

**GENERAL MEETING OF THE BOARD OF DIRECTORS
OF THE
CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY**

RESOLUTION NO. 23-023

**APPROVING AN AMENDMENT TO THE AGREEMENT WITH
KAPSCH TRAFFICCOM USA, INC. FOR IMAGE REVIEW SERVICES**

WHEREAS, performing image reviews of license plates is an essential element of the processing of pay-by-mail transaction for the use of Mobility Authority facilities; and

WHEREAS, by Resolution No. 18-033 dated July 25, 2018, the Board of Directors approved an agreement with Kapsch TrafficCom USA, Inc. for image review services for a term of five (5) years, concluding on July 30, 2023, with two (2) two-year renewal terms; and

WHEREAS, the Executive Director and Kapsch TrafficCom USA, Inc. have negotiated a proposed amendment to exercise the first renewal term, such that the Agreement will conclude on July 30, 2025, and to provide for certain fee adjustments,; and

WHEREAS, the Executive Director requests that the Board authorize the execution of the proposed amendment for image review services, a copy of which is attached hereto as Exhibit A; and

NOW THEREFORE, BE IT RESOLVED that the Board hereby authorizes the Executive Director to execute an amendment with Kapsch TrafficCom USA, Inc. for image review services in the form or substantially the same form attached hereto as Exhibit A.

Adopted by the Board of Directors of the Central Texas Regional Mobility Authority on the 26th day of June 2023.

Submitted and reviewed by:


James M. Bass, Executive Director

Approved:


Robert W. Jenkins, Jr.
Chairman, Board of Directors

Exhibit A

FIRST AMENDMENT TO AGREEMENT FOR IMAGE REVIEW SERVICES

THIS FIRST AMENDMENT is made effective as of the ___ day of _____, 2023, by and between the by and between the Central Texas Regional Mobility Authority (the “CTRMA”) and Kapsch TrafficCom USA, Inc., (the “Contractor”) (collectively, the “Parties,” and each individually, a “Party”).

WITNESSETH:

WHEREAS, pursuant to Resolution No. 18-033, approved on July 25, 2018, the CTRMA Board of Directors (the “Board”) approved an Agreement for Image Review Services (the “Agreement”) with the Contractor to provide image review services in connection with CTRMA’s transaction processing and toll collection activities (the “Services”); and

WHEREAS, the Parties executed the Agreement, effective July 30, 2018; and

WHEREAS, Section II of the Agreement provides for a term of five (5) years, concluding on July 30, 2023, with two (2) two-year renewal terms; and

WHEREAS, the Contractor is currently providing the Services; and

WHEREAS, the CTRMA has determined that it is in its best interests for the Contractor to continue to provide the Services; and

WHEREAS, it is the desire of the parties to exercise the first renewal term, such that the Agreement will conclude on July 30, 2025; and

WHEREAS, the Parties in this instrument desire to amend the Agreement to reflect the new pricing and the inclusion of a CPI clause; and

WHEREAS, this Agreement has been negotiated and finalized between the parties whereby services will be provided by the Contractor and compensation will be paid by the CTRMA pursuant to the terms hereof.

NOW, THEREFORE, and in consideration of the mutual covenants and agreement between the Parties, the Parties hereby agree to the following:

I. AGREEMENT PERIOD.

Pursuant to Article 2 of the Agreement, the parties agree to exercise the first of two renewal terms, such that the “Agreement Period” shall conclude on July 30, 2025.

II. FEE SCHEDULE.

Attachment B (Fee Schedule) to the Agreement shall be replaced by the Fee Schedule attached hereto as Exhibit 1.

III. CPI ADJUSTMENT.

Article III of the Agreement shall be amended to add Section E. to read as follows:

E. CPI Adjustment. Attachment “B”, Fee Schedule shall be adjusted annually on the first of July in accordance with the Consumer Price Index (CPI) for All Urban Consumers for the Austin, Texas metropolitan area (“all items”) as published by the U.S. Department of Labor, Bureau of Labor Statistics.

IV. REMAINING TERMS AND CONDITIONS.

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

IN WITNESS WHEREOF, the parties hereto have signed or have caused their respective names to be signed to multiple counterparts hereof as of the effective date first above written.

**CENTRAL TEXAS
REGIONAL MOBILITY AUTHORITY**

By: _____
James Bass
Executive Director

Date: _____

KAPSCH TRAFFICCOM USA, INC.

By: _____

Date: _____

Exhibit 1

**ATTACHMENT B
FEE SCHEDULE**

Review Type	Cost per Reviewed Transaction
OCR Review:	\$0.0210
Manual Review Rate:	\$0.0430

Notes: Reviews associated with nonrevenue transactions will be omitted from being charged a fee.