

RESOLUTION NO. 2021-94

AUTHORIZING CONTRACT NO. 2021-147 WITH GIRO, INC. TO PROVIDE HASTUS SOFTWARE IMPLEMENTATION, TESTING AND HOSTING SERVICES FOR A PERIOD OF ONE YEAR IN AN AMOUNT NOT TO EXCEED \$275,082.00 (GENERAL FUND, INTELLIGENT TRANSPORTATION SYSTEMS DEPARTMENT BUDGET)

WHEREAS, the Authority currently utilizes GIRO, Inc. licensed products ("HASTUS") for its bid dispatch, operator self-service and scheduling software applications; and

WHEREAS, the Authority currently operates the bid dispatch, operator self-service and scheduling software applications in-house via an on-premise environment, maintaining the servers, operating system and databases; and

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

WHEREAS, GIRO, Inc has offered to provide the Authority a hosted solution for its bid dispatch, operator self-service and scheduling software applications; and

WHEREAS, the offer of GIRO, Inc, located at 75 Port-Royal Street East, Suite 500, Montreal, QC H3L 3T1, Canada, to provide said services at a total price not to exceed \$275,082.00, was agreed upon; 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, the General Manager, Chief Executive Officer deems the offer of GIRO, Inc., as negotiated, to provide implementation, testing and hosting services for its bid dispatch, operator self-service and scheduling software applications to be in the best interest of 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 implementation, testing and hosting services for its bid dispatch, operator self-service and scheduling software applications for a period of one year 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 to provide said services for a period of one year.

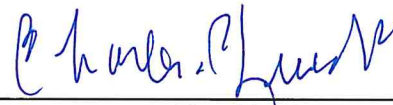
Section 3. The contract will be funded through the General Fund, Intelligent Transportation Systems Department budget, in an amount not to exceed \$275,082.00 for a period of one year.

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

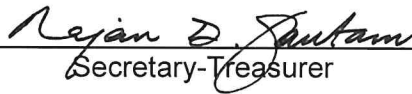
Section 6. That this resolution shall become effective immediately upon its adoption.

Adopted: October 26, 2021



President

Attest:



Secretary-Treasurer



TITLE/DESCRIPTION: CONTRACT: HASTUS SOFTWARE HOSTING VENDOR: GIRO, INC. AMOUNT: NTE \$275,082.00 FOR A PERIOD OF ONE YEAR	Resolution No.: 2021-94
	Date: October 21, 2021
	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 for the implementation, testing and offsite hosting of HASTUS, the Authority's bid dispatch, operator self-service and scheduling software for a period of one year.

- 2.0 **DESCRIPTION/JUSTIFICATION:** The Authority relies on its HASTUS software to manage operator work performance, scheduling, daily work and payroll. The software was implemented in 2012 and is currently in the process of being upgraded to version 2021 which will allow the Authority to take advantage of more than 100 new useful features to enhance its performance and improve operations.

 The Authority currently has an on-premise environment, maintaining the servers, operating system and databases for HASTUS. Maintaining the on-premise environment creates a burden on the Authority's resources, as well as exposure as a single point of failure. Utilizing GIRO, Inc. to host software offsite will free up critical staffing and other resources.

- 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 software on a proprietary basis and is the only source for providing any modifications, development or maintenance services for the software. The hosting solution will include implementation, testing and hosting services for a period of one year in an amount not to exceed \$275,082.00.

 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 the Procurement Department has determined the price to be fair and reasonable to the Authority.

- 4.0 **AFFIRMATIVE ACTION/DBE BACKGROUND:** All Affirmative Action requirements have been met. A 0% DBE 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:** The contract will be funded through the General Fund, Intelligent Transportation Systems Department budget, at a total price not to exceed \$275,082.00 for a period of one year. This total is within the budgeted amount for these services.
- 7.0 **ALTERNATIVES:** Reject this offer. Rejection of this offer would result in the HASTUS software application remaining in the Authority's on-premise environment, resulting in the loss of an opportunity to conserve Authority resources to maintain the system, and potential exposure due to lack of redundancy. Rejection of this offer could also result in potential delay of the HASTUS upgrade to version 2021, which is currently underway.
- 8.0 **RECOMMENDATION:** It is recommended that the offer of GIRO, Inc. 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