PALM BEACH COUNTY BOARD OF COUNTY COMMISSIONERS

AGENDA ITEM SUMMARY

Meeting Date: Fe	bruary 6, 2018		Consent	[] Reg	======= Jular
Department:		[]	Workshop		olic Hearing
Submitted By: Dep	partment of Airports				
Submitted For:					•
and the last last last last last last last last					
	I. EXECUT	TIVE BRIE	<u> </u>		
the assignment of the	Staff recommends motion (Consent) with ABM Avia the Airport Parking Facilition 6-0863), as amended, at	ation, Inc., es Manad	, a Georgia co	orporation, o	consenting to
management of PE	y 12, 2016, ABM Parking BIA's parking facilities. M Aviation, Inc., is the so ntywide (AH)	Ihrough	a series of	corporato r	
meets the standards	ustification: The Departure and qualifications to per Aviation, Inc., assumes greement.	torm as o	nerator undor	the Agreer	بالمراا المحمد
Attachments: One	(1) Consent to Assignme	ent by Virtu	ue of Merger		
Recommended By:	Department t	Jirector	=======		====== <u>}</u> e
Approved By:	//Ba/ County Admir	Acc	/	//24 Date	118

II. FISCAL IMPACT ANALYSIS

A. Five Year Summary of Fis	cal Impact:				4
Fiscal Years	<u>2018</u>	<u>2019</u>	<u>2020</u>	<u>2021</u>	<u>2022</u>
Capital Expenditures Operating Costs Operating Revenues Program Income (County) In-Kind Match (County)					
NET FISCAL IMPACT	<u>*</u> \$-0-	\$-0	<u>\$-0-</u>	\$-0-	\$-0 -
# ADDITIONAL FTE POSITIONS (Cumulative)					
Is Item Included in Current Bu Does this item include the us	ıdget? Ye e of federal f	s <u>X</u> Nunds? Yes	o No <u>X</u>		
Budget Account No: Fund <u>4</u> Reporting Car	100 Depar tegory	tment <u>120</u>	Unit	RSource	•
B. Recommended Sources of	f Funds/Sumr	mary of Fisc	al Impact:		
* No fiscal impact.					
C. Departmental Fiscal Revie	w:	1 Suni	<u> </u>		
	III. REVIEW	COMMENT	<u>s</u>		
A. OFMB Fiscal and/or Contra	act Developm	ent and Cor	trol Commer	nts:	
Spylote & OFMB	1/18		Contract	Jawb Dev, and Con	11/16 (18°
B. Legal Sufficiency:					
Assistant County Attorney	1.16.18				
C. Other Department Review:					
Department Director	_				
REVISED 9/03					

ADM FORM 01
(THIS SUMMARY IS NOT TO BE USED AS A BASIS FOR PAYMENT)

Summary of Certificates

This report displays detailed Certificate of Insurance information for a selected Insured. Any items shown in red are deficient.

Thursday, January 04, 2018

Simple View

Certificate Images

Documents

Insured:

ABM Aviation, Inc.

Insured ID: PBI-AB-16-01

Status:

Compliant (with overrides)

ITS Account Number:

PLC2133

Project(s):

Palm Beach County - Airport Properties

Insurance Policy	Required	Provided	<u>Override</u>
General Liability Expiration: 11/1/2018			
General Aggregate:	\$5,000,000	00 000 000	
Products - Completed Operations	#5,000,000	\$6,000,000	X
Aggregate:	\$5,000,000	\$2,000,000	X
Personal And Advertising Injury:	\$5,000,000	\$2,000,000	Χ
Each Occurrence:	\$5,000,000	\$2,000,000	X
Fire Damage:	\$0	\$0	
Medical Expense:	\$0	\$0	
Automobile Liability Expiration: 11/1/2018	All Owned Autos Hired Autos Non-Owned Autos	Any Auto All Owned Autos Hired Autos Non-Owned Autos	
Combined Single Limit:	\$5,000,000	\$5,000,000	
Excess/Umbrella Liability Expiration: 11/1/2018			
Each Occurrence:	\$0	\$10,000,000	
Aggregate Limit:	\$0	\$10,000,000	
Workers Compensation/Employers Liability Expiration: 11/1/2018	WC Stat. Limits	WC Stat. Limits	
Crime and Fidelity Expiration: 11/1/2018	Third Party Liability	not provided	X
Each Occurrence:	\$1,000,000	\$2,000,000	*
Aggregate Limit:	\$1,000,000	\$2,000,000	

Notifications (Show All)

There were no deficiency letters issued.

Do you have an updated Certificate? Click the button below to submit a Certificate.

Certificate Submittal

https://its.insurance tracking services.com/client reports/Problems Specific Rpt. asparation of the contraction of the contra

1/4/2018

ABM AVIATION, INC.

CERTIFICATE OF INCUMBENCY

I, BARBARA L. SMITHERS, hereby certify that I am the duly elected and acting Assistant Secretary of ABM Aviation, Inc. (the "Company"), and do hereby certify the following:

STEPHEN VAUGHN is a duly appointed and incumbent Officer of the Company, and is authorized to act in that capacity on behalf of the Company.

I FURTHER CERTIFY that in his capacity of Officer, Mr. Vaughn is authorized to execute and deliver, on behalf of the Company, an Assignment and Consent of the Airport Parking Facilities Management Agreement Palm Beach International Airport with Palm Beach County.

IN WITNESS WHEREOF, I have hereunto set my signature on this the day of BARBARA L. SMITHERS

State of New York § ss.

County of New York § ss.

County of New York § ss.

On October 1 , 2017, before me, Minerula M. Bandarman Notary Public, personally appeared Barbara L. Smithers, personally known to me or having produced identification identifying him or her as the person whose name is subscribed to the within instrument and acknowledged to me that he or she executed the same in his or her authorized capacity, and that by his or her signature on the instrument, the person, or the entity upon behalf

WITNESS my hand and official seal.

Printed Name: HINGRUA H. BOILET MON

Notary Public

My Commision Expires 17/24 13,2018

of which the person acted, executed the document.

MINERVA M. BENDERMAN Notary Public, State of New York No. 01BE5060064 Qualified in Nassau County Commission Expires May 13, 20 18 Certificate Filed in New York County

CONSENT TO ASSIGNMENT BY VIRTUE OF MERGER

THIS CONSENT TO ASSIGNMENT BY VIRTUE OF MERGER (this "Consent"), is made this December 11, 2017, by Palm Beach County, a political subdivision of the State of Florida ("County") and ABM Aviation, Inc., a Georgia corporation.

WHEREAS, County and ABM Parking Services, Inc., a California corporation, ("ABM Parking") ("Operator") entered into that certain Airport Parking Facilities Management Agreement dated July 12, 2016 (R2016-0863), as amended by that certain First Amendment to Airport Parking Facilities Management Agreement dated August 15, 2017 (R2017-1001) (the "Parking Agreement"); and

WHEREAS, the Parking Agreement provides that Operator shall not sell, transfer, assign, pledge, or otherwise encumber the Agreement, or any portion thereof, without the County's Department of Airports' prior written consent; and

WHEREAS, pursuant to an Agreement of Merger between ABM Parking and ABM Industry Groups, LLC, a Delaware limited liability company ("ABMIG, LLC"), ABM Parking was merged into ABMIG, LLC, as the surviving entity; and

WHEREAS, pursuant to a Distribution Agreement between ABMIG, LLC, and ABM Industries Incorporated, a Delaware corporation, certain aviation assets were distributed, assigned, transferred and delivered to ABM Industries, Incorporated ("ABMII"); and

WHEREAS, pursuant to a Contribution Agreement between ABMII and ABM Aviation, Inc., a Georgia corporation, as a wholly owned subsidiary of ABMII, ABMII contributed, assigned, transferred and delivered certain aviation assets to ABM Aviation, Inc.; and

WHEREAS, ABM Aviation, Inc., has demonstrated it meets the standards and qualifications as proposed by Operator during the initial selection by County, and has the ability to properly operate and manage airport parking facilities, including providing shuttle services, in accordance with the terms and conditions of the Parking Agreement; and

WHEREAS, ABM Aviation, Inc., as the successor and surviving entity of ABM Parking by virtue of merger, desires to assume all rights, duties and obligations as Operator under the Parking Agreement, and requests County's acknowledgement and consent of same.

NOW, THEREFORE, County does hereby acknowledge and consent to the assignment of the Parking Agreement to ABM Aviation, Inc., as the surviving entity of ABM Parking by virtue of merger.

- 1. The County hereby consents to the assignment of the Parking Agreement to ABM Aviation, Inc., as the surviving entity of ABM Parking by virtue of the merger.
- 2. ABM Aviation, Inc., hereby assumes all rights, duties, obligations and liabilities as Operator under the Parking Agreement.

IN WITNESS WHEREOF, County and ABM Aviation, Inc., have duly executed this Consent as of the day and year first written above.

Signed, sealed and delivered in the	ABM AVIATION, INC.
m. Gunett	By: Signature
Matthew A. Barrett Print Name	Print Name
Mr. Phy	Title ASJUPAN JERREPORY
Chris Ridge Print Name	(Seal)
WITNESSES: Signature Print Name Of Proc. P. O. C. C.	PALM BEACH COUNTY, A POLITICAL SUBDIVISION OF THE STATE OF FLORIDA By: Director of Airports
Signature Debrat Reest Print Name	APPROVED AS TO FORM AND LEGAL SUFFICIENCY By: Ame Sugart County Attorney