br>Limits \$ 5,000,000   |

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)  
Installation Floater Policy effective 12/19/2018 to 12/19/2019 \$2,500,000 Aggregate Limit. Illinois Union Insurance Company - Contractor's Pollution Coverage Policy #CPYG28197810003 effective 12/19/2018 to 12/19/2019 - \$15,000,000 Per Pollution Condition Limit of Liability/\$15,000,000 Aggregate Limit with \$25,000 Per Pollution Condition Deductible.  
Per the cancellation clause contained in the policies noted on this certificate, the policy provisions include at least 30 days notice of cancellation except for non-payment of premium.

|   |   |
|---|---|
| <b>CERTIFICATE HOLDER</b><br><br>New Hampshire Department of Transportation<br>110 Smokey Bear Blvd<br>Concord NH 03301 | <b>CANCELLATION</b><br><br>SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.<br><br><b>AUTHORIZED REPRESENTATIVE</b><br> |
|---|---|

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