

RESOLUTION NO. 2020-73

AUTHORIZING CONTRACT NO. 2020-128 WITH GIRO, INC. FOR HASTUS SOFTWARE UPGRADE SERVICES IN AN AMOUNT NOT TO EXCEED \$1,314,402.00 (RTA DEVELOPMENT FUND, INTELLIGENT TRANSPORTATION SYSTEMS DEPARTMENT BUDGET)

WHEREAS, the Authority deems it necessary to upgrade its bid dispatch and scheduling software ("HASTUS") from version 2012 to version 2021; and

WHEREAS, the Authority utilizes GIRO, Inc. licensed products for its bid dispatch and scheduling software applications; and

WHEREAS, this bid dispatch and scheduling software is proprietary to GIRO, Inc., the original provider and installer of this software; and

WHEREAS, the offer of GIRO, Inc. located at 75 Port-Royal Street East, Suite 500, Montreal, QC H3L 3T1, Canada, to provide HASTUS Software Upgrade services was received on April 7, 2020; and

WHEREAS, the Ohio Revised Code, Section 306.43(H)(3) provides that competitive bidding is not required when the expenditure is for a renewal or re-negotiation of a lease or license for telecommunications or electronic data processing equipment, services, or systems, or for the upgrade of such equipment, services, or systems, or for the maintenance thereof as supplied by the original source or its successors or assigns; and

WHEREAS, after negotiation, GIRO, Inc. has agreed to perform the required services in an amount not to exceed \$1,314,402.00; and

WHEREAS, the General Manager, Chief Executive Officer deems the offer of GIRO, Inc. to be the most advantageous to the Authority and recommends acceptance thereof by the Board of Trustees.

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Greater Cleveland Regional Transit Authority, Cuyahoga County, Ohio:

Section 1. That the offer of GIRO, Inc., as negotiated, to provide HASTUS Software Upgrade services, be and the same is hereby accepted.

Section 2. That the General Manager, Chief Executive Officer of the Authority be and she is hereby authorized to enter into a contract with GIRO, Inc. for HASTUS Software Upgrade services.

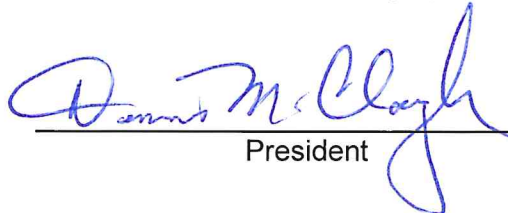
Section 3. This contract shall be payable from the RTA Development Fund, Intelligent Transportation Systems Department budget, including but not limited to Capital Grants, OH-90-X739, OH-90-X782, OH-2018-002 and OH-90-X809 in an amount not to exceed \$1,314,402.00 (\$1,051,521.60 in federal funds which represent 80% of the total cost).

Section 4. That said contract shall be binding upon and an obligation of the Authority contingent upon future funding, compliance by the contractor to the Specifications and Addenda, thereto, if any; the Affirmative Action Plan adopted by the Board of Trustees; bonding and insurance requirements; and all applicable laws relating to the contractual obligations of the Authority.

Section 5. That the Greater Cleveland Regional Transit Authority's Board of Trustees expects that GIRO, Inc. will attempt to exceed the 0% minimum DBE goal assigned to this procurement.

Section 6. That this resolution shall become effective immediately upon its adoption.

Adopted: September 15, 2020



President

Attest:



Interim Secretary-Treasurer



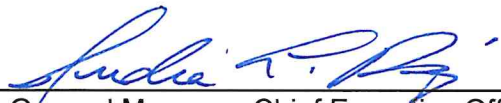
TITLE/DESCRIPTION: CONTRACT: HASTUS SOFTWARE UPGRADE VENDOR: GIRO, INC. AMOUNT: NOT TO EXCEED \$1,314,402.00	Resolution No.: 2020-73
	Date: September 10, 2020
	Initiator: Intelligent Transportation Systems
ACTION REQUEST: <input checked="" type="checkbox"/> Approval <input type="checkbox"/> Review/Comment <input type="checkbox"/> Information Only <input type="checkbox"/> Other _____	

- 1.0 PURPOSE/SCOPE: This action will allow the Authority to enter into a sole source agreement to upgrade its scheduling and bid dispatch software ("HASTUS") to the most current version (2021).
- 2.0 DESCRIPTION/JUSTIFICATION: The Authority relies on its HASTUS software to manage operator work performance, scheduling, daily work and payroll. The software has not been upgraded since 2012. Upgrading to version 2021 will allow the Authority to take advantage of more than 100 new useful features to enhance its performance and improve operations.
- 3.0 PROCUREMENT BACKGROUND: This sole source contract is exempt from competitive bidding as authorized under Section 306.43(H)(3) of the Ohio Revised Code. GIRO, Inc. developed this bid dispatch and scheduling software on a proprietary basis and is the only source for maintenance and upgrade services. The Intelligent Transportation Systems Department worked closely with GIRO, Inc. to identify the appropriate requirements and resources assigned to perform the upgrade. GIRO, Inc. has proposed pricing to the Authority based on their current standard rates for professional services, including licensing discounts amounting to fifty percent, for a total amount not to exceed \$1,314,402.00. This contract total is approximately 5% less than the estimate for this purchase.

 The Procurement Department requested a proposal from GIRO, Inc. The Intelligent Transportation Systems Department reviewed the proposal for adherence to the technical requirements. A cost analysis was performed and determined the proposed pricing to be fair and reasonable to the Authority.
- 4.0 AFFIRMATIVE ACTION/DBE BACKGROUND: All Affirmative Action requirements have been met. A 0% DBE participation goal was established for this procurement due to the lack of certified DBE firms.
- 5.0 POLICY IMPACT: Does not apply.
- 6.0 ECONOMIC IMPACT: This contract shall be payable from the RTA Development Fund, Intelligent Transportation Systems Department budget, including but not limited to Capital Grants, OH-90-X739, OH-90-X782, OH-2018-002 and OH-90-X809 in an amount not to exceed \$1,314,402.00 (\$1,051,521.60 in federal funds which represent 80% of the total cost).
- 7.0 ALTERNATIVES: Reject this offer. Rejection of this offer will delay the Authority in upgrading its bid dispatch and scheduling software, deferring its ability to take advantage of optimal software with key features and capabilities to maximize its operation.

- 8.0 RECOMMENDATION: This project was discussed by the Board of Trustees at the September 1, 2020 Organizational, Services & Performance Monitoring Committee meeting. It is recommended that the bid of GIRO, Inc., as negotiated, be accepted and the resolution passed authorizing the General Manager, Chief Executive Officer to enter into a contract.
- 9.0 ATTACHMENTS: None.

Recommended and certified as appropriate to the availability of funds, legal form and conformance with the Procurement requirements.



General Manager, Chief Executive Officer