

Memorandum



Date: June 2, 2020

To: Honorable Chairwoman Audrey M. Edmonson
and Members, Board of County Commissioners

From: Carlos A. Gimenez
Mayor

A blue ink signature of Carlos A. Gimenez, Mayor of Miami-Dade County, written over the name.

Subject: Resolution Ratifying Action Related to Miami-Dade Aviation Department's Ordinance No. 95-64 Codified as Section 2-285(3) of the Miami-Dade County Code

Agenda Item No. 3(B)(1)

Recommendation

It is recommended that the Board of County Commissioners (Board) ratify the action of the County Mayor or County Mayor's designee, pursuant to Miami-Dade Aviation Department's (MDAD) Ordinance No. 95-64, codified as Section 2-285(3) of the Code of Miami-Dade County in executing the First Amendment for MDAD Project No. E15-MDAD-03, as identified herein and in Exhibit A, as attached.

First Amendment

The First Amendment amends the Professional Services Agreement (PSA) between Miami-Dade County and Bureau Veritas North America, Inc. for Environmental and Safety Management System Consulting Services, Project No. E15-MDAD-03.

On February 12, 2020, the First Amendment was executed and filed with the Clerk of the Board. The First Amendment effectuates the reassignment of responsibility for all the rights, obligations, interests and liabilities specified in the PSA from Bureau Veritas North America, Inc. to Apex Companies, LLC., who purchased the Health, Safety and Environmental Division of Bureau Veritas North America, Inc.

No additional monies are being requested in the First Amendment, therefore, there is no fiscal impact to the County.

Scope

The impact of the First Amendment is countywide as it involves the County's airport system.

Fiscal Impact/Funding Source

There is no fiscal impact to the County as stated above and in Exhibit A.

Track Record/Monitoring

MDAD's Division Director of Civil Environmental Engineering, Nancy B. Pantoja Kirtland, will oversee implementation of the First Amendment.

Apex Companies, LLC has no evaluations in the Internal Services Department's Capital Improvements Information System (CIIS) database as the firm has no previous contracts with the County within the past three years. Apex Companies, LLC does have a local office located at 8175 N.W. 12 Street, Doral, Florida 33126.

Background

On April 6, 1995, the Board approved Ordinance No. 95-64 delegating to the County Mayor or County Mayor's designee, among other authorities, the authority to issue amendments to a PSA after such PSA is awarded by the Board. On November 1, 2016, the Board adopted Resolution No. R-963-16 awarding a PSA entitled: Professional Services Agreement to Bureau Veritas North America, Inc. for Environmental and Safety Management System Consulting Services; MDAD Project No. E15-MDAD-03.

The Internal Services Department's Small Business Development (SBD) Division established a 15 percent Small Business Enterprise – Architectural/Engineering (SBE A/E) goal for MDAD Project No. E15-MDAD-03. On January 14, 2020, SBD issued a memorandum (attached as Exhibit B) finding that that Bureau Veritas North America, Inc. is in compliance with Resolution No. R-1001-15, which requires that County contracts with small business measures meet at least 85 percent of the small business goals applicable to contract work performed to date before a contract amendment is considered.

Exhibit A includes the details of the First Amendment for which ratification is being requested. Exhibit A contains the information bulleted below:

- Department Name
- Contract Type
- Amendment Number
- Contract No. / Project No.
- Project Name
- Reassignment of Contractual Obligations
- Commission District
- Amendment Amount
- Funding Source
- Operations and Maintenance Costs
- Estimated Start / End Date
- Contract Measures: Small Business Enterprise (SBE) Goods and Services; SBE-Architectural and Engineering (A/E); SBE-Construction; and Community Workforce Program (CWP)
- Brief Project Description

Attached as Exhibit C is the First Amendment as represented in this memorandum. The First Amendment has been executed by the County Mayor's designee in accordance with MDAD Ordinance No. 95-64. Copies are available upon request from MDAD's Governmental Affairs Division.

Attachments



Jack Osterholt
Deputy Mayor



MEMORANDUM

(Revised)

TO: Honorable Chairwoman Audrey M. Edmonson
and Members, Board of County Commissioners

DATE: June 2, 2020

FROM: Angail Price-Williams
County Attorney

SUBJECT: Agenda Item No. 3(B)(1)

Please note any items checked.

- ☐ "3-Day Rule" for committees applicable if raised
- ☐ 6 weeks required between first reading and public hearing
- ☐ 4 weeks notification to municipal officials required prior to public hearing
- ☐ Decreases revenues or increases expenditures without balancing budget
- ☐ Budget required
- ☐ Statement of fiscal impact required
- ☐ Statement of social equity required
- ☐ Ordinance creating a new board requires detailed County Mayor's report for public hearing
- ☒ No committee review
- ☐ Applicable legislation requires more than a majority vote (i.e., 2/3's present ____, 2/3 membership ____, 3/5's ____, unanimous ____, CDMP 7 vote requirement per 2-116.1(3)(h) or (4)(c) ____, CDMP 2/3 vote requirement per 2-116.1(3)(h) or (4)(c) ____, or CDMP 9 vote requirement per 2-116.1(4)(c)(2) ____) to approve
- ☒ Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 3(B)(1)
6-2-20

RESOLUTION NO. _____

RESOLUTION RATIFYING FIRST AMENDMENT TO THE PROFESSIONAL SERVICES AGREEMENT BETWEEN MIAMI-DADE COUNTY AND BUREAU VERITAS NORTH AMERICA, INC.; FOR ENVIRONMENTAL AND SAFETY MANAGEMENT CONSULTING SERVICES, ISD PROJECT NO. E15-MDAD-03; CONSENTING TO ASSIGNMENT BY BUREAU VERITAS NORTH AMERICA, INC. OF ALL OF ITS RIGHTS AND OBLIGATIONS AS THE ARCHITECT/ENGINEER UNDER SUCH PROFESSIONAL SERVICES AGREEMENT TO APEX COMPANIES, LLC; PURSUANT TO SECTION 2-285(3) OF THE CODE OF MIAMI-DADE COUNTY, FLORIDA; AND AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE THE AGREEMENT AND TO EXERCISE PROVISIONS CONTAINED THEREIN

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum and documents, copies of which are incorporated herein by reference,

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board hereby ratifies the First Amendment to the Professional Services Agreement with Bureau Veritas North America, Inc., for Environmental and Safety Management Consulting Services, ISD Project No. E15-MDAD-03; consenting to assignment by Bureau Veritas North America, Inc. of all of its rights and obligations as the Architect/Engineer under said Agreement to Apex Companies, LLC; pursuant to Section 2-285(3) of the Code of Miami-Dade County, Florida; and authorizes the County Mayor or County Mayor's designee to exercise the provisions contained in such First Amendment, as set forth in the accompanying memorandum.

The foregoing resolution was offered by Commissioner ,
who moved its adoption. The motion was seconded by Commissioner
and upon being put to a vote, the vote was as follows:

Audrey M. Edmonson, Chairwoman

Rebeca Sosa, Vice Chairwoman

Esteban L. Bovo, Jr.

Jose "Pepe" Diaz

Eileen Higgins

Joe A. Martinez

Dennis C. Moss

Xavier L. Suarez

Daniella Levine Cava

Sally A. Heyman

Barbara J. Jordan

Jean Monestime

Sen. Javier D. Souto

The Chairperson thereupon declared the resolution duly passed and adopted this 2nd day of June, 2020. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this Resolution and the filing of this approval with the Clerk of the Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By: _____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency.

DMM

David M. Murray

Exhibit A

Exhibit A

Ratification of First Amendment Authorized by Ordinance No. 95-64

Dept. Name	Contract Type	Amendment No.	Contract No.		Project Name	Reassignment of Contractual Obligations	Commission District	Amendment Amount	Funding Source	O&M Costs	Est. Start Date	Contract Measures				Brief Project Description
												SBE Goods & Services	SBE A/E	SBE Construction	CWP Program	
MDAD	Amendment	First Amendment	E15-MDAD-03		First Amendment to the Professional Services Agreement (PSA) between Miami-Dade County and Bureau Veritas North America, Inc. for Environmental and Safety Management System Consulting Services; Project No. E15-MDAD-03	From Bureau Veritas North America Inc. to Apex Companies, LLC	Countywide	\$0.00	N/A	N/A	Start Date: February 12, 2020 Completion Date: October 31, 2021. If the two 1-year OTR's are exercised, the Completion date is October 31, 2023.	N/A	15%	N/A	N/A	The First Amendment modifies the PSA's provisions to allow for the reassignment of all rights, obligations and liabilities outlined in the PSA from Bureau Veritas North America, Inc. to Apex Companies, LLC, who purchased the Health, Safety and Environmental Division of Bureau Veritas North Americas, Inc.

Exhibit B

Memorandum



Date: January 14, 2020

To: Lester Sola, Director
Miami-Dade Aviation Department

From: Gary T. Hartfield, Director
Small Business Development Division
Internal Services Department

A handwritten signature in black ink, appearing to be "G. Hartfield", written over a horizontal line.

Subject: Project No. E15-MDAD-03, Environmental and Safety Management System

Project No. E15-MDAD-03, Environmental and Safety Management System, was reviewed for compliance with the 15% Small Business Enterprise - Architectural and Engineering (SBE-A/E) goal. To date, the prime has requisitioned \$378,122 requiring \$56,718 in SBE-A/E participation for compliance with the goal based on dollars performed to date.

Resolution No. R-1001-15 requires County contracts with small business measures meet at least 85 percent of the small business goals applicable to the contract work performed to date before a change order or contract amendment is considered for Board approval. Resolution R-525-17 exempted change orders or amendments for non-compensatory time extensions only from this requirement. The SBE-A/E meeting the goal has performed \$66,671 and is currently in compliance with the 15% SBE-A/E goal and Resolution R-1001-15.

Please do not hesitate to contact Alice Hidalgo-Gato, SBD Section Chief, at 305-375-3153 if additional information is needed.

c: Arlyn Rull, Chief of Staff, MDAD
Ken Pyatt, Deputy Director, MDAD
Sergio San Miguel, Chief Financial Officer, MDAD
Marie Clark-Vincent, Division Director, MDAD
Sylvia Novela, Strategic Procurement Director, MDAD
Patricia Hernandez, Sr. Executive Assistant to the Director, MDAD
Alice Hidalgo-Gato, SBD Section Chief, ISD
Tracie Auguste, SBD Section Chief, ISD

Exhibit C

FIRST AMENDMENT TO THE
PROFESSIONAL SERVICES AGREEMENT BETWEEN MIAMI-DADE COUNTY AND
BUREAU VERITAS NORTH AMERICA, INC.
FOR ENVIRONMENTAL AND SAFETY MANAGEMENT SYSTEM
CONSULTING SERVICES
PROJECT NO. E15-MDAD-03

THIS FIRST AMENDMENT TO THE AGREEMENT BETWEEN MIAMI-DADE COUNTY, FLORIDA AND BUREAU VERITAS NORTH AMERICA, INC, is hereby made and entered into this 12th day of February, 2020 by and between MIAMI-DADE COUNTY, a political subdivision of the State of Florida, hereinafter referred to as the "County or Owner", BUREAU VERITAS NORTH AMERICA, INC., hereinafter referred to as "BVNA", and Apex Companies, LLC, a Delaware corporation authorized to do business in the State of Florida, hereinafter referred to as "Apex", and collectively referred to as the "Parties".

WITNESSETH:

WHEREAS, by Resolution No. R-963-16, passed and adopted by the Board of County Commissioners ("Board"), a Professional Services Agreement was awarded for Environmental and Safety Management System Consulting Services ("Agreement") for the Miami-Dade Aviation Department to Bureau Veritas North America, Inc.; and

WHEREAS, substantially all of BVNA's Health, Safety and Environmental Division has been purchased by Apex, and the operations and obligations of BVNA pursuant to the sale are being assumed by Apex; and

WHEREAS, BVNA has agreed to assign, and Apex has agreed to accept, assignment upon the terms and conditions contained herein, of any and all rights, title, obligations, and interests BVNA may have in and to the Agreement;

WHEREAS, the County desires to amend the Agreement to allow for the assignment of the Agreement as hereinafter set forth.

NOW, THEREFORE, in consideration of the premises contained herein, the Parties hereto agree as follows:

1. Add the following to the end of Sub-article 3.3, Assignment:

"Notwithstanding anything to the contrary contained herein, this Agreement may be assigned by BVNA to Apex with the prior written consent of the County. "

2. The County consents to the assignment of all of BVNA's rights and obligations as the Architect/Engineer under the Agreement to Apex, and agrees that Apex shall be deemed the Architect/Engineer under the Agreement.
3. Apex assumes all of the rights, liabilities, and obligations of the Architect/Engineer under the Agreement, including with respect to all work previously performed by BVNA.
4. All compensation due and payable under the Agreement after the date of this First Amendment shall be made payable to Apex.
5. Apex shall assume any and all liability to the County for any claim arising under the Agreement, whether such claim accrued before or after this Assignment. Apex shall indemnify and hold harmless the Owner from any and all claims by BVNA under the Agreement pursuant to the terms of this Agreement.
6. In all other respects, the Agreement shall remain in full force and effect in accordance with the terms and conditions specified herein.
7. This First Amendment shall become effective as of the date first written above.

[THE REMAINDER OF THIS PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have caused this First Amendment to the Agreement to be executed by their respective and duly authorized officers, as of the day and year first above written.

**BOARD OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA**

By: [Signature]
Mayor

Approved for Form
and Legal Sufficiency

[Signature]
Assistant County Attorney

Attest: Harvey Ruvin, Clerk

By: [Signature]
Deputy Clerk



BUREAU VERITAS NORTH AMERICA, INC.

ATTEST:

Secretary [Signature]
(Signature and Seal)

By: [Signature]
Authorized Officer - Signature

Heather B. Bosh, VP & Secty
(Type Name & Title)

Name: NATALIA Shuman
CEO & President
(Type Name & Title)

APEX COMPANIES, LLC

ATTEST:

Secretary [Signature]
(Signature and Seal)

By: [Signature]
Authorized Officer - Signature

NATT - HARDESTY, VP
(Type Name & Title)

Name: Brian H. Burke
CEO
(Type Name & Title)

MIAMI-DADE COUNTY
MIAMI-DADE AVIATION DEPARTMENT SINGLE EXECUTION AFFIDAVITS

This sworn statement is submitted for:

PROJECT TITLE: Environmental and Safety Management System Consulting Services

PROJECT NUMBER: E15-MDAD-03

COUNTY OF Miami-Dade

STATE OF Florida

Before me the undersigned authority appeared Matt Hardesty (Print Name), who is personally known to me or who has provided as identification and who (did or did not) take an oath, and who stated:

That he/she is the duly authorized representative of

Apex Companies, LLC

(Name of Entity)

15850 Crabbs Branch Way, Suite 200
Rockville, MD 20855-2610

(Address of Entity)

5 / 2 - 1 / 5 / 6 / 2 / 3 / 2 / 0
Federal Employment Identification Number

hereinafter referred to as the Entity being its

Officer Authorized Representative

(Sole Proprietor)(Partner)(President or Other Authorized Officer)

and as such has full authority to make these affidavits and say as follows.

AFF-1

**PUBLIC ENTITY CRIMES
SWORN STATEMENT UNDER SECTION 287.133(3)(a),
FLORIDA STATUTES**

1. I understand that a "public entity crime" as defined in Paragraph 287.133(1) (g), Florida Statutes, means "a violation of any state or federal law by a person with respect to and directly related to the transaction of business with any public entity or with an agency or political subdivision of any other state or with the United States, including, but not limited to any bid, proposal, reply, or contract for goods or services, any lease for real property, or any contract for the construction or repair of a public building or public work, involving antitrust, fraud, theft, bribery, collusion, racketeering, conspiracy, or material misrepresentation."
2. I understand that "convicted" or "conviction" as defined in Paragraph 287.133 (1)(b), Florida Statutes, means "a finding of guilt or a conviction of a public entity crime, with or without an adjudication of guilt, in any federal or state trial court of record relating to charges brought by indictment or information after July 1, 1989, as a result of a jury verdict, nonjury trial, or entry of a plea of guilty or nolo contendere."
3. I understand that an "affiliate" as defined in Paragraph 287.133(1)(a), Florida Statutes, means:
 - "1 A predecessor or successor of a person convicted of a public entity crime; or
 2. An entity under the control of any natural person who is active in the management of the entity and who has been convicted of a public entity crime. The term "affiliate" includes those officers, directors, executives, partners, shareholders, employees, members, and agents who are active in the management of an affiliate. The ownership by one person of shares constituting a controlling interest in another person, or a pooling of equipment or income among persons when not for fair market value under an arm's length agreement, shall be a prima facie case that one person controls another person. A person who knowingly enters into a joint venture with a person who has been convicted of a public entity crime in Florida during the preceding 36 months shall be considered an affiliate."
4. I understand that a "person" as defined in Paragraph 287.133(1)(e), Florida Statutes, means "any natural person or entity organized under the laws of any state or of the United States with the legal power to enter into a binding contract and which bids or applies to bid on contracts let by a public entity, or which otherwise transacts or applies to transact business with a public entity. The term "person" includes those officers, directors, executives, partners, shareholders, employees, members and agents who are active in management of an entity."
5. The statement which is marked below is true in relation to the Entity submitting this sworn statement. **[Please indicate which statement applies.]**

**PUBLIC ENTITY CRIMES
SWORN STATEMENT UNDER SECTION 287.133(3)(a),
FLORIDA STATUTES (Cont'd)**

 X Neither the Entity submitting this sworn statement, nor any officers, directors, executives, partners, shareholders, employees, members, or agents who are active in management of the Entity, nor any affiliate of the Entity have been charged with and convicted of a public entity crime subsequent to July 1, 1989.

 The Entity submitting this sworn statement, or one or more of the officers, directors, executives, partners, shareholders, employees, members, or agents who are active in management of the Entity, or an affiliate of the Entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989. **[Please indicate which additional statement applies.]**

 There has been a proceeding concerning the conviction before a hearing officer of the State of Florida, Division of Administrative Hearings. The final order entered by the hearing officer did not place the person or affiliate on the convicted vendor list. **[Please attach a copy of the final order.]**

 The person or affiliate was placed on the convicted vendor list. There has been a subsequent proceeding before a hearing officer of the State of Florida, Division of Administrative Hearings. The final order entered by the hearing officer determined that it was in the public interest to remove the person or affiliate from the convicted vendor list. **[Please attach a copy of the final order.]**

 The person or affiliate has been placed on the convicted vendor list. **[Please describe any action taken by or pending with the Florida Department of Management Services.]**

**CRIMINAL RECORD AFFIDAVIT
PURSUANT TO SECTION 2-8.6 OF THE
MIAMI-DADE COUNTY CODE**

Pursuant to Section 2-8.6 of the Code, the Entity must disclose, at the time the submission, if the Entity or any of its officers, directors, or executives have been convicted of a felony during the past (10) years. Failure to disclose such conviction may result in the debarment of the Entity who knowingly fails to make the required disclosure or to falsify information.

Indicate below if the above named Entity, as of the date of submission:

 X has not been convicted of a felony during the past ten (10) years, nor does it, as of the date of submission, have an officer, director or executive who has been convicted of a felony during the past ten (10) years.

 has been convicted of a felony during the past ten (10) years, or as of the date of submission, has an officer, director or executive who has been convicted of a felony during the past ten (10) years.cf

Affirmation of Vendor Affidavits

In accordance with Ordinance 07-143 amending Section 2-8.1 of the Code of Miami-Dade County, effective June 1, 2008, vendors are required to complete a *new* Vendor Registration Package, including a Uniform Affidavit Packet (Vendor Affidavits Form), before being awarded a new contract. The undersigned affirms that the Vendor Affidavits Form submitted with the Vendor Registration Package is current, complete and accurate for each affidavit listed below.

Contract No. _____ Federal Employer
Identification No. (FEIN): 52-1562320

Contract Title: _____

Affidavits and Legislation/Governing Body

1.	<i>Miami-Dade County Ownership Disclosure Sec. 2-8.1 of the County Code</i>	6.	<i>Miami-Dade County Vendor Obligation to County Sec. 2-8.1 of the County Code</i>
2.	<i>Miami-Dade County Employment Disclosure County Ordinance No. 90-133, amending Section 2-8- 1(d)(2) of the County Code</i>	7.	<i>Miami-Dade County Code of Business Ethics Article 1, Section 2-8.1(i) and 2-11(b)(1) of the County Code through (6) and (9) of the County Code and County Ordinance No. 00-1 amending Section 2- 11.1 (c) of the County Code</i>
3.	<i>Miami-Dade County Employment Drug-free Workplace Certification Sec. 2-8.1.2(b) of the County Code</i>	8.	<i>Miami-Dade County Family Leave Article V of Chapter 11 of the County Code</i>
4.	<i>Miami-Dade County Disability Non- Discrimination Article 1, Section 2.8.1.5 Resolution R182-00 amending R-385-95</i>	9.	<i>Miami-Dade County Living Wage Sec. 2-8.9 of the County Code (If applicable)</i>
5.	<i>Miami-Dade County Debarment Disclosure Section 10-38 of the County Code</i>	10.	<i>Miami-Dade County Domestic Leave and Reporting Article 8, Section 11A-60, 11A-67 of the County Code</i>
11.	<i>Miami-Dade County E-Verify Affidavit Obligation for State Funded Contracts</i>	12.	<i>Pay Parity Affidavit Resolution R-1072-17</i>
13.	<i>Miami-Dade County Suspected Workers' Compensation Fraud Affidavit Resolution No. R-919-18</i>		

AFFIDAVIT - SCRUTINIZED COMPANIES WITH ACTIVITIES IN SUDAN OR IRAN PETROLEUM ENERGY SECTOR LISTS FLORIDA STATUTES 215.473


Pursuant to 215.473, F.S., the {Apex Companies, LLC} ("Entity") must disclose, if the Entity or any of its officers, directors, or executives are doing certain types of business in or with Sudan and Iran.

Indicate below if the above named Entity, as of the date of submission:

X has not engaged in commerce in any form in Sudan or Iran, including, but not limited to, acquiring, developing, maintaining, owning, selling, possessing, leasing, or operating equipment, facilities, personnel, products, services, personal property, real property, or any other apparatus of business or commerce.

_____ has engaged in commerce with Sudan or Iran, including, but not limited to, acquiring, developing, maintaining, owning, selling, possessing, leasing, or operating equipment, facilities, personnel, products, services, personal property, real property, or any other apparatus of business or commerce.

This single execution shall have the same force and effect as if each of the above affidavits had been individually executed.


(Signature of Authorized Representative)

Matt Hardesty

(Print Name of Authorized Representative)

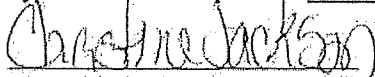
Title Vice President

Date December 17, 2019

Notary Public Information

Notary Public – State of Maryland County of Montgomery
Subscribed and sworn to (or affirmed) before me this 17 day of Dec 2020
by Matt Hardesty He or she is personally known to me ☐ or has produced I.D. ☐

Type of identification produced _____



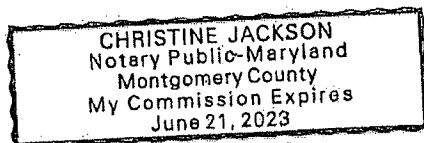
Signature of Notary Public

Serial Number _____

Print or Stamp of Notary Public _____

6/21/23
Expiration Date

Notary Public Seal



**SUBCONTRACTING POLICIES STATEMENT
PURSUANT TO SECTION 2-8.8(4) OF THE CODE**

(Insert Here)

AFF-7



APEX COMPANIES, LLC FAIR SUBCONTRACTING PRACTICES

In compliance with Section 2-8.8 of the Miami-Dade County Code, Apex Companies, LLC (Apex) submits the following detailed state of its policies and procedures for awarding subcontracts.

Apex will select the right subcontractor resource based upon level of technical ability and experience to perform the agreed upon scope of work, as well as geographic alignment with the project.

Apex's goal is to promote diversity in the use of subcontractors on projects managed by Apex. It should be noted that any Apex subcontractor is subject to a rigorous pre-approval process that is focused on safety, competency and reliability and incorporates specific client requirements and contractual flow-downs.

Additionally, Apex fully supports Small, Minority, Women and other Disadvantaged Business Enterprises (DBE) and provides the maximum opportunity to participate in the contracting and purchasing process. We have a well-documented history of meeting and exceeding DBE requirements and will follow DBE guidance policy as outlined by our clients for particular contracts. An example of our ability to engage and meet DBE goals includes a current client contract held for more than 9 years; we submit quarterly reports to their Equal Employment Opportunity (EEO) Office summarizing the status of our efforts to maintain the 25% DBE goal for our contract. In this case, Apex is proud to say that we have consistently exceeded the 25% DBE goal throughout the duration of the contract.

Subcontractor Selection Procedure:

1. Subcontractor Awards

Potential subcontractors are identified through past experience with the subcontractor, referrals, or an on-line search.

Where appropriate, at least three subcontractors are invited to provide proposals.

All the required information is provided to potential subcontractors in order to formulate a bid. A bid sheet is often prepared in order to provide uniformity of bids. Site visits may be conducted if required; all bidders are invited.

Bids are accepted electronically via email.

If the subcontract is for a government agency contract, bid invitations are preferentially issued to local and small/minority/disadvantaged businesses.

Depending upon the project, subcontractor awards are evaluated on qualifications, price or a combination of the two. Award criteria are clearly conveyed at the time of invitation to bid.

2. Subcontractor Agreement

Apex requires the following from subcontractors:

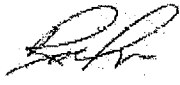
- Executed subcontractor agreement signed by both parties



APEX COMPANIES, LLC
FAIR SUBCONTRACTING PRACTICES

- Drug and Alcohol Free Workplace Policy Acknowledgment
- Code of Ethics Acknowledgment
- W9 Form. The name on the contract must match the name of the W9 form.
- Address form, including any SBE/DBE/MBE information

I hereby certify that the foregoing information is true, correct and complete.

Signature of Authorized Representative:  _____

Title: Contract Manager HSE Contracts

Company Name: Apex Companies, LLC

PROOF OF AUTHORIZATION TO DO BUSINESS
(Attach a copy of the Certificate of Status or Authorization per 607.0128 F.S.,
and certificate evidencing compliance with the Florida Fictitious Name Statute
per 865.09 F.S., if applicable.)

(Insert Here)

AFF-7

State of Florida

Department of State

I certify from the records of this office that APEX COMPANIES, LLC is a Delaware limited liability company authorized to transact business in the State of Florida, qualified on April 7, 2006.

The document number of this limited liability company is M06000002007.

I further certify that said limited liability company has paid all fees due this office through December 31, 2019, that its most recent annual report was filed on April 5, 2019, and that its status is active.

I further certify that said limited liability company has not filed a Certificate of Withdrawal.

*Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this
the Tenth day of December, 2019*



Randy Lee
Secretary of State

Tracking Number: 6098019601CU

To authenticate this certificate, visit the following site, enter this number, and then follow the instructions displayed.

<https://services.sunbiz.org/Filings/CertificateOfStatus/CertificateAuthentication>