

UTA CONTRACT 22-03566 NEXTGEN ELECTRONIC FARE COLLECTION SYSTEM**CHANGE ORDER**

Customer: **Utah Transit Authority** Contractor **Scheidt & Bachmann USA Inc.**
 1001 Pawtucket Boulevard
 Lowell, MA 01854

Contract No: **UTA: 22-03566** **CO No.:** **4**
S&B: SF006606

Supplementary requirement Additional requirement
 Follow-up order Additional costs for operational reasons
 Extension of Time
 Requested by: Customer Supplier

1. Change Order Description:**Subject of the variations**

Installation of 431 Media Converter Kits for SV|51 Platform Validator comprising of:

- Purchase and delivery of 281 new Media Converter Kits
- Repurposing of 150 Media Converter Kits originally purchased for TVMs in CO#1
- Hardware Development to work with SV|51
- Certification Process for SV|51
- Project Management
- Accompanying Maintenance Service for 431 media converters

2. Upfront customer information required / pre conditions to be met

2.1 Applicable ? yes no

2.2 If yes, provide Description below:

▪

3. Change Order Conditions:

3.1 Cost Impact: see price sheet attached.

Capital Prices	Qty	Unit Price in USD	Total Price in USD
(1a) Media Converter Kit	281	590.00	165,790.00
(1b) Media Converter Kit – CO #1	150	LS	101,000.00
HW Development to work with SV 51	1	18,400.00	18,400.00
Certification Process for SV 51	1	7,060.00	7,060.00
Project Management	1	18,750.00	18,750.00
Credit from CO#1	1	(101,000.00)	(101,000.00)
Total Capital Price			210,000.00

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Annual Prices SLA	Qty	Unit Price p.a. in USD	Total Price Per Year in USD
(6a) Media Converters for SV 51	281	40.00	11,240.00
(6b) Media Converters for SV 51 (deducted from TVM annual SLA pricing)	150	40.00	6,000.00
Offset from 150 media converters already calculated in SLA from CO#1	150	40.00	-6,000.00
Total Increase to Annual Prices			11,240.00
Total Increase to SLA Price (5 years)			56,200.00

3.2 Payment steps:

Capital Charges:

- A lump sum amount of \$210,000 USD will be applied to Phase 4 Milestone 2 invoice upon approval by the UTA Board.

SLA Charges:

- Charges under the SLA will be applied to the balance of each annual payment set out in the SLA schedule. Annual payments are subject to annual indexation as per contract.

3.3 Effect on the project plan/ time schedule:

Actual delivery dates are depending on available resources at the time of order and will be announced by the project manager.

3.4 Special Conditions

This change order can be contracted at the rates above, without an additional production set up fee, provided that the UTA Board approves this change order by June 13, 2024.

This Change Order remains valid until July 30, 2024 and must be fully contracted by this date.

4. List of attachments (if any):

UTA_CO 4_Attachment 1 – Changes to Contract

UTA_CO 4_Attachment 2 – Revised Milestone Payments

Authorization

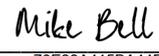
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Contract No: UTA: 22-03566 S&B: SF006606 **CO No.: 4**

Customer Authorization

DocuSigned by:

 70E33A415BA44F6... 6/5/2024
 Mike Bell Date
 UTA Legal Counsel

 Monica Howe Date
 Fares Director

 Kensey Kunkel Date
 Project Manager

Scheidt & Bachmann USA Inc. Authorization

Toby Holmes
Digitally signed by Toby Holmes
 DN: cn=Toby Holmes, o=S&B USA,
 ou=email-holmes.tobyscheidt@bachmann-usa.com, c=US
 Date: 2024.05.23 08:14:16 -0700'
 _____ 05/23/2024
 Toby Holmes
 VP, North America Sales


 _____ 05/23/2024
 Cori Enos
 Contracts Manager

CHANGE ORDER # 4

Attachment 1

SUMMARY

Owner Utah Transit Authority

Contract # 22-03566 NextGen Electronic Fare Collection System

Contractor Scheidt & Bachmann USA, Inc.

Date for Completion – Original (Implementation phase only) April 30, 2026

Date for Completion – Current (Implementation phase only) April 30, 2026

This Change Order: Time No change

New Completion Date As above

Contract Value - Original	Implementation	Service - ISLA	Service - SLA	Variable Ongoing Cost	Total Amounts
	\$21,941,687.00	\$2,078,848.25	\$7,678,349.75	\$472,531.00	\$31,698,885.00
Change Orders to date					
CO 1	-\$158,956.00	-\$12,830.00	-\$29,250.00	\$0.00	-\$201,306.00
CO 2	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
CO 3	\$135,102.00	\$0.00	\$0.00	\$0.00	\$135,102.00
This Change Order	\$210,000.00	\$0.00	\$56,200.00	\$0.00	\$266,200.00
Revised Contract Value	\$22,127,833.00	\$2,066,018.25	\$7,705,299.75	\$472,531.00	\$32,371,682.00

DETAILS

Due to the incompatibility of the existing fiber communication lines within UTA's infrastructure with S&B's SV|51 Fare Validators which require an RJ45 connector, UTA has decided to utilize Media Converter Kits to convert the existing fiber line to an RJ45 output to be compatible with the SV|51 units. Under this Change Order, UTA will purchase 281 new Media Converter Kits, and repurpose 150 Media Converter Kits which were previously purchased for TVM units under Change Order #1, for a total of 431 Media Converter Kits.

As such, the Contractor is directed to make the following changes in the Contract:

A. Exhibit A – Statement of Work. At the end of "Section F – Fare Validation Hardware Requirements" add the following language:

Under Change Order #4, the scope of this contract has been modified to include 431 media converters to convert the existing UTA fiber lines to an RJ45 output to be compatible with the SV|51 units.

B. Exhibit B – Pricing Assumptions. In "Hardware Quantities" add line item "Media Converters for SV|51: 431".

C. Exhibit B.1 – Section 1. Phase 1-4 Pricing Total Pricing. Make the following adjustments:

- Fare Validation HW: increase "\$7,008,412.00 USD" by \$210,000.00 USD to "\$7,218,412.00 USD"
- TVM: increase "10,029,600.00 USD" by \$264,000.00 USD to "\$10,293,600.00 USD" (*this figure was not impacted by the transfer of the media converter kits but is being updated within the contract to accurately reflect the total value for accurate accounting. This updated price includes the original cost of the 175 TVMs in addition to the non-refundable expenses incurred by S&B prior to and as a result of CO#1*)
- Total Pricing for Phases 1-4 Milestones: increase "\$21,941,687.00 USD" by \$210,000.00 USD (see calculation in Individual Phase Total Pricing: Phase 4 below) to "\$22,151,687.00"

D. Exhibit B.1 – Section 1. Individual Phase Total Pricing. Adjust Phase 4, Payment Milestone 2 – Contractor's Provision of Design Documentation for FDR Approval as follows:

- Add line item "Change Order 1: 100% of 100% of the Total Pricing for the reduced cost per Change Order #1 is -\$158,956.00 USD"
- Add line item "Change Order 3: 100% of 100% of the Total Pricing for the additional cost per Change Order #3 is \$135,102.00 USD"
- Add line item "Change Order 4: 100% of 100% of the Total Pricing for the additional cost per Change Order #4 is \$210,000.00 USD"
- TOTAL PHASE 4 MILESTONE PRICING: increase to **\$5,420,067.18 USD.**
 - Increase \$5,233,923.23 (adjusted contract value – see Section C, line "TVM" above) by \$186,146.00 (net implementation value of CO#1, CO#3 and CO#4) = \$5,420,069.23

E. Exhibit B.1 – Section 2. Service Level Agreement ("SLA") Fixed Ongoing Pricing. In SLA Pricing Years 1-5 for TVMs decrease "\$219,900.00 USD" by \$6,000.00 USD to "\$213,900.00 USD".

- **FORMULA:**
 - \$219,900 - [(\$40 each year per unit) x 150 media kits]
 - \$219,900 – \$6,000 = **\$213,900**

F. Exhibit B.1 – Section 2. Service Level Agreement (“SLA”) Fixed Ongoing Pricing. In SLA Pricing Years 1-5 for Fare Validation Hardware Stationary Validators increase “\$24,700.00 USD” by \$17,240.00 USD to “**\$41,940.00 USD**” and Total Pricing for Year from “**\$1,535,670.00 USD**” to “**\$1,877,610.00 USD**”.

- **FORMULA:**

- \$24,700 + [(\$40 annually per unit) x 150 media kits from TVMs] + [(\$40 annually per unit) x 281 new media kits]
- \$24,700 + \$6,000 + \$11,240 = **\$41,940**
- **\$1,535,670 original SLA cost per year + \$41,940 adjusted cost per year (above) - \$6,000 adjusted TVM cost per year (item F) = \$1,871,610**

G. Exhibit B.1 – Section 2. Service Level Agreement (“SLA”) Fixed Ongoing Pricing. Update “Initial Pricing” Table as follows:

		Project Management	Development	Training	Hardware	Installation	Software	Other	TOTAL
B) Fare Validation Hardware	1. Onboard Validator for double door bus	\$ 225,110	\$ 548,660	\$ 1,030	\$ 1,935,780	\$ 879,900	\$ 92,770	\$ -	\$3,683,250
	2. Onboard Validator for single door bus	\$ 80,460	\$ 171,970	\$ 1,030	\$ 71,820	\$ 36,860	\$ 38,190	\$ -	\$400,330
	3. Stationary Validator	\$ 91,280 + \$18,750 \$110,030	\$ 248,360 \$18,400 \$266,760	\$ 2,070	\$ 1,537,500 +\$165,790 \$1,703,290	\$ 549,400	\$ 7,190	\$7,060	\$2,645,800
	4. Spare Parts Package	\$ -	\$ -	\$ -	\$ 444,032	\$ -	\$ -	\$ -	\$444,032
	5. OV Test Equipment	\$ -	\$ -	\$ -	\$ 45,000	\$ -	\$ -	\$ -	\$45,000
	6.	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
	TOTAL	\$ 396,850 \$415,600	\$968,990 \$987,430	\$4,130	\$4,024,132 \$4,199,922	\$1,466,160	\$138,150	\$7,060	\$7,218,452

H. Exhibit B.1 Milestone Payment Table. UTA and S&B have mutually agreed that it is in the best interest of both parties to utilize the originally-contracted milestone payment schedule and to include any change order values as individual line items within Phase 4 Milestone 2 rather than adjusting every milestone payment with each change order. To this effect, replace the Milestone Payment Table attached under Change Order #1 with Attachment 2 to this Change Order.

This table has been adjusted to reflect the following:

- The value for Validators has been reverted to the original contract value of **\$6,292,950.00**
- The quantity of TVMs has been reverted to 175 total: 10 and 165
- The value for TVMs has been reverted to the adjusted contract value of **\$10,293,600.00** (see explanation in Item C)
- All milestone payments for TVMs and Validators have been reverted to their respective percentage based on the original contract values.
- Change Orders:
 - Line items for each Change Order with their respective implementation values have been added to Phase 4;
 - Percentage payments for each Change Order line item have been applied at 100% of 100% in Phase 4 Milestone 2; and

- The total payment for Phase 4 Milestone 2 is now an aggregate value of existing milestone payments and Change Order values; and
- The total value of the contract has been adjusted to include Change Order values.

I. Exhibit B.1 – Section 4: Fixed Ongoing Pricing. Update the Stationary Validator section as follows:

FORMULA: *see Section G above.*

Fare Validation Hardware	Services	\$24,700.00 \$41,940.00	1	SLA Hardware Service – Stationary Validator
Fare Validation Hardware	Services	\$24,700.00 \$41,940.00	2	SLA Hardware Service – Stationary Validator
Fare Validation Hardware	Services	\$24,700.00 \$41,940.00	3	SLA Hardware Service – Stationary Validator
Fare Validation Hardware	Services	\$24,700.00 \$41,940.00	4	SLA Hardware Service – Stationary Validator
Fare Validation Hardware	Services	\$24,700.00 \$41,940.00	5	SLA Hardware Service – Stationary Validator

J. Exhibit B.1 – Section 4: Fixed Ongoing Pricing. Update the TVM section as follows:

FORMULA: *see Section F above.*

TVM	Services	\$219,900.00 \$213,900.00	1	SLA Hardware Service – Ticket Vending Machine
TVM	Services	\$219,900.00 \$213,900.00	2	SLA Hardware Service – Ticket Vending Machine
TVM	Services	\$219,900.00 \$213,900.00	3	SLA Hardware Service – Ticket Vending Machine
TVM	Services	\$219,900.00 \$213,900.00	4	SLA Hardware Service – Ticket Vending Machine
TVM	Services	\$219,900.00 \$213,900.00	5	SLA Hardware Service – Ticket Vending Machine