





Response to Request for Proposal for Custodial Services Solicitation Number: 21-005



















TABLE OF CONTENTS

4.0.1	Techni	ical P	roposal
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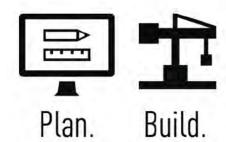
A. Bid Bond	i
4.0.1.1. Cover Page and Page Two (Signed)	1
4.0.1.2. Executive Summary	3
4.0.1.3. Custodial Experience	6
4.0.1.4. Bidder Experience and Capabilities	7
4.0.1.5. Bidder Project Manager and Project Personnel	. 10
4.0.1.6. Proposed Custodial Staff (Including Supervisors and Head Custodians)	. 18
4.0.1.7. Transition Plan	. 59
4.0.1.8. Training Program for Management & Hourly Employees	. 64
4.0.1.9. Custodial Services Quality Control	. 66
4.0.1.10. Custodial Services Management System	. 69
4.0.1.11. Custodial Supplies Qualification.	. 71
4.0.1.12. Custodial Supplies Procurement	. 72
4.0.1.13. Key Control Policy	. 73
4.0.1.14. Financial Stability	. 74
4.0.1.15. Exceptions and Observations	. 75
5.0.1 Qualifications of Offeror	
A. Capability to Perform the Contract	. 76
B. Evidence of Responsibility	. 76
C. Financial Capability - Subsidiaries	. 76
5.0.2 Qualifications - Special Standards of Responsibility	
1. Recent Custodial Services for K-12 or Commercial Businesses with Similar Specifications	. 77
2. Licenses and Permits	
3. Quality Control Program and Training Program	
4. Equipment, Materials, Supplies, and Parts	. 81



TABLE OF CONTENTS (CONTINUED)

5.	Evidence of Financial Position for Past Three Years
6.	Record of Successful Custodial Service Performance with School District or Commercial Business
	of at Least Three (3) Years
7.	Compliance with Fair Labor Standards Act
8.	Established Business Entity, Registered and Licensed to do Business in South Carolina
9.	Insurance Coverage
10). Secured Equipment
11	Designated Contract Person92
12	2. Quality Assurance Inspections Designated Representative
5.0.3 Q ւ	ualifications - Required Information
A.	History and Experience in Providing Work of Similar Size & Scope
B.	Current Financial Position
C.	Financial Responsibilities
D.	Insurance Coverage
E.	Comparable Contracts
F.	List of Similar Projects within the Past Three Years
G.	Industry Standards and Best Practices
H.	Certificates, Licenses, Permits
1. 9	State of South Carolina Compliances
J.	Capacity to Acquire Bonds, Escrows or Insurance
K.	Failed Projects, Suspensions, Debarments, Litigation
L.	Five (5) References of Similar Projects
5.2 Sub	contractor Identification
9.0 Atta	achments to Solicitation
Cost Pr	roposal (Business Proposal)
Su	ubmitted under Separate Cover in Sealed Envelope









BID BOND

TRAVELERS CASUALTY AND SURETY COMPANY

Hartford, Connecticut 06183

KNOWN ALL BY THESE PRESENTS, That we, Hensel Phelps American Maintenance Services, L.L.C., 12050 N. Pecos Street, Suite 100, Westminster, CO 80234, as Principal, and Travelers Casualty and Surety Company, as Surety, are held and firmly bound unto Beaufort County School District, 2900 Mink Point Blvd., Beaufort, SC 29902, as Obligee, in the sum of Five Percent of the Total Bid Amount Dollars (\$ 5%) for the payment of which we bind ourselves, and our successors and assigns, jointly and severally, as provided herein.

WHEREAS, Principal has submitted or is about to submit a bid to the Obligee on a contract for Beaufort County School District - Custodial Services Project ("Project").

NOW, THEREFORE, the condition of this bond is that if Obligee accepts Principal's bid, and Principal enters into a contract with Obligee in conformance with the terms of the bid and provides such bond or bonds as may be specified in the bidding or contract documents, then this obligation shall be void; otherwise Principal and Surety will pay to Obligee the difference between the amount of Principal's bid and the amount for which Obligee shall in good faith contract with another person or entity to perform the work covered by Principal's bid, but in no event shall Surety's and Principal's liability exceed the penal sum of this bond.

Signed this 4th day of September, 2020.

Hensel Phelps American Maintenance Services, L.L.C.

(Principal)

Edwin Glen Miller, Managing Member

Travelers Casualty and Surety Company

Kelly T. Vrwiller, Attorney-in-Fact



Travelers Casualty and Surety Company of America Travelers Casualty and Surety Company St. Paul Fire and Marine Insurance Company

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint Kelly T Urwiller of GREELEY

Colorado , their true and lawful Attorney-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 17th day of January, 2019.







State of Connecticut

City of Hartford ss.

Robert L. Raney, Senior Vice President

On this the 17th day of January, 2019, before me personally appeared Robert L. Raney, who acknowledged himself to be the Senior Vice President of Travelers Casualty and Surety Company and St. Paul Fire and Marine Insurance Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of said Companies by himself as a duly authorized officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2021

PUSLID Anna P. Nowik, Notary Public

This Power of Attorney is granted under and by the authority of the following resolutions adopted by the Boards of Directors of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, which resolutions are now in full force and effect, reading as follows:

RESOLVED, that the Chairman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President, any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary may appoint Attorneys-in-Fact and Agents to act for and on behalf of the Company and may give such appointee such authority as his or her certificate of authority may prescribe to sign with the Company's name and seal with the Company's seal bonds, recognizances, contracts of indemnity, and other writings obligatory in the nature of a bond, recognizance, or conditional undertaking, and any of said officers or the Board of Directors at any time may remove any such appointee and revoke the power given him or her; and it is

FURTHER RESOLVED, that the Chalrman, the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President may delegate all or any part of the foregoing authority to one or more officers or employees of this Company, provided that each such delegation is in writing and a copy thereof is filed in the office of the Secretary; and it is

FURTHER RESOLVED, that any bond, recognizance, contract of indemnity, or writing obligatory in the nature of a bond, recognizance, or conditional undertaking shall be valid and binding upon the Company when (a) signed by the President, any Vice Chairman, any Executive Vice President, any Senior Vice President or any Vice President, any Second Vice President, the Treasurer, any Assistant Treasurer, the Corporate Secretary or any Assistant Secretary and duly attested and sealed with the Company's seal by a Secretary or Assistant Secretary; or (b) duly executed (under seal, if required) by one or more Attorneys-In-Fact and Agents pursuant to the power prescribed in his or her certificate or their certificates of authority or by one or more Company officers pursuant to a written delegation of authority; and it is

FURTHER RESOLVED, that the signature of each of the following officers: President, any Executive Vice President, any Senior Vice President, any Secretary, and Assistant Secretary, and the seal of the Company may be affixed by facsimile to any Power of Attorney or to any certificate relating thereto appointing Resident Vice Presidents, Resident Assistant Secretaries or Attorneys-in-Fact for purposes only of executing and attesting bonds and undertakings and other writings obligatory in the nature thereof, and any such Power of Attorney or certificate bearing such facsimile signature or facsimile seal shall be valid and binding upon the Company and any such power so executed and certified by such facsimile signature and facsimile seal shall be valid and binding on the Company in the future with respect to any bond or understanding to which it is attached.

I, Kevin E. Hughes, the undersigned, Assistant Secretary of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, do hereby certify that the above and foregoing is a true and correct copy of the Power of Attorney executed by said Companies, which remains in full force and effect.

Dated this

day of September, 2020







Kevin E. Hughes, Assistant Secretary

To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880.

Please refer to the above-named Attorney-in-Fact and the details of the bond to which this Power of Attorney is attached.









RFP Requirement 1.0.1.1. Complete RFP Cover Page and Page Two.

4.0.1 TECHNICAL PROPOSAL

4.0.1.1. Cover Page and Page Two (Signed)



Beaufort County School District

Solicitation Number: 21-005 Date Printed: July 30, 2020 Date Issued: July 30, 2020 Kaylee Yinger, CPPB Procurement Officer: Phone: 843-322-2349 Kaylee.Yinger@beaufort.k12.sc.us Email:

Request for Proposals (RFP)

DESCRIPTION: **Custodial Services**

SUBMIT OFFER BY (Opening Date & Time): September 7, 2020 2:00 PM EST

QUESTIONS MUST BE RECEIVED BY: August 31, 2020

NUMBER OF COPIES TO BE SUBMITTED: Six (6) Original Signed Copies

Two (2) CD versions - One (1) Redacted

Offers must be submitted in a sealed package. Solicitation Number & Opening Date must appear on package exterior.

SUBMIT YOUR SEALED OFFER TO EITHER OF THE FOLLOWING ADDRESSES:

MAILING ADDRESS:

Beaufort County School District

Procurement Office P.O. Drawer 309

Beaufort, SC 29901-0309

PHYSICAL ADDRESS:

Beaufort County School District

Procurement Office

2900 Mink Point Blvd Beaufort, SC 29902

CONFERENCE TYPE: Mandatory Pre-Proposal LOCATION: District Office

Conference / Site Visits

2900 Mink Point Blvd Beaufort, SC 29902

DATE & TIME: August 13, 2020 @ 8:00 AM

AWARDS & AMENDMENTS:

Award will be posted at the Physical Address stated above on or after August 30, 2020. The award, this solicitation, and any amendments will be posted at the following web address: http://beaufortschools.net.

You must submit a signed copy of this form with Your Offer. By submitting a proposal or bid, you agree to be bound by the terms of the Solicitation. You agree to hold Your Offer open for a minimum of ninety (90) calendar days after the Opening Date.

NAME OF OFFEROR: (Full legal name of business submitting the offer) ENTITY TYPE:

Hensel Phelps | American Maintenance, LLC Limited Liability Company

Eduin Stemmiller

AUTHORIZED SIGNATURE (Person signing must be authorized to submit binding offer to enter contract on behalf of Offeror named above)

Edwin Glen Miller Managing Member

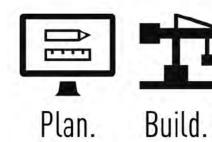
PRINTED NAME

Instructions regarding Offeror's name: Any award issued will be issued to, and the contract will be formed with, the entity identified as the Offeror above. An offer may be submitted by only one legal entity. The entity named as the Offeror must be a single and distinct legal entity. Do not use the name of a branch office or a division of a larger entity if the branch or division is not a separate legal entity, i.e., a separate corporation, partnership, sole proprietorship, etc.



PAGE TWO (Return Page Two with Your Offer) HOME OFFICE ADDRESS (Address for Offeror's home office/ NOTICE ADDRESS (Address to which all procurement Principal place of business): and contract related notices should be sent): Hensel Phelps | American Maintenance, LLC Hensel Phelps | American Maintenance, LLC Hensel Phelps Services, LLC Hensel Phelps Services, LLC 12050 N. Pecos Street, Suite 100 12050 N. Pecos Street, Suite 100 Westminster, CO 80234 Westminster, CO 80234 571.246.2122 PHONE NUMBER: EMAIL ADDRESS: GMiller@henselphelps.com ORDER ADDRESS (Address to which all purchase orders PAYMENT ADDRESS (Address to which payments will be sent): will be sent): Hensel Phelps | American Maintenance, LLC Hensel Phelps | American Maintenance, LLC Hensel Phelps Services, LLC Hensel Phelps Services, LLC 12050 N. Pecos Street, Suite 100 12050 N. Pecos Street, Suite 100 Westminster, CO 80234 Westminster, CO 80234 Payment Address Same as Home Office Address Payment Address Same as Home Office Address Payment Address Same as Home Notice Address Payment Address Same as Notice Address (check one only) (check one only) ACKNOWLEDGEMENT OF Amendment Number Amendment Issue Date AMENDMENTS: #1 August 11, 2020 #2 September 1, 2020 Offeror acknowledges #3 September 2, 2020 receipt of amendments by indicating amendment number and its date of issue. MINORITY PARTICIPATION- Are you a Minority Business Enterprise: Yes No X If yes, please include a copy of your certification.











RFP Requirement

4.0.1.2. A business or executive summary of the Offeror's firm. Inclusion of historical and financial information about the firm is encouraged. Section is limited to three (3) pages, exempting financials.







Plan.

Build.

The added value of an 80+ -year old company [Hensel Phelps] that has been planning, building and managing some of the nation's landmark buildings and facilities cannot be overstated. As we continue to grow and consider expanding our footprint to other locations – we do it with confidence in the partnership and strategic alliances Hensel Phelps offers."

Ariella Diamond, Director of Operations and Administration, Avenues: The World School

4.0.1.2. Executive Summary

Hensel Phelps in association with American Maintenance is excited to submit our custodial services qualifications for Beaufort County School District. We know that physical environments have a direct impact on students and faculty alike, so our custodial services team works effectively to deliver and maintain healthy, clean, and safe buildings. We focus on identifying what is needed to help our clients successfully reach and exceed their goals in a more cost-effective manner without compromising quality or performance. Whether providing safe and welcoming classroom buildings or delivering clean athletic facility spaces, our team's award winning facilities help students and teachers learn, grow, explore and discover.

Committed Team

Our team is comprised of Hensel Phelps Services in association with American Maintenance (AMI) in a strategic alliance and LLC. With similar firm cultures, custodial management procedures and a desire to find the right partnership, Hensel Phelps and AMI have joined forces to provide superior custodial services for BCSD.

The proactive custodial services for the Beaufort County School District (BCSD) is vital to the daily experience of all students, parents, faculty, administration and visitors to school facilities. The Hensel Phelps and American Maintenance Team (Hensel Phelps/AMI) understands the vision of the school's leadership and the detailed requirements of the Custodial Services Request for Proposal (RFP). The District's satisfaction is the foundation upon which the Hensel Phelps/AMI team's success will be evaluated. The high performing professionals at Hensel Phelps/AMI want to distinguish BCSD as a premier Custodial Services customer and as a reference showcase account.

Scott Peterman will serve as the Hensel Phelps/AMI Regional/Transition Manager. He has over 20 years of experience providing Facilities Management, Maintenance and Custodial services, with a track record of streamlining procedures and generating best practices that increase efficiency, lower program costs, and deliver exceptional performance results. More specifically, Scott previously worked for BCSD as the Director of Maintenance from 2009 to 2012, managing 40 buildings with a combined 3-million square feet, a labor force of 40 staff, an account budget over \$2.5 million, and assisted the District with the implementation of their total facilities budget of over \$25 million. He brings established District relationships, unmatched familiarity with BCSD operations and schedules, as well as a steadfast desire and commitment to deliver a successful Custodial Services Contract.









As an employee-owned company, HENSEL PHELPS' culture is based on dedication and commitment to achieving premium results for our clients.

"Our beloved on-site Facilities Director is supported by local, regional and national managers who bring expertise, integrity, honor and a sense of ownership to everything they do."

Matt Scott
Director of Operations and
Administration
Avenues: The World School

Level of Care

Hensel Phelps/AMI's approach is simple: Take Care of the People...Taking Care of the Beaufort County School District's students, faculty and staff. As an employee-owned Facility Solutions Provider over the past 83 years, Hensel Phelps has established proven systems, policies and procedures, and developed a time-tested approach allowing a Transparent Partnership based on trust and accountability. In concert with AMI, Hensel Phelps values their employees and understands the marketplace. They focus on employee retention, highly competitive wages, enhanced benefit programs and unlimited career path opportunities for their talented team. The leadership and teams at Hensel Phelps/AMI are solely focused on their customers to deliver world-class services every day.

Hensel Phelps/AMI operates every day with integrity and transparency, and we accomplish this beginning on Day One of assuming responsibility. The Hensel Phelps/AMI team will listen to the District's needs, discuss solutions and adjust accordingly to ensure their services are delivered at the optimal level. Working in a collaborative manner and partnership approach with our clients, we proceed with the best outcomes for BCSD as our primary goal and objective. This distinguishes Hensel Phelps/AMI as the premier solution for the District. We are not beholden to shareholders, quarterly earnings deadlines or stock price – we take care of our clients AND their employee team members first. This is "The Hensel Phelps/AMI Way!"

Partnership Approach

Hensel Phelps/AMI's business philosophy is based on the belief that trust and collaboration are contagious. It is this trust and collaboration which leads to clear and open lines of communication that will serve to become the cornerstone of the working relationships between BCSD, the Hensel Phelps/AMI Team, and all project stakeholders. Hensel Phelps/AMI is eager that this commitment continues as a long-term partnership between BCSD and the entire Project Team.

Hensel Phelps/AMI commits to earn the District's trust, to be the District's partner, and to provide the highest level of service. We do this by providing BCSD a campus of facilities that exceeds the District's expectations from Day One through the operation of the project. As BCSD's custodial services provider, Hensel Phelps/AMI is both large enough to have the financial resources to research and acquire state-of-the-art technologies and nimble enough to provide exceptional customer service at each facility or customer locations.

Financial Strength

Hensel Phelps, managing partner in the Hensel Phelps/American Maintenance LLC, is a financially sound organization proud of their financial success and projections. Hensel Phelps' strong financial plan has been developed by means of organic growth – growth from within - totaling a net worth of \$330 million and \$5.6 billion in revenue for 2019 with a 5A3 Dun & Bradstreet rating.

"Words cannot express my appreciation and admiration for Hensel Phelps. Your greatest contribution to the project was your PEOPLE; people that could listen and respond, people that were energized and who cared, people who delivered, and people who were fun to be around."

Bob Montgomery, Vice President, Southwest Airlines







"[Hensel Phelps] was always professional, we never heard 'no' from them. [Hensel Phelps] acted as owner's advocates....We really got to work as a team and created team solutions."

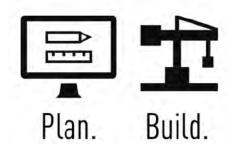
Chandler Eason, Director of Major Capital Projects, Stanford University SLAC National Accelerator Laboratory Given Hensel Phelps' extensive 83-year history of financial and operating success, coupled with its strong backlog and robust pipeline of new opportunities, the company anticipates continued financial growth and projections in high-margin opportunities for 2020 and beyond. Additionally, Hensel Phelps has a unique and considerable position in the industry with the ability to deliver premiere Plan. Build. Manage. and Facility Life Solutions, through a single-source, at an exceptional value for their clients. This, along with Hensel Phelps' attractive industry reputation, dedicated safety culture, longlasting client relationships, and precise delivery of high-quality services will continue to strengthen and accelerate the company's portfolio and its planned financial projections.

Transitional Solutions Provider

Hensel Phelps/AMI has the distinction of 83 consecutive years in the planning, building and managing education campuses, corporate campuses, and other complex facilities and a successful record of transitioning these types of facility operations. Hensel Phelps/AMI delivers a proven transition process that seamlessly assists in the transition from one service provider to another for our education customers as evidenced by further explanation in **Section 4.0.1.7. TRANSITION PLAN**.

The custodial services contract is an important part of the continued growth of BCSD and an opportunity to reinforce your commitment of offering safe and healthy education environments. The Hensel Phelps/AMI Team ensures all BCSD campus buildings and spaces are managed in a consistent fashion, provide increased accountability, and provide a high level of customer service satisfaction for a lasting impression throughout the District. We are committed to our partnership, working closely with BCSD, and striving to optimize your facilities.











RFP Requirement
4.0.1.3 Proposer has been providing
custodial services to (please check
"√" next to each appropriate type
of building(s) serviced and indicate
number of years' experience for each

 K-12 school districts for _ years
 Publicly owned and operated facilities for vears

> Privately owned and operated facilities for _ years

checked service area):

4.0.1.3. Custodial Services Experience

The Hensel Phelps/AMI Team has been purposely built for the BCSD Custodial program. The team members, Hensel Phelps and American Maintenance, pose complimentary experience, expertise, and abilities that fully address the required qualifications to ensure the successful delivery of the scope of services for the District. Hensel Phelps/AMI have been providing custodial services for a wide range of client types and specifically for the for the types of facilities indicated below, as requested, along with the number of years performing service.

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K-12 school districts for 35 years

Publicly owned and operated facilities for 35 years

Privately owned and operated facilities for 60 years

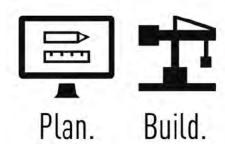
Understanding the unique nature of a fully operational District is imperative to the successful delivery of these facility services. The Hensel Phelps/AMI philosophy begins with implementing critical solutions to common inherent challenges in the janitorial/custodial industry, encompassing:

- Proper management a management plan to provide BCSD with the appropriate levels of support to ensure the very best from the Team's operation;
- Employee retention a plan that provides a competitive wage / incentive structure that will give the team a competitive edge in our effort to recruit the best in the industry and avoid employee turnover;
- Training and development a quality control system that lowers levels of waste and rework, cutting costs, improving productivity, and production efficiency; and
- Innovation the Hensel Phelps/AMI Team continues to lead the way in this rapidly evolving janitorial/custodial industry for science-based cleaning systems to improve efficiency and environmental health and safety.













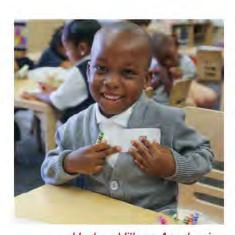


RFP Requirement
4.0.1.4 Comprehensive description
of the firm's experience in supplying
the services required by this RFP,
preferably with a school district
comparable to BCSD.

Five overall school district references for similar projects to include name of school district, title and correct phone number and e-mail address of district contact, and dates of project; with general details of the services provided. Include: Customer; \$ / year; Contact; Consecutive Years of Service; Phone Number



Avenues - The World School



Harlem Village Academies

4.0.1.4. Bidder Experience and Capabilities

The entire Hensel Phelps/AMI Team has worked with a large number of Education and Commercial clients in support of their custodial services. Our team is known for providing customized, tailored custodial programs to support Educational Institutions and their specialized goals that are constantly evolving with the need to accommodate multiple constituencies.

The following table provides a current summary of the representative listing of five (5) clients nationwide who have entrusted their comprehensive Custodial services needs to Hensel Phelps and/or American Maintenance with a detailed customer reference list.

Five	Relevant Customer References
Customer Reference No. 1	
Name of School District / Customer	Avenues World Holdings, LLC
Contact Person and Title	
Contact Email Address	
Phone Number	
Dates of Project / Years of Service	05.01.2017 - 06.30.2022
\$ / Year	\$3.5 million per year
Service Provided	Hensel Phelps: Facility Management, Operations and Maintenance, Technical and Custodial services, development and implementation of capital program management plans at two locations.
Customer Reference No. 2	
Name of School District / Customer	Harlem Village Academies
Contact Person and Title	
Contact Email Address	
Phone Number	
Dates of Project / Years of Service	July 2019 - July 2024 (Five years)
\$ / Year	\$1.36 million per year
Service Provided	Hensel Phelps: Full Operations and Maintenance at four campus sites, deliver technical, landscape, custodial services and develop a vendor management program for Harlem Village Academies (HVA)







SUNY Stony Brook University

SUNY Stony Brook University
July 2001 - Present
\$8 million per year
American Maintenance: Provide custodial services (day porters/ night cleaning), green cleaning for LEED certified buildings, emergency services, snow removal, window cleaning and handyperson service. We provide custodial services for 1,250,000 square feet of space for academic and administrative buildings, apartment and residential housing, indoor sports complex and an 8,300-seat stadium. We also provide special event cleaning (pre, post, and during), setups/ breakdowns/ moves as needed. All services are provided seven (7) days a week with multiple shifts.



Mount Sinai School District

Customer Reference No. 4	
Name of School District / Customer	Mount Sinai School District
Contact Person and Title	
Contact Email Address	s
Phone Number	
Dates of Project / Years of Service	2001 - Present
\$ / Year	\$630,000 per year
Service Provided	American Maintenance: The Mount Sinai School District has a student population of 2,600 and covers an area of approximately six square miles. The District operates an elementary, middle and high school on a self-contained campus-like setting on 65 acres. The three buildings total 600,000 cleanable square feet. American Maintenance has 25 full-time employees who provide complete janitorial services. Prior to 2001, janitorial services were provided by an in- house staff. American Maintenance has been successful in improving the level of cleanliness, reducing cost and establishing a value-added partnership with Mount Sinai School District.



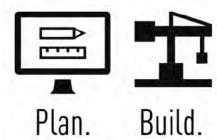




St. John's University

Customer Reference No. 5		
Name of School District / Customer	St. John's University	
Contact Person and Title		
Contact Email Address		
Phone Number		
Dates of Project / Years of Service	April 2017 - Present	
\$ / Year	\$1.7 million per year	
Service Provided	American Maintenance: Custodial services for both the athletic facilities and residential halls. Athletic custodial services include pre-, during and post-event cleanup, as well as daily maintenance of locker rooms, training room, coaches' offices and meeting rooms. Maintain residence halls, inclusive of summer dorm room turnovers. This consists of turning over and preparing over 1,000 suites in preparation for the summer camps, conferences, and an additional conversion for returning students in the Fall. Also provide grounds services for the residential area. Handle 10,000 events per year requiring various types of setups in thirteen (13) different locations / venues. Support approximately 2-3,000 mid-size to large-scale	
	events annually. The attendance ranges from 100 to 5,000+ guests. The venue size varies from Ballroom to larger, including a professional-events arena, and a large capacity gymnasium.	



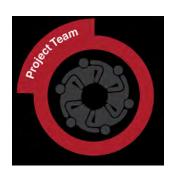








RFP Requirement
4.0.1.5 Resumes or business
experience summary and manufacturer
certifications of Project Manager,
Project Staff and other parties who will
provide services for the project and
afterwards.



"The Services personnel were so integrated and seamless with SLAC, that the building occupants didn't know if they were Hensel Phelps or SLAC employees."

Mark Wise Building Manager Stanford University, SLAC National Accelerator Laboratory

"Hensel Phelps project staffing was exceptional and the staff was very cooperative working with the Government and consultants."

Ed Myers, GSA Project Executive, Social Security Administration National Support Center

4.0.1.5. Bidder Project Manager and Project Team

Hensel Phelps/AMI have assembled a first-class team of experienced professionals to manage the Custodial Services for the Beaufort County School District. This team brings a distinctive focus on Education client satisfaction along with tremendous expertise in education and corporate facility operations to deliver best value, high-quality performance. Every individual has been assigned to a position which features their strengths and capabilities in managing long-term, future-forward education facilities, while operating seamlessly and aligning performance within the culture of the District.

The project team that is being proposed for BCSD has been selected based on previous experience delivering services for Education and K-12 customers as well as their past performance working and collaborating together as a team. Hensel Phelps /AMI excels at customizing organizational structures and teams to best suit the needs of each client.

In addition, this team has the familiarity with South Carolina codes, practices, control agencies, legal requirements and policies applicable to the District program. Resumes for the Hensel Phelps/AMI Team are presented on the following pages.

Hensel Phelps Proposed Team

Team Members

EXECUTIVE LEADERSHIP TEAM

- Glen Miller, Managing Member
- Chris Alex, Managing Member
- Joel Douglass, Executive Director Hensel Phelps

PROJECT TEAM

- Scott Peterman Regional / Transition Manager
- Daniel Major, CFM, FMP Regional Manager
- TBD Project Manager (Hensel Phelps | American Maintenance will interview current contractor management to fulfill this role upon Notice to Proceed prior to interviewing external candidates)
- Mark Arnold Start-up / Transition Manager
- Toby Rees Director of Human Resources
- Kate Crawford Director of Safety and Health
- David Milford, LEED AP Financial Controls





Scott W. Peterman

Regional / Transition Manager



RELEVANT PROJECT EXPERIENCE

Beaufort County School District | Beaufort, SC Regional / Transition Manager

- Scope: Maintenance Management Services
- Mr. Peterman implemented and supported all three services to over 3.5 million square feet of 40 K-12 school buildings leading a team of 14 managers, 50 maintenance techs, and 200 custodians.

Avenues: The World School | New York, NY Regional / Transition Manager

- Scope: Facility Services, Operations & Maintenance, Technical and Custodial Services, and Development and Implementation of a Capital Program Management Plan
- The Hensel Phelps Services team is delivering facility services and solutions, on a five-year contract, for the private school comprised of 320,000 SF in two buildings.

Harlem Village Academies (HVA) | New York, NY Regional / Transition Manager

- Scope: Full Operations & Maintenance Services, and deliver technical, landscape, custodial services and develop a vendor management program for HVA
- The Hensel Phelps Services team is delivering a facilities management program for HVA which is a part of a network of three elementary, two middle, and one high school

Central Piedmont Community College | Charlotte, NC Regional / Transition Manager

- Scope: Maintenance Management Services
- Mr. Peterman implemented and later supported all three services, Maintenance, Grounds, and Custodial Service to over 4 million square feet within 6 campuses of higher education buildings, while leading a team of over 7 managers and 100 full time hourly employees.

Education

Energy Management South Carolina Energy Department

Property Inspection, Institute of Virginia

Electrical Engineering, Queensboro Community College

Aircraft Inspection & Maintenance, School of Aviation

Years with Hensel Phelps: 1 Years

Years in Industry: 30Years

Licenses: Certified Commercial Energy Manager - South

Carolina & OSHA 30-Certified

As Regional / Transition Manager for the BCSD Custodial Services project, Mr. Peterman will be 100% dedicated to the District and lead the entire Hensel Phelps/AMI team on a daily basis. Mr. Peterman will have daily communications with select members of the BCSD staff. He will be responsible for providing direction and support regarding all custodial operations and all personnel involved and assigned to the project and each of the BCSD facilities included in this contract.

Mr. Peterman brings 30 years of technical expertise of facilities, equipment, and systems with hands-on experience and knowledge of all facets of facility maintenance. With a reputation for dedication, creative problem solving, and outstanding service, Mr. Peterman is successfully delivering facility services and operations and maintenance for Avenues: The World School; and Harlem Village Academies in New York.

Prior to joining the Hensel Phelps team, Mr. Peterman was the Senior Regional Manager in the greater North and South Carolina area for another facility management provider and his focus was delivering facility services for the Beaufort County School District and their various K-12 school campuses.

Preceding this role, Mr. Peterman was the Director of Maintenance with direct attention to the local South Carolina K-12 schools. He holds expertise in all facets of building automation systems, technical troubleshooting, financial management, budget administration, and full life cycle project management. He has an exceptional ability in identifying operational areas of improvement and crafting strategic solutions to bolster processes.







Daniel Major, CFM, FMP

Regional Manager



RELEVANT PROJECT EXPERIENCE

Avenues: The World School | New York, NY Regional Manager (East) | Transition Manager

- Scope: Facility Services, Operations & Maintenance, Technical and Custodial Services, and Development and Implementation of a Capital Program Management Plan
- The Hensel Phelps Services team is delivering facility services and solutions, on a five-year contract, for the private school comprised of 320,000 SF in two buildings.

Harlem Village Academies (HVA) | New York, NY Regional Manager (East) | Transition Manager

- Scope: Full Operations & Maintenance Services, and deliver technical, landscape, custodial services and develop a vendor management program for HVA
- The Hensel Phelps Services team is delivering a facilities management program for HVA which is a part of a network of three elementary, two middle, and one high school

Various Schools: Imagine Charter Schools | Phoenix, AZ North Wasco County School District | The Dales, OR Northland College | Ashland, WI

Transition Manager

- Scope: Full Transitional Services
- Mr. Major was responsible for the Transition through Stabilization of new contracts, including human resources, technical delivery, budget development, and implementation of core processes

Keystone College | La Plume, PA General Manager / Director of Facilities

- Scope: Full Facilities Solutions Services
- Managed a staff of 30 employees and a \$2.2 million operating budget; oversight for additional services of vending, event management, mail room services

Education

MBA, Business Administration, University of South Carolina (Pending August 2020)

B.S., Facilities & Property Management, Brigham Young University - Provo

B.A., Minor, Marriott School of Management Brigham Young University

Years with Hensel Phelps: 1 Year

Years in Industry: 19 Years

Licenses / Certifications

Certified Facility Manager® (CFM), International Facility Management Association

Facility Management Professional (FMP), International Facility Management Association

Licensed Real Estate Agent, South Carolina LLR

As Regional Manager, Mr. Major brings significant expertise and experience in Education building operations, maintenance, custodial, and in new building / program set-up and transition efforts.

Prior to joining Hensel Phelps, Mr. Major was the Director and General Manager for a collegiate customer at a historic campus and his focus was delivering the highest quality of Facility Maintenance and Management services possible.

In addition, Mr. Major was the Assistant Director / Operations Manager for a multi-site, state university and successfully managed the maintenance and custodial operations, which included overseeing 40+ employees (nine different shops), covering two million square feet, on 600 acres.

In his diverse background in the facilities management industry, as a District Manager, Mr. Major focused on developing and maintaining a portfolio of direct client relationships within the IFM model, across the country. In his role as a Project Manager, Dan directed multiple concurrent projects from start to finish to achieve exceptional quality and to ensure the customers' interests were protected. A particular area of focus was managing capital renewal and deferred maintenance projects. Dan is also specialized in computerized maintenance management systems (CMMS) and facility condition assessment (FCA) platforms that support a unique business model and competitive advantage.







Daniel Major, CFM, FMP (Continued)

Transition Manager

Mr. Major's Certified Facility Manager (CFM) certification is provided below.



Certified Facility Manager

Daniel Major, CFM

Having presented evidence of continuing to increase knowledge and experience in facility management, hereby maintains the credential

Certified Facility Manager

Issued on January 16, 2010

Valid through December 31, 2021

Certificate Number: 727192

Dean Hitchools

Dean T. Hitchcock, CFM Certification Commission Chair







Mark Arnold

Start-Up/Transition Manager

Unavailable

Education

Associates Degree in Business Administration West Virginia University

Years with Hensel Phelps: anticipated October 2020 start date

Years in Industry: 35 Years

RELEVANT PROJECT EXPERIENCE

North & South Carolina Region - GCA | Varies Regional Director of Operations

- Manage 25+ K-12 & Higher Education custodial/grounds/ maintenance accounts successfully throughout North & South Carolina. Met and exceeded budget expectations annually by over 12% annually while retaining 94% of client customer base.
- Successful multi-site project planning and execution during summer and winter periods. Met budgetary requirements of same while delivering solid customer service delivery of programs.

South Carolina Region - GCA | Varies Regional Director

 Managed multiple K-12 & Higher Education custodial/ grounds/maintenance accounts successfully throughout South Carolina. Met and exceeded budget expectations annually by over 10% annually while retaining 98% of client customer base.

Southern Management/ABM | Multiple Locations Branch Manager

- Managed two districts—Columbia SC with 75 accounts and over 800 employees and Charleston SC which included 45 accounts with over 600 employees.
- Had complete management of all accounts as well as responsible for hiring, termination, and training of new employees.

As Start-up/Transition Manager for the BCSD Custodial Services project, the subject matter expert (SME) will be 100% dedicated to the District and leads the entire Hensel Phelps team on a daily basis. This SME will have daily communications with select members of the BCSD staff.

Mr. Arnold will be responsible for providing direction and support in regards to all facilities operations, their critical property assets, and all personnel involved and assigned to the project and each of the District facilities included in this contract.

Prior to joining the Hensel Phelps team, this SME was the Regional Director of Operations in the greater North and South Carolina area for another facility management provider and his focus was delivering facility services for local K-12 schools and their various campuses.





Toby Rees

Director of Human Resources | Corporate Resources



RELEVANT PROJECT EXPERIENCE

Avenues: The World School | New York, NY Director of Human Resources

- Scope: Facility Services, Operations & Maintenance, Technical and Custodial Services, and Development and Implementation of a Capital Program Management Plan
- The Hensel Phelps Services team is delivering facility services and solutions, on a five-year contract, for the private school comprised of 320,000 SF in two buildings.

Harlem Village Academies (HVA) | New York, NY Director of Human Resources

- Scope: Full Operations & Maintenance Services, and deliver technical, landscape, custodial services and develop a vendor management program for HVA
- The Hensel Phelps Services team is delivering a facilities management program for HVA which is a part of a network of three elementary, two middle, and one high school

Cornell Tech Campus | New York, NY Director of Human Resources

- Scope: Development & Management of an Outsourcing Strategy for IFM Services; Transition to Stabilized Occupancy (TSO)
- The Hensel Phelps Services team established facility standards for the new campus, oversight of the procurement of an IFM to operate and maintain the campus, provided ongoing management oversight and contract performance review, and provided transitional solutions to seamlessly operate each facility on the 710,000 SF new campus.

Education

Juris Doctorate, Law Creighton University School of Law, NE

MBA, Managerial Communication, Business Administration and Management Bellevue University, NE

MBA, Masters of Business Administration, Business / Corporate Communications Bellevue University, NE

B.S., Biology, University of Mary, ND

Years with Hensel Phelps: 1 Years

Years in Industry: 21 Years

As Hensel Phelps' Director of Human Resources, Ms. Rees is a labor relations professional and handles all areas of human resources in addition to negotiations, policy writing, training, project management and managing people. Her experience includes managing employees in large and small group settings in addition to office environments.

Toby has written training materials and has extensive experience in communicating between all levels of employees providing communication supporting the institutions' internal and external communications. She will provide a copy of the Hensel Phelps Employee handbook to each new facilities department employee at Beaufort County School District detailing our personnel policies and procedures.







Kate Crawford

Director of Safety and Health | Corporate Resources



RELEVANT PROJECT EXPERIENCE

Avenues: The World School | New York, NY Director of Safety and Health

- Scope: Facility Services, Operations & Maintenance, Technical and Custodial Services, and Development and Implementation of a Capital Program Management Plan
- The Hensel Phelps Services team is delivering facility services and solutions, on a five-year contract, for the private school comprised of 320,000 SF in two buildings.

Harlem Village Academies (HVA) | New York, NY Director of Safety and Health

- Scope: Full Operations & Maintenance Services, and deliver technical, landscape, custodial services and develop a vendor management program for HVA
- The Hensel Phelps Services team is delivering a facilities management program for HVA which is a part of a network of three elementary, two middle, and one high school

Stanford University Linear Accelerator Center (SLAC) | Menlo Park, CA

Director of Safety and Health

- Scope: Facility Management Consulting and Transition to Stabilized Occupancy (TSO) Services
- Hensel Phelps Services team delivered a complete FOM program manual for the customer, that included CMMS data loading and maintenance, to make the building Day One Ready for management, students, and faculty. The team did this by ensuring reliable operation of building systems, consistent resolution to issues that arise post-construction, and the development of an O&M Program.

Education

Project Management, Portland State University

B.S. History / Political Science, Illinois Central School

Years with Hensel Phelps: 4 Years

Years in Industry: 22 Years

Licenses / Certifications

Executive Program in Safety Management Certificate, The American Society of Safety Engineers

As the Director of Safety and Health, Ms. Crawford is responsible for managing and administering Hensel Phelps' site-specific safety and health program, risk management and loss control, and heavy participation in preliminary job planning conferences to establish site-specific safety plans for all new contracts. She is also responsible for and excellent at representing the team in all dealings with OSHA and conducting periodic safety inspections of jobsites, including subcontractor operations and selfwork. As a natural educator determined to lead others to excellence, Kate is a master at assessing training needs and coordinating appropriate safety training as well as administering Hensel Phelps' Safety Accountability for Everyone (SAFE) program.

Ms. Crawford draws on 20+ years of concentration in Occupational Health, Safety, and Environment. Prior to joining Hensel Phelps, Ms. Crawford was the Director of Safety & Health Regulatory Services for the Associated General Contractors (AGC) of California. At AGC, she assessed key State regulatory and legislative issues and promulgated responsible and fair standards for Employer programs and Worker safety. Ms. Crawford established consensus on policy priorities and strategies on emerging issues.

Her strong working relationships with trade, professional and allied organizations, educational institutions, and others who influence public policy at the state level bolstered her strategic thinking skill. From her safety management experience within complex projects, Ms. Crawford understands the vital attention required for occupied environments.





David Milford, LEED AP

Financial Controls



RELEVANT PROJECT EXPERIENCE

Avenues: The World School | New York, NY | Financial Controls

- Scope: Facility Services, Operations & Maintenance, Technical and Custodial Services, and Development and Implementation of a Capital Program Management Plan
- The Hensel Phelps Services team is delivering facility services and solutions, on a five-year contract, for the private school comprised of 320,000 SF in two buildings.

Harlem Village Academies (HVA) | New York, NY | Financial Controls

- Scope: Full Operations & Maintenance Services, and deliver technical, landscape, custodial services and develop a vendor management program for HVA
- The Hensel Phelps Services team is delivering a facilities management program for HVA which is a part of a network of three elementary, two middle, and one high school

Austin-Bergstrom International Airport (ABIA) - Southwest Airlines (SWA)

Austin, TX | Financial Controls

 Scope: Facility Services for the 24x7x365 critical environment airport.

Education

B.S., Management, Auburn University

Years with Hensel Phelps: 24 Years

Years in Industry: 26 Years

Licenses / Certifications

Design-Build Institute of America (DBIA) Designated Professional Certified

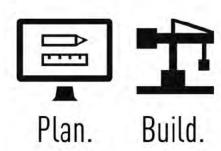
Leadership in Energy and Environmental Design (LEED) Accredited Professional (AP)

As Hensel Phelps Services' Financial Controls Specialist, Mr. Milford is responsible for providing financial oversight of the contract and cost proposal for the BCSD project and all BCSD stakeholders involved.

With over 26 years of industry experience, Mr. Milford is responsible for establishing preliminary budgets and final cost proposals with a focus on education customers. A large part of Mr. Milford's success is due to his collaborative approach and focus on team communication to meet the customer requirements. This includes listening to stakeholder needs and developing financial related project specific solutions to help solve owner and facility operator challenges.













RFP Requirement 4.0.1.6 Contractor will list the staff required to fulfill the attached specifications, including management/ supervision (Exhibit E).

This list will be shown by school, by FTE. (One FTE is equal to a full time employee working or paid a normal 2080 hours annually). This staffing should also indicate the normal work hours each day.

4.0.1.6. Proposed Custodial Services Staff (Including Supervisors and Head Custodians)

The Hensel Phelps/AMI team will follow the "Staffing at Each School/Site" Chart shown in the RFP Exhibit E. See completed Exhibit E on the following pages.



Teamwork and Accountability amongst all staff, users, and facilities maintenance and operations team toward one goal-Beaufort County School District's priorities and missions.





EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Hilton Head Creative Arts

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.5	Night Cleaner	20
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.11	Night Cleaner	4380
.63	Floor Technician	1213
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Hilton Head Early Childhood

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.25	Night Cleaner	18
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
1.90	Night Cleaner	3942
.63	Floor Technician	1314
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Hilton Head High	
Daily:		

# Employees (FTE)	Position	Hours
2.5	Day Porter	20
4.75	Night Cleaner	38
1.75	Floor Technician	14
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
2.11	Day Porter	4380
4.0	Night Cleaner	8322
1.47	Floor Technician	3066
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Hilton Head Elementary
	•

Daily:

# Employees (FTE)	Position	Hours
2.5	Day Porter	20
3.25	Night Cleaner	26
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
2.11	Day Porter	4380
2.74	Night Cleaner	5694
.63	Floor Technician	1314
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Hilton Head Middle

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.5	Night Cleaner	20
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.11	Night Cleaner	4380
.63	Floor Technician	1314
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Daufuskie Island	
Daily:		

# Employees (FTE)	Position	Hours
.25	Day Porter	2
.25	Night Cleaner	2
0	Floor Technician	0
0	Supervisor	0

Annually:

# Employees (FTE)	Position	Hours
.21	Day Porter	438
.21	Night Cleaner	438
0	Floor Technician	0
0	Supervisor	0







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Bluffton Elementary	
	·	_

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
2.25	Night Cleaner	18
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.9	Night Cleaner	3942
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Bluffton	Early	Childhood	

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
.5	Night Cleaner	4
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
.42	Night Cleaner	876
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Bluffton Middle
Daily:	

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
3	Night Cleaner	24
.75	Floor Technician	6
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.53	Night Cleaner	5256
.63	Floor Technician	1314
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Bluffton High	
Daily:		

# Employees (FTE)	Position	Hours
3	Day Porter	24
3.75	Night Cleaner	30
1	Floor Technician	8
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
2.53	Day Porter	5256
3.16	Night Cleaner	6570
.84	Floor Technician	1752
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: <u>H.E. McCracken Middle</u>

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.75	Night Cleaner	22
.75	Floor Technician	6
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.32	Night Cleaner	4818
.63	Floor Technician	1314
.63	Supervisor	1314





EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	May River High
Daily:	

# Employees (FTE)	Position	Hours
3	Day Porter	24
4.25	Night Cleaner	34
1	Floor Technician	8
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
2.53	Day Porter	5256
3.58	Night Cleaner	7446
.84	Floor Technician	1752
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	M.C. Riley Elementary	
	•	_

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
2	Night Cleaner	16
.5	Floor Technician	4
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.68	Night Cleaner	3504
.42	Floor Technician	876
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: M.C Riley Early Childhood

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
1	Night Cleaner	8
.25	Floor Technician	2
.25	Supervisor	2

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
.84	Night Cleaner	1752
.21	Floor Technician	438
.21	Supervisor	438







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Okatie Elementary	У
Daily:		

# Employees (FTE)	Position	Hours
1	Day Porter	8
1.75	Night Cleaner	14
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.47	Night Cleaner	3066
.63	Floor Technician	1314
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Pritchardville Elementary
	•

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
2	Night Cleaner	16
.75	Floor Technician	6
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.68	Night Cleaner	3504
.63	Floor Technician	1314
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Red Cedar Elementary
	·

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
2	Night Cleaner	16
.75	Floor Technician	6
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.68	Night Cleaner	3504
.63	Floor Technician	1314
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	River Ridge Academy
	-

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
3.25	Night Cleaner	26
.75	Floor Technician	6
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
2.74	Night Cleaner	5694
.63	Floor Technician	1314
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Maintenance Annex (Fire Station)

Daily:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.25	Night Cleaner	2
0	Floor Technician	0
0	Supervisor	0

Annually:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.25	Night Cleaner	520
0	Floor Technician	0
0	Supervisor	0







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Battery Creek High
	-

Daily:

# Employees (FTE)	Position	Hours
2	Day Porter	16
4.25	Night Cleaner	34
.75	Floor Technician	6
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
1.68	Day Porter	3504
3.58	Night Cleaner	7446
.63	Floor Technician	1314
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Broad River Elementary
	•

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
1.5	Night Cleaner	12
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
1.26	Night Cleaner	2628
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: J.S. Shanklin Elementary

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
1.25	Night Cleaner	10
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
1.05	Night Cleaner	2190
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Robert Small Int. Academy

Daily:

# Employees (FTE)	Position	Hours
2	Day Porter	16
2	Night Cleaner	16
.75	Floor Technician	6
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1.68	Day Porter	3504
1.68	Night Cleaner	3504
.63	Floor Technician	1314
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Beaufort District Office (DESC)

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
1.5	Night Cleaner	12
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
1	Day Porter	2080
1.5	Night Cleaner	3120
.5	Floor Technician	1040
.5	Supervisor	1040







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Beaufort Maintenance Office

Daily:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.125	Night Cleaner	1
0	Floor Technician	0
0	Supervisor	0

Annually:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.13	Night Cleaner	260
0	Floor Technician	0
0	Supervisor	0







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	James J. David Elementary

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
.5	Night Cleaner	4
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
.42	Night Cleaner	876
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Whale Branch Elementary

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
1.25	Night Cleaner	10
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.05	Night Cleaner	2190
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Whale Branch Middle

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
2.25	Night Cleaner	18
.75	Floor Technician	6
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.90	Night Cleaner	3942
.63	Floor Technician	1314
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Whale Branch Early College High

Daily:

# Employees (FTE)	Position	Hours
2	Day Porter	16
1.75	Night Cleaner	14
.625	Floor Technician	5
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
1.68	Day Porter	3504
1.47	Night Cleaner	3066
.53	Floor Technician	1095
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Beaufort High	 _	
Daily:		

# Employees (FTE)	Position	Hours
3	Day Porter	24
5.5	Night Cleaner	44
1.5	Floor Technician	12
1	Supervisor	8

Annually:

# Employees (FTE)	Position	Hours
2.53	Day Porter	5256
4.63	Night Cleaner	9636
1.26	Floor Technician	2628
.84	Supervisor	1752







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Beaufort Elementary
	•

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2	Night Cleaner	16
.625	Floor Technician	5
.625	Supervisor	5

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
1.68	Night Cleaner	3504
.53	Floor Technician	1095
.53	Supervisor	1095







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Beaufort Middle
Daily:	

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.5	Night Cleaner	2
.75	Floor Technician	6
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.11	Night Cleaner	4380
.63	Floor Technician	1314
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Coosa Elementary
Daily:	

# Employees (FTE)	Position	Hours
1	Day Porter	8
2	Night Cleaner	16
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.68	Night Cleaner	3504
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Lady's Island Elementary	
	·	

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
1	Night Cleaner	8
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
.84	Night Cleaner	1752
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Lady's Island Middle
	•

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
3	Night Cleaner	28
5	Floor Technician	6
.75	Supervisor	6
.75		

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.95	Night Cleaner	6132
.63	Floor Technician	1314
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: Pink House
Daily:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.125	Night Cleaner	1
0	Floor Technician	0
0	Supervisor	0

Annually:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.125	Night Cleaner	1
0	Floor Technician	0
0	Supervisor	0







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Mossy	Oaks	Elementary	7
			•	

Daily:

# Employees (FTE)	Position	Hours
1	Day Porter	8
1.5	Night Cleaner	12
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
1.26	Night Cleaner	2628
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Port Royal Elementary	_
	•	

Da	ail	ly	
		-	

# Employees (FTE)	Position	Hours
1	Day Porter	8
1	Night Cleaner	8
.5	Floor Technician	4
.5	Supervisor	4

Annually:

# Employees (FTE)	Position	Hours
.84	Day Porter	1752
.84	Night Cleaner	1752
.42	Floor Technician	876
.42	Supervisor	876







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site: St. Helena Elementary

Daily:

# Employees (FTE)	Position	Hours
1.5	Day Porter	12
2.5	Night Cleaner	20
.75	Floor Technician	6
.75	Supervisor	6

Annually:

# Employees (FTE)	Position	Hours
1.26	Day Porter	2628
2.11	Night Cleaner	4380
.63	Floor Technician	1314
.63	Supervisor	1314







EXHIBIT E - STAFFING AT EACH SCHOOL/SITE

Contractor must supply a list of the custodial staff by FTE count (one FTE is equal to 2080 paid hours annually) for each School/Site proposed, including Supervisors and Head Custodians.

Identify day custodians separately from evening custodians

School/Site:	Adult Education	
Daily:		

# Employees (FTE)	Position	Hours
0	Day Porter	0
.25	Night Cleaner	2
0	Floor Technician	0
0	Supervisor	0

Annually:

# Employees (FTE)	Position	Hours
0	Day Porter	0
.25	Night Cleaner	2
0	Floor Technician	0
0	Supervisor	0









Plan.

Build.



Manage.





RFP Requirement

4.0.1.7 Submit a projected Transition Plan for implementation, if awarded the contract, to include tasks and time frames. Include a list of all individuals assigned to your transition team with current contact information, telephone numbers and email addresses.

The proposer must submit an overview of key elements of the Transition Plan, inclusive of the following broad categories. This plan is not intended to represent a transition plan specific to the RFP but should provide sufficient detail to highlight the depth of proposer's understanding of the transition process.

a) Review of District operating procedures and policies.
b) A plan to incorporate fair consideration of retaining current qualified and experienced custodial employees with comparable compensation and benefits. A breakdown of proposed employee benefits is required.
c) Recruitment of key staff.
d) Review of existing vendor contracts.
e) Review of existing facilities.

"Hensel Phelps Services Group made the building transition seamless. I did not have to deal with issues. Allowed me to do other things for SLAC and not be dealing with typical new building issues."

The Services Group TSO helped the Stanford University SLAC personnel learn the new systems associated with the building; optimized and ensured that it performed as intended."

Chandler Eason Director of Major Capital Projects Stanford University, SLAC

4.0.1.7. Transition Plan

The Hensel Phelps Team delivers what they promise. Failure has never been an option with Hensel Phelps. As a testament to our execution, over 75% of Hensel Phelps' business is with repeat clients.

Hensel Phelps/AMI Transition Plan

Hensel Phelps/AMI will implement their Transition Plan, as part of their unique approach, at the outset of the BCSD program to fully understand the goals, objectives, expectations for successful outcomes, and detail facility needs to deliver a premier level of service on Day One. This is accomplished through the execution of the following process steps and will begin on award and Board approval. Deliverables will be scheduled and tracked on a daily, weekly, monthly, quarterly, and beyond. Each task within the setup and transition plan will be assigned to a Hensel Phelps/AMI team member and tracked with updates to the District daily as needed.











Discovery

Assessment

Analysis

Recommendation

Implementation

- Discovery: Through a proactive approach, the Hensel Phelps/AMI Transition Team will perform a detailed facility assessment. The intention of the facility assessment is to further augment the information provided during the proposal period to ensure the team develops the best Custodial Services Operation Program (CSOP) the blueprint for ongoing and stable operations. The facility assessment will include interviews with the key BCSD staff and existing custodial staff to fully identify the condition of the assets and the detailed facility operational needs.
- Assessment: During this phase of the Transition process, Hensel Phelps/AMI team
 members will compile the collected data and analyze all information in conjunction
 with the data provided during the proposal phase to ensure a complete condition
 assessment is performed for all systems. Part of the Assessment process is to review
 the frequency, severity, and breadth of failures.
- Analysis: The analysis that is conducted from the Discovery and Assessment is based upon qualitative and quantitative analysis from one-on-one conversations, team collaboration, and review of factual data. During this phase, the Hensel Phelps/AMI team develops the plans that make up the content of the CSOP. This phase includes the development of human resources, quality and safety plans.
- Recommendation: The Hensel Phelps/AMI team will coordinate all aspects of the CSOP with the BCSD team and provide a detailed report during the recommendation phase. Recommendations will be made for any adjustments to custodial service plans, critical need areas, district and facility operating procedures and policies, safety plans, staffing plans, and scheduling.
- Implementation: The transition phase will culminate with the execution of the Custodial Services Operation Program.









Dedicated Transition Team

It is essential to provide a dedicated transition team with the facility experience and expertise to ensure that the program is implemented in the most effective and cost-efficient manner possible. Hensel Phelps/AMI's dedicated in-house operational transition team managing the startup and transition at BCSD will be comprised of Subject Matter Experts (SMEs) whose focus is the transition. This ensures that the transition is seamless and transparent to BCSD's technical and critical operations.

Scott Peterman will lead the Hensel Phelps/AMI Transition Team. He has over 20 years of experience providing Facilities Management, Maintenance and Custodial services, with a track record of streamlining procedures and generating best practices that increase efficiency, lower program costs, and deliver exceptional performance results. More specifically, Scott previously worked for BCSD as the Director of Maintenance from 2009 to 2012, managing 40 buildings with a combined 3-million square feet, a labor force of 40 staff, an account budget over \$2.5 million, and assisted the District with the implementation of their total facilities budget of over \$25 million. He brings established District relationships, unmatched familiarity with BCSD operations and schedules, as well as a steadfast desire and commitment to deliver this Custodial Services Contract successfully for your teachers, faculty, and students alike.



"Hensel Phelps project staffing was exceptional and the staff was very cooperative working with the Government and consultants."

Ed Myers, GSA Project Executive, Social Security Administration National Support Center

Transition Team Leads

Scott Peterman, ACEM | Regional / Transition Manager 757.784.5265 SPeterman@henselphelps.com

Daniel Major, CFM, FMP | Regional Manager 803.944.2252 DMajor@henselphelps.com

Mark Arnold | Start-up / Transition Manager

Additional Members on Transition Team

Toby Rees, Director of Human Resources 531.233.8057 TRees@henselphelps.com

Kate Crawford, Director of Safety and Health 916.607.6385 KCrawford@henselphelps.com

David Milford, DBIA, LEED AP, Financial Controls 980.266.9812 DMilford@henselphelps.com







Optimization

Transition Plan Summary

The Hensel Phelps/AMI Team's transition process is a time-tested methodology that is utilized for all transitions, from small commercial janitorial opportunities to this opportunity at BCSD. Hensel Phelps/AMI is committed to implementing a successful and seamless transition, with labor harmony and no negative impact on the service delivery or quality through a focused and corporate supported implementation.

Preparation

- Contract Award
- Transition Team Initiated
- Finalize Contract
- Preliminary Meetings
- Technology Identification

Operations Go-Live

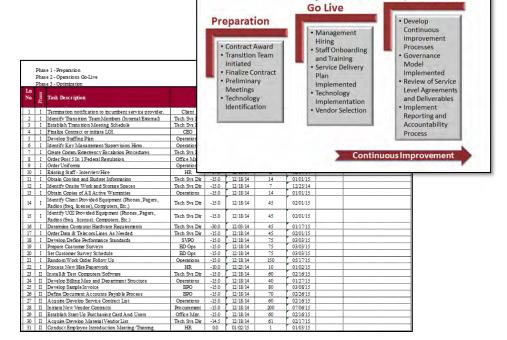
- Management Hiring
- Staff On-boarding and Training
- Service Delivery Plan Implemented
- Technology Implementation
- Vendor Selection

Optimization

- Develop Continuous Process
- Governance Model Implemented
- Review Service Level Agreements and Deliverables
- Implement Reporting and Accountability Process

Hensel Phelps/AMI will utilize a transition tracking matrix to track and monitor the process

of the transition activities.









Operations





Hensel Phelps collaboration meeting



Hensel Phelps collaboration and training



Hensel Phelps on-site Operational Planning

Personnel

Hensel Phelps/AMI will interview each current management employee at BCSD for the incumbent contractor if the employee has an interest in staying with the account. The Hensel Phelps/AMITeam proposes to bring in a Hensel Phelps/AMIProject Manager to drive immediate change.

- Staffing hiring time and methods Hensel Phelps/AMI will interview all current staff
 to determine their skills and ability to on board. This will be done in the first 30 days of
 the contract
- Orientation of employees numerous training and orientations of employees including operational, safety, customer service training will be conducted prior to and during the first days of the contract.
- Procurement of equipment and supplies Hensel Phelps/AMIhas relationships with national providers of equipment and janitorial supplies. Upon award we will coordinate for purchase and delivery of all necessary required materials, so that they are available for first day of contract.
- Security training security training is vitality in the school environment. All legacy
 and new employees will undergo the required security training prior to the beginning of
 the contract.
- ID Badging all employees will undergo the finger printing and badging as required by BCSD protocols.

Attracting New Employees and Retaining Current Employees

Ensuring history of hiring top talent and developing high performing employees and professional teams with dependable solutions, HP/AMI focuses on a philosophy of Hire, Train, Retain. Hensel Phelps/AMI's attractive industry reputation, dedicated safety culture, long-lasting client relationships, precise delivery of high quality services, and engaging recruiting program continue to strengthen and accelerate the company's profile creating a desirable place to work. Hensel Phelps/AMI is committed to transition the current workforce as well as a continued relationship with the community to bring on-board additional high quality workforce throughout the duration of the contract.

Immediately upon award of the contract, the Hensel Phelps/AMI Team will complete the initial draft of the operation plan for the BCSD Custodial program. Members of the HP/AMI Team have maintained long-term relationships at the BCSD facility and already understand what it means to operate successfully at BCSD. These known details will be incorporated into the initial operational plan.

Once the initial plan is completed and distributed for review, Hensel Phelps/AMI will hold a planning charette with the BCSD management team. The purpose of this charette will be to exchange information on the operational plan for the facility. The Hensel Phelps/AMI team will present their high-level operational plan for the work including industry best practice discussions. During this presentation, the BCSD management team will have the opportunity to comment and provide feedback on the plan as well as provide additional direction on specific BCSD processes. The results of this planning Charette will culminate with HP/AMI completing a coordinated operational plan and submitting that plan to BCSD for approval.





Shown Above: Stanford University SLAC National Accelerator Laboratory (Hensel Phelps delivered Transitional Solutions and Facility Maintenance)

Once an approved operation plan is received, the Hensel Phelps/AMI management team will begin training their staff on elements specific to the BCSD facilities that may differ from their operational plan at other locations. This additional training will ensure proper communication to the entire Hensel Phelps/AMI Team and ensure their success on the BCSD Custodial program.

The project team brings the people, processes, tools and expertise to transition the Hensel Phelps service delivery the right way — optimizing value and managing risk for clients, with minimal impact on employees, students, faculty and the community. Hensel Phelps does this by providing a tailored, structured, and realistic approach to handling transitions of facilities, vendor transitions, and other transitional situations.

Hensel Phelps is proposing a transition team for BCSD, led by **Regional/Transition**Manager Scott Peterman, with significant experience in Education building operations, maintenance, and in new building / program set-up and transition efforts, and specifically with BCSD.

Mobilization / Transition Plan Assuming November 1, 2020 Start Date

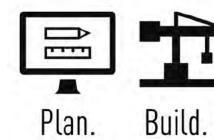
Hensel Phelps/AMI will assemble the authorized BCSD team and finalize the transition plan by confirming assumptions and expectations with the District. Hensel Phelps' approach is to deploy the team 30-days prior to contract start to ensure a smooth transition of the workforce and management staff for BCSD. As an added benefit, this team of professionals brings relevant work experience in K-12 and Higher Education custodial management services and understand the sensitivities of working across a functional campus environment within minimal impacts.

The realization from the mobilization stage are:

- Communicating with BCSD stakeholders to develop partnership and understanding of requirements, appropriate guidelines and procedures, and timing for each activity
- Initial kick-off meeting, at BCSD's convenience, to review any existing vendor / supplier information and any existing custodial issues.
- Establish and schedule the comprehensive orientation and training program
- Coordinating start-up and management teams
- Planning / recognizing the project deliverables, including mitigation plans for all key risks
- Deploying the team
- Implementing the Project Schedule that details all activity necessary to accomplish the primary and supporting objectives of the Scope of Work
- Engagement of Hensel Phelps' corporate teams for support (Upper Management, Operations, Human Resources, Quality, and Safety)
- Initial development of standard operating procedures
- Establishing the work order management process and coordinate the District's CMMS (SchoolDude, or others, as applicable)









Manage.





RFP Requirement

4.0.1.8 What is the name of the training program(s) your company uses to train all employees?

If the training program(s) is/are an "in house" training program(s), a copy of the program(s) must be attached to this RFP.



MANAGE COMPANY AND USERS



CREATE TRAINING AND COURSES



DELIVER AND SCHEDULE TRAINING



TRACK PROGRESS



LICENSE MANAGEMENT



4.0.1.8. Training Program for Management & Hourly Employees

The Hensel Phelps/AMI custodial program includes maintaining a clean interior and exterior environment of the BCSD campus which serves approximately 22,000 students and approximately 2,300 full time employees; currently comprised of 19 elementary/early childhood centers, two PK-8 Academies, six middle and six high schools, one Alternative Program and an Administrative Office. Hensel Phelps/AMI will hire and train their staff to maintain the integrity of building—we know that physical environments have a direct impact on students and faculty alike, so our custodial services team works effectively to deliver and maintain healthy, clean, and safe buildings.

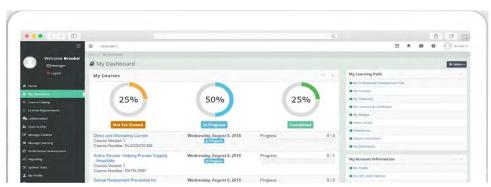
Hensel Phelps Training Program

Hensel Phelps/AMI's people make the difference! They hire, train, and retain the best in the business and promote from within. Hensel Phelps/AMI is committed to an ongoing employee training program that:

- Aids in the effective and efficient use of procedures, systems, and equipment for improved performance.
- Encourages a positive attitude for professional growth and improvement.
- Allows individuals to pursue their career goals through self-development.
- Serves as a means for improved communications within the Company.

As such, a comprehensive Training Program, **powered by RedVector**, with thousands of courses has been developed for Hensel Phelps/AMI employees. This program includes a variety of courses in multiple content areas, including: Administrative / Compliance, Communication / Leadership, Craft Training, Equipment, Estimating, Safety, Software, Technical-Field, and Technical-Office. The Training Program also allows for the management and tracking of licenses and credentials of Hensel Phelps/AMI employees.

Each course of the Training Program has been defined in detail and assigned, as applicable, to the learning plans of employees throughout the Company. Courses are taught both internally by well-qualified Hensel Phelps/AMI employees and with the engagement of external content experts.



RedVector dashboard view









Avenues - The World School (Facility Maintenance and Custodial Management)

The Hensel Phelps/AMI Learning Management System (LMS) maintains all training materials and course information as well as a means for scheduling and tracking course instruction records. Each employee, by position, is required to take core training and advanced training to maintain proficiency in their duties and responsibilities on an annual basis

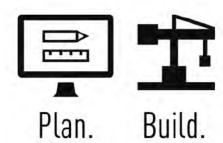
External Resources | Employee Professional Development

Employee development goes beyond job skill and technical training. Helping people grow, develop, and maximize their potential is one of Hensel Phelps/AMI's core values. This can range from technical and specialty courses to leadership and management. Once an employee decides on a career path to pursue, a customized training and development program can be established.

Local educational institutes, public and vocational schools, and trade associations such as web-based BOMA, IFMA, and APPA are good external resources utilized in conjunction with Hensel Phelps/AMI's robust and comprehensive RedVector training solution and other internal resources. Hensel Phelps/AMI utilizes these recognized platforms to keep the team and staff current with industry trends and advances in the Custodial Services of Educational Institutions leading to higher and more attentive performance for their clients, staff and students. The Hensel Phelps/AMI teams never stop learning, just like the ongoing student and teacher discoveries occurring daily in these important District facilities.













RFP Requirement

4.0.1.9 What system does your company use to measure the quality of your facilities maintenance services? Please describe here or attach a copy of your company's documents describing your system.

If your company uses a software quality control system, please name the system.



4.0.1.9. Custodial Services Quality Control

The Hensel Phelps/AMI Team's high standards for quality are achieved through continual, open communication with BCSD and the Project Team by implementing a comprehensive Quality Assurance (QA) / Quality Control (QC) Program that provides the roadmap for the overall Project and the Service Areas and includes the following key elements:

- An integrated Quality Control Organization trained to implement and manage the process.
- A site-specific Quality Control Plan built around Hensel Phelps/AMI's Corporate QC / QA Plan but tailored to address the specific needs and requirements of Hensel Phelps/ AMI's custodial services project.
- A proactive, quality process, which contains six control steps, designed to measure and ensure that the work is done right the first time.
- A Quality Log which monitors the status of each work area.
- Standardized procedures, including an electronic record-keeping process, for documenting and tracking, inspections, and deficiencies that verifies and measures performance in all service areas.

This high-performing team of professionals is committed to protecting the integrity of the overall campus and delivering superior custodial services in an optimum state of cleanliness to BCSD. The Hensel Phelps/AMI Project Team does this by following a systematic approach that consists of a step-by-step routine of quality requirements.

The fundamental concept of this Process is to focus the Team's effort on planning and preparation in order to deliver the work correctly the first time. The quality process begins with the assignment of zones, tasks and frequencies. Establishing a solid program that clearly identifies areas of responsibility and the frequencies with which each task must be performed creates the benchmark for the operation, and ultimately the Quality Control Program.

Hensel Phelps/AMI's quality assurance and quality control programs are designed specifically to constantly drive for improved performance; they use the contract cleaning specifications from BCSD and the collection of quantifiable data (which is gathered through inspections and BCSD's feedback) then Hensel Phelps/AMI measures and tracks their performance). The program is an ongoing process that not only ensures that the project team meets all the performance standards of the BCSD contract, but also helps the team evaluate their practices and procedures to constantly strive to improve their delivery of service.

Tracking of Hensel Phelps/AMI's performance is conducted through daily inspections and allows them to proactively analyze issues and adjust where needed – **before an issue becomes a larger problem.** This approach to quality assurance ensures that the work is completed and enables Hensel Phelps/AMI to constantly evaluate their practices to meet the changing needs of their clients.





"...after over three decades in this business, Hensel Phelps Services documentation is second-tonone"

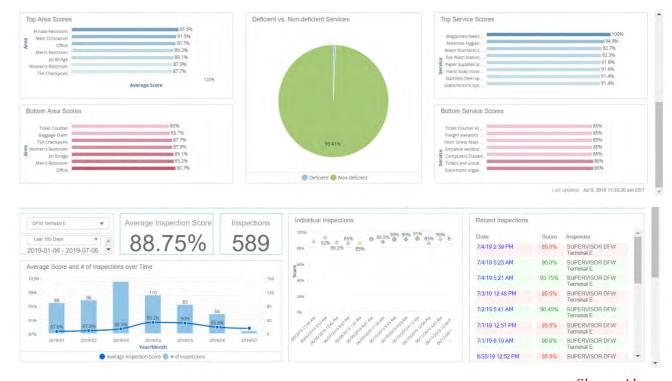
Rick Erickson, SLAC Construction Manager, SLAC National Accelerator Laboratory

Quality Control System

To facilitate the QC / QA program, Hensel Phelps/AMI has selected CleanTelligent as their Quality Management Software. It is a 100% web-based highly configurable quality management system that helps Hensel Phelp/AMI track, analyze, and report on quality issues. CleanTelligent is the heart of the team's project approach. The Hensel Phelps/AMI Team recognizes that quality control is not a one-time event or an activity that is conducted once a week – quality control is an ongoing process to ensure they meet the performance standards of BCSD's janitorial services contract.

CleanTelligent places the focus on customer requirements, processes, analytical documentation and timely execution of changes and adjustments. This is an Cloudbased, closed-loop software program that allows the Team to contact employees to resolve issues quickly and to communicate effectively with BCSD facility management by responding with results in real-time. Hensel Phelps/AMI is able to quickly identify locations and services within BCSD that need improvement and make the necessary adjustments before they become a larger issue. CleanTelligent ensures that a consistent and high-quality cleaning program is performed at BCSD.

The QC Team, including the Project Manager, Assistant Project Manager, QC Manager and QC Inspectors, Site / Shift Supervisors, and Corporate Team Members of the partners monitor the BCSD facilities' cleaning performance utilizing a mobile communications device (Smartphone or Tablet) loaded with the CleanTelligent Inspector Program App.



Shown Above: CleanTelligent Dashboards







Proposed Green Cleaning Standard Operating Procedures

The Hensel Phelps/AMI Team strives to be an industry leader in environmental leadership. This team incorporates their extensive background with strategic, industry leading, manufacturers to provide effective green solutions across their suite of services. The Hensel Phelps/AMI's collective mission as a solution provider to their customers is to lead the way in three green core elements:



- Improve indoor air quality
- Reduce water, chemical and energy waste

Hensel Phelps/AMI and its strategic partners offer process, equipment, and chemical solutions to meet or exceed some of the most stringent and leading green initiatives in the industry. Their internal operational procedures and processes foster the continued expansion and growth of green initiatives.

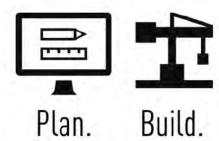
- Cradle to grave management The Team's goal is to own "green" from procurement to disposal / recycle
- Ongoing review of process and new products for continued "greening"
- Initial and ongoing staff awareness training ensures optimization

Implementation of a Green Cleaning Initiative at BCSD will be a collaborative approach. The following will aid in team selection and facility assessment efforts:

- Select team members, set goals, and establish a timeline
- Comprehensive review of the facility, current green initiatives, state and federal regulations, and other environmental impact concerns
- Facility Staff Training
- Train staff about products, procedures, and equipment
- Establish and maintain health and safety benefit awareness efforts
- Document best practices and incorporate into daily operations regime









Manage.





RFP Requirement

4.0.1.10 Does your company use software to manage your custodial services? If yes, what software does your company use to manage your custodial services?

The Hensel Phelps/AMI custodians and supervisors are often the first impression for the BCSD's users. It is Hensel Phelps/AMI's policy that all employees present a positive,responsive and friendly customer service. This level of positive service is accomplished through Hensel Phelps/AMI's customer service plan that details how employees will interact, on a daily basis with the employees of BCSD, students, teachers, and other visitors.

4.0.1.10. Custodial Services Management System

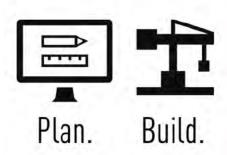
The Hensel Phelps/AMI Team uses CleanTelligent to manage custodial services for Education facilities. [YES] Although project team remains platform agnostic, the team also has the capability to use other systems if desired by BCSD.

First and foremost, Hensel Phelps/AMI will collaborate with the District to listen to their needs, discuss solutions, and understand the culture of the BCSD, it's people, and service level expectations. This process ensures Hensel Phelps/AMI's ability to deliver service and operate seamlessly in the BCSD culture to minimize impact of such a large change on the building occupants. This process also allows the team to document the custodian presence and need of each building/site. Job tasking and scheduling will be done through the CleanTelligent software system to ensure required frequencies are met. Data will be provided and made accessible to BCSD as needed.

Hensel Phelps/AMI will hold Quarterly Reviews for the team and BCSD leadership personnel to review KPIs and address any necessary quality standards. The project team will work closely with the District to validate and update data and establish a reporting package that will provide insight into the status of the facility, the effectiveness of operations, and impacts on operational and capital budgets. Throughout the project, BCSD will have access to all live data, all periodic reports, as well as the full owner's portal.

Additional CleanTelligent information is provided in *SECTION 9: CUSTODIAL QUALITY CONTROL*.







Manage.





RFP Requirement

4.0.1.11 Does your company have a formal process for qualifying custodial supplies?___ Yes ___ No

If yes, describe the process your company uses to qualify all custodial supplies, including, but not limited to cleaning, disinfecting, waxing, and polishing supplies. Enclose a copy with this RFP. If you do not have a formal process, describe the process on a separate page(s) titled "Custodial Supplies Qualification Process" and include it with this RFP.

In the event that the BCSD determines that it is in the best interest of the BCSD to specify the supplies to be used, is your company willing to use the supplies specified by the BCSD? Yes No

4.0.1.11. Custodial Supplies Qualification

The Hensel Phelps/AMI Team utilizes a formal process for qualifying custodial supplies. [YES]

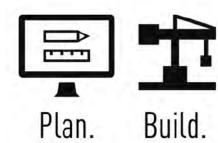
Custodial Supplies Qualification Process

Hensel Phelps/AMI intends to procure their supplies (including, but not limited to cleaning, disinfecting, waxing, and polishing supplies) through a local and/or regional supply vendor and will collaborate with BCSD to determine the best-value selection. An example of the Hensel Phelps/AMI qualification process follows:

- Solicit cost proposals and specifications from no less than three (3) local and/or regional suppliers
- 2. Evaluate suppliers based upon best-value and quality of product criteria
- 3. Provide supplier recommendation to BCSD—All products will be presented and approved by BCSD personnel prior to purchase (any changes will be discussed prior to approval)
- 4. Review performance and quality of product quarterly

Hensel Phelps/AMI agrees and commits to use the supplies specified by BCSD. [YES]







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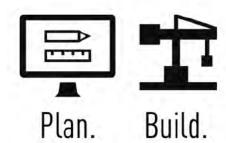
RFP Requirement

4.0.1.12 Contractor will provide all paper supplies, custodial supplies and plastic liners. All such supplies must be approved, in advance of use, by the CASO or designated representative. Where a change in dispenser is required to accommodate the contractor's provided supplies. The contractor is responsible for providing the dispenser and the contractor shall repair areas occupied by previous device so that area has a uniform finish to match existing wall.

4.0.1.12. Custodial Services Procurement

The Hensel Phelps/AMI team acknowledges and agrees to provide all paper supplies, custodial supplies and plastic liners. All such supplies will be approved, in advance of use, by the CASO or designated representative at BCSD. Where a change in dispenser is required to accommodate the provided supplies, Hensel Phelps/AMI will be responsible for providing the dispenser and shall repair areas occupied by previous device so that area has a uniform finish to match existing wall.







Manage.





RFP Requirement

4.0.1.13 Contractor will be required to adhere to the BCSD Key Control Policy. Individuals will be personally responsible for assigned keys. Any lost keys will require reporting and penalties as described in the BCSD Key Control Policy. Supervisor level and above shall be given master keys to the building. Any lost keys will require reporting and penalties as described in the key control policy. All non-supervisor level employees will be given interior door master keys and an access control card to enter the exterior of the building. Supervisors will be responsible for providing access to portions of the building not accessible by non-supervisory level employees when needed.

4.0.1.13. Key Control Policy

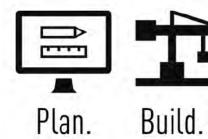
While Hensel Phelps/AMI has vast experience on multiple levels and projects with protecting properties with comprehensive key control programs, most are tailored to the clients and project's needs.

At many locations, the Hensel Phelps/AMI Team works closely with the customer's existing control systems, honors their processes, and follows their requirements to the letter. During the Discovery Phase, Hensel Phelps/AMI will evaluate the BCSD's systems, offer improvements if we see them, but their bottom line will always be respectful of and enforcement of the District's existing processes. The project team will create an established process and detailed tracking report for documentation, including accessing and deactivating key and access cards.











Manage.





RFP Requirement
4.0.1.14 Each Offeror must provide
their audited end of year financial
reports for the last three (3) fiscal
years. The financial statements
should indicate a positive cash flow
for three (3) years. Financial Stability
is an Evaluation Criterion and it is an
essential evaluation factor.

4.0.1.14. Financial Stability

Celebrating 83 years in business, Hensel Phelps is a financially strong corporation with a net worth of \$388 million and a Dun & Bradstreet rating of 5A3, reflecting their excellent credit and financial stability. The "Best" insurance rating for Hensel Phelps' surety is A++XV and the total bond program is \$9 Billion.

Celebrating 42 years in business, American Maintenance LLC is a financially strong corporation with revenues totaling over \$45 million annually with cash positive results at the end of the year total over \$6 million. As a privately-held and operated company with more than 2,000 employees, American Maintenance provides integrated facility solutions to more than 200 clients and manages more than 60 million square feet of space on a daily basis.

A copy of both Hensel Phelps and American Maintenance partner firm's audited financial reports for 2019, 2018, and 2017 are included as an attachment to this proposal submission and are deemed CONFIDENTIAL.

Note: American Maintenance Financial Statements for 2019 are not ready from their accounting firm/reviewed. Provided herein are years 2016 through 2018.









Consolidated Financial Statements and Supplementary Schedule – Schedule of Operating Expenses

December 31, 2019

(With Independent Auditors' Report Thereon)

Table of Contents

	Page
Independent Auditors' Report	1
Consolidated Balance Sheet	3
Consolidated Statement of Earnings	4
Consolidated Statement of Comprehensive Income	5
Consolidated Statement of Partners' Capital	6
Consolidated Statement of Cash Flows	7
Notes to Consolidated Financial Statements	8
Supplementary Schedule – Schedule of Operating Expenses	19



KPMG LLP Suite 800 1225 17th Street Denver, CO 80202-5598

Independent Auditors' Report

The Board of Directors
Hensel Phelps Construction Co.:

We have audited the accompanying consolidated financial statements of Hensel Phelps Construction Co. and its subsidiaries, which comprise the consolidated balance sheet as of December 31, 2019, and the related consolidated statements of earnings, comprehensive income, partners' capital, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Hensel Phelps Construction Co. and its subsidiaries as of December 31, 2019, and the results of their operations and their cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.



Other Matter

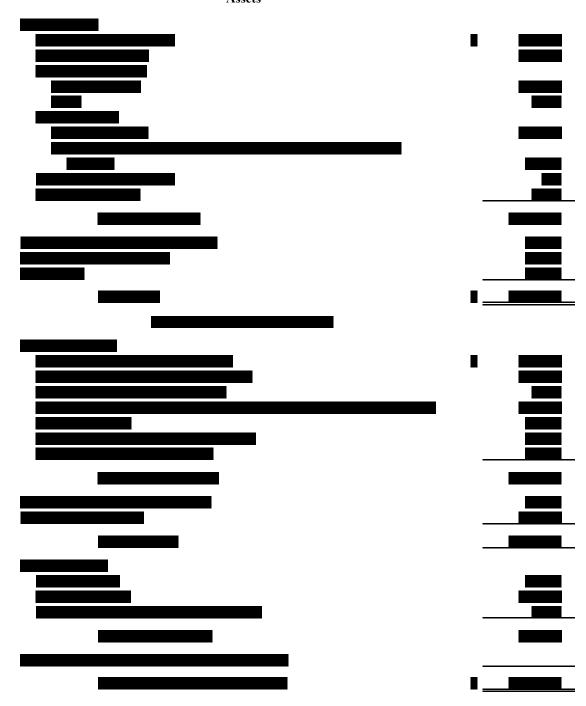
Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The Schedule of Operating Expenses (supplementary information) included on page 19 is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.



Denver, Colorado April 27, 2020

Consolidated Balance Sheet
December 31, 2019
(In thousands)

Assets



Consolidated Statement of Earnings
Year ended December 31, 2019
(In thousands)



Consolidated Statement of Comprehensive Income Year ended December 31, 2019 (In thousands)



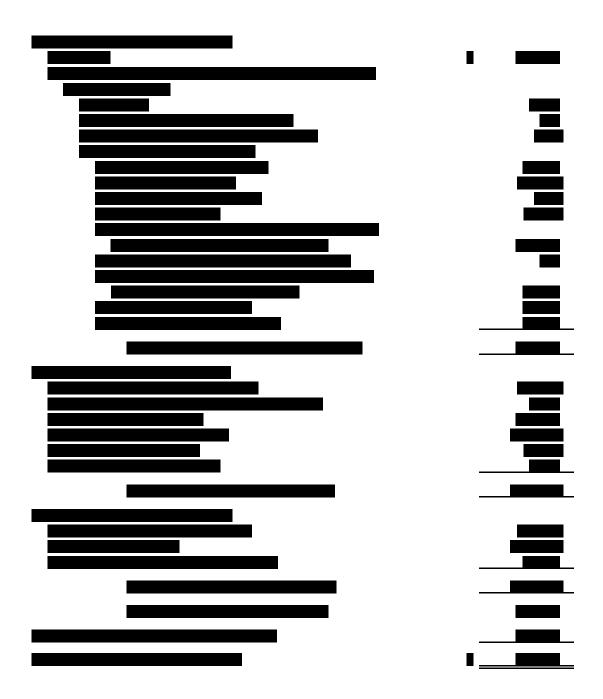
Consolidated Statement of Partners' Capital
Year ended December 31, 2019
(In thousands)



Consolidated Statement of Cash Flows

Year ended December 31, 2019

(In thousands)



Notes to Consolidated Financial Statements

December 31, 2019

(1) Operations and Summary of Significant Accounting Policies

Hensel Phelps Construction Co. (the Company) is a Delaware general partnership. The general partnership is owned by two affiliated companies, Hensel Phelps Parent 1 and Hensel Phelps Parent 2 (Parent Companies). These affiliated companies are Delaware corporations that have elected to be an S Corporation for income tax purposes. The principal business activity of the Company is to operate as a general contractor on construction projects throughout the United States. The consolidated financial statements include the accounts of the Company and its primary subsidiaries, Hensel Phelps Development LLC, and Hensel Phelps Services, LLC, which are wholly owned. All significant intercompany transactions have been eliminated in consolidation.

(a) Revenue Recognition

Construction contracts. The Company recognizes construction contract revenue over time, as performance obligations are satisfied, due to the continuous transfer of control to the customer. Construction contracts are generally accounted for as a single performance obligation. The Company generally provides limited assurance type warranties to customers for work performed under contracts; however, as the warranties are not sold separately and do not provide customers with a service, the Company does not account for them as a separate performance obligation.

Revenue is recognized using the percentage-of-completion method, based primarily on contract costs incurred to date compared to total estimated contract costs. The percentage-of-completion method accurately depicts the Company's contract performance as it directly measures the value of the goods and services transferred to the customer. No gross margins are recognized on construction contracts until the contract is 10% complete and then only when progress reaches a point where experience is sufficient to estimate financial results with reasonable accuracy.

The Company makes revisions in its cost estimates as required during the course of construction. These revisions are reflected in the accounting period in which the facts that require such revisions become known. At the time an estimated loss on a contract becomes known, the entire amount of the estimated loss is recognized.

Service contracts. For all service contracts in which the Company has the right to consideration from the customer in an amount that corresponds directly with the value to the customer of the Company's performance completed to date, the Company utilizes the 'as invoiced' practical expedient and revenue is recognized when services are performed and contractually billable.

Contract assets and Liabilities. Contract assets represent a conditional right to consideration arising from revenue recognized where the right is conditional on something other than the passage of time and include contract retainage and costs and estimated earnings in excess of billings on uncompleted

Notes to Consolidated Financial Statements

December 31, 2019

contracts on the consolidated balance sheet. The Company's contracts allow for progress billings to the customer as contract costs are incurred. At times the customer retains a portion of payments from the Company's progress billings until satisfactory completion of a contract, which is referred to as contract retainage. This amount varies on a contract by contract basis. Costs and estimated earnings in excess of billings on uncompleted contracts represent revenue recognized in advance of amounts billed. Contract liabilities represent amounts billed to customers in advance of revenue recognized. Contract liabilities are presented as billings in excess of costs and estimated earnings on uncompleted contracts on the consolidated balance sheet.

Variable consideration. The nature of the Company's contracts give rise to several types of variable consideration, including claims and unpriced change orders, award and incentive fees, shared savings, and liquidated damages. Variable consideration estimates are only included within the transaction price to the extent that a significant reversal would not be probable.

(b) Classification of Current Assets and Current Liabilities

In accordance with normal practice in the construction industry, the Company includes asset and liability accounts relating to construction contracts in current assets and current liabilities even when such amounts are realizable or payable over a period in excess of one year. Retainages are generally not received by the Company or paid to the subcontractor until completion of the construction project and acceptance by the project owner. The length of the Company's contracts varies but is typically between one and two years.

(c) Depreciation

The Company computes depreciation using principally the straight-line method, over estimated useful lives of 39 years for buildings and improvements, 10 years for aircraft, 7 years for office equipment, and 3 to 5 years for construction equipment.

(d) Cash and Cash Equivalents

The Company's cash and cash equivalents are financial instruments that are exposed to concentrations of credit risk. The Company invests its cash with high-credit quality federally insured institutions. Cash balances with any one institution may be in excess of federally insured limits or may be invested in non-federally insured money market accounts. The Company has not realized any losses in such cash investments or accounts and believes it is not exposed to any significant credit risk.

(e) Marketable Securities

The Company classifies its marketable securities as available-for-sale. The Company has no trading securities or held to maturity securities. The Company's available-for-sale marketable securities consist of bonds, notes, debentures, and other securities. The securities are reported at estimated fair

Notes to Consolidated Financial Statements

December 31, 2019

value in the consolidated balance sheet. Unrealized holding gains and losses are reported as a net amount in a separate component of partners' capital until realized.

Marketable securities are analyzed for credit loss (the difference between the present value of cash flows expected to be collected and the amortized cost basis). The credit loss, if any, will then be recognized in earnings as realized losses, while the balance of the decline of fair value related to other factors will be recognized in accumulated other comprehensive loss.

There were no losses on other-than-temporarily impaired securities for the year ended December 31, 2019. Gains and losses on disposal of marketable securities are computed using the specific-identification method.

(f) Long-Lived Assets

The Company assesses the carrying value of its long-lived assets for impairment when circumstances indicate such amounts may not be recoverable from future operations. Generally, assets to be held and used in operations are considered impaired if the sum of expected undiscounted future net cash flows is less than the assets' carrying amount. If an impairment is indicated, the loss is measured based on the amount by which the assets' carrying amounts exceed their fair value. Assets to be disposed of are reported at the lower of their carrying value or fair value less estimated selling costs. No impairment was recognized in 2019.

(g) Cash Flows

The Company had the following non-cash items for the year ended December 31, 2019:

The company had the following non-each items for the year chaca Becomes 51, 2017

(h) Use of Estimates

The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Accounting for such long-term contracts requires significant judgment and is inherently complex. It is reasonably likely that actual results will differ from management's estimates throughout performance under the contracts and that changes in estimates and actual results could have a material impact on the Company's financial position and results of operations.

The Company estimates the total contract cost and the extent of progress toward completion of lump-sum contracts and recognizes a loss if the total estimated costs exceed the lump sum. The actual costs to complete the project could differ from those estimates.

Notes to Consolidated Financial Statements

December 31, 2019

The Company has not recorded an allowance for doubtful accounts based on management's assessment of the creditworthiness of the Company's customers and a prior history of minimal write-offs.

(2) New Accounting Pronouncement

The Company adopted ASC Topic 606, Revenue from Contracts with Customers on January 1, 2019 using the modified retrospective method. Accordingly, the new guidance was applied retrospectively to contracts which were not completed as of January 1, 2019. Contracts completed prior to January 1, 2019 were accounted for using the guidance in effect at that time. Consistent with the modified retrospective method, prior periods financial statements were not adjusted nor restated to conform with the current period presentation. The resulting adjustments from the adoption of ASC Topic 606 were captured in the current period.

The impact of the adoption on the Company's consolidated balance sheet as of January 1, 2019 was primarily a reclassification of accounts receivable retainage due on contracts to contract retainage based on whether an unconditional right to consideration exists or not. The adoption, including the reclassification, did not have an impact to the Company's opening capital. The impact of the adoption on the Company's consolidated statement of earnings and consolidated statement of cash flows for the period ended December 31, 2019 was minimal.

Contract assets and contract liabilities for the year were as follows (in thousands):

		alance at iary 1, 2019	Balance at December 31, 2019	
Assets		•		,
	•			
Liabilities				
	I			

Notes to Consolidated Financial Statements

December 31, 2019

(3) Marketable Securities

The amortized cost, gross unrealized holding gains, gross unrealized holding losses, and fair value of available-for-sale securities by major security type and class of security at December 31, 2019 were as follows:

	_	Amortized cost	Gross unrealized holding gains	Gross unrealized holding losses	Fair value
Available-for-sale: U.S. Treasury securities Mortgage-backed securities Municipal bonds Corporate bonds	\$		(In tho	usands)	
	\$_				

Expected maturities of debt securities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties. Maturities of debt securities classified as available-for-sale were as follows at December 31, 2019:

	Amortized cost	l Fair value
	<u> </u>	n thousands)
Available-for-sale:		
Due within one year	\$	2
Due after one year through five years		
Due after five years		
	<u> </u>	

on securities that have been in a continuous unrealized loss position are not significant at December 31, 2019.

Notes to Consolidated Financial Statements

December 31, 2019

The fair value of available-for-sale marketable securities is determined using the following inputs:

- Level 1 Quoted prices (unadjusted) in active markets for identical investments at the measurement date.
- Level 2 Pricing inputs are other than quoted prices included within Level 1 that are observable for the investment, either directly or indirectly. Level 2 pricing inputs include quoted prices for similar investments in active markets, quoted prices for identical or similar investments in markets that are not active, inputs other than quoted prices that are observable for the investment, and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 Pricing inputs are unobservable for the investment and are based on the Company's own assumptions about the assumptions that a market participant would use, including inputs derived from extrapolation and interpolation that are not corroborated by observable market data.

In some cases, the inputs used to measure fair value might fall in different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the investment in its entirety falls is determined based on the lowest level input that is significant to the investment in its entirety. Assessing the significance of a particular input to the investment in its entirety requires judgment, and considers factors specific to the investment.

The following table categorizes all available-for-sale marketable securities as of December 31, 2019 based on valuation input level:

		Level 1 – Unadjusted quoted price	Level 2 – Other significant observable inputs (In tho	Level 3 – Significant unobservable inputs ousands)	Fair value
U.S. Treasury securities	\$	_			
Mortgage-backed securities		_			
Municipal bonds		_			
Corporate bonds	i				
Total	\$				

Notes to Consolidated Financial Statements

December 31, 2019

Cash equivalents are carried at cost, which approximates fair value due to their short maturities.

(4) Notes Receivable

A summary of notes receivable at December 31, 2019 is as follows (in thousands):

Notes receivable – employees	\$
Notes receivable – other	
Less current portion	
Notes receivable, less current portion	\$

Notes receivable from employees include approximately \$6,822,000 in notes receivable secured by deeds of trust and approximately \$6,401,000 in unsecured notes receivable at December 31, 2019. Notes receivable earn interest at variable interest rates and include approximately \$5,419,000 of notes receivable that are noninterest bearing at December 31, 2019. The impact of recording interest on these notes receivable is insignificant. Notes receivable are generally due on demand.

(5) Property and Equipment

A summary of property and equipment, at cost, at December 31, 2019 is as follows (in thousands):

Land and improvements	\$	
Buildings and improvements		
Aircraft		
Construction equipment		
Office equipment		
Less accumulated depreciation		
	\$	
	_	

Depreciation expense totaled

(6) Partnership Investments

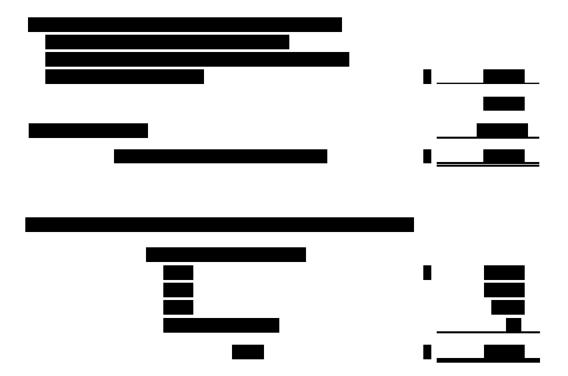
The Company has invested in various construction partnerships, which are accounted for using the proportionate consolidation method, whereby the Company's undivided interest of the assets, liabilities, revenue, and expenses is consolidated. All intercompany transactions and balances are eliminated in consolidation.

Notes to Consolidated Financial Statements

December 31, 2019

(7) Long-Term Debt

A summary of long-term debt at December 31, 2019 is as follows (in thousands):



(8) Income Taxes

No provision for federal income taxes is necessary in the Company's consolidated financial statements because as a General Partnership, the Company is not subject to federal income taxes and the tax effect of its activities accrues to the owners.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(9) Notes to Parent Companies

The Company has promissory notes to the Parent Companies equal to the principal amount of all unpaid stock notes within each company. The principal amount of the notes is automatically increased and decreased without any action and is included within the change in capital accounts of partners, net in the accompanying consolidated statement of partners' capital.

Notes to Consolidated Financial Statements

December 31, 2019

(10) Deferred Compensation

The Company has a deferred compensation plan (S Unit Plan) under which S Units are granted to key employees. S Units vest at the rate of 20% each year unless different vesting arrangements are determined by the board of directors at grant date.

Plan earnings are credited to each S Unit holder based on the net income of the Company. The following summarizes the changes in deferred compensation:



Deferred compensation is payable to the S Unit holder upon termination of employment, death, or permanent disability. The Company makes payments on deferred compensation balances

The Company has a deferred compensation plan (I Unit Plan) for employees not eligible for the S Unit Plan. I Unit grants vest at a rate of 20% each year unless different vesting arrangements are determined by the board of directors at grant date.



Deferred compensation is payable to the I Unit holder upon termination of employment, death, or permanent disability. In addition, the fully vested deferred compensation balance is paid out to the participants every five years.

Notes to Consolidated Financial Statements

December 31, 2019

The amount of deferred compensation under the S Unit Plan and the I Unit Plan is determined using the intrinsic value method.

(11) Retirement Plans

Salaried employees of the Company participate in a qualified retirement plan (the Plan). The defined contribution plan allows participants to contribute a portion of their compensation to the Plan. The annual contribution is determined at the discretion of the board of directors and totaled

Hourly employees of the Company participate in another qualified retirement plan. The Plan is a defined contribution plan in which employee contributions are not permitted. The annual contribution is determined at the discretion of the board of directors and totaled

(12) Contingent Liabilities

(a) Legal Proceedings

The Company is involved in various matters of litigation routine to the nature of its business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Company's consolidated financial position, consolidated results of operations, or liquidity.

(b) Guarantees

The Company provides repayment guarantees to construction loan lenders for amounts borrowed by affiliated organizations that are accounted for as equity-method investments and not consolidated herein. Those guarantees amount to

If the supplier defaults on a payment, the Company would have to perform under the guarantee. The Company monitors the financial performance of the supplier on a frequent basis, and also evaluates the availability of supplies from alternate sources. No amounts have been accrued as a loss contingency related to this guarantee because payment by the Company is not probable.

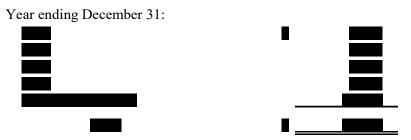
Notes to Consolidated Financial Statements

December 31, 2019

(13) Leases

The Company has entered into various operating leases with initial terms from one to thirteen years. Total rent expense for the Company's operating leases was

The following summarizes the future minimum rental payments under leases with noncancelable terms continuing beyond December 31, 2019 (in thousands):



(14) Related-Party Transactions

The Company is the main policyholder with an insurance company, a related party, that provides insurance coverage for workers' compensation, general liability, and automobile liability, each with a \$1,000,000 limit per occurrence, with annual aggregate limits of \$4,500,000. The insurance company provides builders risk coverage with \$150,000 limit per occurrence. All of the policies are written as corporate reimbursement policies, whereas the Company pays the actual claims and is reimbursed by the insurance company.

(15) Subsequent Events

Subsequent to year end, a pandemic related to COVID-19 was declared. The pandemic represents a market risk factor including uncertainty in the construction industry. The Company will continue to monitor market conditions as information is available and evaluate the potential impacts, if any, on the Company's operations.

The Company has evaluated all other subsequent events from the balance sheet date through April 27, 2020, the date in which the consolidated financial statements were available to be issued, and determined there are no other items to disclose.

Supplementary Schedule – Schedule of Operating Expenses
Year ended December 31, 2019
(In thousands)



See accompanying independent auditors' report.



Consolidated Financial Statements and Supplementary Schedule – Schedule of Operating Expenses

December 31, 2018

(With Independent Auditors' Report Thereon)

Table of Contents

	Page
Independent Auditors' Report	1
Consolidated Balance Sheet	3
Consolidated Statement of Earnings	4
Consolidated Statement of Comprehensive Income	5
Consolidated Statement of Partners' Capital	6
Consolidated Statement of Cash Flows	7
Notes to Consolidated Financial Statements	8
Supplementary Schedule – Schedule of Operating Expenses	18



KPMG LLP Suite 800 1225 17th Street Denver, CO 80202-5598

Independent Auditors' Report

The Board of Directors
Hensel Phelps Construction Co.:

We have audited the accompanying consolidated financial statements of Hensel Phelps Construction Co. and its subsidiaries, which comprise the consolidated balance sheet as of December 31, 2018, and the related consolidated statements of earnings, comprehensive income, partners' capital, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Hensel Phelps Construction Co. and its subsidiaries as of December 31, 2018, and the results of their operations and their cash flows for the year then ended in accordance with U.S. generally accepted accounting principles.



Other Matter

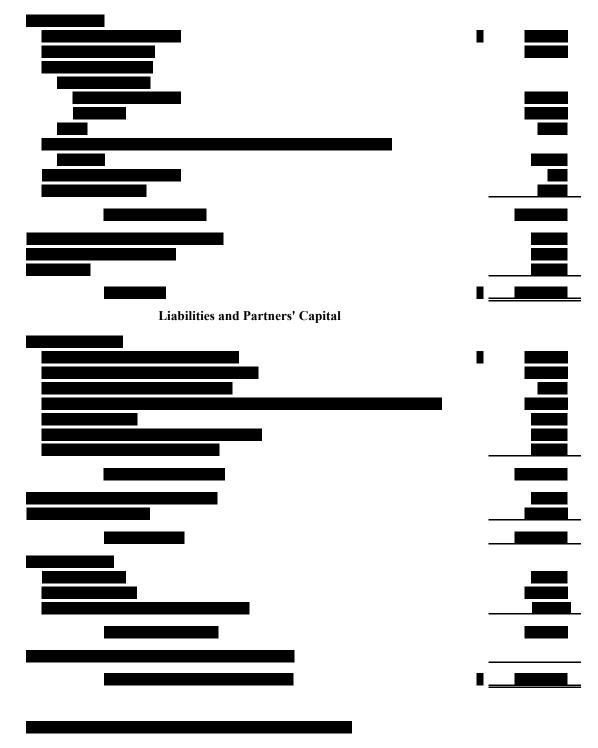
Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The Schedule of Operating Expenses (supplementary information) included on page 18 is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.



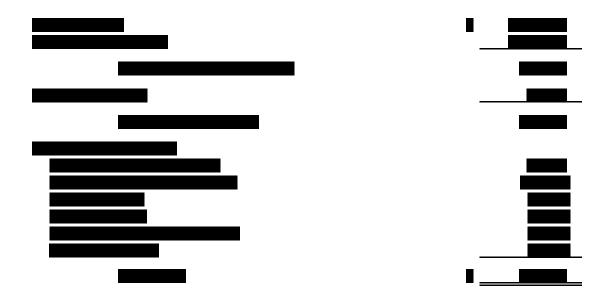
Denver, Colorado April 30, 2019

Consolidated Balance Sheet
December 31, 2018
(In thousands)

Assets



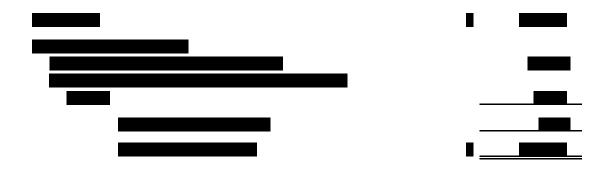
Consolidated Statement of Earnings
Year ended December 31, 2018
(In thousands)



Consolidated Statement of Comprehensive Income

Year ended December 31, 2018

(In thousands)



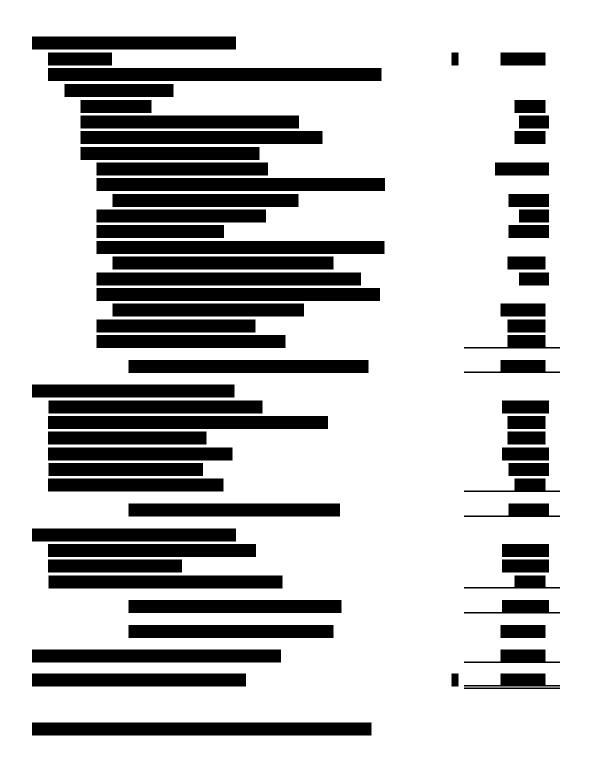
Consolidated Statement of Partners' Capital
Year ended December 31, 2018
(In thousands)



Consolidated Statement of Cash Flows

Year ended December 31, 2018

(In thousands)



Notes to Consolidated Financial Statements

December 31, 2018

(1) Operations and Summary of Significant Accounting Policies

Hensel Phelps Construction Co. (the Company) is a Delaware general partnership. The general partnership is owned by two affiliated companies, Hensel Phelps Parent 1 and Hensel Phelps Parent 2 (Parent Companies). These affiliated companies are Delaware corporations that have elected to be an S Corporation for income tax purposes. The principal business activity of the Company is to operate as a general contractor on construction projects throughout the United States. The consolidated financial statements include the accounts of the Company and its primary subsidiaries, Hensel Phelps Development LLC, and Hensel Phelps Services, LLC, which are wholly owned. All significant intercompany transactions have been eliminated in consolidation.

(a) Revenue Recognition

The Company uses the percentage-of-completion method of accounting for all significant construction contracts. Under this method, gross margins on individual contracts are recorded on the basis of the Company's estimates of the percentage of completion of the individual contracts, although no gross margins are recognized until the contract is 10% complete and then only when progress reaches a point where experience is sufficient to estimate final results with reasonable accuracy.

The Company makes revisions in its cost and margin estimates as required during the course of construction. These revisions are reflected in the accounting period in which the facts that require such revisions become known. At the time an estimated loss on a contract becomes known, the entire amount of the estimated loss is recognized. Change orders are not reflected in the accounts until the Company receives written approval from the owners. Income from final contract adjustments is recognized as revenue upon receipt.

Costs and estimated earnings in excess of billings on uncompleted contracts represent revenue recognized in advance of amounts billed. Billings in excess of costs and estimated earnings on uncompleted contracts represent billings in advance of revenue recognized.

(b) Classification of Current Assets and Current Liabilities

In accordance with normal practice in the construction industry, the Company includes asset and liability accounts relating to construction contracts in current assets and current liabilities even when such amounts are realizable or payable over a period in excess of one year. Retainages are generally not received by the Company or paid to the subcontractor until completion of the construction project and acceptance by the project owner. The length of the Company's contracts varies but is typically between one and two years.

(c) Depreciation

The Company computes depreciation using principally the straight-line method, over estimated useful lives of 39 years for buildings and improvements, 10 years for aircraft, 7 years for office equipment, and 3 to 5 years for construction equipment.

Notes to Consolidated Financial Statements

December 31, 2018

(d) Cash and Cash Equivalents

For purposes of the consolidated balance sheet and consolidated statement of cash flows, the Company considers all highly liquid investments to be cash equivalents.

The Company's cash and cash equivalents are financial instruments that are exposed to concentrations of credit risk. The Company invests its cash with high-credit quality federally insured institutions. Cash balances with any one institution may be in excess of federally insured limits or may be invested in non-federally insured money market accounts. The Company has not realized any losses in such cash investments or accounts and believes it is not exposed to any significant credit risk.

(e) Marketable Securities

The Company classifies its marketable securities as available-for-sale. The Company has no trading securities or held to maturity securities. The Company's available-for-sale marketable securities consist of bonds, notes, debentures, and other securities. The securities are reported at estimated fair value in the consolidated balance sheet. Unrealized holding gains and losses are reported as a net amount in a separate component of partners' capital until realized.

Marketable securities are analyzed for credit loss (the difference between the present value of cash flows expected to be collected and the amortized cost basis). The credit loss, if any, will then be recognized in earnings as realized losses, while the balance of the decline of fair value related to other factors will be recognized in accumulated other comprehensive loss.

There were no losses on other-than-temporarily impaired securities for the year ended December 31, 2018. Gains and losses on disposal of marketable securities are computed using the specific-identification method.

(f) Long-Lived Assets

The Company assesses the carrying value of its long-lived assets for impairment when circumstances indicate such amounts may not be recoverable from future operations. Generally, assets to be held and used in operations are considered impaired if the sum of expected undiscounted future net cash flows is less than the assets' carrying amount. If an impairment is indicated, the loss is measured based on the amount by which the assets' carrying amounts exceed their fair value. Assets to be disposed of are reported at the lower of their carrying value or fair value less estimated selling costs. No impairment was recognized in 2018.

(g) Cash Flows

_				
Interest	paid on long-term d	lebt		
1111111	P			

The Company had the following non-cash items for the year ended December 31, 2018:



Notes to Consolidated Financial Statements

December 31, 2018

(h) Use of Estimates

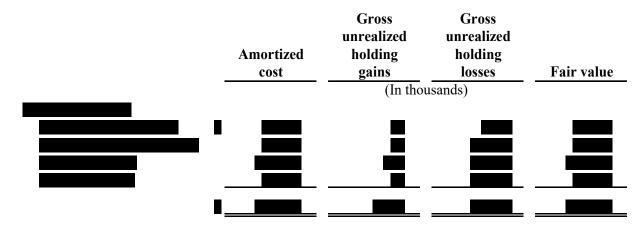
The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Accounting for such long-term contracts requires significant judgment and is inherently complex. It is reasonably likely that actual results will differ from management's estimates throughout performance under the contracts and that changes in estimates and actual results could have a material impact on the Company's financial position and results of operations.

The Company estimates the total contract cost and the extent of progress toward completion of lump-sum contracts and recognizes a loss if the total estimated costs exceed the lump sum. The actual costs to complete the project could differ from those estimates.

The Company has not recorded an allowance for doubtful accounts based on management's assessment of the creditworthiness of the Company's customers and a prior history of minimal write-offs.

(2) Marketable Securities

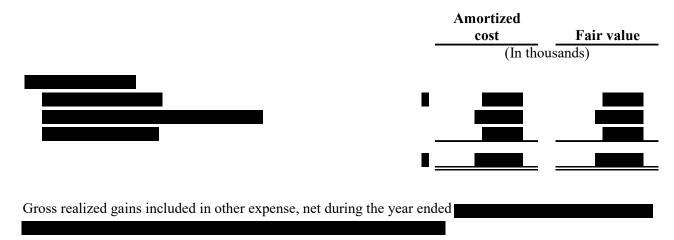
The amortized cost, gross unrealized holding gains, gross unrealized holding losses, and fair value of available-for-sale securities by major security type and class of security at December 31, 2018 were as follows:



Notes to Consolidated Financial Statements

December 31, 2018

Expected maturities of debt securities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties. Maturities of debt securities classified as available-for-sale were as follows at December 31, 2018:



Unrealized losses on securities that have been in a continuous unrealized loss position are not significant at December 31, 2018.

The fair value of available-for-sale marketable securities is determined using the following inputs:

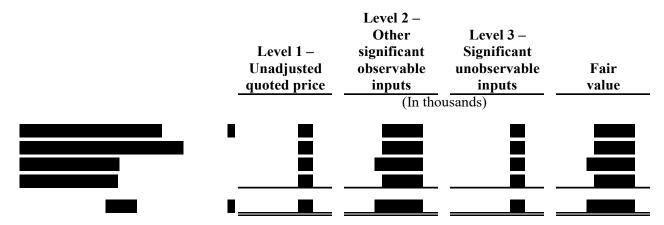
- Level 1 Quoted prices (unadjusted) in active markets for identical investments at the measurement date.
- Level 2 Pricing inputs are other than quoted prices included within Level 1 that are observable for the investment, either directly or indirectly. Level 2 pricing inputs include quoted prices for similar investments in active markets, quoted prices for identical or similar investments in markets that are not active, inputs other than quoted prices that are observable for the investment, and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 Pricing inputs are unobservable for the investment and are based on the Company's own assumptions about the assumptions that a market participant would use, including inputs derived from extrapolation and interpolation that are not corroborated by observable market data.

In some cases, the inputs used to measure fair value might fall in different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the investment in its entirety falls is determined based on the lowest level input that is significant to the investment in its entirety. Assessing the significance of a particular input to the investment in its entirety requires judgment, and considers factors specific to the investment.

Notes to Consolidated Financial Statements

December 31, 2018

The following table categorizes all available-for-sale marketable securities as of December 31, 2018 based on valuation input level:



Cash equivalents are carried at cost, which approximates fair value due to their short maturities.

(3) Uncompleted Contracts

Information with respect to uncompleted contracts at December 31, 2018 is as follows (in thousands):



Notes to Consolidated Financial Statements

December 31, 2018

(4)	Notes Receivable			
	A summary of notes receivable at December 31, 2018 is as follows (in thousands):			
	Notes receivable from employees include			
	·			
(5)	Property and Equipment			
	A summary of property and equipment, at cost, at December 31, 2018 is as follows (in thousands):			
				

Depreciation expense totaled

(6) Partnership Investments

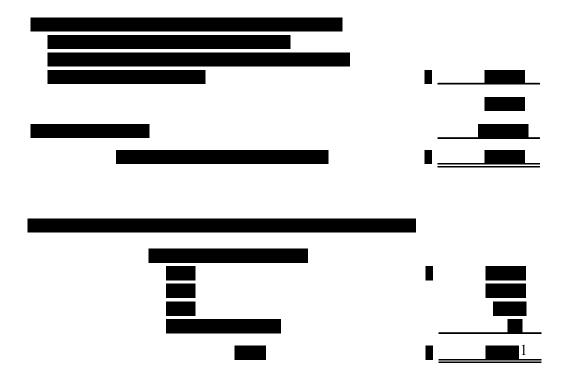
The Company has invested in various construction partnerships, which are accounted for using the proportionate consolidation method, whereby the Company's undivided interest of the assets, liabilities, revenue, and expenses is consolidated. All intercompany transactions and balances are eliminated in consolidation.

Notes to Consolidated Financial Statements

December 31, 2018

(7) Long-Term Debt

A summary of long-term debt at December 31, 2018 is as follows (in thousands):



(8) Income Taxes

No provision for federal income taxes is necessary in the Company's consolidated financial statements because as a General Partnership, the Company is not subject to federal income taxes and the tax effect of its activities accrues to the owners.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(9) Notes to Parent Companies

The Company has promissory notes to the Parent Companies equal to the principal amount of all unpaid stock notes within each company. The principal amount of the notes is automatically increased and decreased without any action and is included within the change in capital accounts of partners, net in the accompanying consolidated statement of partners' capital.

Notes to Consolidated Financial Statements

December 31, 2018

(10) Deferred Compensation

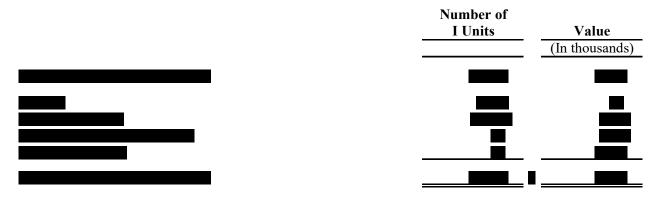
The Company has a deferred compensation plan (S Unit Plan) under which S Units are granted to key employees. S Units vest at the rate of 20% each year with full vesting at the end of five years.

Plan earnings are credited to each S Unit holder based on the net income of the Company. The following summarizes the changes in deferred compensation:



Deferred compensation is payable to the S Unit holder upon termination of employment, death, or permanent disability. The Company makes payments on deferred compensation balances in

The Company has a deferred compensation plan (I Unit Plan) for employees not eligible for the S Unit Plan. I Unit grants vest at a rate of 20% each year unless different vesting arrangements are determined by the board of directors at grant date.



Deferred compensation is payable to the I Unit holder upon termination of employment, death, or permanent disability. In addition, the fully vested deferred compensation balance is paid out to the participants every five years.

Notes to Consolidated Financial Statements

December 31, 2018

The amount of deferred compensation under the S Unit Plan and the I Unit Plan is determined using the intrinsic value method.

(11) Retirement Plans

Salaried employees of the Company participate in a qualified retirement plan (the Plan). The defined contribution plan allows participants to contribute a portion of their compensation to the Plan. The annual contribution is determined at the discretion of the board of directors and

Hourly employees of the Company participate in another qualified retirement plan. The Plan is a defined contribution plan in which employee contributions are not permitted. The annual contribution is determined at the discretion of the board of directors and totaled

(12) Contingent Liabilities

(a) Legal Proceedings

The Company is involved in various matters of litigation routine to the nature of its business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Company's consolidated financial position, consolidated results of operations, or liquidity.

(b) Guarantees

The Company provides repayment guarantees to construction loan lenders for amounts borrowed by affiliated organizations that are accounted for as equity-method investments and not consolidated herein. Those guarantees amount to

If the supplier defaults on a payment, the Company would have to perform under the guarantee. The Company monitors the financial performance of the supplier on a frequent basis, and also evaluates the availability of supplies from alternate sources. No amounts have been accrued as a loss contingency related to this guarantee because payment by the Company is not probable.

Notes to Consolidated Financial Statements

December 31, 2018

(13) Leases

The Company has entered into various operating leases with initial terms from one to thirteen years. Total rent expense for the Company's operating leases was

The following summarizes the future minimum rental payments under leases with noncancelable terms continuing beyond December 31, 2018 (in thousands):



(14) Related-Party Transactions

The Company is the main policyholder with an insurance company, a related party, that provides insurance coverage for workers' compensation, general liability, and automobile liability, each with a \$1,000,000 limit per occurrence, with annual aggregate limits of \$5,000,000. The insurance company provides builders risk coverage with \$125,000 limit per occurrence. All of the policies are written as corporate reimbursement policies, whereas the Company pays the actual claims and is reimbursed by the insurance company. The insurance company also provides the stop loss for medical claims in excess of \$325,000. During the year ended December 31, 2018, the Company paid insurance premiums totaling approximately \$3,735,000.

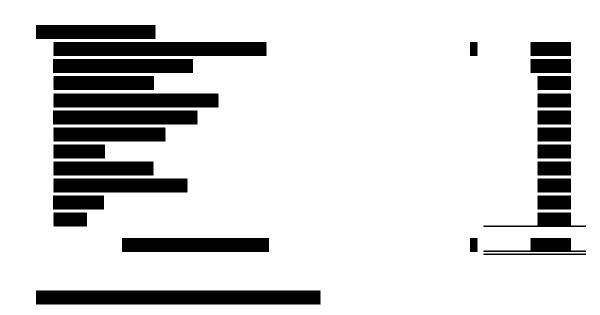
(15) Subsequent Events

The Company has evaluated subsequent events from the balance sheet date through April 30, 2019, the date in which the consolidated financial statements were available to be issued, and determined there are no items to disclose.

Supplementary Schedule – Schedule of Operating Expenses

Year ended December 31, 2018

(In thousands)





Consolidated Financial Statements and Supplementary Schedule – Schedule of Operating Expenses

December 31, 2017

(With Independent Auditors' Report Thereon)

Table of Contents

	Page
Independent Auditors' Report	1
Consolidated Balance Sheet	3
Consolidated Statement of Earnings	4
Consolidated Statement of Comprehensive Income	5
Consolidated Statement of Partners' Capital	6
Consolidated Statement of Cash Flows	7
Notes to Consolidated Financial Statements	8
Supplementary Schedule – Schedule of Operating Expenses	18



KPMG LLP Suite 800 1225 17th Street Denver, CO 80202-5598

Independent Auditors' Report

To the Board of Directors Hensel Phelps Construction Co.:

We have audited the accompanying consolidated financial statements of Hensel Phelps Construction Co. and its subsidiaries, which comprise the consolidated balance sheet as of December 31, 2017, and the related consolidated statements of earnings, comprehensive income, partners' capital, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Hensel Phelps Construction Co. and its subsidiaries as of December 31, 2017, and the results of their operations and their cash flows for the year ended December 31, 2017, in accordance with U.S. generally accepted accounting principles.



Other Matters

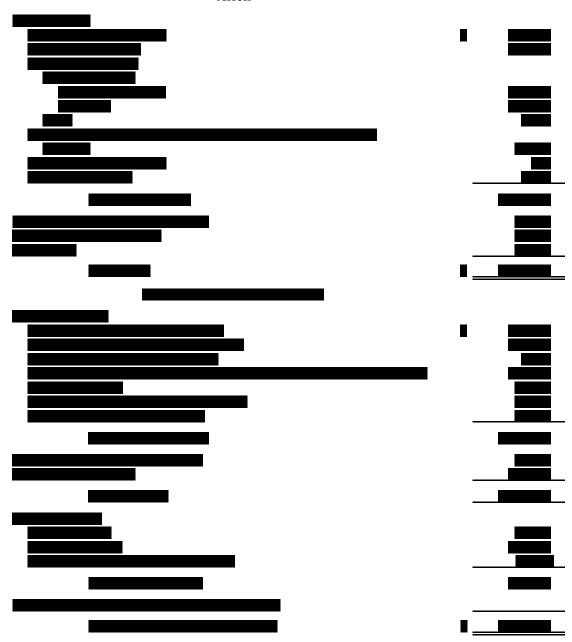
Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The Schedule of Operating Expenses (supplementary information) included on page 18 is presented for purposes of additional analysis and is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements as a whole.



Denver, Colorado May 2, 2018

Consolidated Balance Sheet
December 31, 2017
(In thousands)

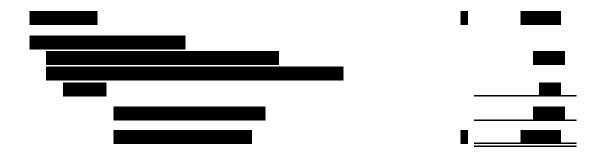
Assets



Consolidated Statement of Earnings Year ended December 31, 2017 (In thousands)



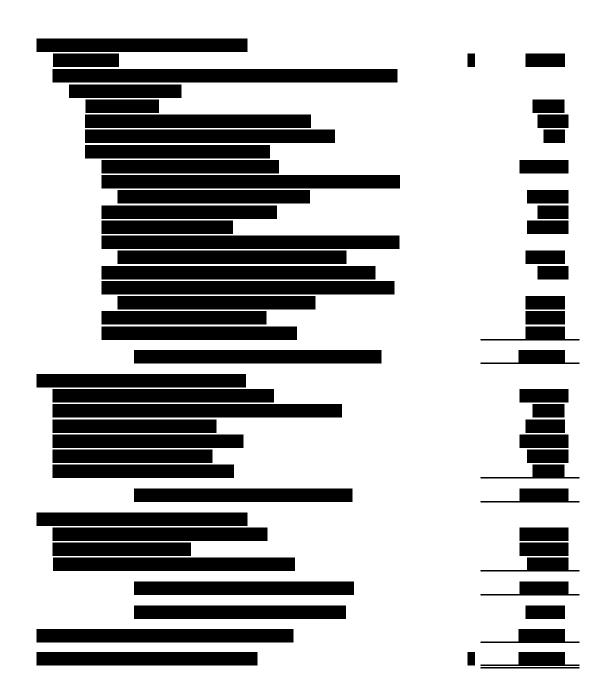
Consolidated Statement of Comprehensive Income Year ended December 31, 2017 (In thousands)



Consolidated Statement of Partners' Capital
Year ended December 31, 2017
(In thousands)



Consolidated Statement of Cash Flows Year ended December 31, 2017 (In thousands)



Notes to Consolidated Financial Statements

December 31, 2017

(1) Operations and Summary of Significant Accounting Policies

Hensel Phelps Construction Co. (the Company) is a Delaware general partnership. The general partnership is owned by two affiliated companies, Hensel Phelps Parent 1 and Hensel Phelps Parent 2 (Parent Companies). These affiliated companies are Delaware corporations that have elected to be an S Corporation for income tax purposes. The principal business activity of the Company is to operate as a general contractor on construction projects throughout the United States. The consolidated financial statements include the accounts of the Company and its primary subsidiaries, Hensel Phelps Development LLC, and Hensel Phelps Services, LLC, which are wholly owned. All significant intercompany transactions have been eliminated in consolidation.

(a) Revenue Recognition

The Company uses the percentage-of-completion method of accounting for all significant construction contracts. Under this method, gross margins on individual contracts are recorded on the basis of the Company's estimates of the percentage of completion of the individual contracts, although no gross margins are recognized until the contract is 10% complete and then only when progress reaches a point where experience is sufficient to estimate final results with reasonable accuracy.

The Company makes revisions in its cost and margin estimates as required during the course of construction. These revisions are reflected in the accounting period in which the facts that require such revisions become known. At the time an estimated loss on a contract becomes known, the entire amount of the estimated loss is recognized. Change orders are not reflected in the accounts until the Company receives written approval from the owners. Income from final contract adjustments is recognized as revenue upon receipt.

Costs and estimated earnings in excess of billings on uncompleted contracts represent revenue recognized in advance of amounts billed. Billings in excess of costs and estimated earnings on uncompleted contracts represent billings in advance of revenue recognized.

(b) Classification of Current Assets and Current Liabilities

In accordance with normal practice in the construction industry, the Company includes asset and liability accounts relating to construction contracts in current assets and current liabilities even when such amounts are realizable or payable over a period in excess of one year. Retainages are generally not received by the Company or paid to the subcontractor until completion of the construction project and acceptance by the project owner. The length of the Company's contracts varies but is typically between one and two years.

(c) Depreciation

The Company computes depreciation using principally the straight-line method, over estimated useful lives of 39 years for buildings and improvements, 10 years for aircraft, 7 years for office equipment, and 3 to 5 years for construction equipment.

Notes to Consolidated Financial Statements

December 31, 2017

(d) Cash and Cash Equivalents

For purposes of the consolidated balance sheet and consolidated statement of cash flows, the Company considers all highly liquid investments to be cash equivalents.

The Company's cash and cash equivalents are financial instruments that are exposed to concentrations of credit risk. The Company invests its cash with high-credit quality federally insured institutions. Cash balances with any one institution may be in excess of federally insured limits or may be invested in non-federally insured money market accounts. The Company has not realized any losses in such cash investments or accounts and believes it is not exposed to any significant credit risk.

(e) Marketable Securities

The Company classifies its marketable securities as available-for-sale. The Company has no trading securities or held to maturity securities. The Company's available-for-sale marketable securities consist of bonds, notes, debentures, and other securities. The securities are reported at estimated fair value in the consolidated balance sheet. Unrealized holding gains and losses are reported as a net amount in a separate component of partners' capital until realized.

Marketable securities are analyzed for credit loss (the difference between the present value of cash flows expected to be collected and the amortized cost basis). The credit loss, if any, will then be recognized in earnings as realized losses, while the balance of the decline of fair value related to other factors will be recognized in accumulated other comprehensive loss.

There were no losses on other-than-temporarily impaired securities for the year ended December 31, 2017. Gains and losses on disposal of marketable securities are computed using the specific-identification method.

(f) Long-Lived Assets

The Company assesses the carrying value of its long-lived assets for impairment when circumstances indicate such amounts may not be recoverable from future operations. Generally, assets to be held and used in operations are considered impaired if the sum of expected undiscounted future net cash flows is less than the assets' carrying amount. If an impairment is indicated, the loss is measured based on the amount by which the assets' carrying amounts exceed their fair value. Assets to be disposed of are reported at the lower of their carrying value or fair value less estimated selling costs. No impairment was recognized in 2017.

(g) Cash Flows

Interest p	aid on I			
microsi p	aid oii			

The Company had the following non-cash items for the year ended December 31, 2017:



Notes to Consolidated Financial Statements

December 31, 2017

(h) Use of Estimates

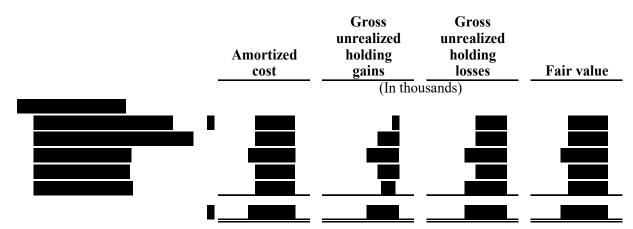
The preparation of consolidated financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenue and expenses during the reporting period. Accounting for such long-term contracts requires significant judgment and is inherently complex. It is reasonably likely that actual results will differ from management's estimates throughout performance under the contracts and that changes in estimates and actual results could have a material impact on the Company's financial position and results of operations.

The Company estimates the total contract cost and the extent of progress toward completion of lump-sum contracts and recognizes a loss if the total estimated costs exceed the lump sum. The actual costs to complete the project could differ from those estimates.

The Company has not recorded an allowance for doubtful accounts based on management's assessment of the creditworthiness of the Company's customers and a prior history of minimal write-offs.

(2) Marketable Securities

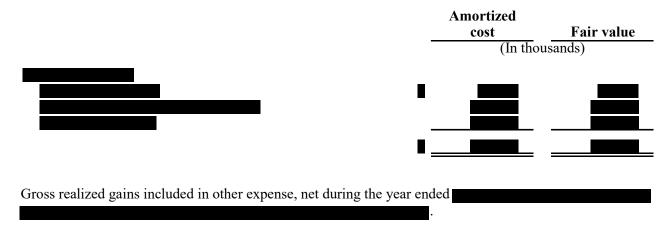
The amortized cost, gross unrealized holding gains, gross unrealized holding losses, and fair value of available-for-sale securities by major security type and class of security at December 31, 2017 were as follows:



Notes to Consolidated Financial Statements

December 31, 2017

Expected maturities of debt securities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties. Maturities of debt securities classified as available-for-sale were as follows at December 31, 2017:



Unrealized losses on securities that have been in a continuous unrealized loss position are not significant at December 31, 2017.

The fair value of available-for-sale marketable securities is determined using the following inputs:

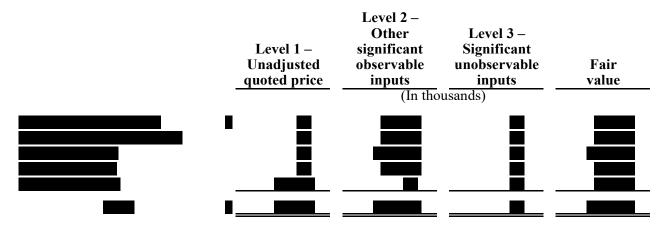
- Level 1 Quoted prices (unadjusted) in active markets for identical investments at the measurement date.
- Level 2 Pricing inputs are other than quoted prices included within Level 1 that are observable for the investment, either directly or indirectly. Level 2 pricing inputs include quoted prices for similar investments in active markets, quoted prices for identical or similar investments in markets that are not active, inputs other than quoted prices that are observable for the investment, and inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 Pricing inputs are unobservable for the investment and are based on the Company's own assumptions about the assumptions that a market participant would use, including inputs derived from extrapolation and interpolation that are not corroborated by observable market data.

In some cases, the inputs used to measure fair value might fall in different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the investment in its entirety falls is determined based on the lowest level input that is significant to the investment in its entirety. Assessing the significance of a particular input to the investment in its entirety requires judgment, and considers factors specific to the investment.

Notes to Consolidated Financial Statements

December 31, 2017

The following table categorizes all available-for-sale marketable securities as of December 31, 2017 based on valuation input level:



Cash equivalents are carried at cost, which approximates fair value due to their short maturities.

(3) Uncompleted Contracts

Information with respect to uncompleted contracts at December 31, 2017 is as follows (in thousands):

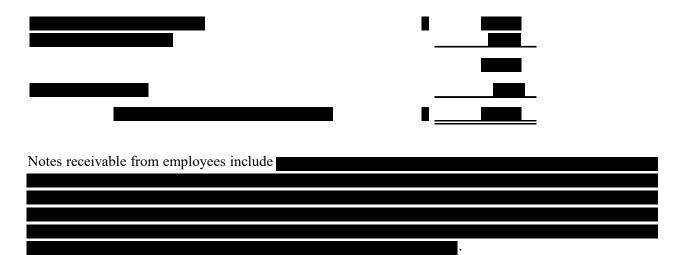


Notes to Consolidated Financial Statements

December 31, 2017

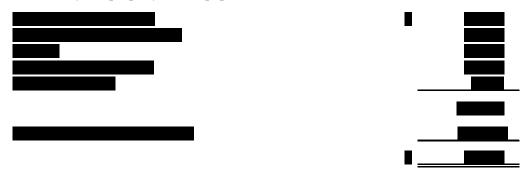
(4) Notes Receivable

A summary of notes receivable at December 31, 2017 is as follows (in thousands):



(5) Property and Equipment

A summary of property and equipment, at cost, at December 31, 2017 is as follows (in thousands):



Depreciation expense

(6) Partnership Investments

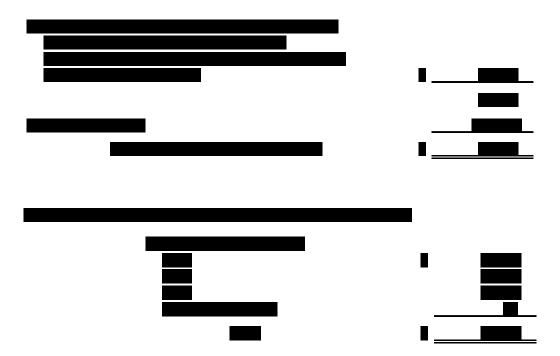
The Company has invested in various construction partnerships, which are accounted for using the proportionate consolidation method, whereby the Company's undivided interest of the assets, liabilities, revenue, and expenses is consolidated. All intercompany transactions and balances are eliminated in consolidation.

Notes to Consolidated Financial Statements

December 31, 2017

(7) Long-Term Debt

A summary of long-term debt at December 31, 2017 is as follows (in thousands):



(8) Income Taxes

No provision for federal income taxes is necessary in the Company's consolidated financial statements because as a General Partnership, the Company is not subject to federal income taxes and the tax effect of its activities accrues to the owners.

The Company recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(9) Notes to Parent Companies

The Company has promissory notes to the Parent Companies equal to the principal amount of all unpaid stock notes within each company. The principal amount of the notes is automatically increased and decreased without any action and is included within the change in capital accounts of partners, net in the accompanying consolidated statement of partners' capital.

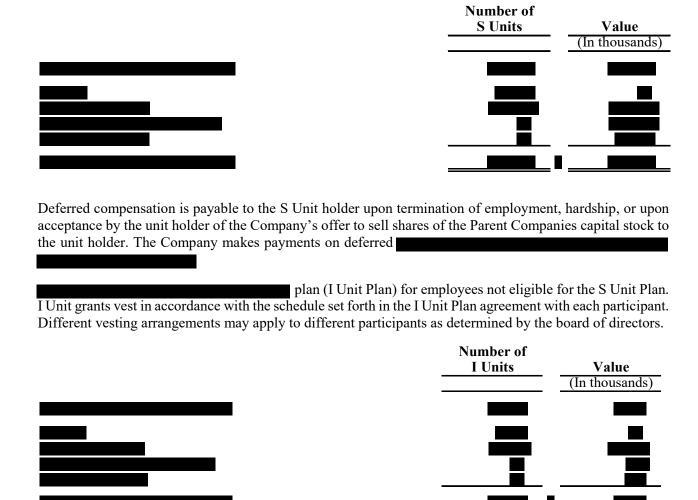
Notes to Consolidated Financial Statements

December 31, 2017

(10) Deferred Compensation

The Company has a deferred compensation plan (S Unit Plan) under which S Units are granted to key employees. S Units vest at the rate of 20% each year with full vesting at the end of five years.

Plan earnings are credited to each S Unit holder based on the net income of the Company. The following summarizes the changes in deferred compensation:



Deferred compensation is payable to the I Unit holder upon termination of employment or hardship. In addition, the fully vested deferred compensation balance is paid out to the participants every five years.

The amount of deferred compensation under the S Unit Plan and the I Unit Plan is determined using the intrinsic value method.

Notes to Consolidated Financial Statements

December 31, 2017

(11) Retirement Plans

Salaried employees of the Company participate in a qualified retirement plan (the Plan). The defined contribution plan allows participants to contribute a portion of their compensation to the Plan. The annual contribution is determined at the discretion of the board of directors and

Hourly employees of the Company participate in another qualified retirement plan. The Plan is a defined contribution plan in which employee contributions are not permitted. The annual contribution is determined at the discretion of the board of directors and totaled approximately

(12) Contingent Liabilities

(a) Legal Proceedings

The Company is involved in various matters of litigation routine to the nature of its business. In the opinion of management, the ultimate disposition of these matters will not have a material adverse effect on the Company's consolidated financial position, consolidated results of operations, or liquidity.

(b) Guarantees

The Company provides repayment guarantees to construction loan lenders for amounts borrowed by affiliated organizations that are accounted for as equity-method investments and not consolidated herein. Those guarantees amount to

If the supplier defaults on a payment, the Company would have to perform under the guarantee. The Company monitors the financial performance of the supplier on a frequent basis, and also evaluates the availability of supplies from alternate sources. No amounts have been accrued as a loss contingency related to this guarantee because payment by the Company is not probable.

Notes to Consolidated Financial Statements

December 31, 2017

(13) Leases

The Company has entered into various operating leases with initial terms from one to seven years. Total rent expense for the Company's operating leases

The following summarizes the future minimum rental payments under leases with noncancelable terms continuing beyond December 31, 2017 (in thousands):



Related-Party Transactions

The Company is the main policyholder with an insurance company, a related party, that provides insurance coverage for workers' compensation, general liability, and automobile liability, each with a \$1,000,000 limit per occurrence, with annual aggregate limits of \$4,500,000. The insurance company provides builders risk coverage with \$125,000 limit per occurrence. All of the policies are written as corporate reimbursement policies, whereas the Company pays the actual claims and is reimbursed by the insurance company. The insurance company also provides the stop loss for medical claims in excess of \$325,000 and certain medical coverage to the shareholders of the Company.

(15) Subsequent Events

The Company has evaluated subsequent events from the balance sheet date through May 2, 2018, the date in which the consolidated financial statements were available to be issued, and determined there are no items to disclose.

Supplementary Schedule – Schedule of Operating Expenses
Year ended December 31, 2017
(In thousands)



See accompanying independent auditors' report.

COMBINED FINANCIAL STATEMENTS

Years Ended December 31, 2018 and 2017

CONTENTS

Independent Accountants' Review Report

Combined Financial Statements:

Combined Balance Sheets

Combined Statements of Operations and Retained Earnings

Combined Statements of Cash Flows

Notes to Financial Statements

Supplementary Information:

Combining Balance Sheets:

December 31, 2018

December 31, 2017

Combining Statements of Operations and Retained Earnings:

Year Ended December 31, 2018

Year Ended December 31, 2017

Connor & D'Aconti C.P.A.s, P.C.

Certified Public Accountants

5036 Jericho Turnpike • Commeck, New York 11725-2812 Telephone: (631) 462-2500 • FAX (631) 462-2837

Andrew F. Connor, C.P.A., Attorney Anthony J. D'Aconti, C.P.A., M.B.A.

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

To the Board of Directors ACA Industries Inc. and Affiliates Babylon, New York

We have reviewed the accompanying combined financial statements of ACA Industries Inc. and Affiliates, which comprise the combined balance sheets as of December 31, 2018 and 2017, and the related combined statements of operations and retained earnings and cash flows for the years then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error.

Accountant's Responsibility

Our responsibility is to conduct the review engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

Accountant's Conclusion

Based on our review, we are not aware of any material modifications that should be made to the accompanying combined financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Supplementary Information

The supplementary information is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from, and relates to, the underlying accounting and other records used to prepare the financial statements. The supplementary information has been subjected to the review procedures applied in our review of the basic financial statements. We are not aware of any material modifications that should be made to the supplementary information. We have not audited the supplementary information and do not express an opinion on such information.

Commack, New York August 15, 2019

Connor & D'Aconti CPAs, P.C.

COMBINED BALANCE SHEETS

		117
December 31,	2018	2017

ASSETS



LIABILITIES AND SHAREHOLDERS' EQUITY



COMBINED STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

Years Ended December 31,

2018

2017

Revenue

Direct cost of operations:

Payroll and related expenses

Supplies

Subcontractors

Equipment, vehicle and job expenses

Total direct cost of operations

Operating income

Selling, general and administrative expenses

Interest expense

Net income

Retained earnings - beginning of year

Distributions

Retained earnings - end of year



COMBINED STATEMENTS OF CASH FLOWS

Years Ended December 31,

2018

2017

Cash Flows From Operating Activities:

Net income

Adjustments to reconcile net income to net cash provided by operating activities:

Depreciation and amortization

Accounts receivable

Other current assets

Accounts payable and accrued expenses

Accrued payroll

Accrued payroll taxes

Sales tax payable

Other current liabilities

Net cash provided by operating activities

Cash Flows From Investing Activities:

Purchase of property and equipment

Cash Flows From Financing Activities:

Increase in due from affiliates Increase in notes payable Distributions

Net cash used in financing activities

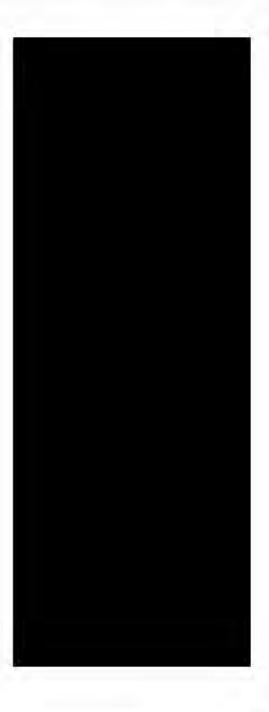
Net decrease in cash

Cash at beginning of year

Cash at end of year

Supplemental disclosure:

Interest paid



NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies Combination Policy – The accompanying combined financial statements include ACA Industries Inc., Mayco Building Services, Inc., American Maintenance, Inc., ACI Industries of Babylon Inc., which began operations on March 6, 2017 and American Landscape Services Inc. (individually the "Companies" and collectively the "Company) all of which are 100% owned by the same shareholders.

The business of ACI Industries of Babylon Inc. was merged into American Maintenance, Inc. as of January 1, 2018.

Organization and Business Activity – The Company was organized in 1978 and provides building maintenance services primarily to commercial customers pursuant to long-term contracts which have terms ranging from three to five years.

Cash and Equivalents – For purposes of financial reporting, the Company considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents.

Accounts Receivable – The Company uses the reserve method to provide for bad debts. At December 31, 2018 and 2017 the Company had a receivable are shown net of the reserve on the accompanying balance sheets.

Revenue Recognition – The Company uses the accrual basis of accounting for financial statement reporting. The Company recognized revenue from cleaning services provided to commercial clients pursuant to long term contracts.

Property and Equipment – Property and equipment is stated at cost. Depreciation on equipment is computed in the accompanying financial statements over five to seven years on a straight-line basis. Leasehold improvements are depreciated over 27.5 years. Expenditures for maintenance and repairs are charged to expense; major replacements and improvements are capitalized. Gains and losses on dispositions are reflected in current operations.

NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies (Continued) Income Taxes – The Companies have elected to be taxed as S corporations pursuant to the Internal Revenue Code and New York State tax law. In lieu of corporation income taxes, the shareholders of an S corporation are taxed on their proportionate share of the corporation's taxable income.

The Companies operate in several states and New York City which impose franchise or income taxes usually based on gross receipts or net income derived from operations in those jurisdictions.

Management has concluded that the Company has taken no uncertain tax positions that require adjustment to or disclosure in the financial statements. The Federal and State tax returns of the Company for 2015, 2016 and 2017 are open tax years which may be examined by the respective taxing authorities, generally for three years after they were filed.

Impairment of Long-Lived Assets – The Company periodically reviews whether changes have occurred that would require revisions to the carrying amounts of long-lived assets. When the sum of expected future cash flows (undiscounted and without interest charges) is less than the carrying amount of the asset, an impairment loss is recognized based on the fair value of the asset. At December 31, 2018 and 2017, the Company has determined that no impairment loss has occurred.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Estimates are used when accounting for certain items such as depreciation and amortization, asset impairment, expense accruals and contingencies.

NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies (Continued)

Recent Accounting Pronouncements - In May 2014, the Financial Accounting Standards Board (FASB) issued ASU 2014-09, "Revenue from Contracts with Customers (Topic 606)," requiring an entity to recognize the amount of revenue which it expects to be entitled to for the transfer of promised goods or services to customers. The updated standard will replace most existing revenue recognition guidance in GAAP when it becomes effective and permits the use of either a full retrospective or retrospective with cumulative effect transition method. In August 2015, the FASB issued ASU 2015-14 which defers the effective date of ASU 2014-09 one year, making it effective for annual reporting periods beginning after December 15, 2018. The Company has not yet selected a transition method and is currently evaluating the effect that the standard will have on its financial statements.

In February 2016, the Financial Accounts Standards Board (FASB) issued ASU 2016-02, "Leases (Topic 842)." The guidance in this ASU supersedes the leasing guidance in Topic 840, "Leases." Under the new guidance, lessees are required to recognize lease assets and lease liabilities on the balance sheet for all leases with terms longer than twelve months. Leases will be classified as either finance or operating, with classification affecting the patterns of expense recognition in the income statement. The new standard is effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Modified retrospective transition approach is required for capital and operating leases existing at, or enter into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is currently evaluating the effect the new standard with have on its financial statements.

NOTES TO FINANCIAL STATEMENTS

- 1. Organization and Summary of Significant Accounting Policies (Continued)
- Subsequent Events Management has evaluated subsequent events through August 15, 2019 which is the date the financial statements were available to be issued, and concluded that no subsequent events have occurred that require adjustment to or disclosure in the financial statements to comply with the provisions of this guidance.
- 2. Property and Equipment

Property and equipment are shown at cost and consist of the following:



Certain property and equipment serve as collateral for notes payable (see Note 4).

3. Goodwill

Goodwill represents the cost of purchased business assets in excess of values assigned to the net tangible assets received. Goodwill is being amortized over fifteen years on a straight-line basis. The Company evaluates the carrying value of goodwill on an annual basis for events or circumstances that more likely than not would reduce the fair value of the assets below their carrying amount. In 2018 and 2017, the Company's evaluation of goodwill resulted in no impairment losses.

4. Notes Payable

The Company has a revolving line of credit note payable

NOTES TO FINANCIAL STATEMENTS

4. Notes Payable (Continued)

The line of credit has no expiration, but is callable on demand at the bank's discretion. Although the loan is technically current, the Company has presented the loan as long-term in the accompanying combined financial statements as neither the bank nor the Company has indicated an intention to call or repay the loan during the next year. In the event the bank calls the loan, the Company has adequate resources to repay the loan in full.

During 2018, the Company secured a short term loan from a commercial bank which was repaid in full after December 31, 2018.

The following is a summary of notes payable which are shown on the combined balance sheets.

5. Related-Party Transactions The Companies lease office space from a party related to the shareholders. In the opinion of management, the terms of the lease agreements are comparable to those which could be obtained from unrelated third parties. The total rent

The Companies' executive officers, office and administrative employees are paid through a company which is whollyowned by a party related to the shareholders. This company also provides certain management services to the

NOTES TO FINANCIAL STATEMENTS

Concentration of Credit Risk The Company provides services to a major, multi-location customer. During the years ended December 31, 2018 and

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of receivables. The Company performs on-going credit evaluations of its customers' financial condition and payment history. Generally, receivables are due within 30 days. Historically, credit losses have not been significant and have been consistently within management's expectations.

The Company maintains its cash balances at various financial institutions. The balances, at times, may exceed

Copposition.

7. Distributions and Retained Earnings The Company's retained earnings at December 31, 2018

previously taxed and could be distributed tax-free to the shareholders.

9. Commitments

The Company is obligated under various operating leases for transportation and other equipment. At December 31, 2018 commitments under these leases amounted to

10. Contingencies

In the opinion of management there are no adjustments for contingent liabilities which would materially affect the financial position of the Company at December 31, 2018 or 2017.



COMBINING BALANCE SHEETS

December 31, 2018

See independent accountants' review report.

Total llabilities and shareholders' equity

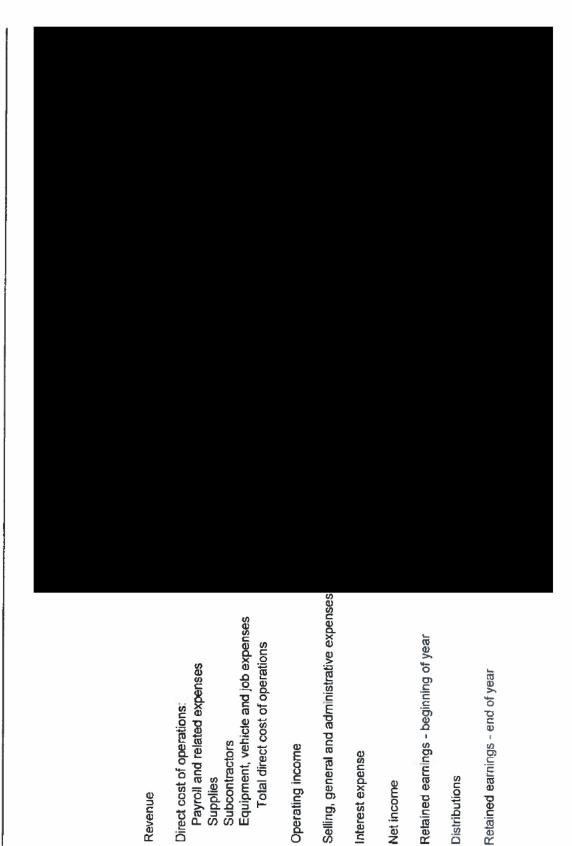
COMBINING BALANCE SHEETS

December 31, 2017						
ASSETS	ACA Industries Inc.	Mayco Building Services, Inc.	American Maintenance, Inc.	ACI Industries of Babylon Inc.	American Landscape Services Inc.	Combined
Current assets: Cash Accounts receivable, net Other current assets Due to (from) affiliates Total current assets						
Property and equipment, net						
Total assets						
LIABILITIES AND SHAREHOLDERS' EQUITY						
Current liabilities: Current portion of notes payable Accounts payable and accrued expenses Accrued payroll Accrued payroll taxes Sales tax payable Other current liabilities Total current liabilities						
Notes payable - long-term						
Total liabilities						
Shareholders' equity: Common stock, no par value Retained earnings Total shareholders' equity						
Total liabilities and shareholders' equity						

See independent accountants' review report.

COMBINING STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

Year Ended December 31, 2018



Direct cost of operations:

Revenue

Subcontractors

Supplies

Operating income

Interest expense

Net income

Distributions

COMBINING STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

Year Ended December 31, 2017

Revenue

Direct cost of operations:

Payroll and related expenses

Supplies

Subcontractors

Equipment, vehicle and job expenses Total direct cost of operations

Operating income

Selling, general and administrative expenses

Interest expense

Net income

Retained earnings - beginning of year

Distributions

Retained earnings - end of year

COMBINED FINANCIAL STATEMENTS

Years Ended December 31, 2017 and 2016

CONTENTS

Independent Accountants' Review Report

Combined Financial Statements:

Combined Balance Sheets

Combined Statements of Operations and Retained Earnings

Combined Statements of Cash Flows

Notes to Financial Statements

Supplementary Information:

Combining Balance Sheets:

December 31, 2017 December 31, 2016

Combining Statements of Operations and Retained Earnings:

Year Ended December 31, 2017 Year Ended December 31, 2016

Connor & D'Aconti C.P.A.s, P.C.

Certified Public Accountants

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Andrew F. Connor, C.P.A., Attorney Anthony J. D'Aconti, C.P.A., M.B.A.

INDEPENDENT ACCOUNTANTS' REVIEW REPORT

To the Board of Directors ACA Industries Inc. and Affiliates Babylon, New York

We have reviewed the accompanying combined financial statements of ACA Industries Inc. and Affiliates, which comprise the combined balance sheets as of December 31, 2017 and 2016, and the related combined statements of operations and retained earnings and cash flows for the years then ended, and the related notes to the financial statements. A review includes primarily applying analytical procedures to management's financial data and making inquiries of company management. A review is substantially less in scope than an audit, the objective of which is the expression of an opinion regarding the financial statements as a whole. Accordingly, we do not express such an opinion.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error.

Accountant's Responsibility

Our responsibility is to conduct the review engagements in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the AICPA. Those standards require us to perform procedures to obtain limited assurance as a basis for reporting whether we are aware of any material modifications that should be made to the financial statements for them to be in accordance with accounting principles generally accepted in the United States of America. We believe that the results of our procedures provide a reasonable basis for our conclusion.

The supplementary information is presented only for additional analysis purposes. Such information has been subjected to the inquiry and analytical procedures applied in the review of the basic financial statements, and we are not aware of any material modifications that should be made thereto.

Accountant's Conclusion

Based on our reviews, we are not aware of any material modifications that should be made to the accompanying combined financial statements in order for them to be in accordance with accounting principles generally accepted in the United States of America.

Connor & D'aconti C.P.A.s, P.C.

Commack, New York September 17, 2018

COMBINED BALANCE SHEETS

December 31,

2017

2016

ASSETS

Current assets:

Cash

Accounts receivable, net

Other current assets

Total current assets

Property and equipment, net

Goodwill, net

Total assets



LIABILITIES AND SHAREHOLDERS' EQUITY

Current liabilities:

Current portion of notes payable
Accounts payable and accrued expenses
Accrued payroll
Accrued payroll taxes
Sales tax payable
Other current liabilities
Due to affiliates

Total current liabilities

Note payable - long-term

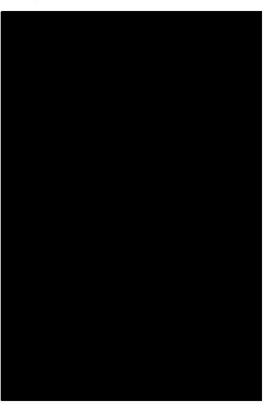
Total liabilities

Shareholders' equity:

Common stock, 200 shares issued and outstanding per company, no par value Retained earnings

Total shareholders' equity

Total liabilities and shareholders' equity



COMBINED STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

Years Ended December 31.

2017

2016

Revenue

Direct cost of operations:

Payroll and related expenses
Supplies
Subcontractors
Equipment, vehicle and job expenses
Total direct cost of operations

Operating income

Selling, general and administrative expenses

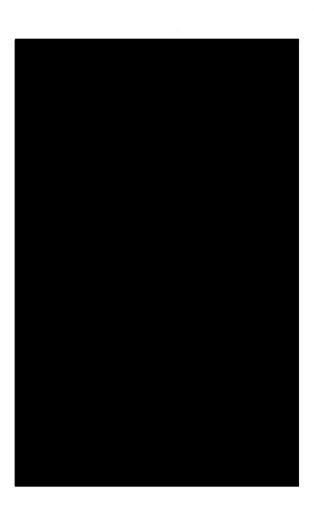
Interest expense

Net income

Retained earnings - beginning of year

Distributions

Retained earnings - end of year



COMBINED STATEMENTS OF CASH FLOWS

Years Ended December 31.

2017

2016

Cash Flows From Operating Activities:

Net income

Adjustments to reconcile net income to net cash provided by operating activities:

Depreciation and amortization

(Increase) decrease in:

Accounts receivable

Other current assets

Increase (decrease) in:

Accounts payable and accrued expenses

Accrued payroll

Accrued payroll taxes

Sales tax payable

Other current liabilities

Net cash provided by operating activities

Cash Flows From Investing Activities:

Purchase of property and equipment

Net cash used in investing activities

Cash Flows From Financing Activities:

Decrease in due to affiliates

Advances from line of credit, net of repayments

Distributions

Net cash used in financing activities

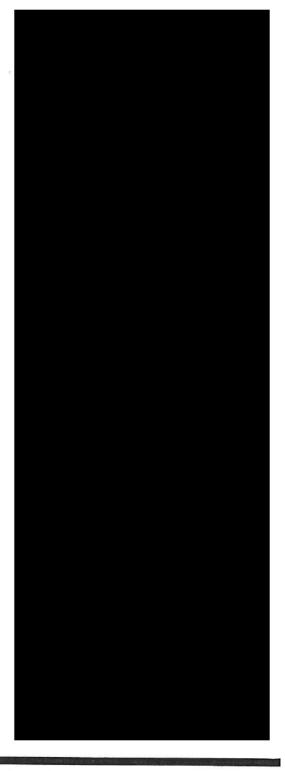
Net decrease in cash

Cash at beginning of year

Cash at end of year

Supplemental disclosure:

Interest paid



NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies

Combination Policy – The accompanying combined financial statements include ACA Industries Inc., Mayco Building Services, Inc., American Maintenance, Inc., ACI Industries of Babylon Inc., which began operations on March 6, 2017 and American Landscape Services Inc. (individually the "Companies" and collectively the "Company) all of which are 100% owned by the same shareholders.

Organization and Business Activity – The Company was organized in 1978 and provides building maintenance services primarily to commercial customers pursuant to long-term contracts which have terms ranging from three to five years.

Cash and Equivalents – For purposes of financial reporting, the Company considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents.

Accounts receivable - The Company uses the reserve

accompanying balance sheets.

Revenue Recognition – The Company uses the accrual basis of accounting for financial statement reporting. The Company recognized revenue from cleaning services provided to commercial clients pursuant to long term contracts.

Property and Equipment – Property and equipment is stated at cost. Depreciation on equipment is computed in the accompanying financial statements over five to seven years on a straight-line basis. Leasehold improvements are depreciated over 27.5 years. Expenditures for maintenance and repairs are charged to expense; major replacements and improvements are capitalized. Gains and losses on dispositions are reflected in current operations.

NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies (Continued)

Fair Value of Financial Instruments –The carrying amount of the Company's financial instruments, including cash and cash equivalents, accounts receivable, accounts payable and accrued expenses, approximated fair value due to the short-term nature of these items.

Income Taxes – The Companies have elected to be taxed as S corporations pursuant to the Internal Revenue Code and New York State tax law. In lieu of corporation income taxes, the shareholders of an S corporation are taxed on their proportionate share of the corporation's taxable income.

The Companies operate in several states and New York City which impose franchise or income taxes usually based on gross receipts or net income derived from operations in those jurisdictions.

Management has concluded that the Company has taken no uncertain tax positions that require adjustment to or disclosure in the financial statements. The Federal and State tax returns of the Company for 2014, 2015 and 2016 are open tax years which may be examined by the respective taxing authorities, generally for three years after they were filed.

Impairment of Long-Lived Assets – The Company periodically reviews whether changes have occurred that would require revisions to the carrying amounts of long-lived assets. When the sum of expected future cash flows (undiscounted and without interest charges) is less than the carrying amount of the asset, an impairment loss is recognized based on the fair value of the asset. At December 31, 2017 and 2016, the Company has determined that no impairment loss has occurred.

NOTES TO FINANCIAL STATEMENTS

1. Organization and Summary of Significant Accounting Policies (Continued)

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Estimates are used when accounting for certain items such as depreciation and amortization, asset impairment, expense accruals and contingencies.

Subsequent events – Management has evaluated subsequent events through September 17, 2018, which is the date the financial statements were available to be issued, and concluded that no subsequent events have occurred that require adjustment to or disclosure in the financial statements to comply with the provisions of this guidance.

2. Property and Equipment Property and equipment are shown at cost and consist of the following:

Transportation equipment Equipment and fixtures Leasehold improvements

Less accumulated depreciation and amortization

Net property and equipment

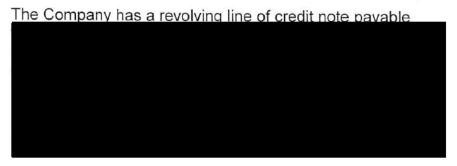
Certain property and equipment serve as collateral for notes payable (see Note 5).

NOTES TO FINANCIAL STATEMENTS

3. Goodwill

Goodwill represents the cost of purchased business assets in excess of values assigned to the net tangible assets received. Goodwill is being amortized over fifteen years on a straight-line basis. The Company evaluates the carrying value of goodwill on an annual basis for events or circumstances that more likely than not would reduce the fair value of the assets below their carrying amount. In 2017 and 2016, the Company's evaluation of goodwill resulted in no impairment losses.

4. Note Payable



The line of credit has no expiration, but is callable on demand at the bank's discretion. Although the loan is technically current, the Company has presented the loan as long-term in the accompanying combined financial statements as neither the bank nor the Company has indicated an intention to call or repay the loan during the next year. In the event the bank calls the loan, the Company has adequate resources to repay the loan in full.

The following is a summary of the note payable which is shown on the combined balance sheets.

П	0	2	0	٠
- 1	U	la	J	

Current Long-term Total



NOTES TO FINANCIAL STATEMENTS

5. Related-Party Transactions The Companies lease office space from a party related to the shareholders. In the opinion of management, the terms of the lease agreements are comparable to those which could be obtained from unrelated third parties. The total rent

The Companies' executive officers, office and administrative employees are paid through a company which is whollyowned by a party related to the shareholders. This company



Concentration of Credit Risk

The Company provides services to a major, multi-location customer. During the year ended December 31, 2017, this

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of receivables. The Company performs on-going credit evaluations of its customers' financial condition and payment history. Generally, receivables are due within 30 days. Historically, credit losses have not been significant and have been consistently within management's expectations.

NOTES TO FINANCIAL STATEMENTS



The Company maintains its cash balances at various financial institutions. The balances, at times, may exceed federally insured limits. As of December 31.2017 and 2016.

8. S Corporation
Distributions and
Retained Earnings

The Company's retained earnings at December 31, 2017

9. Commitments

The Company is obligated under various operating leases for transportation and other equipment. At December 31,

a

10. Contingencies

In the opinion of management there are no adjustments for contingent liabilities which would materially affect the financial position of the Company at December 31, 2017 or 2016.



COMBINING BALANCE SHEETS

December 31, 2017

				Combined
	American	Landscape	Services	Inc.
	ACI	Industries	of Babylon	Inc.
		American	Maintenance,	Inc.
The second secon	Mayco	Building	Services,	Inc.
CHORDING TO SECURITY OF THE PROPERTY OF THE PR		ACA	Industries	Inc.

STASSI

Current assets:

Cash Accounts receivable, net Other current assets

Total current assets

Property and equipment, net Goodwill, net

Total assets

LIABILITIES AND SHAREHOLDERS' EQUITY

Current liabilities:

Current portion of notes payable
Accounts payable and accrued expenses
Accrued payroll
Accrued payroll taxes
Sales tax payable
Other current liabilities
Due to (from) affiliates

Total current liabilities

Notes payable - long-term

Total liabilities

Shareholders' equity:

Common stock, no par value Retained earnings

Total shareholders' equity

Total liabilities and shareholders' equity

COMBINING BALANCE SHEETS

December 31, 2016

			Combined	
American	Landscape	Services	Inc.	
	American	Maintenance,	Inc.	
Mayco	Building	Services,	Inc.	
	ACA	Industries	lnc.	
				CHI

ASSETS

Current assets:

Cash Accounts receivable, net Other current assets

Total current assets

Property and equipment, net Goodwill, net

Total assets

LIABILITIES AND SHAREHOLDERS' EQUITY

Current liabilities:

Current portion of notes payable
Accounts payable and accrued expenses
Accrued payroll
Accrued payroll taxes
Sales tax payable
Other current liabilities
Due to (from) affiliates

Total current liabilities

Notes payable - long-term

Total liabilities

Shareholders' equity:

Common stock, no par value Retained earnings Total shareholders' equity

Total liabilities and shareholders' equity

COMBINING STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

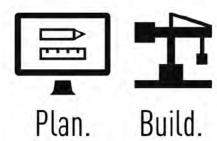
Year Ended December 31, 2017

1		-								
Combined										
American Landscape Services Inc.										
ACI Industries of Babylon Inc.										
American Maintenance, Inc.										
Mayco Building Services, Inc.										
ACA Industries Inc.										
	Revenue	Direct cost of operations: Payroll and related expenses Supplies Subcontractors	Equipment, vehicle and job expenses Total direct cost of operations	Operating income	Selling, general and administrative expenses	Interest expense	Net income	Retained earnings - beginning of year	Distributions	Retained earnings - end of year

COMBINING STATEMENTS OF OPERATIONS AND RETAINED EARNINGS

Year Ended December 31, 2016

Combined										
American Landscape Services Inc.										
American Maintenance, Inc.										
Mayco Building Services, Inc.										
ACA Industries Inc.										
	Revenue	Direct cost of operations: Payroll and related expenses Supplies Subcontractors Equipment, vehicle and job expenses Total direct cost of operations	Operating income	Selling, general and administrative expenses	Interest expense	Net income	Retained earnings - beginning of year	Distributions	Retained earnings - end of year	



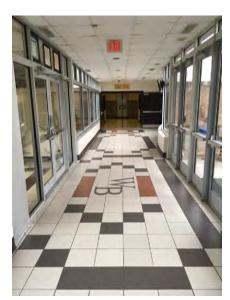


Manage.





RFP Requirement 4.0.1.15 All objections, exceptions and observations regarding the specified Services and requirements collated in a separate document with regards to specific Section to which the offeror objects, takes exception(s), or provide(s) observation.



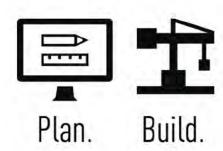
Beaufort County School District Site Visit Photo

4.0.1.15. Exceptions and Observations

The Hensel Phelps/AMI team affirms and accepts the specified Services and requirements set forth in the Beaufort County School District RFP document with the exception of the following item.

Regarding Section 7.1.23, Purchase Card transactions have an additional transaction fee expense of 3 to 4%. In the best interest of both parties, please consider direct deposit as the primary means for payment on this contract.

Hensel Phelps price is based on direct deposit payment. We cannot accept a purchasing credit card for payment. If the District desires to use a credit card for payment, our invoice price will reflect a markup convenience fee percent, in the amount withheld by the credit card company. We would anticipate this to be in the 3% range.





Manage.





RFP Requirement

a. To be eligible for award, you must have the capability in all respects to perform fully the contract requirements and the integrity and reliability which will assure good faith performance. We may also consider a documented commitment from a satisfactory source that will provide you with a capability. We may consider information from any source at any time prior to award. We may elect to consider:

(i) key personnel, any predecessor business, and any key personnel of any predecessor business, including any facts arising prior to the date a business was established, and/or (ii) any subcontractor you identify.



RFP Requirement

b) You must promptly furnish satisfactory evidence of responsibility upon request. Unreasonable failure to supply requested information is grounds for rejection.

RFP Requirement

c) Corporate subsidiaries are cautioned that the financial capability of an affiliated or parent company will not be considered in determining financial capability.

5.0.1 QUALIFICATIONS OF OFFEROR

A. Capability to Perform the Contract

The Hensel Phelps/AMI Team excels at delivering and exceeding customer satisfaction every day by operating under their vision statement of "Delivering EXCELLENCE in all we do." This vision, paired with Hensel Phelps | American Maintenance's core values outlined below, assure good faith performance and make the proposed team stand out above the rest.

The project teams at Hensel Phelps/AMI are committed to establishing and maintaining a positive, pro-active and professional image of the department through exemplary customer service. This performance objective will be accomplished by developing a unified team of Custodial Services employees. The Hensel Phelps/AMI team members are highlighted in Section 4.0.1.5 Project Manager and Project Personnel for your review.

Hensel Phelps/AMI have been committed to quality for more than 80+ years. This team takes great pride in the Plan. Build. Manage. approach and remains confident in the knowledge of our success by fulfilling all of BCSD's dynamic custodial needs.

Ownership

Hensel Phelps/AMI takes responsibility and ownership in all we do... treating your facilities as our own.

Integrity

We work with integrity and are committed to honesty, building trust and doing the right thing. We provide a workplace free from hazards.

Builder

We build facility operations plans, build and implement custodial programs alongside CMMS systems. From building excellent teams, our subject matter experts manage the built environment.

Diversity

We embrace diversity. From our people, to our partners, to our projects — these differences strengthen our teams and our business.

Community

We support our community. We care for our employees, colleagues and neighbors like a family.

B. Evidence of Responsibility

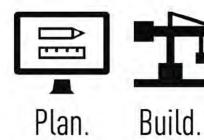
The Hensel Phelps/AMI Team will promptly provide all evidence of responsibility upon request of BCSD.

C. Financial Capacity - Subsidiaries

The Hensel Phelps/AMI Team affirms that the financial capabilities included in this RFP response represent the prime proposer and not an affiliated company or parent company.









Manage.





RFP Requirement
1. Contractor must presently be
providing custodial services or have
provided such services within the last
18 months for a K-12 school district(s)
or commercial business(es) with similar
specifications.

5.0.2 QUALIFICATIONS - SPECIAL STANDARDS OF RESPONSIBILITY (1-12)

1. Recent Custodial Services for K-12 or Commercial Businesses with **Similar Specifications**

The high-performing professionals at Hensel Phelps /AMI know how to efficiently manage assets across multiple existing facilities at varying locations to improve functionality and service level. Hensel Phelps/AMI along with the proposed team's experience in the daily facilities custodial and maintenance operations of K-12 and other facilities within the last 18 months are highlighted below and on the following pages.

- Avenues: The World School Facility Operations & Maintenance / Custodial
- Harlem Village Academies Facility Operations & Maintenance / Custodial
- Mount Sinai School District Custodial

Avenues: The World School (Maintenance / Custodial)

New York, New York







Client Avenues: The World School

Service Contract Duration 05.01.2017 - 06.30.2022

The Hensel Phelps Facility Services team, through relationships and proven expertise, are providing operations and maintenance, delivering technical and custodial services, and developing a capital program management plan for Avenues: The World School in Manhattan, New York.

The private school and is comprised of 320,000 square feet in two buildings with 1,300 students. The five-year contract is staffed by 33 Hensel Phelps Facility Services personnel (4 salaried and 29 hourly) delivering Facility Services between the hours of 6:00 AM and midnight.



Harlem Village Academies Facility Management (Maintenance & Custodial)

Harlem, New York







Client Harlem Village Academies

Service Contract Duration
July 2019 - July 2024 (Five years)

Harlem Village Academies' (HVA) five-year facilities service contract with Hensel Phelps features the full operations and maintenance of a network of schools, including three elementary, two middle, and one high school educating nearly 2,000 students and approximately 150,000 square feet. The Hensel Phelps Facility Services team provides full-time 24/7 support and will deliver technical, landscape, custodial services and develop a vendor management program for HVA's K-12 program.

The following Maintenance Services will be provided: Vendor Management, Interior and Exterior Building Maintenance and Repair, Interior and Exterior Custodial Services, Equipment & Systems Operation, Heating and Air Conditioning, Plumbing, Electrical Systems, Elevator Maintenance, Kitchen Equipment, Fire Protection Systems, and Preventive Maintenance. The Services Group will also coordinate outside vendor activities in close consultation with HVA leadership, ensuring that staff are aware of where and when outside vendors will be on-site for facilities maintenance.





Mount Sinai School District Facility Management - Custodial

Mount Sinai, NY











Client Mount Sinai School District

Service Contract Duration Jan 2001 - Present The Mount Sinai School District has a student population of 2,600 and covers an area of approximately six square miles. The District operates an elementary, middle and high school on a self-contained campus-like setting on 65 acres. The three buildings total 600,000 cleanable square feet. American Maintenance has 25 full-time employees who provide complete janitorial services.

Prior to 2001, janitorial services were provided by an in-house staff. American Maintenance has been successful in improving the level of cleanliness, reducing cost and establishing a value-added partnership with Mount Sinai School District.





RFP Requirement

2. Contractor shall be licensed and permitted to perform all work included in this RFP, including any special licenses and/or permits. Copies of all licenses and/or permits must be submitted with this RFP

2. Licenses and Permits

Hensel Phelps/AMI will be licensed and permitted to successfully deliver all work included in the RFP Scope of Work. All licenses and permits applicable to perform work for the Beaufort County School District will be submitted to the District upon award of the contract.

RFP Requirement

3. Contractor must have staff support to provide an effective quality control program, a training program and make available technical support on a daily basis required by the District.

3. Staff Support to Provide Effective Quality Control Program and Training Program & Available Technical Support

As customary on every project at Hensel Phelps/AMI, a comprehensive **Site Specific** Quality Control Program is implemented which includes the necessary staffing, such as a Quality Control Manager or Lead, for both quality control and training. Strict adherence to the QC Program will ensure compliance with all contract documents, necessary controls, supervision, inspections, testing, documentation, and applicable standards related to equipment, materials, parts, and functional performance.



Available Technical Support and Resources

With more than 2,000 staff experienced in all aspects of custodial services, the Hensel Phelps/AMI Team can accommodate short notice or accelerated workloads with the ability to respond to staffing needs very quickly. In addition, this team is backed by over 4,000 facility management and construction professionals to leverage specialized experience when needed. Hensel Phelps/AMI is in a position to stay flexible for the entire BCSD team, leveraging both our extensive local resources and strong vendor / supplier relationships.

The dedicated project team's at Hensel Phelps/AMI will have technical support available on a daily basis. Furthermore, the Hensel Phelps/AMI team has a deep pool of resources to rally in the event it is needed to maintain business continuity.

COVID-10 Prepare, Respond, Recover Program

Hensel Phelps/AMI is committed to provide assurance and establish confidence that proper cleaning, disinfection and infectious disease prevention work practices and controls are in place, properly maintained, and continuously improved as part of our COVID-19 Prepare, Respond and Recover program.

This commitment is an integral part of us establishing an overall sense of direction and setting the principles for cleaning, disinfection, and infectious disease prevention within the facilities we serve. Throughout this document we'll share our organizational objectives on how we tailor our program to the nature and scale of each facility, and associated activities. Our goal is to demonstrate our commitment to:

- Protecting employees, clients, contractors, visitors, community and environment
- Training and awareness programs for employees
- Awareness campaigns for clients, employees and community.
- Development of infection control programs, procedures, and technologies that protect employees, and clients.







In order to minimize or eliminate the risk of spread and contamination of infectious diseases, we have addressed our employees as well as the needs of clients and visitors through our COVID-19 Prepare, Respond and Recover framework. Examples of our program controls include, but are not limited to:

- Handwash facilities
- Hand sanitization and disinfection wipe stations
- Automated cleaning and disinfection technologies (e.g., robotic floor cleaning and disinfection equipment)
- Touchless facilities/technologies, for example hands-free: entry/exit, service acquisition, waste disposal, hand sanitizer stations
- Surfaces, objects, and equipment designed for easy cleaning and long term antibacterial and antiviral properties
- Physical barriers to prevent person to person contact
- Worker health program for employees (e.g., vaccination programs, fit for duty programs, temperature monitoring)
- Instructions and information on practices and procedures for clients and visitors
- Social distancing programs. (e.g., spacing of seating in a meeting, spacing of employees within work areas, line management)
- Labeling and signage
- Policies, rules, supervision/observation, schedules, and training.

As we continue to develop and learn from our practices, we'll continue to assess our program and implement proven improvements, practices and controls as appropriate. Protecting the integrity of the entire BCSD portfolio and delivering superior services is Hensel Phelps/AMI's top priority.

RFP Requirement

4. All equipment, materials, supplies, and parts (other than those specifically excluded in writing) to perform the services described will be the responsibility of the contractor. District reserves the right to not accept substitutions.



4. Equipment, Materials, Supplies, and Parts

Hensel Phelps/AMI self-performs all Custodial work. As customary on all projects, the Project Team invests in the proper equipment needed to support our customer's needs. All common use items are kept on hand and all custodial supplies are scheduled two-weeks prior to the work commencing. Utilizing Hensel Phelps' and AMI's deep-rooted network of suppliers, the Project Team has the ability to accommodate emergency equipment and supplies typically within 24-hours or less.

Hensel Phelps/AMI will provide all equipment, materials, supplies and parts to successfully deliver the BCSD's Custodial services as described in the RFP scope of work.

In addition, with more than 380 Hensel Phelps management and supervisory staff residing within the Southeast District area and experienced in all aspects of facility management, the Hensel Phelps/AMI team can accommodate short notice or accelerated workloads with the ability to respond to staffing needs very quickly. This team is backed by over 4,600 custodial and construction professionals nationwide to leverage specialized experience when needed.



RFP Requirement

5. Contractor must provide evidence of a sound financial position for the past three (3) fiscal/calendar years of the proposer, such as furnishing copies of formal financial statements or statements of financial integrity from each bank of whom the proposer was a business customer on letterhead of the financial institution and signed by an officer of the institution.

5. Evidence of Financial Position for Past Three (3) Years

Hensel Phelps audited financial balance statements and American Maintenance reviewed financial balance statements for the past three years are provided on the following pages.





CONFIDENTIAL

HENSEL PHELPS CONSTRUCTION CO. AND SUBSIDIARIES

Consolidated Balance Sheet
December 31, 2019
(In thousands)

Assets



See accompanying notes to consolidated financial statements.









CONFIDENTIAL

HENSEL PHELPS CONSTRUCTION CO. AND SUBSIDIARIES Consolidated Balance Sheet December 31, 2018 (In thousands) Assets

See accompanying notes to consolidated financial statements.

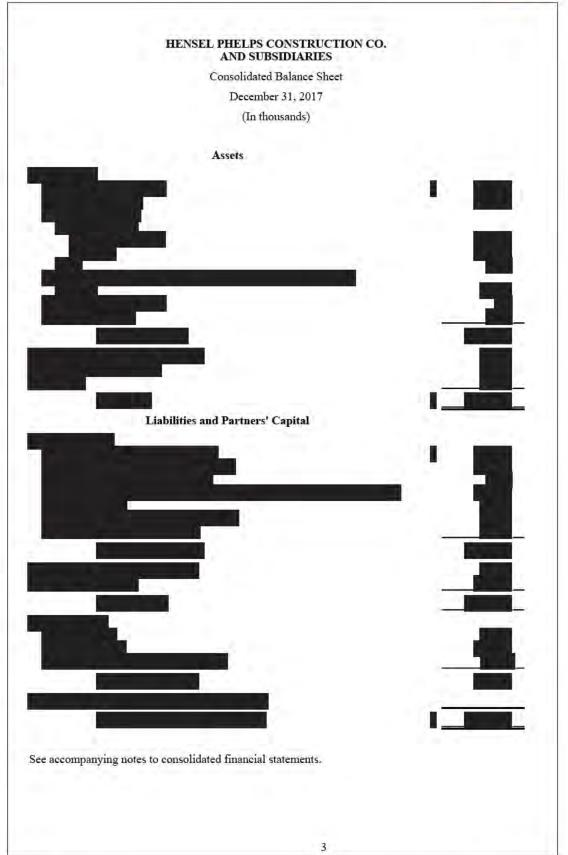
3







CONFIDENTIAL









CONFIDENTIAL

ACA INDUSTRIES INC. AND AFFILIATES COMBINED BALANCE SHEETS December 31, 2018 2017 **ASSETS** LIABILITIES AND SHAREHOLDERS' EQUITY See independent accountants' review report and accompanying notes to financial statements.



CONFIDENTIAL

ACA INDUSTRIES INC. AND AFFILIATES COMBINED BALANCE SHEETS December 31, 2017 2015 ASSETS LIABILITIES AND SHAREHOLDERS' EQUITY See independent accountants' review report and accompanying notes to financial statements.



RFP Requirement

6. Contractor must have a record of at least three (3) years of a successful custodial service performance with a school district(s) or commercial business(es) similar in to the specifications.

6. Record of Successful Custodial Service Performance with School District or Commercial Business of at Least Three (3) Years

The Hensel Phelps Services Team is delivering full Facility Management services for the Avenues: The World School and the team has successfully performed three (3) of the five (5) year contract. Details of the program are presented below.

Avenues: The World School Facility Operations & Maintenance & Facility Management New York, New York







Client

Avenues: The World School

Service Years of Service 05.01.2017 - 06.30.2022

The Hensel Phelps Facility Services team, through relationships and proven expertise, are providing operations and maintenance, delivering technical and custodial services, and developing a capital program management plan for Avenues: The World School in Manhattan, New York,

The private school and is comprised of 320,000 square feet in two buildings with 1,300 students. The five-year contract is staffed by 33 Hensel Phelps Facility Services personnel (4 salaried and 29 hourly) delivering Facility Services between the hours of 6:00 AM and midnight.



Client

Mount Sinai School District

Service Contract Duration Jan 2001 - Present



Mount Sinai, New York



The Mount Sinai School District has a student population of 2,600 and covers an area of approximately six square miles. The District operates an elementary, middle and high school on a self-contained campus-like setting on 65 acres. The three buildings total 600,000 cleanable square feet. American Maintenance has 25 full-time employees who provide complete janitorial services.

Prior to 2001, janitorial services were provided by an in-house staff. American Maintenance has been successful in improving the level of cleanliness, reducing cost and establishing a value-added partnership with Mount Sinai School District.







RFP Requirement

7. The contractor will be responsible for hiring and training all required employees necessary for this contract and shall comply with the Fair Labor Standards Act.

7. Hiring / Training & Compliance with Fair Labor Standards Act

Hensel Phelps/AMI mandates some of the highest quality standards for work being delivered and only employs experienced custodial personnel with experience working in the commercial / industrial markets. Hensel Phelps/AMI understands the complexity involved in implementing Custodial services seamlessly, as well as maintaining the standard of excellence that faculty, staff, students and guests expect of their environment. With these in mind, and reviewing BCSD's expectations, goals, and objectives and how they impact both its short and long-term needs, Hensel Phelps/AMI continues to develop a management and staff selection / hiring process that uniquely addresses BCSD's needs.



Hensel Phelps/AMI is an equal opportunity employer and contractor. Hensel Phelps welcomes the opportunity to strengthen, grow and support its current workforce development program. All qualified applicants will receive consideration for employment without regard to their protected veteran status, nor will they be discriminated against on the basis of disability.

Our goal is to maximize operational performance, while embracing the staff with performance recognition, support and opportunity for advancement. The entire staff will be given the management, training, tools and support required to be successful. Working in a true team environment, this local group is supported by multiple team members to ensure the best work plan and approach. Through diligent adherence to tried-and-true programs and procedures, Hensel Phelps/AMI will ensure a standard of excellence that will fulfill all of the BCSD community's expectations of its Custodial services.

RFP Requirement

8. Contractor must be an established business entity, registered and licensed to do business in Beaufort County and/or the City of Beaufort, the Town of Bluffton, the Town of Hilton Head Island, the Town of Port Royal and Jasper County in the State of South Carolina. Contractor must submit proof of such annually.

8. Established Business Entity, Registered and Licensed to do Business in South Carolina

Hensel Phelps | American Maintenance is an established business entity. In addition, Hensel Phelps will be registered and licensed to do business and successfully execute Facilities Maintenance Management Services for BCSD in the State of South Carolina, and in following areas:

- Beaufort County and/or the City of Beaufort,
- Town of Bluffton,
- Town of Hilton Head Island,
- Town of Port Royal,
- Jasper County

The Services team of professionals will submit proof of such registrations and licenses annually.

RFP Requirement

9. The successful contractor will have adequate insurance coverage to protect interests of the contractor as well as the school district including workers' compensation coverage for employees of the contractor.

9. Insurance Coverage

Hensel Phelps/AMI has included their Certificate of Insurance on the following page.





9. Insurance Coverage (Continued)



ACORD

CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY) 08/31/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER		NAME: Denise Hill-Holligan		
Flood and Peterson		PHONE (970) 356-0123	FAX (A/C, No): (970) 3	30-1867
PO Box 578		E-MAIL ADDRESS: Dhillholligan@floodpeterson.co		
		INSURER(S) AFFORDING C	OVERAGE	NAIC#
Greeley	CO 80632	INSURER A: Zurich American Insurance Co	ompany	16535
INSURED		INSURER B : American Guarantee and Liab	ility Company	26247
Hensel Phelps American	Maintenance Services, L.L.C.	INSURER C : AXA XL		24554
12050 N. Pecos Street, S	suite 100	INSURER D :		
Westminster	CO 80234	INSURER E :		
		INSURER F:		

THIS IS TO CERT FY THAT THE POLIC ES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD NDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERT FICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.

CLAIMS-MADE CCUR	INSD WVD		(MM/DD/YYYY)	(MM/DD/YYYY)	EACH OCCURRENCE DAMAGE TO RENTED PREMISES (Ea occurrence)	\$ 5,000,000 \$ 500,000
		01 0000705445	24/04/2020	04 IO4 IO004	MED EXP (Any one person)	\$ 5,000,000
		GLO369726415	01/01/2020	01/01/2021	PERSONAL & ADV INJURY	\$ 5,000,000
N'LAGGREGATE LIMIT APPLIES PER:					GENERAL AGGREGATE	\$ 10,000,000
POLICY X PRO- JECT LOC					PRODUCTS - COMP/OP AGG	\$ 10,000,000
OTHER:						3
TOMOBILE LIABILITY			44		COMBINED SINGLE LIMIT (Ea accident)	\$ 5,000,000
ANY AUTO					BODILY INJURY (Per person)	5
OWNED SCHEDULED		BAP369726115	01/01/2020	01/01/2021	BODILY INJURY (Per accident)	\$
HIRED NON-OWNED		1,24,1		10.00	PROPERTY DAMAGE (Per accident)	\$
ABIOS GNE			4 - 1	44	(i e designity	\$
UMBRELLA LIAB X OCCUR			-		EACH OCCURRENCE	\$ 10,000,000
EXCESS LIAB CLAIMS-MADE		AUC928038418	01/01/2020	01/01/2021	AGGREGATE	\$ 10,000,000
DED RETENTION S	Per 1 1 1 1 1				(Addt'l Limits Attached)	5
RKERS COMPENSATION					X PER OTH-	
PROPRIETOR/PARTNER/EXECUTIVE 1 1	W 7 6	WC260726546	04/04/2020	04/04/2024	E.L. EACH ACCIDENT	s 1,000,000
ndatory in NH)	n/a	110-3031 20310	01/01/2020	0110112021	E.L. DISEASE - EA EMPLOYEE	\$ 1,000,000
s, describe under CRIPTION OF OPERATIONS below			11 1 11 1		E.L. DISEASE - POLICY LIMIT	\$ 1,000,000
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DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)

RE: Request for Proposal - Beaufort County School District - Custodial Services, Beaufort, SC

CERTIFICATE HOLDER		CANCELLATION
Beaufort County School District 2900 Mink Point Blvd.		SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS. AUTHORIZED REPRESENTATIVE
Beaufort	SC 29902	Nannykeisen
		G 4000 DOAT A CORD CORDODATION AND A 144

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ACORD 25 (2016/03)

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9. Insurance Coverage (Continued)



ACORD® AD	DITIONAL REMA	ARKS SCHEDULE		Page	of
AGENCY Flood and Peterson		NAMED INSURED Hensel Phelps Construction Co.			
POLICY NUMBER		Hensel Phelps Services, LLC			
Various CARRIER	T NAME CODE				
Various	NAIC CODE	EFFECTIVE DATE:	01/01/2020		
ADDITIONAL REMARKS					
THIS ADDITIONAL REMARKS FORM IS A SCHI FORM NUMBER 25 FORM TITLE	EDULE TO ACORD FORM, Certificate of Liability Insurance				
2 - C) AXA XL Umbrella US00095537LI20A \$15,000,0					
3 - B) American Guarantee and Liability AEC4226945		/ Aggregate			
4 - C) AXA XL US00068961LI20A \$10,000,000 Each	Occurrence / Aggregate	Total Control of the			
TOTAL UMBRELLA POLICY LIMITS: \$50,000,000 EA	CH OCCURRENCE / \$50,000.00	0 AGGREGATE			







RFP Requirement

10. It is the responsibility of the contractor to secure all equipment during and after use to prevent injury to students or any person not authorized to use such equipment.

"Hensel Phelps has an exemplary Safety Program and routinely recognizes their employees and subcontractors for safety. Their SAFE program has earned the praise of Lockheed Martin and the U.S. Air Force because it is proactive and allows any individual on-site to identify a potential safety hazard."

Adrian Laffitte, Director, Atlas Program, Lockheed Martin Space Systems Company

RFP Requirement

11. Contractor shall designate, in writing, to the COO or designee, a contact person for daily Operations

10. Secured Equipment

Hensel Phelps/AMI employs a ZERO-accident safety culture on each project and uses our SAFE (Safety and Accountability For Everyone) Program to ensure that our safety culture is communicated during the course of each operation on all projects. Safety planning with a focus on both occupant safety and the safety of the customer operations and maintenance personnel is a top priority.

To this point, it is standard practice that the Hensel Phelps/AMI Project Team ensures that all equipment is safety secured during and after use to prevent any injuries to occupants, students, faculty, the general public, or any person not authorized to use the equipment. Hensel Phelps has the processes and procedures in place to protect and secure the proper functioning and safety of sites for Education campuses and business workplaces.

At Hensel Phelps/AMI, we hold ourselves accountable by adhering to our core values: "No job is so important or urgent that it cannot be performed the safe way."



11. Daily Operations | Designated Contact Person



Designated Contact Person:
Daniel Major, CFM, FMP, Regional Manager
803.944.2252
DMajor@henselphelps.com

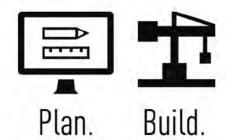
RFP Requirement 12. The COO or designated representative may conduct, at any time, Quality Assurance inspections to assure contract compliance. Contractor must provide a manager to accompany the BCSD inspector.

12. Quality Assurance Inspections | Designated Representative



Designated Representative:
Scott Peterman, Regional/Transition Manager
757.784.5265
SPeterman@henselphelps.com







Manage.





Submit the following information or documentation for you and for any subcontractor (at any tier level) that you identify pursuant to the clause titled Subcontractor – Identification.

Err on the side of inclusion. You represent that the information provided is complete.

RFP Requirement

A. The general history and experience of the business in providing work of similar size and scope. Five (5) year minimum.





5.0.3 QUALIFICATIONS - REQUIRED INFORMATION (A-L)

A. History and Experience in Providing Work of Similar Size & Scope

History of Hensel Phelps

Hensel Phelps Plan. Build. Manage., established in 1937, delivers premiere Facility Maintenance and Facility Management Solutions nationally for a variety of clients with specialization in serving the Education market. Celebrating 83 years in business, Hensel Phelps has grown to become one of the nation's top total facility solutions provider including, developers, general contractors, construction managers and design-builders. Hensel Phelps' approach creates significant benefits for their customers, improving operational performance while reducing operating costs and ultimately maximizing their asset portfolio.

Providing 24x7x365, single-source Facility Life Solutions, the Hensel Phelps Services team specializes in a variety of offerings and capabilities for their K-12 and Higher Education clients including Facility Management (FM), Facility Solutions, and Specialized Construction.

With regional offices strategically located in major cities throughout the United States, Hensel Phelps Services provides nationwide capability with consistent execution across all geographies. With over three-quarters of their business being with repeat clients, Hensel Phelps is a firm proud of their culture and delivers over \$4.2 billion annually in services for their clients.

History of American Maintenance

American Maintenance has been providing custodial services since 1975. Over the years, their facilities service offerings have expanded to include grounds maintenance, handyman, events management, snow removal, administrative support and vendor management, giving them the ability to provide complete facilities management services for many of their clients.

American Maintenance's growth in services has also expanded its corporate management expertise and total employees to over 2,000 nationally. This expansion has provided them the ability to hone their management skills and capabilities related to transitioning contracts and implementing operating plans for different environments including higher education. They specialize in labor harmony, teaming with specialized contractors and forming joint ventures with other service providers to meet the needs of their clients. This has extended to vendor management for their own needs and those on behalf of their clients.

American Maintenance's specialties and capabilities range from custodial, landscaping and grounds maintenance, dormitory cleaning, and floor maintenance to snow removal, window cleaning and sustainable cleaning and COVID-19 preparedness.

Expertise in Providing Education & Facilities Management Services

Hensel Phelps has successfully delivered more than 128 Education projects nationwide totaling over \$5.3 Billion and spanning more 26 million square feet. The entire Hensel Phelps/AMI Team has worked with a large number of education clients in support of their transitional solutions and custodial needs. The project team's recent experience includes performing full Facilities Management services at *Avenues: The World School;* full Facilities Management services at *Harlem Village Academies;* and full Facilities Janitorial







Services at Mount Sinai School District, Stone Brook University, and St. John's University to name a few.

The Hensel Phelps/AMI team's proven track record of success delivering a combination of facility maintenance, facility management, and transitional solutions at premiere academic institutions across the nation while exceeding client satisfaction is a direct result of their team's execution capability and positive approach of successfully managing their customers core needs and property assets. Regardless of size, the lessons learned and tremendous experience at other reputable institutions have established the framework for their team's ability of analyzing challenges and developing buildable solutions for world-class Education clients.

The projects presented below and on the following pages are examples within the Hensel Phelps/AMI Team portfolio that demonstrate the team's high caliber experience relevant to the scope of services for this BCSD custodial project and are within the past five (5) years.

Harlem Village Academies Facility Management

Harlem, New York







Client Harlem Village Academies

Facility Maintenance Service Completion 2024 Harlem Village Academies' (HVA) five-year facilities service contract with Hensel Phelps features the full operations and maintenance of a network of schools, including three elementary, two middle, and one high school educating nearly 2,000 students and approximately 150,000 square feet. The Hensel Phelps Facility Services team will provide full-time 24/7 support and will deliver technical, landscape, custodial services and develop a vendor management program for HVA's K-12 program.



Avenues: The World School Facility Management

New York, New York









Client Avenues: The World School

Service Completion 2022

The Hensel Phelps Facility Services team, through relationships and proven expertise, are providing operations and maintenance, delivering technical and custodial services, and developing a capital program management plan for Avenues: The World School in Manhattan, New York.

The private school and is comprised of 320,000 square feet in two buildings with 1,300 students. The five-year contract is staffed by 33 Hensel Phelps Facility Services personnel (4 salaried and 29 hourly) delivering Facility Services between the hours of 6:00 AM and midnight.



SUNY Stony Brook University, **Custodial Service**









Client Stony Brook University

Custodial Service Completion Current

Stony Brook University is one of four university centers in the SUNY system, with over 2,000,000 square feet of space and 26,000 students. The University is divided into West and East campuses, spread over 1,000 acres, totaling more than 44 buildings.

American Maintenance's partnership with Stony Brook has expanded substantially since 2001 to include additional buildings and services. This is attributed the quality of services and our ability to respond quickly and effectively to client requests.

Our facilities management services include custodial services (day porters/ night cleaning), green cleaning for LEED certified buildings, emergency services, snow removal, window cleaning and handyperson service. We provide custodial services for 1,250,000 square feet of space for academic and administrative buildings, apartment and residential housing, indoor sports complex and an 8,300-seat stadium. We also provide special event cleaning (pre, post, and during), set-ups/ breakdowns/ moves as needed. All services are provided seven (7) days a week with multiple shifts.



Mount Sinai School District, Custodial Service

Mount Sinai, New York









Client Mount Sinai School District

Custodial Service Completion Current The Mount Sinai School District has a student population of 2,600 and covers an area of approximately six square miles. The District operates an elementary, middle and high school on a self-contained campus-like setting on 65 acres. The three buildings total 600,000 cleanable square feet. American Maintenance has 25 full-time employees who provide complete janitorial services.

Prior to 2001, janitorial services were provided by an in-house staff. American Maintenance has been successful in improving the level of cleanliness, reducing cost and establishing a value-added partnership with Mount Sinai School District.



St. John's University, Custodial Service

Jamaica, New York









Client St. John's University

Custodial Service Completion Current St. John's University is a private, Roman Catholic, research university located in New York City. St. John's is organized into five (5) undergraduate schools and six (6) graduate schools. In 2017, the University had a total of 22,000 students.

American Maintenance provides custodial services for both the athletic facilities and residential halls at St. John's University. Athletic custodial services include pre, during and post event cleanup as well as daily maintenance of locker rooms, training room, coaches' offices and meeting rooms. We maintain residence halls, inclusive of summer dorm room turnovers. This consists of turning over and preparing over 1,000 suites in preparation for the summer camps, conferences, and an additional conversion for returning students in the Fall. American Maintenance also provides grounds services for the residential area.

Additionally, American Maintenance handles 10,000 events per year requiring various types of setups in thirteen (13) different locations/venues. We support approximately 2-3,000 mid-size to large scale events annually. The attendance ranges from 100 to 5,000+ guests. The venue size varies from Ballroom to larger, including a professional-events arena, and a large capacity gymnasium.





RFP Requirement
B. Information reflecting the current
financial position. Include the most
current audited financial statement and
audited financial statements for the last
three (3) fiscal years.

B. Current Financial Position

Celebrating 83 years in business, Hensel Phelps is a financially strong corporation with a net worth of \$388 million and a Dun & Bradstreet rating of 5A3, reflecting their excellent credit and financial stability. The "Best" insurance rating for Hensel Phelps' surety is A++XV and the total bond program is \$9 Billion.

Celebrating 42 years in business, American Maintenance LLC is a financially strong corporation with revenues totaling over \$45 million annually with cash positive results at the end of the year total over \$6 million. As a privately-held and operated company with more than 2,000 employees, American Maintenance provides integrated facility solutions to more than 200 clients and manages more than 60 million square feet of space on a daily basis.

Copies of both Hensel Phelps and American Maintenance partner firm's financial reports for 2019, 2018, and 2017 included under the tab entitled, "Section 12 - Financial Stability" response.

RFP Requirement
C. Banking Reference:
Name of Bank Officer:
Phone:
How many years with this bank?

C. Financial Responsibility

Hensel Phelps Construction Co. (Hensel Phelps) is a financially strong general partnership with a net worth of \$388 million and a Dun & Bradstreet rating of 5A3, reflecting their excellent credit and financial stability

Hensel Phelps' financial strength and experience provide the ability to assume substantial financial risk when related to its project capabilities. Banking references may be reviewed by contacting the persons listed below.



Banking

Bank of America Merrill Lynch Mitchell Zmarzly, Officer, Treasury F&S Advisor – Service NC1-026-02-07, 900 West Trade St, Charlotte, NC 28202 Phone: 888.715.1000 Ext 66999

Hensel Phelps has done their banking with Bank of America for 13 years (since 2007).

RFP Requirement d. Prior to contract commencement, the Certificate of Insurance for liability and Workers' Compensation naming the District as Additional Insured shall be provided to the District. See Section 7.1.4 for required coverage

D. Insurance Coverage

Insurance certificates for liability and Worker's Compensation naming Beaufort County School District as Additional Insured will be supplied upon project award.



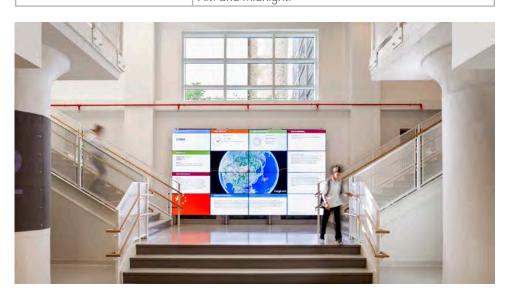


RFP Requirement
e) A detailed, narrative statement
listing the three (3) most recent,
comparable contracts (including
contact information) which have been
performed.

E. Comparable Contracts

The following table provides a detailed summary of the representative listing of three (3) most recent and relevant services contracts, along with customer references, who have entrusted their comprehensive Custodial services needs to Hensel Phelps. | American Maintenance.

Three (3) Most Recent	, Comparable Contracts & Customer Contacts			
Comparable Contract Customer Reference No. 1				
Name of School District / Customer	Avenues World Holdings, LLC			
Contact Person and Title				
Contact Email Address				
Phone Number				
Dates of Project / Years of Service	05.01.2017 - 06.30.2022			
	The Hensel Phelps Facility Services team, through relationships and proven expertise, are providing operations and maintenance, delivering technical and custodial services, and developing a capital program management plan for Avenues: The World School in Manhattan, New York.			
Detailed Narrative Statement	The private school and is comprised of 320,000 square feet in two buildings with 1,300 students. The five-year contract is staffed by 33 Hensel Phelps Facility Services personnel (4 salaried and 29 hourly) delivering Facility Services between the hours of 6:00 AM and midnight.			









Avenues: The World School







Harlem Village Academies





SUNY Stony Brook University



Comparable Contract Cus	tomer Reference No. 2		
Name of School District / Customer	Harlem Village Academies		
Contact Person and Title	1		
Contact Email Address			
Phone Number			
Dates of Project / Years of Service	July 2019 - July 2024 (five years)		
Service Provided	Harlem Village Academies' (HVA) five-year facilities service contract with Hensel Phelps features the full operations and maintenance of a network of schools, including three elementary, two middle, and one high school educating nearly 2,000 students and approximately 150,000 square feet. The Hensel Phelps Facility Services team will provide full-time 24/7 support and will deliver technical, landscape, custodial services and develop a vendor managemer program for HVA's K-12 program. Full Operations and Maintenance at four campus sites, deliver technical, landscape, custodial services and develop a vendor management program for Harlem Village Academies (HVA)		
Comparable Contract Cus	tomer Reference No. 3		
Name of School District / Customer	SUNY Stony Brook University		
Contact Person and Title			
Contact Email Address			
Phone Number			
Dates of Project / Years of Service	July 2001 - Present		
Service Provided	Provide custodial services (day porters/ night cleaning), green cleaning for LEED certified buildings, emergency services, snow removal, window cleaning and handyperson service. We provide custodial services for 1,250,000 square feet of space for academic and administrative buildings, apartment and residential housing, indoor sports complex and an 8,300-seat stadium. We also provide special event cleaning (pre, post, and during), set-ups/ breakdowns/ moves as needed. All services are provided seven (7)		



days a week with multiple shifts.



RFP Requirement
f) A list of similar projects for which
Offeror has performed, at any time
during the past three (3) years,
services substantially similar to those
sought with this solicitation. Err on
the side of inclusion; by submitting an
Offer, Offeror represents that the list is
complete. School District experience is
desired.

We needed a best in class facilities partner. We are delighted to be associated with an employee owned and operated company [Hensel Phelps] that focuses on their customers' and employees' satisfaction."

Matt Scott, Director of Operations and Administration Avenues – The World School

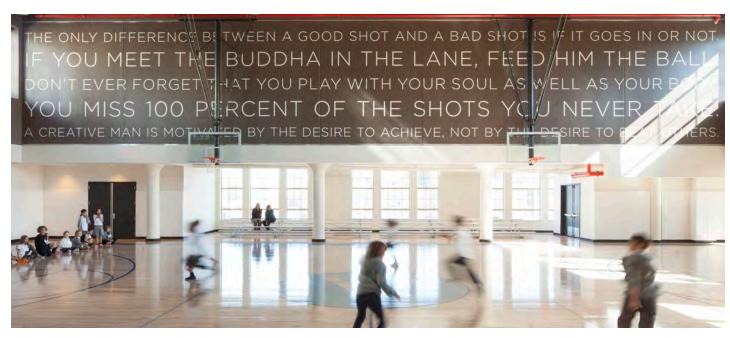
F. List of Similar Projects within the Past Three Years

The Hensel Phelps/AMI team approach to Custodial services creates **significant benefits for the District**, including the following components they anticipate realizing for the BCSD:

The Hensel Phelps/AMI teams' goal is to provide agile and scalable solutions designed to meet current and future needs for BCSD.

The projects highlighted below are relevant examples within the Hensel Phelps/AMI portfolio that demonstrate the team's high caliber experience similar to the Custodial project for Beaufort County School District. These projects include:

- Avenues: The World School, Facility Management
- Harlem Village Academies, Facility Management
- Stanford University, Facility Management Consulting and Transitional Solutions
- Cornell Tech, Operations & Maintenance Program
- State University of New York (SUNY) Fashion Institute of Technology (FIT), Operations & Maintenance Program, FM Consulting
- Bethune-Cookman University, Transitional Solutions
- SUNY Stony Brook, Custodial Services
- St. John's University, Custodial Services
- SUNY Nassau Community College, Custodial Services
- SUNY Westchester Community College, Custodial Services
- SUNY Old Westbury
- SUNY Upstate Medical University
- U.S. General Services Administration, Social Security Administration (SSA) National Support Center (NSC), Facility Management and Operations & Maintenance
- U.S. Southern Command Headquarters (SOUTHCOM), Operations & Maintenance





RFP Requirement

g) Must have a clear understanding of industry standards and best practices.

Delivering



G. Industry Standards and Best Practices

Hensel Phelps' corporate culture and operating philosophy are the cornerstones of their Plan. Build. Manage. success. As detailed below, the vision and core values at Hensel Phelps provide a clear plan to follow and align with their **high quality standards and best practices** that the Hensel Phelps/AMI team is known for in the industry.

Hensel Phelps/AMI Vision:

Delivering EXCELLENCE in all we do.

This is not only our long-term goal but what we strive for each day.

Hensel Phelps/AMI Core Values:

Ownership, Integrity, Builder, Diversity and Community.

These guiding principles define our culture and guide the project teams every day.

Hensel Phelps/AMI's success is based on the **commitment to their people**, **processes**, **partnership**, **and technology**. By delivering on their promises, Hensel Phelps/AMI has received **national attention and multiple awards of distinction for best practices**, **good stewardship** with best-in-class recruitment policies, retention practices, and training and mentoring programs.

Overall Approach Best Practices

The Hensel Phelps/AMI Custodial Program is a thorough and stress-tested operational approach that creates environments that are inspection-ready at all times. The Hensel Phelps/AMI library of protocols is supported by a strong catalog of supplies and equipment with a backbone of technology. These programs are precise and tightly focused, with an awareness of the importance of aesthetics, and a commitment to quality assurance.

Hallma	arks of the Hensel Phelps American Maintenance Team's Program and Best Practices
Precise	For each and every individual task, Hensel Phelps/AMI has established best practice-based guidelines and steps in the most effective and streamlined way, and the teams reinforce those steps in weekly training. Adhering to their proven, optimal methodology for every task provides the Hensel Phelps/AMI program with substantial gains in productivity and employee satisfaction.
Aesthetics	The maintenance programs actively works to promote an overall sense of good condition. The teams' maintenance, grounds / landscaping, and custodial employees work on the aesthetic details of an area to create a crisp, welcoming feel in common areas and classrooms. With this extra care, students, faculty, and visitors will report greater satisfaction and a better overall impression of the Beaufort County School District.
Validated	Daily, the Hensel Phelps/AMI supervisors inspect performance, deliver feedback and on-the-spot training, and walk the facility to review every detail, address every issue, and ensure satisfaction with the programs. The District will be in the hands of seasoned specialists and dedicated hourly staff whose main purpose is to keep BCSD's facilities in world-class shape, while keeping an eye on aesthetics. This program, combined with tailored technology and the best possible equipment, is proven and the District's site visit to a nearby campus strongly encouraged.





At Hensel Phelps/AMI, the teams make it a goal of not merely adopting existing practices, but to implement "best practices." Effective implementations that meet or exceed expectations is the optimum goal of Hensel Phelps/AMI. It can only be assured by careful planning and strong communications. Hensel Phelps/AMI is committed to collaborating with BCSD to build strategic and actionable plans that deliver on their facility and operational goals. The Hensel Phelps/AMI team will provide the framework, process discipline, tools and training to equip both new and transitioned team members to effectively manage the contract.

RFP Requirement

h) Offeror shall provide with their proposal copies of all appropriate certifications, licenses and permits, as well as evidence to support the documentation.

H. Certifications, Licenses and Permits, and Evidence

Hensel Phelps/AMI will be licensed and permitted to successfully deliver all work included in the RFP Scope of Work. All licenses and permits applicable to perform work for the Beaufort County School District will be submitted to the District upon award of the contract.

RFP Requirement

i) Must have knowledge of and comply with all currently applicable, and as they become enacted during the contract term, federal, state and local laws, statutes, ordinances, rules and regulations. All laws of the State of South Carolina, whether substantive or procedural, shall apply to the contract, and all statutory, charter, and ordinance provisions that are applicable to public contracts in the District shall be followed with respect to the contract.

I. Laws, Statutes, Ordinances, Rules and Regulations & State of South Carolina Compliances

The Hensel Phelps/AMI team of professionals have the current knowledge of all applicable local, state, and federal codes, licenses, and certificates needed to successfully execute Custodial Services for BCSD in the State of South Carolina.

RFP Requirement

j) Must have the capacity to acquire all bonds, escrows or insurance as outlined in the terms of this RFP.

J. Capacity to Acquire all Bonds, Escrows or Insurance

Since 1958, the bonding requirements of Hensel Phelps have been placed with Travelers Casualty and Surety Company. Travelers has never been required to perform under any kind of a bond issued on behalf of the company. The "Best" insurance rating for Hensel Phelps' surety is A++XV. The total bond program is \$9 Billion.

Hensel Phelps is authorized to bid contracts with performance and payment bond obligations up to \$350 Million per project. Hensel Phelps' Dun & Bradstreet number is 06-332-2085 and is rated 5A3, reflecting their excellent credit and financial stability.





RFP Requirement k) List of failed projects, suspensions, debarments, and significant litigation.

K. Litigation

Hensel Phelps/AMI has never been terminated for cause, suspended, or debarred from bidding on or completing a project. Hensel Phelps/AMI is not currently involved in any formal dispute resolution proceedings:





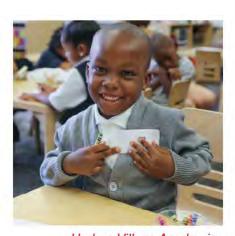
 List of at least five (5) references of similar projects for these services.

I. Five (5) References of Similar Projects

The following table provides a current summary of the representative listing of five (5) clients nationwide who have entrusted their comprehensive Custodial services needs to Hensel Phelps/AMI with a detailed customer reference list.



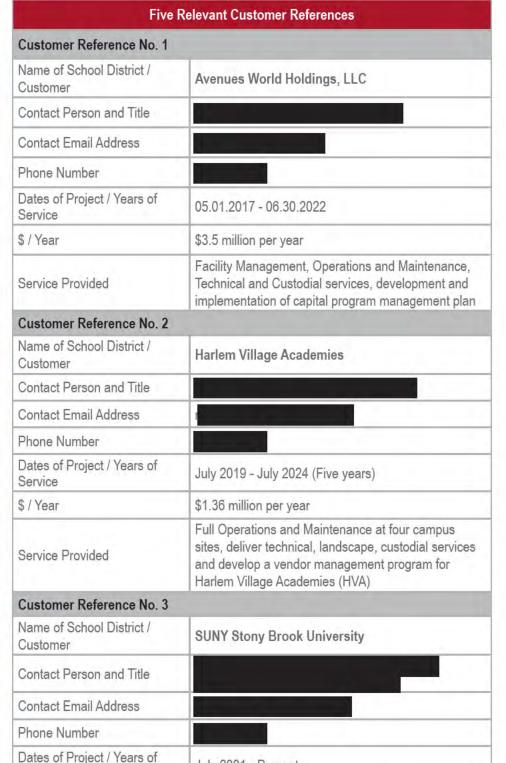
Avenues - The World School



Harlem Village Academies



SUNY Stony Brook University



July 2001 - Present





Service



\$ / Year	\$8 million per year		
Service Provided	Provide custodial services (day porters/ night cleaning), green cleaning for LEED certified buildings, emergency services, snow removal, window cleaning and handyperson service. We provide custodial services for 1,250,000 square feet of space for academic and administrative buildings, apartment and residential housing, indoor sports complex and an 8,300-seat stadium. We also provide special event cleaning (pre, post, and during), set-ups/ breakdowns/ moves as needed. All services are provided seven (7) days a week with multiple shifts.		
Customer Reference No. 4			
Name of School District / Customer	Mount Sinai School District		
Contact Person and Title			
Contact Email Address			
Phone Number			
Dates of Project / Years of Service	2001 - Present		
\$ / Year	\$630,000 per year		
Service Provided	The Mount Sinai School District has a student population of 2,600 and covers an area of approximately six square miles. The District operates an elementary, middle and high school on a self-contained campus-like setting on 65 acres. The three buildings total 600,000 cleanable square feet. American Maintenance has 25 full-time employees who provide complete janitorial services. Prior to 2001, janitorial services were provided by an in-house staff. American Maintenance has been successful in improving the level of cleanliness, reducing cost and establishing a value-added partnership with Mount Sinai School District.		



Mount Sinai School District





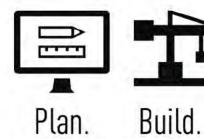




St. John's University

Customer Reference No. 5			
Name of School District / Customer	St. John's University		
Contact Person and Title			
Contact Email Address			
Phone Number			
Dates of Project / Years of Service	April 2017 - Present		
\$ / Year	\$1.7 million per year		
Service Provided	Custodial services for both the athletic facilities and residential halls. Athletic custodial services include pre-, during and post-event cleanup, as well as daily maintenance of locker rooms, training room, coaches' offices and meeting rooms. Maintain residence halls, inclusive of summer dorm room turnovers. This consists of turning over and preparing over 1,000 suites in preparation for the summer camps, conferences, and an additional conversion for returning students in the Fall. Also provide grounds services for the residential area. Handle 10,000 events per year requiring various types of setups in thirteen (13) different locations / venues. Support approximately 2-3,000 midsize to large-scale events annually. The attendance ranges from 100 to 5,000+ guests. The venue size varies from Ballroom to larger, including a professional-events arena, and a large capacity gymnasium.		







Manage.





RFP Requirement 5.2 Subcontractor Identification

If you intend to subcontract with another business for any portion of the work and that portion exceeds 10% of your price, your offer must identify that business and the portion of work that they are to perform. Identify potential Subcontractors by providing the business' name, address, phone, taxpayer identification number, and point of contact. In determining your responsibility, the BCSD may evaluate your proposed Subcontractors.

5.2 Subcontractor Identification

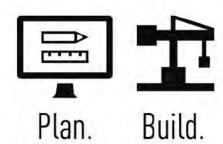
Hensel Phelps/AMI has no plans to subcontract any part of their services that would exceed 10% of our final presented cost. The Hensel Phelps/AMI team would continue to utilize the contractors that perform services at the account now and that may have current agreements with the county. Hensel Phelps/AMI would evaluate their existing subcontractors, and offer service improvements and/or cost reductions as realized.



Hensel Phelps' Director of Supplier Diversity Brad Lewis accepts 2018 Dwight D. Eisenhower Award for Excellence given by U.S. Small Business Administration.

This is the third time Hensel Phelps has been honored with the prestigious award, During the National Small Business Week celebrated in Washington D.C., SBA Acting Administrator Daryl Hairston stated, "Your hard work, innovative ideas, and dedication to your community have made you a success in your business. SBA is pleased to recognize you for these achievements. You can be proud of the role you are playing in our Nation's economic recovery."







Manage.





W/MBE Compliance

9.0 Attachments to Solicitation

The Hensel Phelps/AMI Team has the resources to complete all scopes of this Custodial Services RFP with their own employees, equipment, materials, and supplies.

If subcontracting opportunities are identified at a future date, the Hensel Phelps/AMI Team will immediately contact BCSD and commits to performing a future Good Faith Outreach Effort through solicitation of W/MBE firms in South Carolina. At that time, the Hensel Phelps/AMI Corporate Director of Diversity, Brad Lewis, CCA, and the Project Manager will work with the District's stakeholders to maximize the inclusion of local trade partners.

The Hensel Phelps/AMI Team consistently exceeds small and disadvantaged business goals and is committed to maintaining and facilitating business equity while providing opportunities for W/MBE firms on all projects. Hensel Phelps is a leader in the Small Business community, having received the prestigious Dwight D. Eisenhower Award from the US Small Business Administration in 2018, 2011, and 2009. Less than 2% of large contractors / facility providers will earn this recognition for their utilization of minority, women-owned, small businesses as suppliers and subcontractors.

Hensel Phelps/AMI's commitment extends beyond small and disadvantaged business utilization and the project team members focus on true subcontractor engagement with the local community to develop relationships, increase participation, and build capacity.

As required in the RFP, a Business Enterprise Utilization Report in the form provided on the following page will be submitted by Hensel Phelps/AMI as a part of the contract with BCSD.

An executed Statement of Intent is provided following the Business Utilities Report.











Hensel Phelps | American Maintenance Business Enterprise Utilization Report

Subcontractor Name	Gender Group*	Address	Phone #	E-Mail
Janex	AABE	1100 Traders Cross Bluffton, SC 29909	800.916.4728	sales@janexservicesllc.com
Diverse Facility Solutions	AABE	12838 S. Cicero Ave Alsip, IL 60803	773.582.1022	m.zagorac@dfscompany.com

- AABE African-American Business Enterprise
- HBE Hispanic Business Enterprise
- ABE Asian American Business Enterprise
- WBE Woman Business Enterprise





Statement of Intent

We, the undersigned have prepared and submitted all the documents required for this project. We have prepared these documents with a full understanding of the Beaufort County School District's goal to ensure equal opportunities in the proposed work to be undertaken in performance of this project. Specifically, the BCSD seeks to encourage and promote on an inclusionary basis contracting opportunities without regard to the race, gender, national origin or ethnicity of the ownership or management of any business and that it is an equal opportunity employer and contracting entity. We certify that the representations contained in the Minority/Woman Business Enterprise (M/WBE) Utilization Report, which we have submitted with this solicitation, are true and correct as of this date. We commit to undertake this contract with the Minority/Woman Business Utilization Report we have submitted, and to comply with all non-discrimination provisions of the Minority/Woman Business Enterprise Program in the performance of this contract.

Eduin Dennilla
Signature
09.08.2020
Date
Name: Edwin Glen Miller
Title: Managing Member
Project: Beaufort County School District Custodial Services 21-005





