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SUBJECT: PIGGYBACK BID DCPS RFP NO. 08-19/TW HEATING, VENTILATION AND AIR CONDITIONING (HVAC) SERVICES

BID #: PSC-0052-20 **OPEN DATE:**

GENERAL GOVERNMENT AWARDS COMMITTEE

KIND AND BASIS OF CONTRACT: PIGGYBACK CONTRACT- FROM DATE OF EXECUTED CONTRACT THROUGH JUNE 30, 2021 WITH FOUR (4), TWO (2) YEAR RENEWAL OPTIONS

AGENCY: PUBLIC BUILDINGS

BASIS OF AWARD: PER PIGGYBACK CONTRACT

NUMBER OF BIDS INVITED: ( ) **NUMBER RECEIVED:** ( ) **OTHER** ( )

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to change the vendor name from ThermaServe, Inc. to ThermaServe Mechanical, Inc.

Recommend approval to utilize the Second Renewal option with ThermaServe Mechanical, Inc. (contract #9942-03) for bid RFP No. 08-19/TW with Duval County Public Schools (DCPS) for Heating, Ventilation and Air Conditioning, for as needed basis. The estimated annual expenditure amount will be $600,000.00. Period of Service will be from July 1, 2023 through June 30, 2025, with two (2) two (2) year renewal options remaining. Total revised award amount not-to-exceed $2,600,000.00.

This award will be funded by various account (s) and executed by formal contract amendment through Office of General Counsel and processed via individual Purchase Order(s).

Attachments: Recommendation Memo, Renewal letter from ThermaServe, Inc., Amendment 1 to DCPS RFP No. 08-19/TW, Certificate of Insurance, Previous Award

BUYER: _____ **RESPECTFULLY SUBMITTED** _____
JACLYN STAMOS DUSTIN FREEMAN, CHIEF
PROCUREMENT DIVISION

CONCURRENCE BY: Roy Birbal, Chief, Public Buildings Division

(ALL AWARD ACTIONS SUBJECT TO LAWFULLY APPROPRIATED FUNDS)
ACTION OF GGAC COMMITTEE ON RECOMMENDATIONS ABOVE

MEMBERS APPROVING _____ MEMBERS DISAPPROVING _____ DATE: _____

_____ _____ OTHER: _____

_____ _____

_____ _____

ACTION OF AWARDING AUTHORITY DATE _____

APPROVED _____ DISAPPROVED _____

OTHER _____

SIGNATURE OF AUTHENTICATION _____

ONE CITY ONE JACKSONVILLE

City of Jacksonville, Florida

Lenny Curry, Mayor

Department of Public Works
Right of Way & Stormwater Maintenance Division
609 St. Johns Bluff Road
Jacksonville, FL 32225
(904) 472-2900
www.coj.net

April 11, 2023

MEMORANDUM

TO: Dustin Freeman,
Chief, Procurement Division

THRU: Steven D. Long, Jr., P.E.,
Director of Public Works

FROM: Roy Birbal, CFM
Chief, Public Buildings Division

RE: Amendment #2 to Contract #9942-03 – ThermaServe, Inc. Utilizing DCPS RFP 08-19/TW for Heating, Ventilation and Air Conditioning (HVAC) Services, Bid # PSC-0052-20

The Department of Public Works, Public Buildings Division has received a request from ThermaServe, Inc., 6695 Colray Court, #301, Jacksonville, FL 32258 to change the name of their firm to ThermaServe Mechanical, Inc. ThermaServe has submitted the appropriate paperwork related to the name change and a new FEI number has been filed with the city's procurement division.

Additionally, ThermaServe has submitted a renewal request to exercise the second, two-year renewal option for Bid #PSC-0052-20; Utilizing DCPS RFP 08-19/TW for Heating, Ventilation and Air Conditioning (HVAC) Services as needed.

We recommend approval of the request to allow the name change to ThermaServe Mechanical, Inc. and approval of the renewal option requested by ThermaServe, Contract #9942-03 for the two-year service period from July 1, 2023 through June 30, 2025 in the amount of $600,000.00. The revised contract amount will be $2,600,000.00. There are two (2), two (2) year renewal options remaining.

If you require any additional information, please contact Roy Birbal at 255-4330.

RB:td

cc: Kirah Bays, Public Buildings
Jaclyn Stamos, Procurement

ThermaServe

Mechanical Systems Services

City of Jacksonville
Public Buildings
555 W. 44th Street
Jacksonville, FL 32208
Attn: Frank Mashuda

03-16-2023

Hello Mr. Mashuda,

I am very pleased to share with you that we have gained a new majority investor in our company, **ThermaServe Mechanical Inc.**
Exigent is building a group of select mechanical, HVAC and plumbing services providers across the eastern United States. They aim to support our growth by investing in our technology, equipment, skills training and working capital. Exigent' s major investor is Huron Capital, a firm with extensive experience in facilities services. (www.exigentservices.com and www.huroncapital.com)

We look forward to continue to support you and your business with excellent service. I will personally continue to lead the ThermaServe team as company president, and my leadership team remains unchanged. Your sales and service contacts at our company also remain the same, as do the technicians assigned to your account and/or projects.

There is one change: with this transaction, ThermaServe transitioned to a new corporate entity. Please change the following in your Accounts Payable system:

a. **For Wire Transfers**
    1. **Bank Routing and Transit Number:** 021000021
    2. **SWIFT Code:** CHASUS33
    3. **City and State:** New York, New York
b. **For ACH Transactions**
    1. **Bank Routing Number:** 021000021 (NY)
    2. ThermaServe Mechanical, Inc. **Acct** 9282926
    3. **Payment verification / notification:** accounting@thermaserve.com

Scott D. Royer

Scott D. Royer
President
ThermaServe Mechanical Inc.
6695 Colray Crt #301
Jacksonville, FL 32258
T (904) 260-8002
F (904) 260-8004
www.thermaserve.com
FL#CMC057091*GA#CN209367

6695 Colray Court, Bldg. 301
Jacksonville, FL 32258
Phone 904-260-8002 Fax 904-260-8004

April 12, 2023

Kirah Bays
Contracts Administration Coordinator
Public Buildings Division
555 West 44th Street
Jacksonville, FL 32208
904-255-4342 ph
904-630-5415 fax

Subject: Duval County Public Schools RFP 08-19/TW – 2 Year Renewal

Hello Mrs. Bays,

You have our consent to provide the City of Jacksonville the same terms and prices provided under Contract Bid # RFP 08-19/TW, as amended with Duval County Public Schools for the period from July 1, 2023 through June 30, 2025.

If you have any questions or concerns please don't hesitate to contact me.

Sincerely,

Scott D. Royer
President
904-260-8002
sroyer@thermaserve.com

Form **W-9**
(Rev. October 2018)
Department of the Treasury
Internal Revenue Service

Request for Taxpayer Identification Number and Certification

▶ Go to *www.irs.gov/FormW9* for instructions and the latest information.

Give Form to the requester. Do not send to the IRS.

Print or type. See Specific Instructions on page 3.

1 Name (as shown on your income tax return). Name is required on this line; do not leave this line blank.
ThermaServe Mechanical, Inc.

2 Business name/disregarded entity name, if different from above

3 Check appropriate box for federal tax classification of the person whose name is entered on line 1. Check only one of the following seven boxes.

☐ Individual/sole proprietor or single-member LLC ☑ C Corporation ☐ S Corporation ☐ Partnership ☐ Trust/estate

☐ Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=Partnership) ▶

Note: Check the appropriate box in the line above for the tax classification of the single-member owner. Do not check LLC if the LLC is classified as a single-member LLC that is disregarded from the owner unless the owner of the LLC is another LLC that is not disregarded from the owner for U.S. federal tax purposes. Otherwise, a single-member LLC that is disregarded from the owner should check the appropriate box for the tax classification of its owner.

☐ Other (see instructions) ▶

4 Exemptions (codes apply only to certain entities, not individuals; see instructions on page 3):

Exempt payee code (if any)

Exemption from FATCA reporting code (if any)

(Applies to accounts maintained outside the U.S.)

5 Address (number, street, and apt. or suite no.) See instructions.
6695 Colray Ct Suite 301

Requester's name and address (optional)

6 City, state, and ZIP code
Jacksonville, FL 32258

7 List account number(s) here (optional)

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on line 1 to avoid backup withholding. For individuals, this is generally your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the instructions for Part I, later. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN*, later.

Note: If the account is in more than one name, see the instructions for line 1. Also see *What Name and Number To Give the Requester* for guidelines on whose number to enter.

Social security number
☐☐☐ – ☐☐ – ☐☐☐☐

or

Employer identification number
9 2 – 2 1 1 2 1 3 7

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me); and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding; and
3. I am a U.S. citizen or other U.S. person (defined below); and
4. The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions for Part II, later.

Sign Here | **Signature of U.S. person ▶** *Howard Fowler* **Date ▶** March 13, 2023

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. For the latest information about developments related to Form W-9 and its instructions, such as legislation enacted after they were published, go to *www.irs.gov/FormW9*.

Purpose of Form

An individual or entity (Form W-9 requester) who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) which may be your social security number (SSN), individual taxpayer identification number (ITIN), adoption taxpayer identification number (ATIN), or employer identification number (EIN), to report on an information return the amount paid to you, or other amount reportable on an information return. Examples of information returns include, but are not limited to, the following.

- Form 1099-INT (interest earned or paid)
- Form 1099-DIV (dividends, including those from stocks or mutual funds)
- Form 1099-MISC (various types of income, prizes, awards, or gross proceeds)
- Form 1099-B (stock or mutual fund sales and certain other transactions by brokers)
- Form 1099-S (proceeds from real estate transactions)
- Form 1099-K (merchant card and third party network transactions)
- Form 1098 (home mortgage interest), 1098-E (student loan interest), 1098-T (tuition)
- Form 1099-C (canceled debt)
- Form 1099-A (acquisition or abandonment of secured property)

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN.

If you do not return Form W-9 to the requester with a TIN, you might be subject to backup withholding. See What is backup withholding, *later.*

Delaware

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "THERMASERVE MECHANICAL, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2023, AT 2:28 O'CLOCK P.M.

Jeffrey W. Bullock, Secretary of State

7264285 8100
SR# 20230285927

Authentication: 202595359
Date: 01-27-23

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:28 PM 01/27/2023
FILED 02:28 PM 01/27/2023
SR 20230285927 - File Number 7264285

CERTIFICATE OF INCORPORATION
OF
THERMASERVE MECHANICAL, INC.

FIRST: The name of the corporation is ThermaServe Mechanical, Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 251 Little Falls Drive, Wilmington, Delaware 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware as set forth in Title 8 of the Delaware Code.

FOURTH: The total number of shares of capital stock which the Corporation has authority to issue is 1,000 shares of common stock, $0.001 par value per share. The designation and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof are as follows: none.

FIFTH: The name and mailing address of the incorporator are as follows: Marie T. Zacny, 2290 First National Building, Detroit, Michigan 48226.

SIXTH: To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate of Incorporation, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 27th day of January, 2023.

/s/ Marie T. Zacny
Marie T. Zacny, Incorporator

SUBJECT: PIGGYBACK BID DCPS RFP NO. 08-19/TW HEATING, VENTILATION AND AIR CONDITIONING (HVAC) SERVICES

BID #: PSC-0052-20 **OPEN DATE:**

GENERAL GOVERNMENT AWARDS COMMITTEE

KIND AND BASIS OF CONTRACT: PIGGYBACK CONTRACT- FROM DATE OF EXECUTED CONTRACT THROUGH JUNE 30, 2021 WITH FOUR (4), TWO (2) YEAR RENEWAL OPTIONS

AGENCY: PUBLIC BUILDINGS

BASIS OF AWARD: PER PIGGYBACK CONTRACT

NUMBER OF BIDS INVITED: ( ) NUMBER RECEIVED: ( ) OTHER ( )

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to ratify the period of service from July 1, 2021 through date of award.

Recommend approval to utilize the First Renewal option with ThermaServe, Inc. (contract #9942-03) for bid RFP No. 08-19/TW with Duval County Public Schools (DCPS) for Heating, Ventilation and Air Conditioning, for as needed basis. The estimated annual expenditure amount will be $1,000,000.00. Period of Service will be from date of award through June 30, 2023, with three (3) two (2) year renewal options remaining. Total revised award amount not-to-exceed $2,000,000.00.

This award will be funded by various account (s) and executed by formal contract amendment through Office of General Counsel and processed via individual Purchase Order(s).

Attachments: Recommendation Memo, Renewal letter from ThermaServe, Inc., Amendment 1 to DCPS RFP No. 08-19/TW, Certificate of Insurance, Previous Award

BUYER: Marilyn Laidler
MARILYN LAIDLER

RESPECTFULLY SUBMITTED
GREGORY PEASE, CHIEF
PROCUREMENT DIVISION

CONCURRENCE BY: Roy Birbal, Chief, Public Buildings Division

(ALL AWARD ACTIONS SUBJECT TO LAWFULLY APPROPRIATED FUNDS)
ACTION OF GGAC COMMITTEE ON RECOMMENDATIONS ABOVE

MEMBERS APPROVING 3 MEMBERS DISAPPROVING 0 DATE: 7/15/2021

OTHER:

ACTION OF AWARDING AUTHORITY DATE 7/15/21

MK APPROVED ✓ BH DISAPPROVED

OTHER

SIGNATURE OF AUTHENTICATION

Brian Hughes
Chief Administrative Officer
For: Mayor Lenny Curry
~~Under Authority of:~~
Executive Order No: 2019-02

SUBJECT: PIGGYBACK BID DCPS RFP NO. 08-19/TW HEATING, VENTILATION AND AIR CONDITIONING (HVAC) SERVICES

BID #: PSC-0052-20

OPEN DATE:

GENERAL GOVERNMENT AWARDS COMMITTEE

KIND AND BASIS OF CONTRACT: PIGGYBACK CONTRACT- FROM DATE OF EXECUTED CONTRACT THROUGH JUNE 30, 2021 WITH FOUR (4), TWO (2) YEAR RENEWAL OPTIONS

AGENCY: PUBLIC BUILDINGS

BASIS OF AWARD: PER PIGGYBACK CONTRACT

NUMBER OF BIDS INVITED: ( ) NUMBER RECEIVED: ( ) OTHER ( )

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to piggyback bid RFP No. 08-19/TW with Duval County Public Schools (DCPS) for Heating, Ventilation and Air Conditioning, with ThermaServe, Inc., on an as needed basis. Period of Service will be from date of executed contract through June 30, 2021, with four (4) two (2) year renewal options. Total award amount not-to-exceed $1,000,000.00.

This award will be funded by various account (s) and executed by formal contract through Office of General Counsel and processed via individual Purchase Order(s).

Attachments: Recommendation Memo, RFP No. 08-19/TW, RFP No. 08-19TW Addendum 1 of 1, Executed Agreement between DCPS and ThermaServe, Inc., ThermaServe, Inc Invitation to Piggyback, Certificate of Insurance (Approved by Risk Management), Attachment A (Insurance Requirements) and Attachment B (Indemnification) provided by Risk Management that will become part of the City contract.

BUYER: Marilyn Laidler
MARILYN LAIDLER

RESPECTFULLY SUBMITTED _____
GREGORY PEASE, CHIEF
PROCUREMENT DIVISION

CONCURRENCE BY: Roy Birbal, Chief, Public Buildings Division

(ALL AWARD ACTIONS SUBJECT TO LAWFULLY APPROPRIATED FUNDS)
ACTION OF GGAC COMMITTEE ON RECOMMENDATIONS ABOVE

MEMBERS APPROVING 3 MEMBERS DISAPPROVING 0 DATE: 12-12-19

Teresa R Eckhart _____ OTHER: _____

_____

_____

ACTION OF AWARDING AUTHORITY DATE 12/12/19

MR APPROVED ✓ BH DISAPPROVED _____

OTHER _____

SIGNATURE OF AUTHENTICATION _____

Brian Hughes
Chief Administrative Officer
For: Mayor Lenny Curry
Under Authority of
Executive Order No: 2019-02