

OHIO TURNPIKE AND INFRASTRUCTURE COMMISSION

Resolution Directing the Executive Director to Take Action Concerning the Extension of Aptean, Inc. (f.k.a. Ross Systems, Inc.) and NOW Solutions, Inc. Software Maintenance Agreements

WHEREAS, pursuant to Resolution No. 68-1996 adopted on November 12, 1996, the Commission authorized an Agreement with Ross Systems, Inc., of Atlanta, Georgia (“Ross Systems”) to furnish and install software for an Integrated Business Application System, incorporating six different modules to assist in the performance of the Commission’s equipment maintenance, financial reporting, inventory, purchasing, human resources and payroll functions; and

WHEREAS, the Agreement also included a twenty-year software license (through 2016), and three-year terms covering all necessary software maintenance and support services; and

WHEREAS, in 2001, a portion of Ross Systems’ business pertaining to the software modules related to human resources (“HR”) and payroll was purchased by a company known as NOW Solutions, Inc., of Toronto, Canada (“NOW Solutions”); and

WHEREAS, since that time, Ross Systems has maintained and supported the software modules used for the performance of equipment maintenance, financial reporting, inventory and purchasing functions, and NOW Solutions has maintained and supported the software modules used for the performance of HR and payroll functions; and

WHEREAS, the most recent renewals of the Ross Systems and NOW Solutions Maintenance Agreements occurred in December 2010, via Resolution No. 46-2010, under which the Commission authorized renewals for a three-year period, which period expires at the end of 2013; and

WHEREAS, since the last renewal of the Maintenance Agreement, a company known as Aptean, Inc., of Atlanta, Georgia, has acquired ownership of the Ross Systems software used by the Commission; and

WHEREAS, upon expiration of the current Maintenance Agreement with **Aptean, Inc.** the annual fees for maintenance and support services have been quoted at a maximum escalator of 7% and, therefore, costs for annual renewals of Aptean, Inc.’s software maintenance and support services will increase to a maximum of **\$78,402.75** for **2014**, **\$83,106.92** for **2015** and **\$88,093.33** for **2016**; and

WHEREAS, the maintenance and support services to be provided by **NOW Solutions** for the upcoming three-year period have been quoted at the annual rate of **\$26,280.33**, or a three-year total of **\$78,841.00**; and

WHEREAS, the Deputy Executive Director, the CFO/Comptroller, and the Technology Manager are all satisfied with the performance of the Integrated Business Application Systems applicable to their respective departmental operations, and agree that the Commission should authorize renewal of the Maintenance Agreement with Aptean, Inc. for up to three, one-year periods and with NOW Solutions for the full three-year period; and

WHEREAS, during this next year, the Commission’s Technology, Accounting and Engineering staff will begin the process of exploring the Commission’s future Integrated Business Application System software needs in order to determine whether a license extension should be negotiated with Aptean, Inc. and/or NOW Solutions in 2016, or whether new software should be procured; and

WHEREAS, inasmuch as proposed expenditures under these Maintenance Agreement extensions will exceed \$150,000.00, in accordance with Article V, Section 1.00 of the Commission’s Code of Bylaws, Commission approval to extend these respective Maintenance Agreements is requested; and

WHEREAS, the Commission's Executive Director has reviewed the reports submitted by Commission staff, and, predicated upon such analysis, has recommended to the Commission that the Maintenance Agreements with both Apteau, Inc. and NOW Solutions be extended as outlined herein; and

WHEREAS, the Commission has duly considered such recommendations.

NOW, THEREFORE, BE IT

RESOLVED that the Executive Director and General Counsel are authorized to enter into up to three, one-year extensions of the Maintenance Agreement with **Apteau, Inc., of Atlanta, Georgia**, in amounts not to exceed **\$78,402.75** for **2014**, **\$83,106.92** for **2015** and **\$88,093.33** for **2016**, under which Apteau, Inc. shall provide continued maintenance and software support services for the software modules used to perform the Commission's equipment maintenance, financial reporting, inventory and purchasing functions; and

FURTHER RESOLVED that the Executive Director and General Counsel are authorized to enter into a three-year extension of the Maintenance Agreement with **NOW Solutions, Inc., of Toronto, Canada**, for **2014, 2015 and 2016** in the total amount of **\$78,841.00**, under which NOW Solutions shall provide continued maintenance and software support services for the software modules used to perform the Commission's HR and payroll functions.

(Resolution No. 74-2013 adopted November 18, 2013)