

103077

August 31, 2023

TO: Honorable Board of Acquisition and Contract

FROM: Hugh J. Greechan, Jr., P.E.
Commissioner of Public Works and Transportation

RE: Authorizing an amendment to Agreement No. DOTCAP06-02A with Conduent Transport Solutions, Inc. for the implementation of a computer-aided dispatch and automatic vehicle location system for the County's Bee-Line Bus System, in order to extend the term from August 8, 2023 through August 7, 2024, to continue supporting the system, and increase the fee by \$493,939.00 to a new amount not to exceed \$14,816,177.21, payable pursuant to an approved budget.

On June 15, 2006, your Honorable Board authorized the County to enter into an agreement with Orbital Sciences Corporation ("Orbital") for the implementation of a computer-aided dispatch and automatic vehicle location system for the County's Bee-Line Bus System. The agreement, dated August 7, 2006, was subsequently executed with a term commencing on August 7, 2006 and terminating on August 7, 2011. Under the agreement, the County was to pay Orbital an amount not to exceed \$9,737,236.00 pursuant to an approved budget ("Agreement"). Included in the price was two (2) years and four (4) months for the installation, testing and acceptance, and a one (1) year warranty period with five (5) years of maintenance commencing at the end of the warranty period.

On May 15, 2008, your Honorable Board authorized the County to consent to the assignment of the Agreement from Orbital to Affiliated Computer Services, Inc., which had purchased the Orbital operation. No other changes were made to the Agreement.

On January 22, 2009, your Honorable Board authorized the County to amend the Agreement to expand the scope of services and increase the fee by \$1,146,955.00 to an amended amount not to exceed \$10,884,191.00.

On June 11, 2009, your Honorable Board authorized the County to consent to the assignment of the Agreement from Affiliated Computer Services, Inc. to its wholly owned subsidiary, ACS Transport Solutions, Inc. ("ACS").

On September 10, 2010, your Honorable Board approved Pinnacle Wireless, Inc. as a subcontractor to ACS Transport Solutions, Inc. to provide maintenance for the Transit Communication System.

On July 25, 2011, the Commissioner of Public Works and Transportation notified ACS of a reduction in the services and a reduction in the contract value by \$2,897.00 to a new amount not to exceed \$10,881,294.00.

On March 1, 2012, your Honorable Board authorized the County to amend the Agreement to extend the termination date for an additional seven (7) years through August 7, 2018, at no additional cost to the County.

On April 24, 2014, your Honorable Board authorized the County to amend the Agreement ("Fifth Amendment") to: 1) reflect the correct name of the consultant as Xerox Transport Solutions, Inc.; 2) provide for upgraded software for the computer-aided dispatch and automatic vehicle location system and to increase the fee by \$1,266,497.21 to a new amount not to exceed \$12,147,791.21, payable pursuant to an approved budget; 3) rescind the December 19, 2013 Resolution; 4) amend Section 3.4 of the Agreement to provide that the consultant shall provide a separate Performance Bond for the total value of the Fifth Amendment; and 5) amend Section 2.5 of the Agreement to provide that one percent (1%) retainage shall be held based on the payments due for the Fifth Amendment but the retainage related to the Fifth Amendment shall be released upon the County's final acceptance of the deliverables referenced as per the Statement of Work. The retained amounts under the Agreement shall not be affected by the Fifth Amendment and shall be retained in full force as specified in the Agreement.

On July 19, 2018, your Honorable Board authorized the County to amend the Agreement to change the name of the Consultant to Conduent Transport Solutions, Inc. ("Conduent"). On September 13, 2018, your Honorable Board amended the July 19, 2018 Resolution in order to authorize another amendment to the Agreement to extend the term for two years from August 7, 2018 to August 7, 2020, and increase the amount of the fee by \$808,080.00 to a new amount not to exceed \$12,955,871.21, payable pursuant to an approved budget.

On November 5, 2020 your Honorable Board authorized the County to amend the Agreement in order to extend the term from August 8, 2020 through August 7, 2021, to continue supporting the system, and increase the fee by \$431,443.00 to a new amount not to exceed \$13,387,314.21, payable pursuant to an approved budget.

On September 2, 2021 your Honorable Board authorized the County to amend the Agreement in order to extend the term from August 8, 2021 through August 7, 2022, to continue supporting the system, and increase the fee by \$455,372.00 to a new amount not to exceed \$13,842,686.21.

On February 9, 2023 your Honorable Board authorized the County to amend the Agreement in order to extend the term from August 8, 2022 through August 7, 2023, to continue supporting the system, and increase the fee by \$479,552.00 to a new amount not to exceed \$14,322,238.21.

Authorization is now requested to amend the Agreement in order to extend the term from August 8, 2023 through August 7, 2024, to continue supporting the system, and increase the fee by \$493,939.00 to a new amount not to exceed \$14,816,177.21, payable pursuant to an approved budget. All other terms of the Agreement, as previously amended, will remain unchanged.

A proposed form of Resolution to accomplish the foregoing is attached hereto.

RESOLUTION

Upon a communication from the Commissioner of Public Works and Transportation, be it hereby:

RESOLVED, that the County of Westchester is authorized to amend Agreement No. DOTCAP06-02A with Conduent Transport Solutions, Inc. (the "Agreement") for the implementation of a computer-aided dispatch and automatic vehicle location system for the County's Bee-Line Bus System, in order to extend the term from August 8, 2023 through August 7, 2024, to continue supporting the system, and increase the fee by \$439,939.00 to a new amount not to exceed \$14,816,177.21, payable pursuant to an approved budget; and be it further

RESOLVED, that all other terms of the Agreement, as previously amended, shall remain unchanged; and be it further

RESOLVED, that the County Executive or his duly authorized designee be and hereby is authorized and empowered to execute all appropriate contracts or documents necessary to effectuate the purposes of this resolution in the manner prescribed by law.

Original Agreement:	\$ 9,737,236.00	
First Amendment:	\$ 0.00	(Assignment of Agreement Only)
Second Amendment:	\$ 1,146,955.00	
Third Amendment:	\$ 0.00	(Assignment of Agreement Only)
Change Order:	\$ (2,897.00)	(Reduction in Services and Contract Value)
Fourth Amendment:	\$ 0.00	(Extension of Term Only)
Fifth Amendment:	\$ 1,266,497.21	
Sixth Amendment:	\$ 808,080.00	
Seventh Amendment:	\$ 431,443.00	
Eighth Amendment:	\$ 455,372.00	
Ninth Amendment:	\$ 479,552.00	
<u>This Amendment</u>	<u>\$ 439,939.00</u>	
Total:	\$14,816,177.21	

Agreement No. DOTCAP06-02A

Account to be Charged/credited	Fund	Dept	Major Program, Program & Phase Or Unit	Object/ Sub Object	Trust Account	Dollars
	101	44	2100	4140	N/A	\$493,939.00

Budget Funding Year(s): 2023-2024 Start Date: August 8, 2023 End Date: August 7, 2024
(must match resolution)

Funding Source	Tax Dollars	<u>100%</u>
	State Aid	<u></u>
	Federal Aid	<u></u>
<u>\$493,939.00</u> (must match resolution)	Other	<u></u>