SUBJECT: **VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)**

BID # ESC-0535-13 OPEN DATE: **05/29/2013**

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: **FLEET MANAGEMENT DIVISION**

BASIS OF AWARD: **BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA**

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED: **2** OTHER: **1**

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to amend the second renewal award dated 8/31/17 to correct the contractor's name to TPH Holdings LLC. All terms and conditions and pricing will remain the same. The total revised estimated annual expenditure amount of $4,358,426.88, and the total expenditure not to exceed amount of $22,136,281.22 will remain unchanged.

*To be executed by formal contract amendment through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo, Vendor Letter and Previous Awards

ANALYST _____ RESPECTFULLY SUBMITTED _____
ANNETTE L. BURNEY GREGORY PEASE, CHIEF
PROCUREMENT DIVISION

CONCURRENCE BY: C. J. Thompson, Chief, Fleet Management Division

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

MEMBERS APPROVING_____ MEMBERS DISAPPROVING_____ DATE:_____

_____ _____ OTHER_____

_____ _____

_____ _____

_____ _____

_____ _____

ACTION OF AWARDING AUTHORITY DATE _____

APPROVED_____ DISAPPROVED: _____

OTHER: _____

SIGNATURE OF AUTHENTICATION _____

INTRA-GOVERNMENTAL SERVICES
FLEET MANAGEMENT DIVISION

Jacksonville
Where Florida Begins.

Date: September 26, 2017

To: Gregory Pease, Chief of Procurement Division

Thru: C.J. Thompson, Chief of Fleet Management Division

From: Eric Preacher, Fleet Financial Services Manager

Re: Recommendation for approval to correct vendor name on award ESC-0535-13 Vehicle and Equipment Parts Management and Supply Services

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The Fleet Management Division is requesting approval to correct the vendor name on the award dated August 8, 2017 to be TPH Holdings LLC d/b/a The Part House. Fleet Management is requesting approval to reinstate the contract to the effective date of August 21, 2017 through August 20, 2018.

Total annual expenditures not to exceed $4,358,426.88. Total not to exceed expenditure is $22,136,281.22.

Funding Source:
AFFM511FS-05213 - $3,900,000.00 FY18
AFFM511FS-03410 - $458,426.88 FY18

SUBJECT: **VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)**

BID # ESC-0535-13 OPEN DATE: **05/29/2013**

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: **FLEET MANAGEMENT DIVISION**

BASIS OF AWARD: **BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA**

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED: 2 OTHER: 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to utilize the second and final renewal option with TPH Acquisition L.L.L.P. dba The Parts House. Period of service is from August 21, 2017 through August 20, 2018. Total revised estimated annual expenditure amount is $4,358,426.88 (includes a 1% increase, or $378.24/month), for a total expenditure not to exceed $22,136,281.22.

Funding Source: AFFM511FS-05213 - $3,900,000.00; AFFM511FS-03410 - $458,426.88

*To be executed by formal contract amendment through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo, Vendor Letter and Previous Awards

This award subject to appropriation by the City in the fiscal year beginning October 1, 2017. No funds have been appropriated to date. The City has no obligation for payment and work hereunder is not authorized unless funds are appropriated for work herein. A written notification will be provided in the event funds are appropriated.

ANALYST: ANNETTE L. BUBNEY

RESPECTFULLY SUBMITTED: GREGORY PEASE, CHIEF PROCUREMENT DIVISION

CONCURRENCE BY: C. J. Thompson, Chief, Fleet Management Division

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

MEMBERS APPROVING 5 MEMBERS DISAPPROVING Ø DATE: 08/31/17

OTHER

ACTION OF AWARDING AUTHORITY DATE 8/31/17

APPROVED DISAPPROVED:

Sam E. Mousa
Chief Administrative Officer
For: Mayor Lenny Curry
Under Authority of:
Executive Order No. 2015-05

OTHER:

SIGNATURE OF AUTHENTICATION

THE PARTS HOUSE

January 3, 2017

City of Jacksonville
2581 Commonwealth Avenue
Jacksonville, Florida 32254
Attn.: Chief of Fleet

RE: Services Contract, dated August 21, 2013 and amended on October 30, 2014, November 19, 2015 and August 21, 2016, between City of Jacksonville ("Jacksonville") and TPH Acquisition LLLP (d/b/a The Parts House) (the "Company") (together with all related agreements, amendments, contracts, exhibits and schedules, the "Agreement")

Dear Sir or Madam:

We are in the process of finalizing a series of transactions (the "Transactions") whereby the Company will transfer control of its existing business to MAIHO III, LLC (the "Buyer"). We are targeting a closing date on or prior to January 31, 2017.

In connection with the Transactions, the Company plans to assign all of its benefits, rights and obligations under its contracts, including the Agreement, to TPH Holdings, LLC, a wholly-owned subsidiary of the Company ("TPH Holdings"), which then will carry on all of the Company's existing business operations (the "Assignment"). Immediately after the Assignment, the Company will sell 80% of its ownership interests in TPH Holdings to the Buyer (the "Change of Control").

This letter constitutes the Company's request that Jacksonville consent to the Assignment and/or the Change of Control, to the extent that such consent of Jacksonville to the Assignment and/or the Change of Control is required under the Agreement. Please indicate your consent by signing where indicated below. With your signature, you acknowledge and agree that: (1) you are authorized to execute and deliver the consent provided hereunder on behalf of Jacksonville; and (2) such consent and the Agreement will remain in full force and effect, without regard to when the closing of the Transactions occurs, provided that, if the closing of the Transactions does not occur, such consent will terminate and be of no further force and effect.

After executing, please return a signed copy of your signature page to me by email to dhonig@thepartshouse.com or by fax to (904) 301-1279.

[The remainder of this page was left blank intentionally.]

10321 Fortune Parkway, Jacksonville, FL 32256, USA

Please let me know if you have any questions regarding the foregoing (phone: (904) 731-3034, ext. 80205). We appreciate your cooperation.

Very truly yours,

David Honig

ACCEPTED AND AGREED as of the ___ day of January, 2017:

City of Jacksonville

By: _____
Print Name: _____
Print Title: _____

SUBJECT: **VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)**

BID # ESC-0535-13 OPEN DATE: **05/29/2013**

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: **FLEET MANAGEMENT DIVISION**

BASIS OF AWARD: **BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA**

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED: 2 OTHER: 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to change the vendor name from TPH Acquisition LLLP d/b/a The Part House to MAIHO III, LLC pending the closing of the assumption of substantially all of the assets of TPH Acquisition LLLP, including the current contract under the same terms and conditions and pricing, by MAIHO III, LLC. Total revised estimated annual expenditure in the amount of $4,553,888.00, and the not to exceed expenditure amount of $17,777,854.34 remains unchanged.

*To be executed by formal contract amendment through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo, Vendor Letter and Previous Awards

ANALYST ANNETTE L. BURNEY

RESPECTFULLY SUBMITTED GREGORY PEASE, CHIEF PROCUREMENT DIVISION

CONCURRENCE BY: C. J. Thompson, Chief, Fleet Management Division

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

MEMBERS APPROVING 5 MEMBERS DISAPPROVING Ø DATE: 1/26/17

OTHER

ACTION OF AWARDING AUTHORITY DATE 1/26/17

APPROVED DISAPPROVED:

Sam E. Mousa
Chief Administrative Officer
For Mayor Lenny Curry
Under Authority of
Executive Order No. 2015-05

OTHER:

SIGNATURE OF AUTHENTICATION

SUBJECT: VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)

BID # ESC-0536-13 OPEN DATE: 05/29/2013

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: FLEET MANAGEMENT DIVISION

BASIS OF AWARD: BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA

NUMBER OF BIDS INVITED: 15 NUMBER RECEIVED: 2 OTHER: 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to utilize the first renewal option with TPH Acquisition L.L.L.P. dba, The Parts House for the period of August 21, 2016 through August 20, 2017. Total revised estimated annual expenditure in the amount of $4,553,888.00 (includes a 4.038% increase, or $1,500.00/month), for a not to exceed expenditure amount of $17,777,854.34

Funding Source: AFFM511FS-05213 - $4,100,000.00 & AFFM511FS-03410 - $453,888.00

*To be executed by formal contract amendment #4 through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo, Vendor Letter and Previous Award

ANALYST ANNETTE L. BURNEY

RESPECTFULLY SUBMITTED GREGORY PEASE, CHIEF PROCUREMENT DIVISION

CONCURRENCE BY: C. J. Thompson, Chief, Fleet Management Division

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

MEMBERS APPROVING 5 MEMBERS DISAPPROVING _____ DATE: 6-16-16

OTHER _____

Teresa R. Eichner

ACTION OF AWARDING AUTHORITY DATE 6/16/16

APPROVED _____ DISAPPROVED: _____

OTHER: _____

Sam E. Mouss
Chief Administrative Officer
Fort Bend County
Under Authority of
Executive Order No. 2015-05

SIGNATURE OF AUTHENTICATION _____

SUBJECT: VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)

BID # ESC-0535-13 OPEN DATE: 05/29/2013

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: FLEET MANAGEMENT DIVISION

BASIS OF AWARD: BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED: 2 OTHER: 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to amend the contract with TPH Acquisition L.L.L.P. dba. The Parts House to clarify the definition of "Discounts and Rebates received by the Contractor" as stated in the attached memo and will be the new paragraph 11 on the contract. This change shall be retro-active to August 21, 2013 and will not require any additional funds for the initial term ending July 15, 2017. Total not to exceed expenditure shall remain the same in the amount of $13,223,966.34.

*To be executed by formal contract amendment #3 through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo, Contract and Previous Award

ANALYST ANNETTE L. BURNEY

RESPECTFULLY SUBMITTED GREGORY PEASE, CHIEF PROCUREMENT DIVISION

CONCURRENCE BY: Crisencio Tongol, Administrator, Fleet Management Division

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

MEMBERS APPROVING 5 MEMBERS DISAPPROVING _____ DATE: 2/4/16

OTHER _____

ACTION OF AWARDING AUTHORITY DATE 2/04/16

APPROVED ✓ DISAPPROVED: _____

Sara E. Mouss
Chief Administrative Officer
For Mayor Lenny Curry
Under Authority of
Executive Order No. 2015-05

OTHER: _____

SIGNATURE OF AUTHENTICATION _____

SUBJECT: VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)

BID # ESC-0535-13 OPEN DATE: 05/29/2013

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT:
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR: FLEET MANAGEMENT DIVISION

BASIS OF AWARD: BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED: 2 OTHER: 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
Recommend approval to increase the award with TPH Acquisition L.L.L.P. dba, The Parts House in the amount of $4,435,888.00
Total revised estimated annual expenditure for the third year of the initial three (3) year period in the amount of $13,223,966.34

Funding Source: OPFM511FS-05213 - $4,000,000.00 OPFM511FS-03410 - $435,888.00
*To be executed by formal contract amendment #2 through the Office of General Counsel (Contract #9902)

Attachments: Recommendation memo and Previous Award

This award is subject to appropriation by the City in the fiscal year beginning October 1, 2015. No funds have been appropriated to date. The City has no obligation for payment and work hereunder is not authorized unless funds are appropriated for the work herein. A written notification will be provided in the event that funds are appropriated.

BUYER _____
ANNETTE L. BURNEY

RESPECTFULLY SUBMITTED _____
GREGORY PEASE, CHIEF
PROCUREMENT DIVISION

CONCURRENCE BY: Karim Kurji, Chief, Fleet Management Division

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

MEMBERS APPROVING 4 MEMBERS DISAPPROVING _____ DATE: 09/10/15

OTHER _____

ACTION OF AWARDING AUTHORITY DATE 9/10/15

APPROVED ✓ DISAPPROVED _____

OTHER: _____

Sam E. Mousa
Chief Administrative Officer
For: Mayor Lenny Curry
Under Authority of
Executive Order No. 2015-05

SIGNATURE OF AUTHENTICATION _____

SUBJECT: VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES - (CSPEC)

BID # ESC-0535-13 OPEN DATE 05/29/2013

COMPETITIVE SEALED PROPOSAL EVALUATION COMMITTEE

KIND AND BASIS OF CONTRACT
SERVICE CONTRACT- THREE (3) YEARS FROM EXECUTED CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS

FOR FLEET MANAGEMENT DIVISION

BASIS OF AWARD: BIDDERS RECEIVING THE HIGHEST SCORE BASED ON EVALUATION CRITERIA

NUMBER OF BIDS INVITED: 16 NUMBER RECEIVED 2 OTHER 1

SUMMARY OF BIDS AND RECOMMENDED ACTIONS:
RECOMMEND APPROVAL OF AWARD TO THE HIGHEST RANKED FIRM, TPH ACQUISITION L.L.L.P. DBA. THE PARTS HOUSE, AS A RESULT OF THE NEGOTIATIONS REFERENCED IN THE ATTACHED MEMO FOR VEHICLE AND EQUIPMENT PARTS MANAGEMENT AND SUPPLY SERVICES. PERIOD OF SERVICE IS THREE (3) YEARS FROM EXECUTION OF CONTRACT WITH TWO (2) ONE (1) YEAR RENEWAL OPTIONS IN THE NOT TO EXCEED AMOUNT OF $3,608,078.34.

FUNDING SOURCE: OPFM511FS-05213 - FOR PARTS
*FUNDING SOURCE FOR MANAGEMENT - TBD

ATTACHMENTS: RECOMMENDATION MEMO, VENDOR LETTER, TABULATION, PREVIOUS AWARD

BUYER ANNETTE L. BURNEY

RESPECTFULLY SUBMITTED GREGORY PEASE, CHIEF PROCUREMENT DIVISION

CONCURRENCE BY: KARIM KURJI, CHIEF OF FLEET MANAGEMENT DIVISION

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

MEMBERS APPROVING 5 MEMBERS DISAPPROVING DATE: 07/11/13

OTHER

ACTION OF AWARDING AUTHORITY DATE

APPROVED DISAPPROVED:

OTHER:

SIGNATURE OF AUTHENTICATION

Karen Bowling
Chief Administrative Officer
For: Mayor Alvin Brown
Under Authority of:
Executive Order No. 2013-04