



February 21, 2024

Eduardo Hernandez, Procurement Specialist
Finance Department / Procurement Division
2800 SW 72nd Avenue
Miami, FL 33155

Re: City of Coral Gables Trolley Operation Services RFP No. 2024-001

Dear Eduardo Hernandez:

MV Transportation, Inc. and all subsidiaries, joint ventures, partnerships, and affiliates (or MV) greatly appreciate the opportunity to submit its proposal in response to the City of Coral Gables' Request for Proposal Number 2024-001 for Trolley Operation Services.

We are proud of our history of passenger transportation, and we offer high-quality service delivered by qualified and professional people. MV's proposal honors its Teamsters Local Union 769 and knows the true operating costs in this market. The company is confident that its proposed operating approach offers the best value for the City.

As required, MV's proposed operating plan is contained herein. This plan is built on our promise to our customers, our passengers, and our employees:

We always place the safety and security of our passengers, our employees, and our communities above all else. We work collaboratively within our workplace, our business partnerships, and our community to improve the quality of life. We strive to pursue new ideas to bring value to our customers.

MV acknowledges receipt of Addenda:

- Addendum #1 dated February 15, 2024

I am your primary contact for this procurement, and I am authorized to make representations for MV Transportation, Inc., to include all its subsidiaries, joint ventures, partnerships, and affiliates (the bidding entity). If awarded the contract, the Contracting Party will be MV Contract Transportation, Inc.

You can reach me at (386) 317-1617 or tina.lainhart@mvtransit.com. Additionally, Robert Hatchett, senior vice president, will serve as your secondary contact; you can contact Robert at (832) 622-1730 or robert.hatchett@mvtransit.com. Please direct all correspondence related

to this and all future procurements to MV's bid office located at 750 Mason Street, Suite 105, Vacaville, CA 95688.

Thank you for your consideration; I encourage you to select MV Transportation as your partner for the provision of the Trolley Operation Services. We look forward to working with you throughout this procurement.

Sincerely,

A handwritten signature in blue ink, reading "Tina M. Lainhart".

Tina Lainhart
Vice President, Business Development

City of Coral Gables, FL Trolley Operation Services

Request for Proposals RFP No. 2024-001

Proposal Due Date: February 22, 2024

EXECUTIVE SUMMARY:

TROLLEY OPERATION SERVICES



Executive Summary

Continued Success

The City of Coral Gables' (the City's) trolley operations serves over one million passengers annually, and the vintage-style trolley is beloved by tourists and residents alike. As a long-term provider of these services, MV uniquely understands operations and offers an exceptional solution in the next term. MV offers extensive experience in this service domain and direct experience overseeing the City's Trolley service in Miami-Dade County since 2017.

MV is backed by a strong national presence and tremendous experience managing services of similar size and scope. Our proposal to the City of Coral Gables Trolley Operations presents a comprehensive solution to meet the evolving landscape and embrace innovative approaches contributing to service excellence.

Putting Customers First

MV is proud of consistently delivering exceptional service to City's passengers, as evidenced by numerous positive reviews the passengers leave for the staff and on platforms such as TripAdvisor. The commendations often highlight the professionalism and reliability of our vehicle operators and MV's dedication to exceeding passenger expectations.

"The drivers are very friendly and can give advice on how to connect with the Free Miami Trolleys. We took one up and down Ponce de Leon St and jumped on and off at several locations. Our driver also pointed out where we could change to a Miami Trolley and visit Little Havana." –TripAdvisor

This favorable reception from the ridership within the City encourages our team to ensure every interaction reflects our superior service delivery standards. These testimonials serve as a testament to our ongoing efforts to provide unparalleled customer experiences, affirming our role as a trusted transportation provider.



Reinaldo "Rey" Munoz with his Katherine McClary MV Operator of the Year Award, 2020. Rey truly believes in MV's and City's mission to provide a pleasant experience for his passengers.

Kevin Kinney, Coral Gables Parking Director who oversees trolley operations, spoke particularly of Rey's professionalism and customer-friendly nature and that they are proud to have him on the team.

As we look into the future, MV will continue to build upon our existing operating plan and identify key areas of improvement and ways our team can support the City. Our solution assumes the following ways to partner with the City, going above and beyond the scope of the RFP:

- Service with continued leadership of a responsive and dedicated local team;
- Operational model with safety as the foundation, backed by safety-oriented technological solutions;
- Commitment to providing excellent customer service for each passenger;
- Reliable service that is both resident- and tourist-friendly.

Our Solutions for the Next Term

Reliable and Experienced Local Leadership

General Manager Frasmo Cardona and Operations Supervisor Hector Manon will support the City's Trolley services. Hector offers nearly 50 years of transportation experience to these services – an incredible feat that will prove critical in the next term.

Frasmo and Hector have succeeded exceptionally in their roles, benefiting the City and MV. Their tenured leadership reflects their experience and understanding of these services, with the necessary expertise to meet and exceed City's short-term and long-term needs.

With Frasmo's dedicated role to City's operations and continued support from his team, MV is confident that our team will continue their impactful contributions to these services.



Operations Supervisor Hector Manon and General Manager Frasmo Cardona at the City of Coral Gables' Career Day event held at the Coral Gables Museum

Operations Supervisor Hector Manon's transportation experience of 50 years will prove vital in MV's strategic initiatives and for our local team's informed decisions.

In the next term, Hector and Frasco's insights and knowledge will be instrumental in ensuring seamless continuity of services. Frasco and his entire team at the City of Coral Gables are proactive in meeting the City's goals. Their commitment to excellence, especially in customer service and safety areas, instills a culture of continuous improvement.

For instance, Hector and Frasco meet weekly with the Coral Gables staff to review service ridership, headway averages, comments and concerns from the prior week and work on an action plan. They strongly believe that transit is an ever-evolving industry, and we must evolve with it.



Pictured above: Assistant Director of Mobility and Sustainability at City of Coral Gables Matt Anderson, MV's Operations Supervisor Hector Manon, and MV's Senior Vice President of Operations Randy Frantz.

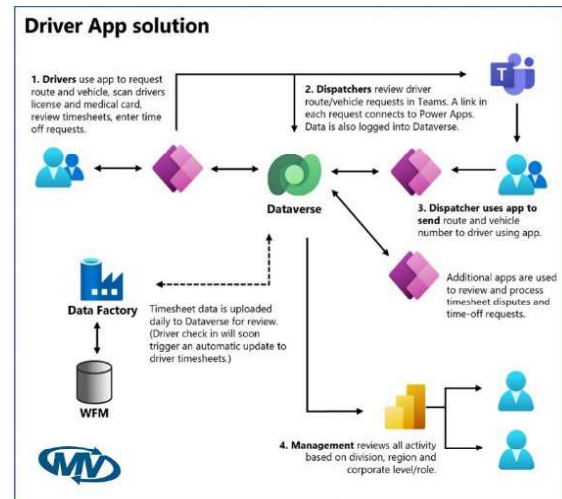
Ongoing Corporate Support

Regional Support Team	Experience
Regional Vice President Randy Frantz	<ul style="list-style-type: none"> Randy is an innovative transportation professional with over 15 years of leadership experience. He will continue to be the primary liaison for these operations, valued for his leadership and operational excellence. He will be an excellent resource to the City of Coral Gables for the City's current and future needs.
Director of Safety Chris Leighty	<ul style="list-style-type: none"> Chris has more than 30 years of safety management experience. He is primarily responsible for the implementation and monitoring of safety programs. Chris will continue to oversee all safety operations for the City's services.
Director of Finance Christine DiPietro	<ul style="list-style-type: none"> Christine serves MV's southeast region with all the company's financial matters. She has more than 25 years of experience working in the financial sector.

Regional Support Team	Experience
<p>Director of Human Resources Donna Harper</p>	<ul style="list-style-type: none"> • At City of Coral Gables, Christine will maintain financial records and align with MV's best practices. • With 25 years in the transportation industry, Donna supports human resources and labor relations. • She lends strategic guidance to MV's leadership team for the City. • Donna's knowledge and experience will be crucial in implementing and recruiting strategies in the new term.

Technologies to Drive Our Program

MV Driver App: MV developed the MV Driver App to allow operators to conduct contactless dispatch, time off requests, timesheet reviews, and unusual incident reporting via a kiosk or mobile phone, where applicable. While the MV Driver App eliminates paper, it also streamlines these important processes for the employee and company, allowing for improved tracking and reporting data. MV Driver App provides a platform to add additional forms and operational processes to improve efficiency and quality further and reduce additional paper. With our early success, we expect this to become the "go-to" app for MV drivers across the company. MV improved the operator experience with a new process called Contactless Dispatch.



DriveCam: MV will upgrade the current DriveCam units to the latest DriveCam SF400 versions on all vehicles. This on-vehicle camera system allows MV to monitor operator performance for better service delivery and safety. MV works with DriveCam's managed services team, which helps the local management team to remain focused on successful service delivery.

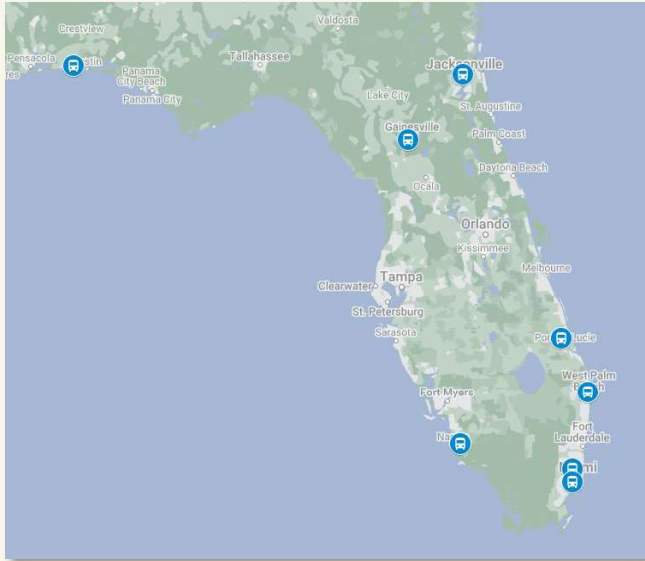
Mobileye: Mobileye Collision Avoidance System alerts operators to imminent collisions, including other vehicles, pedestrians, and other obstacles. Our team uses the Mobileye Collision Avoidance System to prevent incidents from occurring. This system aims to reduce accidents due to human error. The unit alerts the operator of an impending collision with an audible alert -



stopping incidents before they occur. This system enhances the capabilities of the DriveCam system already in use for these services.

MV Insights (Optional): MV Insights is our proprietary platform that provides visibility to key performance indicators (KPIs) such as on-time performance, productivity, route performance, call center performance, complaints, accidents, and miles between road failures. MV Insights ingests data from various technological platforms, including CAD/AVL, accident and incident reporting, complaint tracking systems, and maintenance management systems, including the Trapeze Enterprise Asset Management system used by MV. As an optional addition to our contract, MV can work directly with ETA Spotlight AVL to integrate its data into the MV Insights platform to provide the City with the best possible dashboards that represent accurate and timely data.

MV will provide the City with access to dashboards generated through MV Insights that will allow for real-time monitoring of our performance. Our local management team will use these dashboards to manage the system proactively. Additionally, our Professional Services team can train our local teams to ensure that data is entered correctly into the source systems to ensure the quality of the reports and dashboards we use.



Strong Local Presence in Florida

MV's presence in the State of Florida will be a distinguishing factor in the new term as MV is uniquely poised to share resources if needed. The City of Coral Gables will benefit from the combined strength of MV's operations and an established local tenured team.

MV has experience operating in Florida since 2002 and has steadily expanded its presence throughout the state. We have successfully established partnerships with our Florida clients, consistently delivering operational transparency and customer satisfaction.

The Future for the City of Coral Gables and MV is Bright

MV takes pride and values our seven-year collaboration with City, having managed City's operations since 2017. Throughout this time, we have navigated various successes and challenges together, including the recent global pandemic, emerging with a stronger relationship as a result. Looking ahead, MV is poised to improve our partnership with the City with our tailor-made solutions and a shared dedication to providing passengers with safe transportation. We are committed to serving as an advocate and representative of the City of Coral Gables.

SUBMITTAL I: TITLE PAGE, TABLE OF
CONTENTS, REQUIRED FORMS, AND
MINIMUM QUALIFICATION REQUIREMENTS

TROLLEY OPERATION SERVICES



Submittal I: Title Page, Table of Contents, Required Forms, and Minimum Qualification Requirements

- a) Show the RFP Number and Title, the name of your firm, address, and telephone number, name of contact person, e-mail address, and date.
- b) Provide a Table of Contents in accordance with and in the same order as the respective "Sections" listed below. Clearly identify the material by section and page number.
- c) Fill out, sign, and submit the Proposer's Acknowledgement Form.
- d) Fill out and submit the Solicitation Submission Checklist.
- e) Fill out, sign, notarize (as applicable), and submit the Proposer's Affidavit and Schedules A through H.
- f) Fill out, E-Verify Affidavit
- g) Minimum Qualification Requirements: submit detailed, verifiable information affirmatively documenting compliance with the Minimum Qualifications Requirements shown in Section 3.
- h) Fill out, Lobbyist Registration & Oral Presentation Forms.

a. Title Page

City of Coral Gables, FL Trolley Operation Services

Request for Proposals

RFP No. 2024-001

Date: February 21, 2024

Submitted To:

City of Coral Gables

Eduardo Hernandez, Procurement Specialist
Finance Department / Procurement Division
2800 SW 72nd Avenue
Miami, FL 33155
p: (305) 460-5108
e: ehernandez2@coralgables.com

Submitted By:

MV Transportation, Inc.

Tina Lainhart, Vice President of Business Development
2711 N. Haskell Avenue, Suite 1500 LB-2
Dallas, TX 75204
p: (386) 317-1617
e: tina.lainhart@mvtransit.com
www.mvtransit.com

MV Transportation, Inc. is a federal contractor or subcontractor which complies fully with Executive Order 11246, as amended, and the applicable regulations contained in 41 C.F.R. Parts 60-1 through 60-60; 29 U.S.C. Section 793 and the applicable regulations contained in 41 C.F.R. Part 60-741; 38 U.S.C. Section 4212 and the applicable regulations contained in 41 C.F.R. Part 60-250 and/or 60-300; and 29 CFR Part 471, Appendix A. MV is an Equal Employment Opportunity/Affirmative Action Employer.



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c. Proposer's Acknowledgement Form

Please see the completed, signed Proposer's Acknowledgement following this section.

d. Solicitation Submission Checklist

Please see the completed Solicitation Submission Checklist following this section.

MV has included the certificate of insurance, insurance documents, performance and payment bond letter, and our Best AM Rating document in the Appendix of this proposal.

Additionally, MV's bid bond was mailed to the address provided in the Proposer's Acknowledgement form. A separate copy of the bid bond is also uploaded on the INFOR portal as part of the proposal submission.

e. Proposer's Affidavit and Schedules A through H

Please see the completed, signed, and notarized Proposer's Affidavit and Schedules A through H following this section.

f. E-Verify Affidavit

Please see the completed, signed, and notarized E-Verify Affidavit following this section.

g. Minimum Qualifications Requirement

A) Proposers Shall:

1) Regular Engagement with Similar Scope and Size

Be regularly engaged in the business of providing services similar in scope and size as described in the "Scope of Services" for a minimum of five (5)



years. Bidder's ability to demonstrate the minimum of five (5) years shall be verified through bidder's references provided.

Please see the completed Attachment A - Reference Form in Submittal IV: Past Performance and References.

2) References

Provide a minimum of three (3) similar engagements satisfactorily performed in the last five (5) years. All references must outline the specific dates when the service(s) were provided and cover the full minimum number of years of experience as stated above.

At least one (1) of the references' start date must cover the five (5) year period from the issuance of this solicitation.

Please see the completed Attachment A - Reference Form in Submittal IV: Past Performance and References.

3) Financial Statements

Provide financial statements for each of their last two (2) complete fiscal years. Such statements should include, at a minimum, balance sheets (statements of financial position) and statements of profit and loss (statement of net income). Statements shall be certified by an independent Certified Public Accountant.

Please see MV's audited financial statements from the past two years in the Appendix of this proposal.

4) Record Against the City

Have no record of judgments, bankruptcies, pending lawsuits against the City or criminal activities involving moral turpitude, and not have any conflicts of interest that have not been waived by the City Commission.

MV has no record of judgments, bankruptcies, pending lawsuits against the City or criminal activities involving moral turpitude and does not have any conflicts of interest that have not been waived by the City Commission.

B) Key Personnel:

1) The Supervisor

The Supervisor assigned to the Contract shall have a minimum of three (3) years' experience managing a transit system comparable to the City of Coral Gables Trolley Operation. A resume must be provided with the proposal submittal, in accordance with the Submissions requirements, Section 6 of this RFP.

Please see Submittal II, Qualifications and Experience of Proposed Key Personnel, for our proposed General Manager's qualifications and resume.

C) Proposer Will:

1) Certificate of Good Standing with the State of Florida

Provide proof of active status or documentation evidencing Proposer is currently seeking active status with the Florida Department of State, Division of Corporation. Submittals: Current Florida Department of State, Division of Corporation certificate or equivalent document.

Please see MV Transportation's and MV Contract Transportation's Certificates of Good Standing with the State of Florida with the Proposer's Affidavit and Schedules A through H.

h. Lobbyist Registration and Oral Presentation Forms

Please see the completed, signed Lobbyist Registration Form and the completed, signed, and notarized Oral Presentation Form (Lobbyist Affidavit) following this section.

PROPOSER'S ACKNOWLEDGMENT FORM

CITY OF CORAL GABLES, FL

2800 SW 72nd Avenue, Miami, FL 33155
Finance Department / Procurement Division
Tel: 305-460-5102 / Fax: 305-261-1601

PROPOSER'S ACKNOWLEDGEMENT

RFP Title: TROLLEY OPERATION SERVICES	Electronic submittals must be received prior to 2:00 p.m., Thursday, February 22, 2024, via INFOR and will remain valid for 120 calendar days. Submittals received after the specified date and time will not be accepted. Contact: Eduardo Hernandez Title: Procurement Specialist Telephone: 305-460-5108 Email: ehernandez2@coralgables.com contracts@coralgables.com
RFP No.: 2024-001 A cone of silence is in effect with respect to this RFP. The Cone of Silence prohibits certain communication between potential vendors and the City. For further information, please refer to the City Code Section 2-1027 of the City of Coral Gables Procurement Code.	

Proposer Name: MV Transportation, Inc.	FEIN or SS Number: FEIN: 94-2491705
Complete Mailing Address: 2711 N. Haskell Ave., Ste. 1500, LB-2, Dallas, TX 75204	Telephone No.: (386) 317-1617
	Cellular No.: (386) 317-1617
Indicate type of organization below: Corporation: <input checked="" type="checkbox"/> Partnership: <input type="checkbox"/> Individual: <input type="checkbox"/> Other: <input type="checkbox"/>	Fax No.: (707) 446-4177
Bid Bond/Security Bond <u>5</u> %	Email: tina.lainhart@mvtransit.com

ATTENTION: THIS FORM ALONG WITH ALL REQUIRED RFP FORMS MUST BE COMPLETED, SIGNED (PREFERABLY IN BLUE INK), AND SUBMITTED WITH THE RESPONSE PRIOR TO THE SUBMITTAL DEADLINE. FAILURE TO DO SO MAY DEEM PROPOSER NON-RESPONSIVE.

THE PROPOSER CERTIFIES THAT THIS SUBMITTAL IS BASED UPON ALL CONDITIONS AS LISTED IN THE RFP DOCUMENTS AND THAT THE PROPOSER HAS MADE NO CHANGES IN THE RFP DOCUMENT AS RECEIVED. THE PROPOSER FURTHER AGREES IF THE RFP IS ACCEPTED, THE PROPOSER WILL EXECUTE AN APPROPRIATE AGREEMENT FOR THE PURPOSE OF ESTABLISHING A FORMAL CONTRACTUAL RELATIONSHIP BETWEEN THE PROPOSER AND THE CITY OF CORAL GABLES FOR THE PERFORMANCE OF ALL REQUIREMENTS TO WHICH THIS RFP PERTAINS. FURTHER, BY SIGNING BELOW PREFERABLY IN **BLUE INK**, ALL RFP PAGES ARE ACKNOWLEDGED AND ACCEPTED AS WELL AS ANY SPECIAL INSTRUCTION SHEET(S) IF APPLICABLE. THE UNDERSIGNED HEREBY DECLARES (OR CERTIFIES) ACKNOWLEDGEMENT OF THESE REQUIREMENTS AND THAT HE/SHE IS AUTHORIZED TO BIND PERFORMANCE OF THIS RFP FOR THE ABOVE PROPOSER.

Dorothea DePrisco 
Authorized Name and Signature

Assistant Corporate Secretary
Title

2/21/2024
Date

SECRETARY'S CERTIFICATES

MV CONTRACT TRANSPORTATION, INC.

SECRETARY'S CERTIFICATE

January 10, 2024

The undersigned, being the Secretary of MV Contract Transportation, Inc., a Delaware corporation (the "Company"), hereby certifies, in his capacity as Secretary of the Company, the following:

1. The following officers have been duly appointed by the Board of Directors to the office set forth opposite their name:

Kevin Klika, President and Chief Operating Officer
Erin Niewinski, Chief Financial Officer
Christopher Burls, Secretary
Dorothea DePrisco, Assistant Secretary

2. The officers listed herein are authorized, in the name and on behalf of the Company, to conduct business on behalf of the Company, to submit proposals, and to enter into and bind the Company to contracts related to the Company's operations, consistent with internal approval requirements.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate to be effective as of the date set forth above.



Christopher Burls, Secretary

MV TRANSPORTATION, INC.

SECRETARY'S CERTIFICATE

January 10, 2024

The undersigned, being the Secretary of MV Transportation, Inc., a California corporation (the "Company"), hereby certifies, in his capacity as Secretary of the Company, the following:

1. The following officers have been duly appointed by the Board of Directors to the office set forth opposite their name:

Kevin Klika, President and Chief Operating Officer
Erin Niewinski, Chief Financial Officer
Scott Sosnowski, Chief Sales Officer
Christopher Burls, Secretary
Dorothea DePrisco, Assistant Secretary
Rebecca Chartan, Assistant Secretary

2. The officers listed herein are authorized, in the name and on behalf of the Company, to conduct business on behalf of the Company, to submit proposals, and to enter into and bind the Company to contracts related to the Company's operations, consistent with internal approval requirements.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate to be effective as of the date set forth above.



Christopher Burls, Secretary

SOLICITATION SUBMISSION CHECKLIST

SOLICITATION SUBMISSION CHECKLIST

Request for Proposals (RFP) No. 2024-001

COMPANY NAME: (Please Print): MV Transportation, Inc.

Phone: (386) 317-1617

Email: tina.lainhart@mvtransit.com

A response package numbered by page must be submitted ELECTRONICALLY via INFOR. Please provide the PAGE NUMBER of your solicitation response in the blanks provided as to where compliance information is located in your Submittal for each of the required submittal items listed below:

SUBMITTAL - SECTION I: TITLE PAGE, TABLE OF CONTENTS, REQUIRED FORMS, AND MINIMUM QUALIFICATION REQUIREMENTS.

- 1) Title Page: Show the RFP number and title, the name of your firm, address, telephone number, name of contact person, e-mail address, and date. **PAGE #** 10
- 2) Provide a Table of Contents in accordance with and in the same order as the respective "Sections" listed below. Clearly identify the material by section and page number. **PAGE #** 11
- 3) Fill out, sign, and submit the Proposer's Acknowledgement Form. **PAGE #** 16
- 4) Fill out and submit the Solicitation Submission Check List. **PAGE #** 18-20
- 5) Fill out, sign, notarize (as applicable), and submit the Proposer's Affidavit and Schedules A through H. **PAGE #** 22-34
- 6) Fill out, E-Verify Affidavit **PAGE #** 36-37
- 7) Minimum Qualification Requirements: submit detailed verifiable information affirmatively documenting compliance with the Minimum Qualifications Requirements shown in Section 3. **PAGE #** 12-14
- 8) Fill out, Lobbyist Registration & Oral Presentation Forms **PAGE #** 39-43

SUBMITTAL - SECTION II: EXPERIENCE AND PROPOSER'S QUALIFICATIONS

(i) FOR PROPOSER:

- 1) Provide a complete history and description of your company, including, but not limited to, the number of years in business, size, number of employees, office location, copy of applicable licenses/certifications, credentials, capabilities, and capacity to meet the City's needs. **PAGE #** 48-51
- 2) Describe the Proposer's relevant knowledge and experience in providing the services described in the "Scope of Services" to public sector agencies similar in size to the City of Coral Gables. **PAGE #** 51-53

- 3) Provide financial statements for each of their last two (2) complete fiscal years. Such statements should include, at a minimum, balance sheets (statements of financial position) and statements of profit and loss (statement of net income). Statements shall be certified by an independent Certified Public Accountant.

PAGE # 53

(ii) FOR KEY PERSONNEL:

- 1) Provide a summary of the qualifications, copy of applicable licenses/certifications, and experience of all proposed key personnel. Include resumes (listing experience, education, licenses/certifications) for your proposed key personnel and specify the role and responsibilities of each team member in providing the services outlined in the RFP. Provide an organizational chart of all key personnel that will be used. For each key team member, please describe the experience in providing the services solicited herein.

PAGE # 54-56

SUBMITTAL - SECTION III: PROJECT APPROACH AND METHODOLOGY

- 1) Describe in detail your approach to performing the services solicited herein. Include detailed information, as applicable, which addresses, but need not be limited to: understanding of the RFP scope and requirements, implementation plan and communication with City staff and Consultants. Indicate how the Proposer intends to positively and innovatively work with the City in providing the services outlined in this RFP.

PAGE # 82-90

- 2) Provide a detailed description of the service, including but not limited to:

- a. Recent, current, and projected workload of the Proposer and key personnel and how the potential contract will fit into the Proposer's workload. For each current and projected engagement, please indicate the following:

- Client name
- Current and/or projected workload
- Personnel assigned

- b. Proposer's experience with similar trolley operation services.

PAGE # 91-94

- 3) Provide a comprehensive description of your proposed ability to meet or exceed all of the operational requirements and equipment.

PAGE # 94-124

SUBMITTAL – SECTION IV: PAST PERFORMANCE AND REFERENCES

- 1) Using the required Attachment A - Reference Form, provide a minimum of three (3) references (but no more than five (5) for which Proposer has performed similar scope of services in the last five (5) years. **DO NOT include work/services performed for the City of Coral Gables or City employees as reference (City related experience will be outlined in the request below).**

PAGE # 51-53,128

- 2) List all contracts for which the Proposer as performed (past and present) as a PRIME for the City of Coral Gables. The City will review all contracts the Proposer has performed for the City. Any and all Proposer's performance records (satisfactory and unsatisfactory) will be utilized in the evaluation process regardless of the type of work performed for the city.

PAGE # 128

- 3) Provide a list with contact information of all public sector clients in the last ten (10) years, and include if any, that have discontinued use of Proposer's services within the last two (2) years and indicate the reasons for the same. Additionally, please provide any documentation related to performance issues of the current or past contracts to include any non-performance reports or notices to cure. The City reserves the right to contact any reference or current customer identified as part of the evaluation process.

PAGE # 128

- 4) Please identify each incident within the last five (5) years where a civil, criminal, administrative, other similar proceeding was filed or is pending, if such proceeding arises from or is a dispute concerning the Proposer's rights, remedies or duties under a contract for the same or similar type services to be provided under this RFP (*Refer to Attachment B, Affidavit D*).

PAGE # 128

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SUBMITTAL – SECTION V: AGREEMENT COMMENTS/EXCEPTIONS

- 1) Please follow the instructions as outlined in Section 1.6 Agreement Execution. The acceptance of or any exceptions taken to the terms and conditions of the City's Agreement shall be considered a part of a Proposer's submittal and will be considered by the Evaluation Committee. **PAGE #** 139

SUBMITTAL – SECTION VI: PROPOSAL PRICE PROPOSAL

- 1) Provide pricing as outlined in INFOR via the Line Items tab for Trolley Operation Services. **PAGE #** 148

-- NOTICE --

BEFORE SUBMITTING YOUR RFP RESPONSE MAKE SURE YOU:

- ☒ 1. Carefully read and have a clear understanding of the RFP, including the Scope of Services and enclosed Professional Services Agreement (*draft*).
- ☒ 2. Carefully follow the Submission Requirements outlined in Section 6 of the RFP and ensure you have submitted all of the required information. **DO NOT INCLUDE A COPY OF THE ORIGINAL SOLICITATION.**
- ☒ 3. **Prepare and submit ONE (1) electronic copy via INFOR.**
- ☒ 4. Make sure your Response is submitted prior to the submittal deadline. **Late responses will not be accepted.**

FAILURE TO SUBMIT THIS CHECKLIST AND THE REQUESTED DOCUMENTATION MAY RENDER YOUR RESPONSE SUBMITTAL NON-RESPONSIVE AND CONSTITUTE GROUNDS FOR REJECTION. THIS PAGE IS TO BE RETURNED WITH YOUR RESPONSE PACKAGE.

PROPOSER'S AFFIDAVIT AND SCHEDULES A THROUGH H

PROPOSER'S AFFIDAVIT

SOLICITATION: RFP 2024-001 Trolley Operation Services

SUBMITTED TO: City of Coral Gables
Procurement Division
2800 SW 72 Avenue
Miami, Florida 33155

The undersigned acknowledges and understands the information contained in response to this solicitation and the referenced Schedules A through H shall be relied upon by Owner awarding the contract and such information is warranted by the Proposer to be true and correct. The discovery of any omission or misstatements that materially affects the Proposer's ability to perform under the contract shall be cause for the City to reject the solicitation submittal, and if necessary, terminate the award and/or contract. I further certify that the undersigned name(s) and official signatures of those persons are authorized as *(Owner, Partner, Officer, Representative or Agent of the Proposer that has submitted the attached Response)*. Schedules A through H are subject to Local, State and Federal laws (as applicable); both criminal and civil.

- SCHEDULE A – STATEMENT OF CERTIFICATION
- SCHEDULE B – NON-COLLUSION AND CONTINGENT FEE AFFIDAVIT
- SCHEDULE C – DRUG-FREE STATEMENT
- SCHEDULE D – PROPOSER'S QUALIFICATION STATEMENT
- SCHEDULE E – CODE OF ETHICS, CONFLICT OF INTEREST, AND CODE OF SILENCE
- SCHEDULE F – AMERICANS WITH DISABILITIES ACT (ADA)
- SCHEDULE G – PUBLIC ENTITY CRIMES
- SCHEDULE H – ACKNOWLEDGEMENT OF ADDENDA

This affidavit is to be furnished to the City of Coral Gables with its RFP response. It is to be filled in, executed by the Proposer and notarized. If the response is made by a Corporation, then it should be executed by its Chief Officer. This document MUST be submitted with the response.



Authorized Name and Signature

President / COO
Title

02/08/2024
Date

STATE OF Texas

COUNTY OF Dallas

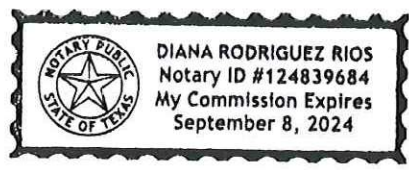
On this 8th day of February, 2024, before me the undersigned Notary Public of
the State of Texas, personally appeared Kevin Klika
(Name(s) of individual(s) who appeared before Notary)

And whose name(s) is/are subscribes to within the instrument(s), and acknowledges it's
execution.

Diana R. Rios
NOTARY PUBLIC, STATE OF Texas

Diana R. Rios
(Name of notary Public; Print, Stamp or
Type as Commissioned.)

NOTARY PUBLIC
SEAL OF OFFICE:



Personally know to me, or Produced
Identification:

Known to me
(Type of Identification Produced)

SCHEDULE "A" - CITY OF CORAL GABLES – STATEMENT OF CERTIFICATION

Neither I, nor the firm, hereby represented has:

- a. employed or retained for a commission, percentage brokerage, contingent fee, or other consideration, any firm or person (other than a bona fide employee working solely for me or the Proposer) to solicit or secure this contract.
- b. agreed, as an express or implied condition for obtaining this contract, to employ or retain the services of any firm or person in connection with carrying out the contract, or
- c. paid, or agreed to pay, to any firm, organization or person (other than a bona fide employee working solely for me or the Proposer) any fee, contribution, donation or consideration of any kind for, or in connection with, procuring or carrying out the contract except as here expressly stated (if any):

SCHEDULE "B" - CITY OF CORAL GABLES - NON-COLLUSION AND CONTINGENT FEE AFFIDAVIT

1. He/she is the Kevin Klika
(Owner, Partner, Officer, Representative or Agent)

of the Proposer that has submitted the attached response.

2. He/she is fully informed with respect to the preparation and contents of the attached response and of all pertinent circumstances respecting such response;
3. Said response is made without any connection or common interest in the profits with any other persons making any response to this solicitation. Said response is on our part in all respects fair and without collusion or fraud. No head of any department, any employee or any officer of the City of Coral Gables is directly or indirectly interested therein. If any relatives of Proposer's officers or employees are employed by the City, indicate name and relationship below.

None of MV's current staff have any personal relationship to any employee of the City of Coral Gables.

Name: _____ Relationship: _____

Name: _____ Relationship: _____

4. No lobbyist or other Proposer is to be paid on a contingent or percentage fee basis in connection with the award of this Contract.

SCHEDULE "C" CITY OF CORAL GABLES – VENDOR DRUG-FREE STATEMENT

Preference may be given to vendors submitting a certification with their bid/proposal certifying they have a drug-free workplace in accordance with Section 287.087, Florida Statutes. This requirement affects all public entities of the State and becomes effective January 1, 1991. The special condition is as follows:

1. Publish a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession, or use of a controlled substance is prohibited in the workplace and specifying the actions that will be taken against employees for violations of such prohibition.
2. Inform employees about the dangers of drug abuse in the workplace, the business's policy of maintaining a drug-free workplace, any available drug counseling, rehabilitation, and employee assistance programs, and the penalties that may be imposed upon employees for drug abuse violations.
3. Give each employee engaged in providing the commodities or contractual services that are under solicitation a copy of the statement specified in subsection (1).
4. In the statement specified in subsection (1), notify the employees that, as a condition of working on the commodities or contractual services that are under solicitation, the employee will abide by the terms of the statement and will notify the employer of any conviction of, or plea of guilty or nolo contendere to, any violation of chapter 893 or of any controlled substance law of the United States or any state, for a violation occurring in the workplace no later than five (5) days after such conviction.
5. Impose a sanction on, or require the satisfactory participation in a drug abuse assistance or rehabilitation program if such is available in the employee's community, by any employee who is so convicted.
6. Make a good faith effort to continue to maintain a drug-free workplace through implementation of this section. As the person authorized to sign the statement, I certify that this form complies fully with the above requirements.

The company submitting this solicitation has established a Drug Free work place program in accordance with State Statute 287.087

SCHEDULE "D" CITY OF CORAL GABLES – PROPOSER'S QUALIFICATION STATEMENT

The undersigned declares the truth and correctness of all statements and all answers to questions made hereinafter:

GENERAL COMPANY INFORMATION:

Company Name: MV Transportation, Inc.

Address: 2711 N. Haskell Ave., Ste. 1500, LB-2 Dallas TX 75204
Street City State Zip Code

Telephone No: (386) 317-1617 Fax No: (707) 446-4177 Email: tina.lainhart@mvtransit.com

How many years has your company been in business under its present name? 48 Years

If Proposer is operating under Fictitious Name, submit evidence of compliance with Florida Fictitious Name Statue:

Not applicable.

Under what former names has your company operated? : Please see attached.

At what address was that company located? Please see attached.

Is your Company Certified? Yes X No If Yes, **ATTACH COPY** of Certification.

Is your Company Licensed? Yes X No If Yes, **ATTACH COPY** of License

Has your company or its senior officers ever declared bankruptcy?

Yes No X If yes, explain:

LEGAL INFORMATION:

Please identify each incident ***within the last five (5) years*** where a civil, criminal, administrative, other similar proceeding was filed or is pending, if such proceeding arises from or is a dispute concerning the Proposer's rights, remedies or duties under a contract for the same or similar type services to be provided under this RFQ ***(A response is required. If applicable please indicate "none" or list specific information related to this question. Please be mindful that responses provided for this question will be independently verified)***:

Please see attached.

Has your company ever been debarred or suspended from doing business with any government entity?

Yes No X If Yes, explain

**SCHEDULE "E" CITY OF CORAL GABLES – CODE OF ETHICS, CONFLICT OF INTEREST, AND
CONE OF SILENCE**

THESE SECTIONS OF THE CITY CODE CAN BE FOUND ON THE CITY'S WEBSITE, UNDER GOVERNMENT, CITY DEPARTMENT, PROCUREMENT, PROCUREMENT CODE (CITY CODE CHAPTER 2 ARTICLE VIII); SEC 2-1023; SEC 2-606; AND SEC 2-1027, RESPECTIVELY.

IT IS HEREBY ACKNOWLEDGED THAT THE ABOVE NOTED SECTIONS OF THE CITY OF CORAL GABLES CITY CODE ARE TO BE ADHERED TO PURSUANT TO THIS SOLICITATION.

**SCHEDULE "F" CITY OF CORAL GABLES - AMERICANS WITH DISABILITIES ACT (ADA)
DISABILITY NONDISCRIMINATION STATEMENT**

I understand that the above named firm, corporation or organization is in compliance with and agreed to continue to comply with, and assure that any sub-contractor, or third party contractor under this project complies with all applicable requirements of the laws listed below including, but not limited to, those provisions pertaining to employment, provision of programs and service, transportation, communications, access to facilities, renovations, and new construction.

The American with Disabilities Act of 1990 (ADA), Pub. L. 101-336, 104 Stat 327, 42 U.S.C. 12101,12213 and 47 U.S.C. Sections 225 and 661 including Title I, Employment; Title 11, Public Services; Title III, Public Accommodations and Services Operated by Private Entities; Title IV, Telecommunications; and Title V, Miscellaneous Provisions.

The Florida Americans with Disabilities Accessibility Implementation Act of 1993, Sections 5553.501-553.513, Florida Statutes

The Rehabilitation Act of 1973, 229 U.S.C. Section 794

The Federal Transit Act, as amended, 49 U.S.C. Section 1612

The Fair Housing Act as amended, 42 U.S.C. Section 3601-3631

**SCHEDULE "G" CITY OF CORAL GABLES - STATEMENT PURSUANT TO SECTION 287.133 (3) (a),
FLORIDA STATUTES, ON PUBLIC ENTITY CRIMES**

1. I understand that a "public entity crime" as define in Paragraph 287.133(1)(g), **Florida Statutes**, means a violation of any state or federal law by a person with respect to and directly related to the transaction of business with any public entity or with an agency or political subdivision of any other state or of the United States, including, but not limited to, any Proposal or contract for goods or services to be provided to any public entity or an agency or political subdivision of any other state or of the United States and involving antitrust, fraud, theft, bribery, collusion, racketeering, conspiracy, or material misrepresentation.
2. I understand that "convicted" or "conviction" as defined in Paragraph 287.133(1)(b), **Florida Statutes**, means a finding of guilt or a conviction of a public entity crime, with or without an adjudication of guilt, in any federal or state trial court of record relating to charges brought by indictment or information after July 1, 1989, as a result of a jury verdict, non-jury trial, or entry of a plea of guilty or nolo contendere.

3. I understand that an "affiliate" as defined in Paragraph 287.133(1)(a), Florida Statutes, means:

1. A predecessor or successor of a person convicted of a public entity crime; or 2. An entity under the control of any natural person who is active in the management of the entity and who has been convicted of a public entity crime. The term "affiliate" includes those officers, directors, executives, partners, shareholders, employees, members, and agents who are active in the management of an affiliate. The ownership by one person of shares constituting a controlling interest in another person, or a pooling of equipment or income among persons when not for fair market value under an arm's length agreement, shall be a prima facie case that one person controls another person. A person who knowingly enters into a joint venture with a person who has been convicted of a public entity crime in Florida during the preceding 36 months shall be considered an affiliate.

4. I understand that a "person" as defined in Paragraph 287.133(1)(e), Florida Statutes, means any natural person or entity organized under the laws of any state or of the United States with the legal power to enter into a binding contract and which Proposals or applies to Proposal on contracts for the provision of goods or services let by a public entity, or which otherwise transacts or applies to transact business with a public entity. The term "person" includes those officers, directors, executives, partners, shareholders, employees, members, and agents who are active in management of an entity.

5. Based on information and belief, the statement which I have marked below is true in relation to the entity submitting this sworn statement. **[Must indicate which statement below applies.]**

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

___ The entity submitting this sworn statement, or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of the entity, or an affiliate of the entity has been charged with and convicted of a public entity subsequent to July 1, 1989.

___ The entity submitting this sworn statement, or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of the entity, or an affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989. However, there has been subsequent proceeding before a Hearing Officer of the State of Florida, Division of Administrative Hearings and the Final Order entered by the Hearing Officer determined that it was not in the public interest to place the entity submitting this sworn statement on the convicted vendor list.

[Attach a copy of the final order]

I UNDERSTAND THAT THE SUBMISSION OF THIS FORM TO THE CONTRACTING OFFICER FOR THE PUBLIC ENTITY IS FOR THAT PUBLIC ENTITY ONLY AND, THAT THIS FORM IS VALID THROUGH DECEMBER 31 OF THE CALENDAR YEAR IN WHICH IT IS FILED. I ALSO UNDERSTAND THAT I AM REQUIRED TO INFORM THE PUBLIC ENTITY PRIOR TO ENTERING INTO A CONTRACT IN EXCESS OF THE THRESHOLD AMOUNT PROVIDED IN SECTION 287.017, FLORIDA STATUTES FOR CATEGORY TWO OF ANY CHANGE IN THE INFORMATION CONTAINED IN THIS FORM.

SCHEDULE "H" CITY OF CORAL GABLES - ACKNOWLEDGEMENT OF ADDENDA

1. The undersigned agrees, if this RFP is accepted, to enter in a Contract with the CITY to perform and furnish all work as specified or indicated in the RFP, any associated addendum and Contract Documents within the contract time indicated in the RFP and in accordance with the other terms and conditions of the solicitation and contract documents.
2. Acknowledgement is hereby made of the following Addenda, if any (identified by number) received since issuance of the Request for Proposal.

Addendum No. 1 Date 2/15/2024

Addendum No. _____ Date _____

Addendum No. _____ Date _____

Addendum No. _____ Date _____

Addendum No. _____ Date _____

Addendum No. _____ Date _____

Failure to adhere to changes communicated via any addendum may render your response non-responsive.

State of Florida

Department of State

I certify from the records of this office that MV CONTRACT TRANSPORTATION, INC. is a Delaware corporation authorized to transact business in the State of Florida, qualified on January 2, 2004.

The document number of this corporation is F04000000020.

I further certify that said corporation has paid all fees due this office through December 31, 2023, that its most recent annual report/uniform business report was filed on January 17, 2023, and that its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

*Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this
the Eighteenth day of January,
2024*




Secretary of State

Tracking Number: 1694763615CU

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

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

State of Florida

Department of State

I certify from the records of this office that MV TRANSPORTATION, INC. is a California corporation authorized to transact business in the State of Florida, qualified on April 16, 2007.

The document number of this corporation is F07000002036.

I further certify that said corporation has paid all fees due this office through December 31, 2023, that its most recent annual report/uniform business report was filed on January 17, 2023, and that its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

*Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this
the Seventeenth day of January,
2024*




Secretary of State

Tracking Number: 5466292796CU

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

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

Local Business Tax Receipt
Miami-Dade County, State of Florida
-THIS IS NOT A BILL - DO NOT PAY



7234062 OCT 19 2023

BUSINESS NAME/LOCATION	RECEIPT NO.
MV CONTRACT TRANSPORTATION INC	RENEWAL
4520 PONCE DE LEON BLVD	7519774
CORAL GABLES FL 33146-1856	

EXPIRES
SEPTEMBER 30, 2024
Must be displayed at place of business
Pursuant to County Code
Chapter 8A - Art. 9 & 10

OWNER	SEC. TYPE OF BUSINESS	PAYMENT RECEIVED
MV CONTRACT TRANSPORTATION INC	213 PASSENGER TRANSPORTATION SERV	BY TAX COLLECTOR
C/O KEVIN KLIKA PRES		\$90.00 09/25/2023
Employee(s) 20		INT-23-468041

This Local Business Tax Receipt only confirms payment of the Local Business Tax. The Receipt is not a license, permit, or a certification of the holder's qualifications, to do business. Holder must comply with any governmental or nongovernmental regulatory laws and requirements which apply to the business.

The RECEIPT NO. above must be displayed on all commercial vehicles - Miami-Dade Code Sec 8a-276.

For more information, visit www.miamidade.gov/taxcollector

Attachment to Attachment B – Proposer's Affidavit

Schedule "D" City of Coral Gables – Proposer's Qualification Statement

General Company Information

Under what former names has your company operated?:

During nearly a half-century of serving the public, MV has evolved through several different business names.

- *Handy Wheels: 1975-1981 (incorporated in 1978)*
- *California MediVan, Inc.: 1981-1990*
- *MV Transportation, Inc.: 1990-Present*
- *MV Contract Transportation, Inc.: Formed in 2003*
- *MV Public Transportation, Inc.: Formed in 2003*

At what address was that company located?

Throughout the company's 48-year history, we originated in San Francisco, CA, and moved to two different locations in Fairfield, CA, before relocating to Texas, previous address 5910, listed below.

Previous address 10/31/2011-2/28/2017: 5910 N. Central Expressway, Suite 1145 Dallas TX 75206

Legal Information

As a national transportation management firm with numerous contracts and employees, MV is involved in auto/general liability, workers' compensation, and employment-related claims and litigation in the normal course of business. Company teams in legal and risk management work continuously to handle these matters, none of which are of a size or scope to impact this contract. The Company maintains insurance coverage with deductibles and limits that the Company believes are appropriate.

There is presently no litigation against the Company, which is not subject to insurance coverage or which MV believes would threaten the financial stability of the Company or its ability to perform any of its contractual obligations. The details of current and pending litigation are confidential; if the City requires more information on claims and litigation for the purpose of evaluating MV, please contact Vice President of Risk and Claims Management, Diane Meyers at (972) 391-4631.

Location Address	Inspection #	Issuance Date	Violation Standard / Complaint Description
21222 S Wilmington Blvd. Carson, CA 90810	1459218	5/29/2020	Title 8 CCR Section 3664(A) Operating Rules and 3203(A) Injury and Illness Prevention Program.
44200 Wax Pool Road Ste. 157 Ashburn, VA 20147	1509045	4/22/2021	16VAC25-220-40.K.5 ETS Infectious Disease Prevention - Disinfecting shared / common spaces.
4037 Morgan Road Ypsilanti, MI 48197	1591737	5/13/2022	408.22139(2) Late report of employee hospitalization.

E-VERIFY AFFIDAVIT



**City of Coral Gables
Finance Department/Procurement Division**

Employer E-Verify Affidavit

By executing this affidavit, the undersigned employer verifies its compliance with F.S. 448.095, stating affirmatively that the individual, firm or corporation has registered with and utilizes the federal work authorization program commonly known as E-Verify, or any subsequent replacement program, in accordance with the applicable provisions and deadlines established in F.S. 448.095 which prohibits the employment, contracting or sub-contracting with an unauthorized alien. The undersigned employer further confirms that it has obtained all necessary affidavits from its subcontractors, if applicable, in compliance with F.S. 448.095, and that such affidavits shall be provided to the City upon request. Failure to comply with the requirements of F.S. 448.095 may result in termination of the employer's contract with the City of Coral Gables. Finally, the undersigned employer hereby attests that its federal work authorization user identification number and date of authorization are as follows:

19959

Federal Work Authorization User Identification Number

December 6, 2007

Date of Authorization

I hereby declare under penalty of perjury that the foregoing is true and correct.

Executed on February 8 in 2024 Vacaville (city), CA (state).

Dorothea DePrisco

Signature of Authorized Officer or Agent

Dorothea DePrisco, Assistant Corporate Secretary

Printed Name and Title of Authorized Officer or Agent

~~SUBSCRIBED AND SWORN BEFORE ME~~

~~ON THIS THE _____ DAY OF _____, 20____.~~

~~NOTARY PUBLIC~~

~~My Commission Expires:~~

~~_____~~

CALIFORNIA JURAT

GOVERNMENT CODE § 8202

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Solano

Subscribed and sworn to (or affirmed) before me on
this 8 day of February, 2024, by
Date Month Year

(1) Dorothy Deprisco

(and (2) _____),
Name(s) of Signer(s)

proved to me on the basis of satisfactory evidence to
be the person(s) who appeared before me.

Signature _____
Signature of Notary Public



Place Notary Seal and/or Stamp Above

OPTIONAL

*Completing this information can deter alteration of the document or
fraudulent reattachment of this form to an unintended document.*

Description of Attached Document

Title or Type of Document: Employer E-verify Affidavit

Document Date: _____ Number of Pages: 1

Signer(s) Other Than Named Above: _____

LOBBYIST REGISTRATION AND ORAL PRESENTATION FORMS

CITY OF CORAL GABLES
FINANCE DEPARTMENT/PROCUREMENT DIVISION
LOBBYIST REGISTRATION FORM

SOLICITATION NAME/NUMBER: Trolley Operation Services/ RFP No. 2024-001

The Bidder/Proposer certifies that it understands if it has retained a lobbyist(s) to lobby in connection with this specific competitive solicitation that each lobbyist retained has timely filed the registration or amended registration required under the City of Coral Gables Lobbyist Registration requirement pursuant to Ordinance 2021-24 as outlined below:

Lobbyist means an individual, firm, corporation, partnership, or other legal entity employed or retained, whether paid or not, by a principal, or that contracts with a third-party for economic consideration to perform lobbying activities on behalf of a principal.

Lobbying activity means any attempt to influence or encourage the passage or defeat of, or modification to, governmental actions, including, but not limited to, ordinances, resolutions, rules, regulations, executive orders, and procurement actions or decisions of the city commission, the mayor, any city board or committee, or any city personnel. The term "lobbying activity" encompasses all forms of communication, whether oral, written, or electronic, during the entire decision-making process on actions, decisions, or recommendations which foreseeably will be heard or reviewed by city personnel. This definition shall be subject to the exceptions stated below.

Procurement matter means the city's processes for the purchase of goods and services, including, but not limited to, processes related to the acquisition of: technology; public works; design services; construction, professional architecture, engineering, landscape architecture, land surveying, and mapping services; the purchase, lease or sale of real property; and the acquisition, granting, or other interest in real property.

City personnel means those city officials, officers and employees who are entrusted with the day-to-day policy setting, operation, and management of certain defined city functions or areas of responsibility, even though ultimate responsibility for such functions or areas rests with the city commission, with the exception of the City Attorney, Deputy City Attorney, and Assistant City Attorneys, advisory personnel (members of city advisory boards and agencies whose sole or primary responsibility is to recommend legislation or give advice to the city commission); and any employee of a city department or division with the authority to participate in procurement matters, when the communication involves such procurement.

Affidavit requirement. The following provisions shall apply to certain individuals who, in procurement matters participate in oral presentations or recorded negotiation meetings and sessions:

- a. The principal shall list on an affidavit form, provided by the City, all technical experts or employees of the principal whose normal scope of employment does not include lobbying activities and whose sole participation in the city procurement matter involves an appearance and participation in a city procurement matter involves an appearance and participation in an oral presentation before a city certification, evaluation, selection, technical review or similar committee, or recorded negotiation meetings or sessions.
- b. No person shall appear before any procurement committee or at any procurement negotiation meeting or session on behalf of a principal unless he/she has been listed as part of the principal's presentation or negotiation team or has registered as a lobbyist. For purposes of this subsection only, the listed members of the oral presentation or negotiation team shall not be required to separately register as lobbyists or pay any registration fees. The affidavit will be filed by the city procurement staff with the city clerk at the after the proposal is submitted or prior to the recorded negotiation meeting or session. Notwithstanding the foregoing, any person who engages in lobbying activities in addition to appearing before a procurement committee to make an oral presentation, or at a recorded procurement negotiation meeting or session, shall comply with all lobbyist registration requirements.

The Bidder/Proposer hereby certifies that: (select one)

x It has not retained a lobbyist(s) to lobby in connection with this competitive solicitation; however, if one is retained anytime during the competitive process and prior to contract execution for this project, the lobbyist will properly register with the City Clerk's Office within two (2) business days of being retained with copy to the city procurement staff.

_____ It has retained a lobbyist(s) to lobby in connection with this competitive solicitation and certified that each lobbyist retained has timely filed the registration or amended registration required under the City of Coral Gables

CITY OF CORAL GABLES
FINANCE DEPARTMENT/PROCUREMENT DIVISION
LOBBYIST REGISTRATION FORM

Lobbyist Registration requirement pursuant to Ordinance 2021-24 Section and that the required affidavit has been properly filed

It is a requirement of this solicitation that the following information be provided for all lobbyists retained to lobby in connection with this solicitation be listed below:

No lobbyists.

Name of Lobbyist: _____
Lobbyist's Firm (if applicable): _____
Phone: _____
E-mail: _____

Name of Lobbyist: _____
Lobbyist's Firm (if applicable): _____
Phone: _____
E-mail: _____

Name of Lobbyist: _____
Lobbyist's Firm (if applicable): _____
Phone: _____
E-mail: _____

Name of Lobbyist: _____
Lobbyist's Firm (if applicable): _____
Phone: _____
E-mail: _____

Authorized Signature:  _____

Printed Name: Dorothea DePrisco

Date: 2/21/2024

Title: Assistant Corporate Secretary

Bidder/Proposer Name: MV Transportation, Inc.

CITY OF CORAL GABLES
FINANCE DEPARTMENT/PROCUREMENT DIVISION

LOBBYIST AFFIDAVIT

Solicitation Name/Number: Trolley Operation Services/ RFP No. 2024-001

The following provisions shall apply to certain individuals who, in procurement matters participate in oral presentations or recorded responsiveness, responsibility or negotiation meetings and sessions:

a. The principal shall list below all technical experts or employees of the principal whose normal scope of employment does not include lobbying activities and whose sole participation in the city procurement matter involves an appearance and participation in an oral presentation before an evaluation, selection, technical review or similar committee, or recorded responsiveness, responsibility or negotiation meetings or sessions.

b. No person shall appear before any procurement committee or at any procurement responsiveness, responsibility or negotiation meeting or session on behalf of a principal unless he/she has been listed as part of the principal's team pursuant to this affidavit or has registered as a lobbyist. For purposes affidavit only, the listed members of the oral presentation or negotiation team shall not be required to separately register as lobbyists or pay any registration fees.

This affidavit will be provided by the city procurement staff to the city clerk after the proposal is submitted or prior to the oral presentation. Any changes after the original affidavit is submitted by the proposer and prior to the oral presentations, an updated copy shall be presented to the Procurement Division and the City Clerk at least twenty-four (24) hours prior scheduled time for the oral presentation session. Notwithstanding the foregoing, any person who engages in lobbying activities in addition to appearing before a procurement committee to make an oral presentation, or at a recorded procurement negotiation meeting or session, shall comply with all lobbyist registration requirements.

List of employees & technical experts:

NAME	TITLE	ROLE	COMPANY/FIRM
Randy Frantz	SVP of Operations	Negotiations/ Presentations	MV Transportation, Inc.
Tina Lainhart	VP, Business Development	Negotiations/ Presentations	MV Transportation, Inc.
Robert Hatchett	SVP, Business Development	Negotiations/ Presentations	MV Transportation, Inc.
Frasmo Cardona	GM, Local Team	Presentations	MV Transportation, Inc.
Hector Manon	Supervisor, Local Team	Presentations	MV Transportation, Inc.
Ted Navitskas	General Counsel	Negotiations	MV Transportation, Inc.
Kevin Klika	President/ Chief Operating Officer	Negotiations	MV Transportation, Inc.
Erin Niewinski	Chief Financial Officer	Negotiations	MV Transportation, Inc.

CITY OF CORAL GABLES
FINANCE DEPARTMENT/PROCUREMENT DIVISION

LOBBYIST AFFIDAVIT

I do solemnly swear that all of the foregoing information is true and correct and I will fully comply with requirements of this affidavit and the associated City of Coral Gables Lobbyist Registration requirement pursuant to Ordinance 2021-24 Section.

Authorized Signature: Dorothea DePrisco

Printed Name: Dorothea DePrisco Title: Assistant Corporate Secretary

Date: 2/8/2024

Bidder/Proposer's Name: MV Transportation, Inc.

NOTARY PUBLIC

STATE OF _____

COUNTY OF _____

On this _____ day of _____, 20____, before me the undersigned Notary Public of the State of _____, personally appeared _____ (Name(s) of individual(s) who appeared before Notary

And whose name(s) is/are subscribes to within the instrument(s), and acknowledges it's execution.

NOTARY PUBLIC, STATE OF _____

(Name of notary Public; Print, Stamp or Type as Commissioned.

SEAL OF OFFICE:

Personally know to me, or Produced
Identification:

(Type of Identification Produced)

see attachment .
→

CALIFORNIA JURAT

GOVERNMENT CODE § 8202

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California

County of Solano

Subscribed and sworn to (or affirmed) before me on
this 8 day of February, 2024, by
Date Month Year

(1) Dorothy Deprisco

(and (2) _____),
Name(s) of Signer(s)

proved to me on the basis of satisfactory evidence to
be the person(s) who appeared before me.

Signature _____
Signature of Notary Public



Place Notary Seal and/or Stamp Above

OPTIONAL

Completing this information can deter alteration of the document or
fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: Lobbyist Affidavit

Document Date: _____ Number of Pages: 2

Signer(s) Other Than Named Above: _____

SUBMITTAL II

TROLLEY OPERATION SERVICES



Submittal II

i) For Experience and Qualifications of the Company – Proposers Shall:

1) Complete History and Description of the Company

1) Provide a complete history and description of your company, including, but not limited to, the number of years in business, size, number of employees, office location, copy of applicable licenses/certifications, credentials, capabilities and capacity to meet the City's needs.

About MV Transportation, Inc.

MV Transportation, Inc. is a leading passenger transportation contractor in North America, with a substantial presence of 140 operating contracts throughout the United States. We operate as a contractor to our public and private sector partners and are responsible for turnkey management, operations, and maintenance functions.

Our presence in the market is notable in that MV's growth within the industry has been all organic and not the result of acquisitions or mergers. Culturally, we are aligned with the service philosophy of our founders, which recognizes that satisfied employees deliver great service and our passengers' experiences are our number one focus.

Organizationally, we commit to this culture by accelerating new ideas, innovative approaches, and optimized operations that save employees' time that can otherwise be dedicated to the passenger experience.

Our Capabilities

Our operations span multiple modes of ground transportation, including local fixed route, express service, commuter service, microtransit, same-day on-demand services, traditional ADA paratransit, general public dial-a-ride, autonomous shuttles, route deviation, school bus, and shuttle (both fixed and on-demand).

We have partnered with our customers to stand up new modes of transit, initiate new services, transition away from legacy transit contractors and operating models, and conduct emergency transitions where the system is at risk. There is no transition that we are not prepared for, and we bring a resume of seamless transitions to our customers.



In addition to our operations, our dedicated Professional Services team serves our public and private customers in non-operational yet critical ways. Their comprehensive scope includes microtransit system design, system planning and runcutting, zero emissions support, and IT transitions. This team continually lives on the cutting edge of industry best practices and constantly evaluates potential partnerships in the broader transit space.

MV At A Glance – 2024	
Transportation Contracts	140
Maintenance Shops	115
Buses Operated	9,295
Miles Driven	231,478,797

Our History

MV's history is very simple. We have been in business for 48 years and our original founders still own the company.

In 1975, Feysan and Alexis Lodde had two vans and a dream of serving their community's most vulnerable residents. They formed an agreement with the City of San Francisco to provide transportation services for disabled persons who could use public transit. Feysan and Alex's pickups and drop-offs were often the only time our riders got out of their homes. Feysan often remembers having to perform stair assists, where she carried the rider down the stairs of their residence.

Over time Alex and Feysan grew their business from their outstanding reputation for public service. They hired more people with the necessary capabilities for expansion, cared for their employees, and delivered great service. They expanded their portfolio of work to include fixed route operations, and MV expanded in the Bay Area initially, then to Southern California, then across the country. Today the company proudly operates services of several modes within 27 U.S. states and one Canadian province.

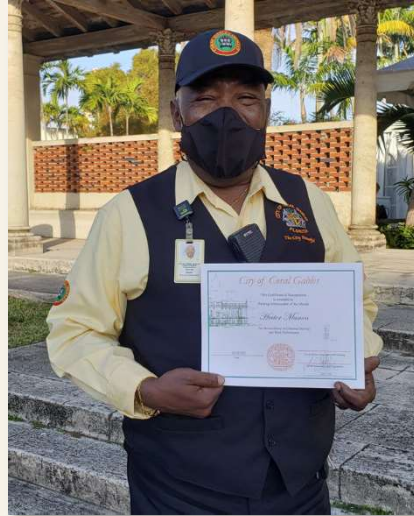


MV's History with Coral Gables

MV Transportation, Inc. was chosen as the provider of City of Coral Gables Trolley Operations in 2017, and ever since, we have strived to surpass the expectations of both the City and its passengers. Throughout our contract term, MV has remained steadfast in its commitment to prioritize the safety of our riders above all else.

This is particularly evident in our local team's response to improving key management areas. **Operations Supervisor Hector Manon** has been an excellent leader and a reliable support system to General Manager Frasmo Cardona. They have successfully represented the City in recruiting campaigns and hiring skilled personnel. Hector and Frasmo regularly meet with City staff for continuous input on MV's performance in providing these services and discuss innovative solutions to improve service performance.

MV's proposal illustrates our customized operations plan for these services, as the new term brings the opportunity for change, both in the service delivery technology and innovative ways to improve the service.



Operations Supervisor Hector Manon holding the March 2022 **City's Ambassador of the Month** Certificate—an honor usually reserved for City employees.

MV Company Statistics 2024

Number of Employees	11,863
Number of Vehicles	9,295
2022 Revenue (Audited)	\$1.3B
Number of Contracts	140
Number of Locations	110
U.S. States and Washington, D.C.	27
Canadian Provinces	1
Years Operating Passenger Transportation Services	48

Office Location

2711 N. Haskell Ave., Ste. 1500, LB-2, Dallas, TX 75204

Licenses/Certifications, Credentials, and Capacity to Meet the City's Needs

As the incumbent provider, MV has demonstrated its capability and capacity through our reliable transportation for residents and visitors since 2003. Our professional staff for these services hold all appropriate licenses/certifications/credentials to meet City's needs. *MV has included a copy of our business license and state certificate authority to do business in the state of Florida as an attachment in Submittal I with the Proposer's affidavit and schedules A through H.*

2) Experience in Providing Similar Services

2) Describe the Proposer's relevant knowledge and experience in providing the services described in the "Scope of Services" to public sector agencies similar in size to the City of Coral Gables.

Hialeah Transit System City of Hialeah

Hialeah, Fla. MV began operating fixed route transit services for the City of Hialeah in 2010. MV is currently in our third contract term with this client.



The service operates on two routes within the City of Hialeah, the Marlin line and the Flamingo line. We provide these services with five buses on each route. MV is responsible for dispatching and service monitoring for this 13-vehicle service (13 El Dorado EZ Rider 2 buses), with two road supervisors who are cross-trained in dispatching. The Hialeah Transit System provides transportation for approximately 2,000 passengers per weekday, and 500 per Saturday. The City provides maintenance for the vehicles at the Public Works facility where our operation is housed.

Please contact Justo Espinosa by phone at (305) 953-4172 or by email at jpespinosa@hialeahfl.gov as a reference for this contract.

City of Gainesville Regional Transit System

Gainesville, Fla. In 2002, MV began operation of the complementary ADA paratransit service for the City of Gainesville in conjunction with the Regional Transit System (RTS).



This door-to-door service operates within City limits and serves eligible persons with disabilities who are unable to use fixed route transit. This operation is managed as part of MV's role as Community Transit Coordinator for Alachua County. MV provides a 47 vehicle fleet for service delivery and uses Trapeze PASS system to manage on-road service delivery. Dispatchers communicate with operators in service via mobile data terminals.

Please contact Millie Crawford, AD Coordinator, at (352) 334-2650 and crawfordma1@cityofgainesville.org as a reference for this contract.

Area Regional Transit (ART)

St. Lucie County, FL. St. Lucie is a fast-growing county on the East coast of Florida with major cities including Fort Pierce and Port Saint Lucie. Serving a population of approximately 300,000, the county's area transit system oversees eight fixed routes for public bus service, one microtransit zone, and door-to-door paratransit for eligible disadvantaged individuals and seniors. A new microtransit zone will begin operation in September 2023.



MV has been the transit contracting partner since 2020. In 2022, MV supported St. Lucie County in the complete rebranding of the system. All ART vehicles include artwork created by local area residents. The artwork was selected 10 area artists, including students from local elementary and high schools.

- MV was selected by the County to provide these services based on our:
- Compelling vision of the future of transit
- Solid track record of successful mixed-mode operations
- Application of technologies that enable an exceptional customer experience, including DriveCam and Zonar.

Please contact Adolfo Coveli, Transit Director, at (772) 462-1798 and covellia@stlucieco.org as a reference for this contract.

Dial-a-Ride and Trolley Services City of Beverly Hills

Beverly Hills, Calif. Since 2002, MV has provided transportation services for the City of Beverly Hills, including Dial-A-Ride and trolley services.



The trolley services operate on a fixed route and offer passengers a narrated tour of the City's art, architecture, historical, and popular areas. The curb-to-curb Dial-A-Ride shuttle is available for seniors and persons with disabilities. The Beverly Hills services are delivered with a seven-vehicle fleet comprising cutaways and trolleys.

Please contact Martha Eros, Transportation Planner, at (310) 285-2542 and meros@beverlyhills.org as a reference for this contract.

FIXED ROUTE AND CALL-A-RIDE SERVICES

City of Morro Bay

Morro Bay, Calif. MV has provided transportation services for the coastal City of Morro Bay since 2001. MV operates a fixed route service within City limits, as well as the Call-A-Ride, a general public, curb-to-curb deviated fixed route service.



MV also operates a trolley during the summer months (June to October), which transports visitors and residents to the waterfront, downtown business districts, and local State Parks.

MV provides operations, dispatch, and maintenance for these services. In 2010, MV led the effort to transition the City's demand-responsive dial-a-ride service to a deviated fixed route service. This effort included research and planning and has resulted in reduced costs for the City while continuing to meet the needs of the riding public.

Please contact Janeen Burlingame, Management Analyst, at (805) -772-6263 and jburlingame@morrobayca.gov as a reference for this contract.

3) Financial Statements

- 3) Provide financial statements for each of their last two (2) complete fiscal years. Such statements should include, at a minimum, balance sheets (statements of financial position) and statements of profit and loss (statement of net income). Statements shall be certified by an independent Certified Public Accountant.**

Please see MV's audited financial statements from the past two years in the Appendix of this proposal.

ii) For Experience and Qualifications of Key Personnel – Proposer's Shall:

Provide a summary of the qualifications, copy of applicable licenses/certifications, and experience of all proposed key personnel. Include detailed resumes (listing experience, education, licenses/certifications) for your proposed key personnel and specify the role and responsibilities of each team member in providing the services outlined in the RFP. Provide an organizational chart of all key personnel that will be used. For each key team member, please describe the experience in providing the services solicited herein.

Qualifications and Experience of Proposed Key Personnel

Frasmo Cardona, General Manager



MV is proposing Frasco Cardona as the general manager for the City's Trolley Operations services. He has more than 30 years of transportation experience – 17 of which have concentrated on direct management oversight. Before his current role, Frasco served as MV's general manager at Jacksonville, FL operations for two years. From 2014 to 2015, he was the assistant general manager of both the AccessLynx paratransit and NeighborLink flex

route operations in Orlando, Florida, operating a combined fleet of 214 vehicles.

His team respects Frasco's open-door management style well. He always prioritizes customer service, and encourages teamwork and employee engagement.

Frasco supported and worked in partnership with the general manager as assistant general manager, lending guidance to the operations manager and the operating team. Frasco ensured that the system ran effectively and efficiently, per all client and MV policies and guidelines. He met with all department leads (safety, maintenance, scheduling, and dispatch) to ensure productivity goals met or exceeded contract standards.

Frasco's transportation career spans nearly 35 years career, and he has a unique insight on vehicle operators, having started his career as an operator.

Frasmo coordinated safety department meetings to promote the employee incentive awards program and discuss incident/accident prevention. He also developed action plans to minimize workers' compensation occurrences. Additionally, Frasco processed all incoming compliments/complaints – originating from clients and or facilities using the client-based Active Network Citizen Request portal – and worked to resolve these issues.

A mentor and coach to all office staff and on-road service personnel, Mr. Cardona also worked with the union at this location to ensure the management of employee relations abides by the collective bargaining agreement.

In 2014, Frasco was an MV special projects manager in Orlando before his promotion to the assistant general manager. In this capacity, he oversaw dispatch operations to ensure route efficiency while providing optimal customer service. He handled employee counseling/discipline consistent with CBA and MV guidelines and managed employee work schedules to ensure full-service coverage. Frasco addressed front-line complaints/concerns from clients and facilities and forwarded resolution recommendations to the general manager. He also coordinated and facilitated dispatch/customer service training presentations.

Prior to joining MV, Frasco resided in Long Island, New York, where he worked for the Suffolk Bus Corp., a privately-owned transportation company contracted by Suffolk County Transit. Service covered 911 square miles of Suffolk County for this fixed route and paratransit operation.

From 1989 to 2001, he was the scheduling and system status manager at LifeStar Response Corp. in Holtsville, NY. His responsibilities comprised the restructuring of driver schedules in the EMS and ambulette operation, assisted other locations (Maryland, New Jersey, Georgia) in trip data collection, creating new schedules for EMS and ambulette workers, and advised the company's chief executive officer of schedule implementation findings to improve service efficiency and reduce overhead.

Hector Manon, Operations Supervisor



Hector Manon is MV's proposed operations supervisor for City's Trolley Operation Services. With a wealth of experience spanning various roles within the transit industry,

Hector has consistently proven his exceptional value and dedication in each job role he undertakes. He currently services as the MV transit trolley dispatcher and road supervisor for these services since 2017 and plays an important role efficient and safe operation of trolley service.

In his capacity, Hector oversees several responsibilities from operational oversight and safety compliance to incident response and customer relations – he demonstrates commitment to excellence and smooth functioning of daily operations. Prior to joining MV, Hector served as a trolley dispatcher/road supervisor for two years at Limousine of South Florida. In this role, he comprehensively understood the operational dynamics, safety protocols, and customer service requirements required for trolley services.

From 2007 to 2014, Hector was the motorcoach operator for Endeavor Bus Lines, where he demonstrated versatility and adaptability as he navigated diverse routes and regulations with precision and compliance.

Throughout his career, Hector has garnered praise for his work ethic, problem-solving abilities, and commitment to upholding the highest standards of service – traits he continues to apply in his current role at the City of Coral Gables' Trolley Operations Services. His nearly 50 years of experience in the industry, coupled with his ability to excel in every role, makes him an indispensable asset to any project or organization.

Hector's on-field experience of more than three decades and understanding of these services make him a valuable asset to MV's Coral Gables Trolley Operation services team.

Resumes

Please see the resumes of MV's Proposed Key Personnel as an attachment to this section.

Roles and Responsibilities

Vehicle Operator

<i>Department</i>	Operations
<i>Reports to</i>	Operations Supervisor; Dispatchers while on route
<i>Number Proposed</i>	18 FT
<i>Responsible for</i>	Safe, reliable, and customer-focused transportation
<i>Accountable for</i>	Safety
<i>Consulted about</i>	Schedule adherence, vehicle performance, weather, and traffic
<i>Informed of</i>	Real-time challenges on the road

Vehicle operators are the critical interface to passengers and must appropriately represent the City. MV operators have a safety-first attitude, a professional demeanor, and excellent customer service skills.

The primary responsibility of the vehicle operator is to transport customers while adhering to safety regulations, traffic laws, operating policy, and scheduled time points. Vehicle

operators respectfully and professionally respond to customer inquiries, providing system information as needed. They are trained in the system routes and provide information regarding significant stops, transfer points, and schedule information. Upon consent, operators respectfully assist passengers as they board the vehicle and aid those who agree to assist in securing their mobility device. All operators are trained in ADA regulation, passenger empathy, and proper mobility device securement.

All MV operators are correctly trained in onboard technology and must demonstrate proficiency in all dispatch communication procedures. Vehicle operators coordinate schedule adherence, vehicle malfunctions, accidents, and other disturbances with dispatch.

General Manager

<i>Department</i>	Operations
<i>Reports to</i>	Regional Vice President
<i>Number Proposed</i>	1 FT
<i>Responsible for</i>	Project and personnel management, service success, customer relations
<i>Accountable for</i>	Contract compliance and service performance
<i>Consulted about</i>	Recommendations for service changes, new contract scope items
<i>Informed of</i>	Changes to service, schedules, and policies

The general manager is accountable for the overall success of the service. They serve as the daily operational liaison between MV and the City, and they work in partnership with the local team to realize the mission and vision of the service.

This person is responsible for the safe and high-quality operation of the transit system. The general manager oversees all functional service areas, including safety and training, live day operations, community relations, and accounting and finance. This position assures adherence to policy and contract compliance.

The general manager often meets with City staff to review service quality and performance metrics and discuss trends. They collaborate with City staff and MV's leadership on new and innovative approaches to service delivery, always seeking to improve upon the existing services. As needed, the general manager works with team leaders to create/implement action plans to enhance the quality of service.

Operations Supervisor

<i>Department</i>	Operations
<i>Reports to</i>	Supervisor/General Manager
<i>Number Proposed</i>	1 FT
<i>Responsible for</i>	Safety, On-time Performance, Fleet Cleaning, Proactive Communications, Employee Relations, Human Resources, and Customer Interface
<i>Accountable for</i>	Service performance



<i>Consulted about</i>	Recommendations for service changes, new contract scope items
<i>Informed of</i>	Changes to service, schedules, and policies

The operations manager is responsible for the quality of daily service and serves as a liaison to passengers, clients, and community members. This position controls the daily operation of the service, in compliance with the City and MV policy and procedures, under the leadership of the general manager.

This position is key to effectively managing customer relations and ensuring service meets the City passengers' expectations. To this end, the operations manager ensures all employees understand their roles and responsibilities, are capable of doing their jobs, and are highly motivated.

The operations manager oversees live day operations, including dispatch, road supervision, and operators. They coordinate closely with the maintenance manager to ensure equipment availability and response to fleet issues.

The operations manager monitors and evaluates operational activities such as system on-time performance, customer complaints, road calls/service disruptions, and other operation-related functions.

Dispatchers/Road Supervisor

<i>Department</i>	Operations
<i>Reports to</i>	Operations Supervisor
<i>Number Proposed</i>	2 FT
<i>Responsible for</i>	Operator evaluation, operator mentorship, on-road accident/incident response, and site evaluations, managing all operator duties, service reliability, on-time performance, and response to on-road incidents.
<i>Accountable for</i>	Completion of on-road evaluation and incident response/reporting, assessing fitness for duty, unplanned changes that affect performance, such as route detours and heavy traffic
<i>Consulted about</i>	Trends in operator performance and required coaching, Operator absences, changes to routes start and end times
<i>Informed of</i>	Changes in road incidents response procedures, vehicle exchanges, maintenance pull, submission of defects noted on DVI form, service reliability, on-time performance, and response to on-road incidents.

The dispatcher/road supervisor monitors all vehicles' safe and efficient operation in the field and ensures high-quality service. They perform operator evaluations to confirm that all operators operate safely and exhibit outstanding customer care. As needed, they provide system information to passengers.

Dispatchers arrive at the scene of any breakdowns, incidents, accidents, or other disruptions to support the expedient resolution of the issue. They perform incident investigations, and they perform incident preventability determination.

Based on their observations in the field, they make recommendations for coaching or retraining based on individual events or system trends. They respectfully enforce the City policies and procedures for operators and passengers.

This critical position is strategically located throughout the service area to minimize response time.

The dispatcher directs daily pullout at the trolley depot. They coordinate with vehicle operators while in service to monitor operations status, mitigate delays, and assist in resolving service disruptions.

The dispatcher manages operator check-in and check-out, including report times, vehicle assignments, distribution of bulletins, and on-time pullouts. They are fully trained in reasonable suspicion and are responsible for assessing that the operators are fit for duty. As needed, the dispatcher coordinates extraboard operators if an operator does not report on time. They also work with the maintenance team to coordinate vehicle exchanges, maintenance pulls, and vehicle inspection/defect forms submission.

The dispatcher monitors routes for schedule adherence. They monitor service delivery via radio/real-time GPS, working closely with operators and road supervisors to efficiently respond to service needs, including accidents and onboard emergencies.

Administrative Assistant

<i>Department</i>	Administration
<i>Reports to</i>	Supervisor/General Manager
<i>Number Proposed</i>	1 PT
<i>Responsible for</i>	Employee records, payroll, and administrative functions
<i>Accountable for</i>	Accurate accounting and record-keeping
<i>Consulted about</i>	Employee records
<i>Informed of</i>	New hires and terminations, employee benefits, and changes in employee status

The administrative assistant processes incoming mail, performs data entry tasks, creates reports, and performs administrative tasks as needed upon request. The administrative assistant additionally supports the location's finance functions, providing administrative support in payroll processing. They will also assist in safety-related training programs.

As required, the administrative assistant performs human resource tasks, including employee file management and maintaining attendance records. They process new hire paperwork, including benefits enrollment forms. They also support the compilation of monthly reports and invoicing.

Employee Spotlight - Marciana "Nercy" Fleites - Longest Tenures Trolley Operator



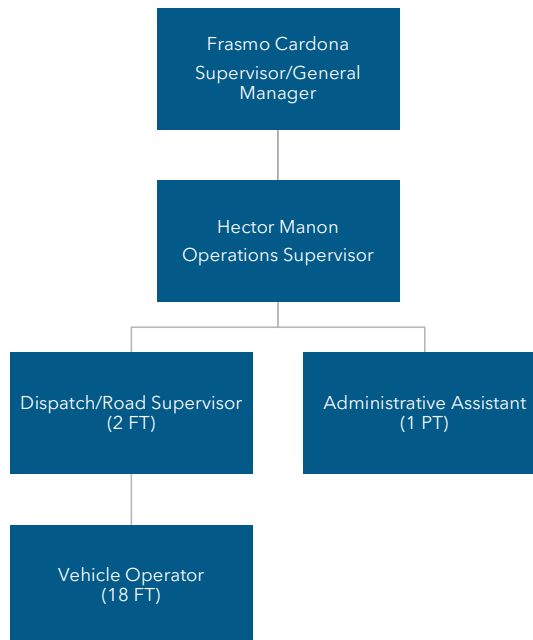
Nercy has been a part of MV's Coral Gables team since 2004 and is known among her peers for her dedication and outstanding work performance.

She brings a positive attitude and a genuine desire to contribute to the team's success. She displays a strong work ethic and is committed to helping everyone in need.

She has been a division multi-winner of the KMA Operator of the Quarter and won the Division KMA Operator of the Year award.

Nercy loves that her job gives her an opportunity to help people and a problem-solving work culture. She appreciates that MV encourages a collaborative and supportive environment and hard work is always recognized.

Organizational Chart



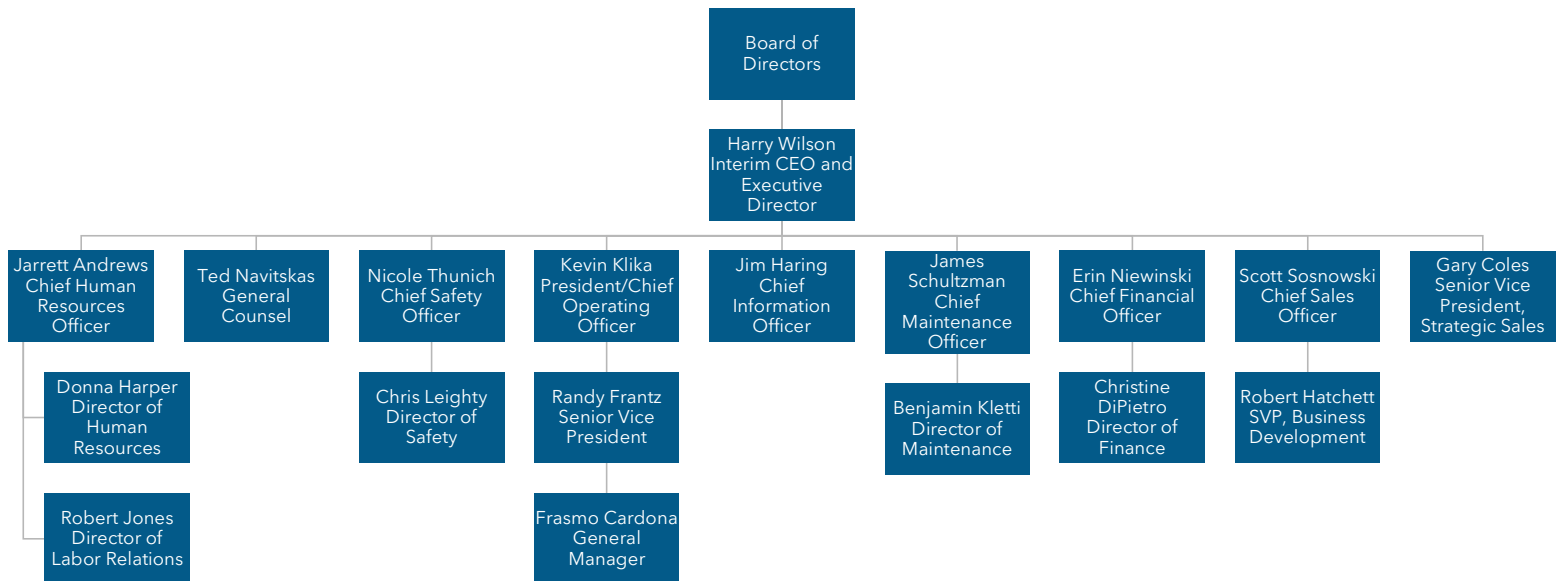
Corporate Support Team

MV Transportation, Inc. is a C corporation incorporated in the State of California in 1978. The firm is headquartered in Dallas, Texas, where MV's executive team and all company human resource, public relations, legal, and IT departments are based. We also maintain support offices in Elk Horn, Iowa, and Northern California.

Today, MV operates in 27 U.S. states and, through its subsidiaries, internationally. Within North America, the company established operational regions, each with assigned support teams comprising directors of safety, maintenance, finance, labor relations, and human resources.

The City will have the ongoing support of industry experts who are empowered and authorized to make decisions on behalf of the organization. Leading MV's regional team is Senior Vice President of Operations, Randy Frantz; he reports directly to President and Chief Operating Officer Kevin Klika.

The chart below illustrates the company's reporting lines and organizational structure for this project:



Randy Frantz, Senior Vice President of Operations



Randy Frantz joined MV in 2022, having previously served as the assistant executive director for the Transit Authority of River City (TARC), where he successfully secured \$17M in federal grants and \$4.3M in local grants. In his role with TARC, Randy was charged with overseeing MV as TARC's paratransit contractor. Randy decided to join MV's team based on his positive experience with our firm and our leadership. His experience working on the agency side of our operations gives Randy unique insight into MV's customers' experience.

As senior vice president, Randy supports the local team and removes any obstacles that may hinder their success. Randy will establish a regular cadence of communications with the City, including semi-monthly performance check-in calls with your staff, daily coordination with our local management team, and quarterly in-person meetings with your team and ours.

Randy previously served as the director of transportation for Jefferson County Public Schools in Louisville, KY.

Donna Harper, Director of Human Resources



Donna Harper offers 25 years of human resources and labor relations experience. She demonstrates outstanding leadership by supporting MV's Southeast region contracts and promoting positive employee relations. Donna fosters a cohesive work environment by providing and implementing labor strategies, regulations and administering fare corrective procedures as required.

Donna will serve as an advisor to the regional leadership team on the City's behalf. She will ensure compliance with City policies and will support the local team on performance management, coaching and counseling, training and development and promoting positive employee relations. Donna will support the City by working with Randy Frantz to ensure compliance with all goals.

Donna joined MV in 2004 as a special projects manager, overseeing paratransit and commuter services in California, Washington, Arizona, New Mexico, and Colorado. Before she joined MV, she served as a specialist for Trapeze Software Group, giving her insight into passenger needs, the requirements of transit service and MDT technology.

Robert Jones, Director of Labor Relations



Robert (Rob) Jones brings 16 years of labor relations experience. He oversees MV's labor relations in the Northeast and is responsible for all areas of labor management, including negotiations, grievances, arbitrations, and National Labor Relations Board matters.

For this procurement, Rob will serve as the chief negotiator to ensure the best possible outcome for both MV and its employees. He will communicate guidelines for successful labor relations to Frasco Cardona and senior leadership.

Rob joined MV in 2018 and has been a part of several successful negotiations. He previously worked for National Express as the company's lead negotiator in collective bargaining negotiations.

Chris Leighty, Director of Safety



Chris C. Leighty will be your director of safety for this contract, bringing over 30 years of experience to MV's safety team. Chris is a dedicated transportation professional with an understanding of industry best practices. He stays current with the latest industry advancements and consistently identifies areas of improvement at each MV operation.

For these services, he will work with the operations and maintenance teams to ensure MV is compliant with all regulatory requirements relating to health, safety, and security. He will stay in touch with the City

and the local team to address any concerns regarding adherence to safety protocols and an overall safe working environment.

Before joining MV in 2017, Chris served as Ride Right LLC's senior director of safety and training. Chris holds several safety certifications from the USDOT and Transit Safety Institute. He is one of 10 people teaching System Security and Supervisor Certification courses for the USDOT.

Christine DiPietro, Director of Finance



Christine DiPietro is MV's director of finance for the Southeast Region. Christine offers 25 years of corporate finance and accounting expertise to serve the City and manages several responsibilities as finance director for her region.

As finance director for this contract, Christine will continue working with the City's local MV team to provide centralized coordination of your financial functions. She will also maintain oversight of your location's records to ensure overall financial transparency.

As a valued member of the MV team since 2004, Christine is a diverse and highly skilled finance professional who has performed several roles on behalf of the company. In her previous work as an MV accounting manager, she was instrumental in performing several core finance processes for a large division, including managing accounts payable and accounts receivable, in addition to overseeing regional payroll processes. Christine also utilized her management skills to perform contract administration, in addition to performing asset inventory management and delivering financial analyses and profit/loss forecasting.

Additional Staffing Information

Compensation

MV will immediately recognize the Teamsters Local Union 769 as the bargaining unit representing all vehicle operators of the City of Coral Gables Trolley Operation Services. The company works with the union to negotiate the existing labor agreement, which remains through 2027. MV has an excellent relationship with the Teamsters Local Union and works with its local unions.

As a company, we highly prioritize the retention of our skilled operators, recognizing their invaluable contributions to our operations. Given the current driver shortage across the entire country, it has become increasingly crucial for MV to ensure the stability and satisfaction of our workforce. During our last contract term, the only price increase to the City of Coral Gables was to wages via the living wage ordinance. To this end, MV's starting wage for operators in the next term will be \$21.26.

MV is pleased to offer the following compensation package to its team.

Operators and Non-Operators Starting Wage Scale

Job Title	Hourly Wage
Vehicle Operators	\$21.26
Operations Supervisor	\$23.32
Dispatchers	\$22.50
Administrative Assistant	\$17.43

Benefits Package

Bargained Employees

All full-time employees (35+ scheduled hours per week) can participate in the following benefits programs.

- **Safety Bonus:** \$200 per year for safely performing their duties and maintaining a good attendance record.

- **Vacation Pay:** MV will honor all existing drivers' levels of vacation. Employees new to the system will receive 40 hours after one year, increasing as seniority is gained to 80 hours after three years, and 120 hours after 10 years, 160 weeks after 15 years.
- **Medical and Dental Insurance:** MV will offer medical and dental insurance to qualified employees per the PPACA. Each plan has dependent coverage available. Current employees with medical insurance will have no waiting period to avoid disruption in coverage.
- **Flexible Spending Accounts (Health Care FSA and Dependent Care FSA):** These programs allow employees to put aside pre-tax money to pay for childcare or eldercare expenses. In contrast, employees work and pay for qualifying out-of-pocket medical expenses (copays and other covered items). Employees can participate in both plans on their normal benefits eligibility date.
- **Employee Assistance Program:** MV offers confidential counseling services at no cost for employees and family members (three in-person sessions per incident per year). There is a 24/7 resource and referral line for counseling, financial assistance, legal problems, and many other issues.
- **Life and AD and D Insurance:** In addition to its health insurance plan offerings, MV also offers company-sponsored supplemental life insurance and Accidental Death and Dismemberment (AD and D) insurance plans through Securian Life Insurance Company. The supplemental life insurance plan is available to employees, their spouse/domestic partner, and their children. The AD and D insurance plan is available to employees.
- **Holiday Pay:** Six paid holidays and 1 additional floating holiday will be offered for full-time employees. Employees hired from the existing contractor will receive this benefit from day one.
- **401 (k): If included in the Collective Bargaining Agreement,** employees may be eligible to participate in MV's 401(k) retirement program, where MV may offer a percentage match on each employee's first six percent of contribution per year.



General Manger Frasco with City representatives during the maiden voyage of the Downtown Express that runs every Saturday.

Hourly Non-Bargained Employees

All full-time employees (35+ scheduled hours per week) can participate in the following benefits programs. Employees shall qualify for the group medical, dental, and

vision insurance coverage following the Patient Protection and Affordable Care Act (PPACA) terms.

- **Safety Bonus:** \$200 per year for safely performing their duties and maintaining a good attendance record
- **Vacation Pay:** MV will honor all existing drivers' levels of vacation. Employees new to the system will receive 40 hours after one year, increasing as seniority is gained to 80 hours after three years, and 120 hours after 10 years.
- **Medical and Dental Insurance:** MV will offer medical and dental insurance to qualified employees. Each plan has dependent coverage available. Current employees with medical insurance will have no waiting period to avoid disruption in coverage.
- **Flexible Spending Accounts (Health Care FSA and Dependent Care FSA):** These programs allow employees to put aside pre-tax money to pay for childcare or eldercare expenses while employees work and to pay for qualifying out-of-pocket medical expenses (such as copays and other covered items). Employees can participate in both plans on their normal benefits eligibility date.
- **Employee Assistance Program:** MV offers confidential counseling services at no cost for employees and family members (three in-person sessions per incident per year). There is a 24/7 resource and referral line for counseling, financial assistance, legal problems, and many other issues.
- **Life and AD and D Insurance:** In addition to its health insurance plan offerings, MV also offers company-sponsored supplemental life insurance and Accidental Death and Dismemberment (AD and D) insurance plans through Securian Life Insurance Company. The supplemental life insurance plan is available to employees, their spouse/domestic partner, and their children. The AD and D insurance plan is available to employees.
- **Holiday Pay:** Six paid holidays will be offered for full-time employees. Employees hired from the existing contractor will receive this benefit from day one.
- **401 (k):** All employees are eligible to participate in MV's 401(k) retirement program, where MV may offer a percentage match on each employee's first six percent contribution per payroll.

Application, Qualifications, and Hiring Process

MV Transportation, Inc. has an Equal Opportunity Employment (EEO) policy and will not discriminate against any employee or applicant for employment because of age, race, religion, color, sex, disability, national origin, or any other characteristic protected by the law.

MV posts all career opportunities – from vehicle operators to management staff – on our website (careers.mvtransit.com); CareerBuilder, LLC. powers this site.

An applicant begins the employment process by completing an online application. Our team reviews the application to determine if the applicant meets the qualifications. Applicants

meeting the minimum requirements attend an interview with the hiring lead, who assesses their customer service skills and fit for the job. Upon successful completion of their interview, the applicant's qualifications process begins.

The hiring lead will contact the applicant and request that they review and sign the required release documents, including an application for employment, background check disclosure and authorization release, FTA or FMCSA DOT disclosure and authorization, and an I-9 Express Online I-9 verification.

MVR and Background Check Review

MV understands all employees must comply with City of Coral Gables' background check requirements. Once the applicant completes the necessary disclosures, our corporate qualifications department assesses the applicant. This team orders all motor vehicle records (MVRs) and background checks to determine if any of the following items are present:

Criminal Convictions

History of a misdemeanor(s) or Felony(ies)

Traffic Offenses

Serious traffic offenses in the last three (3) years

Moving Violations

More than three (3) moving violations in the last three (3) years

MVR Pattern

Pattern on the motor vehicle report (MVR)

Our team reviews criminal convictions and motor vehicle reports and assesses based on the Equal Employment Opportunity Commission (EEOC) guidelines, along with the following eligibility factors:

The frequency, severity, and nature of the conviction

The age of the applicant at the time of the conviction

The elapsed time from the date of the conviction to the present

The relationship between the nature of the offense and the type of employment

Evidence of rehabilitation, successful employment history, and any aggravating, mitigating or extenuating circumstances

If these reports reveal adverse information, our qualifications team initiates an individual assessment. The applicant receives a pre-adverse letter and a copy of their background reports; the applicant has the opportunity to contest the report within seven business days.

If the applicant provides appropriate documentation clearing the issues cited, our qualifications team notifies the local hiring lead that the applicant is qualified. Otherwise, the

qualifications department issues a disqualified notification to the hiring leader, who will, in turn, notify the applicant.

Pre-employment Testing

MV requires every covered employee perform a safety-sensitive function as described in the FTA regulations Part 655 and the FMCSA regulations. Part 382 to submit to a pre-employment drug and alcohol test. Additionally, applicants may be required to pass either a DOT or Non-DOT physical examination (depending on the position). Refusal to submit to these requirements serves as an automatic disqualification from employment.

We manage all testing and physical appointments through eScreen, Inc. A medical review officer (MRO) reviews exams and test results to assure compliance with DOT requirements – this review is based on the medical standards set forth by FMCSA (49 CFR 391.41) and medical guidelines.

Recruitment

MV thoroughly evaluates the current staffing and service structures during implementation to identify the minimum number of operators needed to perform the contract. MV fills most staffing positions with existing personnel, if possible.

Retaining as much of the current workforce as possible minimizes change for the system's passengers during the service transition.

In 2022, MV's new recruiting strategies will empower each general manager to recommit to recruiting on the ground. The MV Recruitment Toolkit will be available in Microsoft Teams and includes the following:

- **A review of the applicant experience** is a checklist of all areas that may affect the process, including signage, parking, and the application and interview process.
- **Best practices:** includes critical steps for review regarding advertising, branding, applicant contact, and division recruitment designees.
- **Incentives:** a crucial review of market pay rate competitiveness, bonus requests, effectiveness, and division engagement activities.
- **Outreach:** Outreach is crucial to recruitment and includes partnership contacts with unemployment offices, career centers, trade schools, etc. It is vital to establish outreach relationships, host hiring events, establish an internal outreach partnership with the Regional Recruiter and other operations, and have an obtainable outreach strategy goal.

Our new recruiting strategy includes ICIMS, a world-leading cloud-based talent acquisition software. This software helps general managers establish monthly cadences with regional management to discuss metrics available to assist recruitment strategies.

Recruiting Approach

In 2021, MV faced the national challenge of employee turnover in a tight labor market. In response, we pivoted away from our traditional recruiting methods to garner an improved pipeline of candidates.






To support our regional recruiters and on-site operations, MV hired a team of community recruiters. These talented recruiters immerse themselves in the communities we serve to identify mutually beneficial partnerships with government job resources, rehabilitation-to-work programs, skills development programs, low-income job support programs, and other non-profits. Our efforts in recruiting and hiring will be extensive and ongoing.

As our community recruiter works with these local organizations to inform, educate, and empower clients to consider applying for a job at MV, they form strong relationships with local non-profits beyond recruiting. Opportunities for volunteer service are shared at our locations, and our teams participate in volunteer events each year.

Enabled by Technology

Digital engagement is an important part of any recruiting plan. While our operations have leveraged social media systems like Facebook and LinkedIn for many years, we knew we had to expand our technology suite to enhance our reach to candidates.

We assembled a core group of technology platforms that we use to promote and recruit for jobs, including:

 (Find a Trucker Job)	<i>FATj is a recruiting platform dedicated to people who drive for a living, with targeted marketing based on the user profile.</i>
	<i>Ad sponsorship using Indeed to stay at the top (or near the top) of the search results page daily.</i>
	<i>MV advertises on location-specific Craigslist boards to promote job opportunities within the local area</i>
	<i>MV has a strategic partnership with CareerBuilder, which powers our careers website and links to over 50 diversity postings.</i>
	<i>AppCAST is a programmatic recruiting platform that uses AI to target job advertisements. It consumes data from our Talent Management System ICIMS and makes intelligent choices about where digitally recruit.</i>

Fueled by Engagement

Our mission is to make our application process representative of the employment process – and is marked by communication, engagement, and support. We want every applicant excited for the opportunity to work for MV and make the process as easy as possible for interested candidates.

Recruiting continually stays in communication with candidates by phone, email, and often text or instant messaging apps. Continually nurturing a positive relationship with our candidate pool is important because this is our future employees' first experience with MV's culture.

Advertising

MV has an advertising presence in all major markets and explores several avenues for advertising.

- **Job Postings:** Post external advertisements on CareerBuilder, the MV career site, Indeed, Monster.com, Craigslist, ZipRecruiter, Transit Talent, and LinkedIn. Job postings include quarterly talent acquisition team meetings and cadences to revamp job descriptions.
- **Identify local partnerships:** Non-profit organizations, churches, unemployment offices, veteran groups, and workforce commissions.
- **Wages:** Analyzing market by market for divisions that receive wage increases.
- **Social media:** MV careers Facebook page for the company, using Facebook pages and posting city-specific hiring groups weekly.



Retention

MV employs several strategies to reduce turnover in its local operations, including:

- **Competitive wage scaling:** MV determines competitive wage scales by researching nearby job competition to understand what financial packages best meet the needs of the local employment market.
- **Continued education:** Ongoing training improves job attractiveness, keeps employees motivated and engaged, and demonstrates MV's willingness to invest in its employees. MV provides on-the-job training, offers several ongoing training opportunities via web-based packages, hosts companywide training classes, and encourages employees to obtain new certifications.
- **Opportunities for promotion:** MV is committed to promoting from within and will maximize those opportunities as much as possible.
- **Employee recognition programs:** Employees who demonstrate proficiency in their jobs and set the standard for exemplary performance are rewarded in employee recognition programs. MV also plans to include more employee engagement programs in the new term.

Drug and Alcohol Testing Program

MV has a Zero Tolerance Drug and Alcohol Policy and Substance Abuse Program complying with FTA and DOT compliance standards. This program integrates three critical components in the implementation of this program:



The Policy

MV's Drug and Alcohol Policy comprises the following four activities:

- Take appropriate action to ensure that employees are not impaired in their ability to perform assigned duties in a safe, productive, and healthy manner;
- Foster and maintain a drug and alcohol-free environment for all employees and patrons;
- Prohibit the unlawful manufacture, distribution, dispensing, possession, or use of controlled substances;
- Encourage employees to voluntarily seek professional assistance whenever personal problems, including alcohol or drug use, may adversely affect their ability to perform their assigned duties.

The Program

Every MV employee is subject to four drug and alcohol screening types according to their employment category (safety-sensitive versus not safety-sensitive). Please note that under MV's Zero Tolerance Drug and Alcohol Testing Program, a positive screen or refusal to be tested under these conditions results in termination of employment.

Testing Types

Pre-Employment	<ul style="list-style-type: none"> •All job candidates considered for hiring are required to successfully complete and pass a pre-employment drug screen prior to receiving an offer of employment. Failure to submit to testing, or a positive screen, results in the denial of employment.
Random	<ul style="list-style-type: none"> •All safety-sensitive employees are automatically entered into the company pool for random testing pursuant to FTA regulations.
Post-Accident	<ul style="list-style-type: none"> •We conduct DOT post-accident drug and alcohol testing immediately following an on-road incident meeting FTA/DOT criteria. Any employee involved in the incident or accident is subject to testing. If the accident does not meet the FTA/FMCSA testing criteria, MV reserves the right to test any safety-sensitive employee regardless of the severity of the incident.
Reasonable Suspicion	<ul style="list-style-type: none"> •Employees are subject to reasonable suspicion testing if significant and observable changes in their performance, appearance, behavior, speech, etc. provide reasonable suspicion of the influence of alcohol/drugs. All frontline personnel are observed by supervisory personnel who are certified as having completed the DOT Supervisor's Class in Reasonable Suspicion Training in Drug and Alcohol.

Leadership

Senior Director of Human Resources Cristina Pereira manages MV's Zero Tolerance Drug and Alcohol Testing Program. She works closely with MV's local operations and representatives of the FTA and DOT to confirm MV's policies and programs are up to date and compliant with all regulatory requirements. Cristina and her team process all test results and communicate the outcomes to our local management team.

Partnerships

We work with Alere™ Toxicology for all laboratory services and Dr. Brian N. Heinem, M.D., D.O., who serves as the Medical Review Officer conducting MRO services for our company. MV manages all random screens using the MYeScreen technology, which provides a computer-generated selection process program that randomly selects employees for testing without bias or discrimination. Assignments are available on the first of each month to begin performing testing immediately.

Locally we use local occupational health clinics to perform the urine and breath alcohol collections for testing. For substance abuse professional services, we partner with American Substance Abuse Professionals (ASAP) for referrals.



Training

Once hired, all MV employees receive FTA-compliant training that outlines MV's Zero Tolerance Program. We address all drug and alcohol testing procedures as part of the initial employee training and annual refresher training. As required by the FTA, initial training includes a minimum of 60 minutes on the effects and consequences of prohibited drug use on personal health, safety, the work environment, and the signs and symptoms that may indicate prohibited drug use.



All supervisors and personnel authorized to make reasonable suspicion determinations receive additional training on drug and alcohol use indicators. Training includes the following areas:

- REACT Reasonable Suspicion Decision Training Manual
- MV's 10 Steps to Successful Reasonable Suspicion Testing Checklist
- MV's Reasonable Suspicion Determination Form
- MV's Reasonable Suspicion Testing Interview Procedures Quick Tutorial

Program Updates

We recognize the importance of remaining compliant and up to date with all regulatory program changes. MV's Drug and Alcohol Program aligns with the US DOT revisions to 49 CFR Part 40, Procedures for Transportation Workplace Drug and Alcohol Testing, to reflect the following changes:

- Opiates are reclassified as opioids and now include hydrocodone, hydromorphone, oxycodone, and oxymorphone, in addition to codeine, morphine, and 6-acetylmorphine (heroin) and their brand names.
- Testing analytes have been revised.
- A positive screen for amphetamines/methamphetamines or THC (marijuana metabolite); the MRO will have the authority to conduct further testing.
- The MRO must now provide employees with up to five days after reporting the verified negative result to have the prescribing physician contact the MRO to determine if the medication can be changed to one that does not make the employee medically

unqualified or that does not pose a significant safety risk before reporting the “safety concern” to MV.

Audits

MV has successfully completed each FTA audit of our program and operations.

ADA Compliance

ADA compliance is a critical component of MV’s operator training program and ensures that the Company’s operations are ADA-compliant. During training, operators receive an overview of various disabilities as defined by the ADA and understand the law’s requirements. Training also includes practical instruction on assisting and securing passengers in mobility devices to ensure their safety and comfort.

MV upholds ADA compliance through safety and maintenance programs. As part of MV’s safety awareness efforts, employees must attend a monthly safety meeting. They receive refresher training in safety topics, including assisting passengers with disabilities and the safe securement of mobility devices. Mobility device lifts are cycled and inspected during each pre-trip inspection and thoroughly inspected at each preventive maintenance inspection to ensure the safety of MV’s mobility-disabled passengers.

Further, compliance with the provisions of this important law by all MV employees is monitored and enforced by the Company’s legal and human resources teams.

KEY PERSONNEL RESUMES

Frasmo Cardona

General Manager

Frasmo Cardona is MV's proposed general manager for the City of Coral Gables, Trolley Operation Services.

Experience

General Manager, MV Transportation, Inc. (Miami, FL) **2017 to Present**

- Oversees two separate fixed route divisions in the Miami-Dade area, Coral Gables Trolley Fixed Route Operation for the City of Coral Gables and Hialeah Transit Fixed Route Operations for the City of Hialeah
- Manages divisional budgets as pertain to all operational costs
- Manages route and headway goals to maintain contract compliance standards
- Oversees the safety program to ensure it is trending appropriately and leads incentive-based contests for safety awareness, incident/accident action plans, and workers comp reduction plan
- Reduced IFR and PAFR year over year by focusing on a strong safety culture
- Provides guidance and support to the dispatchers and road supervisors in overseeing the daily operations
- Handles front-line complaints/concerns from clients and passengers and provides resolution
- Provides coaching/counseling for all dispatchers and road personnel
- Works directly with the labor union and its officials in dealing with employee relations and issues

General Manager, MV Transportation, Inc. (Jacksonville, FL) **2015 to 2017**

- Oversight of the Connexion Paratransit Operation for the Jacksonville Transportation Authority (JTA)
- Managed divisional budgets pertaining to driver and staff, maintenance costs, and subcontractor costs
- Managed productivity goals to maintain contract compliance standards
- Managed department heads (i.e., operations, safety, scheduling, dispatch, etc.) in maintaining contract compliance standards
- Provided guidance and support to the safety manager to ensure the safety program is trending appropriately
- Provided guidance and support to the operations manager in overseeing the paratransit daily operations
- Handled front-line complaints/concerns from clients and passengers and provided resolution
- Provided coaching/counseling for all dispatchers and road personnel
- Worked directly and indirectly with the labor union and its officials in dealing with employee relations and issues

Frasmo Cardona

General Manager

Assistant General Manager, MV Transportation, Inc. (Orlando, FL)
2014 to 2015

- Worked directly with the general manager to ensure both the AccessLynx and NeighborLink operations were run effectively and efficiently in accordance with MV Transportation and LYNX policies and guidelines
- Acted as the general manager when GM was out of office
- Managed budgets as pertain to drivers' work hours and revenue to pay hours
- Managed productivity goals to maintain contract compliance standards
- Worked directly with department heads (i.e., maintenance, safety, scheduling, dispatch, etc...) in maintaining contract compliance standards
- Coordinated with the safety department to lead incentive-based contest for safety awareness, incident/accident action plans, and workers comp reduction plan
- Provided guidance and support for the Operations Manager in overseeing the dispatch operations for both AccessLynx and NeighborLink to ensure maximum route efficiency
- Handled incoming compliments/complaints via the Active Network Citizen Request Portal
- Addressed front-line complaints/concerns from clients and passengers and provided resolution
- Provided coaching/counseling for all office and road personnel
- Assisted the general manager in working directly and indirectly with the Labor Union (Teamsters Local 385) and its officials in dealing with employee relations and issues in accordance with MV Transportation and Union guidelines

Education and Training

Miami-Dade College

- Business Management

Hector Manon

Operations Supervisor

Hector Manon is MV's proposed operations supervisor for the City of Coral Gables Trolley Operation Services.

Experience

Dispatch/Road Supervisor, MV Transportation, Inc. (Coral Gables, FL) 2017 to Present

- Supervises trolley drivers and ensured adherence to routes, schedules, and company policies
- Adjusts schedules as needed to accommodate changes in demand or unforeseen circumstances
- Provides guidance, support, and feedback to trolley drivers, fostering a positive and collaborative working environment
- Conducts observable road performance evaluations and recommended training or development as needed
- Monitors real-time operations to identify and address any deviations or issues promptly.
- Maintains efficient trolley routes, considering traffic patterns, special events, and other relevant factors
- Adjusts routes in response to unexpected events or road closures
- Enforces and promotes adherence to safety protocols and regulations among trolley drivers
- Assists management with regular safety meetings and training sessions to enhance safety awareness
- Monitors daily regular inspections of vehicle conditions to maintain fleet integrity. Respond swiftly to reports of trolley breakdowns or mechanical issues
- Coordinates emergency maintenance services to minimize service disruptions
- Responds promptly to accidents, incidents, or emergencies, coordinating with appropriate authorities and ensuring passenger safety
- Documents relevant details of the incident, including time, location, and any contributing factors
- Prepares incident reports with accurate and comprehensive information for review by management and regulatory authorities
- Addresses passenger concerns and inquiries, resolving issues and ensuring a positive customer experience
- Upholds a high standard of courtesy and professionalism in all interactions with passengers, colleagues, and management
- Serve as a central communication hub for trolley operations, disseminating real-time information on service status, delays, or changes

Hector Manon

Operations Supervisor

- Utilize dispatch systems and communication tools to keep passengers informed. Investigate and resolve issues related to service disruptions, delays, or any other concerns raised by passengers
- Provides clear and concise instructions to passengers during emergencies
- Collaborates with management to analyze feedback, identify trends, and implement improvements to enhance service quality

Dispatch/Road Supervisor, Limousine of South Florida (Irvine, CA) **2012 to 2016**

- Supervised trolley drivers and ensured adherence to routes, schedules, and company policies
- Adjusted schedules as needed to accommodate changes in demand or unforeseen circumstances
- Provided guidance, support, and feedback to trolley drivers, fostering a positive and collaborative working environment
- Monitored real-time operations to identify and address any deviations or issues promptly
- Maintained efficient trolley routes, considering traffic patterns, special events, and other relevant factors
- Adjusted routes in response to unexpected events or road closures
- Addressed passenger concerns and inquiries, resolving issues and ensuring a positive customer experience

Trolley Driver, Limousine of South Florida **2015 to 2016**

- Operated trolleys in full compliance with traffic laws, company policies, and safety regulations
- Conducted pre-trip and post-trip inspections to guarantee the mechanical integrity of the vehicle
- Prioritized passenger safety by adhering to safety protocols and emergency procedures
- Demonstrated a vigilant approach to driving, minimizing risks and ensuring a secure transportation experience
- Greeted passengers courteously and, upon passenger request, assisted them during boarding and disembarking
- Provided accurate information regarding routes, schedules, and local attractions, enhancing overall passenger satisfaction

Motorcoach Operator Endeavor Bus Lines (Miami, FL) **2007 to 2014**

- Operated motorcoaches in compliance with federal, state, provincial, and local traffic laws, as well as company policies

Hector Manon

Operations Supervisor

- Conducted thorough pre-trip and post-trip inspections to ensure the mechanical integrity of the vehicle
- Followed designated interstate, intrastate, and Canadian routes, making timely stops at specified locations
- Communicated any deviations or unexpected issues to dispatch and adjust routes as necessary
- Ensured compliance with all regulations and documentation required for cross-border travel into Canada
- Familiarized with and adhered to Canadian transportation laws and regulations
- Demonstrated cultural sensitivity when interacting with passengers, particularly during cross-border travel
- Upheld a professional and respectful demeanor in all customer interactions
- Maintained detailed records of daily activities, including mileage, fuel consumption, and passenger counts
- Provided accurate reports to supervisors and management as required

SUBMITTAL III: PROJECT UNDERSTANDING, PROPOSED APPROACH, AND METHODOLOGY

TROLLEY OPERATION SERVICES



SUBMITTAL III: PROJECT
UNDERSTANDING,
PROPOSED APPROACH,
AND METHODOLOGY



Submittal III: Project Understanding, Proposed Approach, and Methodology

- 1) Describe in detail your understanding, approach and methodology to perform the services solicited herein. Include detailed information, as applicable, which addresses, but need not be limited to: understanding of the RFP scope and requirements, implementation plan, strategies for assuring assigned work is completed on time and communication with City staff. Indicate how the Proposer intends to positively and innovatively work with the City in providing the services outlined in this RFP.
- 2) Provide a detailed description of the capabilities and competency, including but not limited to:
 - a. Recent, current, and projected workload of the Proposer and key personnel and how the potential contract will fit into the Proposer's workload. For each current and projected engagement, please indicate the following:
 - Client name
 - Current and/or projected workload
 - Personnel assigned
 - b. Proposer's experience with similar trolley operation services.
- 3) Provide a comprehensive description of your proposed ability to meet or exceed all of the operational requirements and equipment.

1) Description of Understanding, Approach, and Methodology

Understanding of the RFP Scope and Requirements

As a long-term provider of these services, MV understands the RFP scope and is well acquainted with service requirements. Since 2017, MV's commitment to the City's operations has gone beyond contractual obligations; going forward, we pledge the same unwavering loyalty, ensuring open and transparent communication at all times. Throughout our proposal, we have demonstrated our understanding of the project, highlighting our dedication to delivering tailored solutions. Past shared success stands as a testament to our commitment to establishing a strong partnership. MV and City's valued past relationship will serve as the foundation to uphold high service standards and realize City's vision. MV's goal is not just to meet but exceed expectations, enhancing the passenger experience and seamlessly adapting to the dynamic demands of the transit industry.

Implementation Plan

MV is the current operator of these services; therefore, no service transition will be necessary should MV be selected for the next contract term. Retaining MV as the City's contractor eliminates the need for a costly startup or the learning curve required by a new contractor and assures the continuity of these important services.

Strategies for Assuring Assigned Work is Completed On-Time

MV's strategy and core operating value remains constant—providing the highest level of safety for all MV Transportation employees, passengers, and the communities we serve. We have included our daily operations plan for better on-time performance and on-time completion of assigned tasks in *Submittal III: Project Understanding, Proposed Approach, and Methodology, 3) Proposed Ability to Meet Operational Requirements*.

In addition, to achieve MV's and City's mission of providing safe and reliable transportation, MV will continue to implement the following strategies:

- **Emphasis on Safety:** MV prioritizes safety above all else and this commitment contributes to delivering the best customer experience, on time. A well-maintained fleet and highly skilled drivers ensure we meet on-time performance standards, benefiting the City and passengers.
- **Understanding of Service Requirements:** Being the incumbent provider, MV has an in-depth understanding of this service that is crucial for aligning operational strategies with the City staff. MV's unique knowledge of the fleet, service, and service area will continue to contribute to a high-quality, on-time service delivery.
- **Hiring and Retaining Skilled Workforce:** In order to ensure assigned work is completed on time, MV always places high standards in hiring its workforce and recognizing employees through incentive programs, bonuses, and performance

awards. *Detailed information incentives offered by MV are included in Submittal III: Project Understanding, Proposed Approach, and Methodology, 3) Proposed Ability to Meet Operational Requirements.*

- Collaboration with City for Service Improvement:** General Manager Frasco Cardona actively collaborates with the City to identify and implement programs or suggestions to improve service performance. For instance, Frasco is currently engaged with the City's Transit Manager to enhance the timetable schedule for the Ponce De Leon Route. This collaborative effort demonstrates a willingness to adapt and innovate in response to evolving needs and challenges, ultimately enhancing overall service quality and efficiency.

Communication with City Staff

MV understands that effective communication plays a crucial role in ensuring a safe delivery of operations. MV's communication framework is designed to recognize the distinct roles each staff member plays and their responsibilities within our organization. We pride ourselves in maintaining open lines of communication and delivering operational transparency. MV proposes the following communication strategy in the next term:

Weekly Operations Meetings: MV will hold regular meetings to continue our staff's transparent communication and collaboration with the City. Through these meetings with key personnel such as MV's General Manager Frasco Cardona, operations staff, and City's Transit Manager, Maintenance Manager, and Assistant Director of Mobility & Sustainability, MV will ensure that everyone involved is on the same page regarding operational plans, challenges, and updates. These meetings will serve as a platform for discussing strategies, addressing concerns, and coordinating efforts to optimize City's Trolley services.

Dedicated General Manager as Primary Contact: MV understands City's requirement of a key personnel that is 100 percent dedicated to these operations. Having a dedicated point of contact for concerns streamlines communication and ensures that issues are addressed promptly. General Manager Frasco Cardona will be fully dedicated to the City and will serve as a direct liaison between MV and the City staff, contributing to smooth communication and swift resolution of operational matters.

In addition, to achieve a clear cadence of communication, MV is pleased to present a draft communication plan for our contract with the City of Coral Gables.

Communication Type	Communication To	Communication From	Frequency
Daily operational issues (late running/missed service, accidents/incidents)	City Daily POC (as appropriate)	MV General Manager Frasco Cardona or MV Operations Supervisor Hector Manon	As needed, daily

Communication Type	Communication To	Communication From	Frequency
Weekly Check-ins (phone)	City primary contact	MV General Manager Frasmo Cardona	1x per week
Maintenance Check-in (in-person and virtual)	City primary contact	MV General Manager Frasmo and Ops Sup Hector	Daily
Safety Check-in (in-person and virtual)	City primary contact	Director of Safety and General Manager Frasmo Cardona	As needed, daily
Operational Performance Review (in person)	Designated City Staff	Senior VP Randy Frantz and General Manager Frasmo Cardona	Semi-annual, as needed
Annual Planning Session (look ahead for the next year)	Designated City Staff	COO Kevin Klika Senior VP Randy Frantz General Manager Frasmo Cardona	Annual
Voice of the Customer	Primary City Contacts	Third-party Interviewer Bill Storey	Semi-annual

Positive and Innovative Work with the City

MV believes in a cohesive work environment, which includes members of the City's staff, and our local team will continue to work collaboratively to find new and improved ways to serve the City's ridership better.

MV recognizes the invaluable role community engagement plays in establishing connections. To this end, MV plans to provide General Manager Frasmo Cardona with greater opportunities to directly engage with and contribute to the community. This plan is backed by the dedicated position of Operations Supervisor Hector Manon to City's Trolley's services. Through these efforts MV aims to strengthen its relationship with Coral Gables community and promote positive change without disrupting daily operations.

As part of our dedication to start our new term with the City based upon innovative and human-centric initiatives being introduced at the local and urban level, MV is pleased to include the following:

DriveCam SF400 Event Recorder

MV is pleased to upgrade the current DriveCams to DriveCam SF400 event recorder for the City of Coral Gables Trolley operations fleet in the new term. DriveCam is a unique event recorder that continuously records footage inside the vehicle and on the road and saves footage clips when triggered.

The SF400 unit has a dual wide-angle lens that eliminates blind spots in video clips and enhances the views captured. It also includes four high-lumen infrared light, integrated microphones, and continual video recording for up to 100 hours. The SF400 units deliver the same reliable event recording as the current DriveCam units in place today (interior and exterior recording, cellular connectivity, manual trigger button); however, these units bring valuable new features to our operation.



- **On-demand lookback:** The SF400 saves up to 100 hours of footage we can access on-demand. This data allows us to investigate complaints quickly and easily. With the base package, we have access to the lookback feature for five minutes per unit per month; however, we can expand this at an additional cost.

MV will continue to work with Lytx for all event reviews by their Risk Detection Services team. Under this agreement, Lytx staff ranks clips by behavior and incident type to deliver objective data that we can use to coach, retrain, or discipline operators.

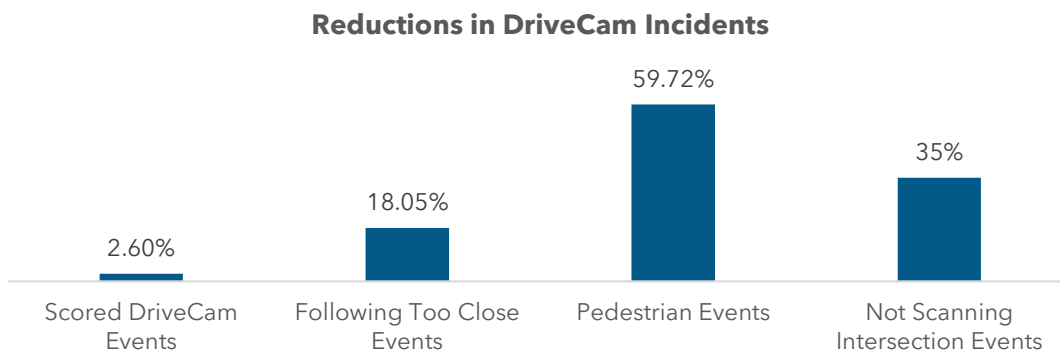
MV compiles this data to hone our focus on preventability and improvement further. Led by Vice President of Safety and Data Scientist Stephanie Weber, our team uses the information we receive from Lytx to determine the individual risk profile for each MV location and understand trending risk behaviors. We use this data to drive our refresher training, safety messaging, and safety event topics.

Mobileye 8 Connect

Mobileye 8 Connect system, a collision avoidance technology, brings more than a decade of experience in vehicle sensor safety technology. Their units employ a camera, EyeQ4® processor, GPS unit, and speaker mounted on the inside of the windshield behind the rearview mirror. We mount the EyeWatch™ display in the bottom corner of the windshield to give operators visual alerts.

The single-lensed camera senses shapes and textures to detect pedestrians, vehicles, lane markings, speed signs, and more. It includes night detection systems, greater accuracy, and a broader range that detects hazards within a greater field of vision. The Advanced Driver Assistance Systems (ADAS) alerts operators of high-risk and dangerous situations such as unsignaled lane changes, imminent collisions, unsafe following distance, and more.

Our company is a longtime user of this technology. We initially piloted it in 2014, along with our existing deployment of DriveCam. We found that when we paired the two technologies, we realized a reduction in DriveCam events correlated to the alerts provided by Mobileye to our operators:



Moreover, when used together, the event that triggers a Mobileye alert most often triggers the DriveCam clip, offering a comprehensive and documented approach to mitigating risky driving behaviors. The Mobileye 8 Connect system provides the following safety features:

Safety Data	Mobileye Feature	Alert
<i>In 2015, the NTSB found that forward collision avoidance</i>	Forward Collision Warning (FCW): Mobileye sends an audio	Alert occurs up to three seconds before the



<p>systems could prevent over 80% of rear-end crashes. - Washington Post¹</p> <p>The top reported [driver-related] factors include... Improper lane usage, 7.1% and improper or erratic lane changes, 1.3 % - NSC Improper driving reported in fatal crashes, 2018²</p> <p>Pedestrians and cyclists represent 26 %of all deaths, while those using motorized two- and three-wheelers comprise another 28%. - 2018 WHO Global Status Report on Road Safety³</p> <p>Speeding was a factor in 26% of all traffic fatalities in 2018⁴ - NSC Motor Vehicle Safety Issues</p>	and visual alert to the operator when an imminent collision is detected.	anticipated collision, calculated by the Time to Collision, accounting for the distance from the vehicle and relative traveling speed.
	Headway Monitoring & Warning (HMW) / Following Distance: Mobileye sends an audio and visual alert to the operator when their following distance is too close.	Alert occurs when the headway distance (measured in time, based on speed) is up to three seconds or less.
	Lane Departure Warning: Mobileye sends an audio and visual alert when there is a lane deviation without signaling	The sensor data detecting the lane markings triggers the alert.
	Pedestrian & Cyclist Collision Warning (PCW): Mobileye sends an audio and visual alert to the operator when an imminent collision with a pedestrian or cyclist is detected. The system uses a low-light pedestrian and cyclist detection system.	The alert occurs when the time to collision drops below 2.1 seconds of real-time warning—the Time to Collision accounting for the distance from the vehicle and relative traveling speed.
	Speed Limit Indicator (SLI): The unit's speed limit indicator scans and detects speed limit signs	When a driver exceeds the speed limit, a visual indicator on the unit alerts them

The Mobileye 8 series uses over-the-air updates, ensuring their system remains up-to-date with the newest alerts, features, and fixes and does not become obsolete.

Please note that if the final agreement's terms require a data release from the City, MV will require City's authorization to sign the data agreement between MV and Mobileye.

¹ <https://www.washingtonpost.com/news/dr-gridlock/wp/2015/06/08/there-are-about-1-7-million-rear-end-collisions-on-u-s-roads-each-year-heres-how-to-stop-them/>

² <https://injuryfacts.nsc.org/motor-vehicle/motor-vehicle-safety-issues/improper-driving-and-road-rage/>

³ https://www.who.int/violence_injury_prevention/road_safety_status/2018/GSRRS2018_Summary_EN.pdf

⁴ <https://injuryfacts.nsc.org/motor-vehicle/motor-vehicle-safety-issues/speeding/>

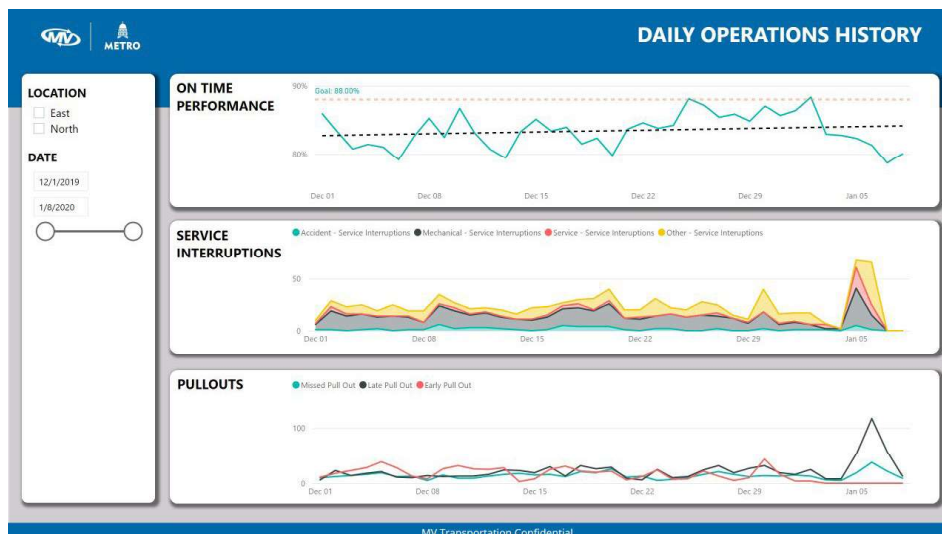
MV Insights (Optional)

MV Insights is our proprietary platform that provides visibility to key performance indicators (KPIs) such as on-time performance, productivity, route performance, call center performance, complaints, accidents, and miles between road failures. MV Insights ingests data from various technological platforms, including CAD/AVL, accident and incident reporting, complaint tracking systems, and maintenance management systems, including the Trapeze Enterprise Asset Management system used by MV. As an optional addition to our contract, MV can work directly with ETA Spotlight AVL to integrate its data into the MV Insights platform to provide the City with the best possible dashboards that represent accurate and timely data.

MV will provide the City with access to dashboards generated through MV Insights that will allow for real-time monitoring of our performance. Our local management team will use these dashboards to manage the system proactively. Additionally, our Professional Services team can train our local teams to ensure that data is entered correctly into the source systems to ensure the quality of the reports and dashboards we use.

Fixed Route Operational Insights

Getting all buses pulled out on time is the first and most important factor in assuring routes will be run on time. MV monitors pullout effectiveness every day and analyzes the root cause of any delayed pullouts. Whether service, accident, driver or other reason caused the late pullout, understanding the root causes and implementing mitigation strategies and contingencies that keep these events from occurring is always a top priority.



Daily Operations History - Closely tracking, analyzing, and mitigating root causes of late pullouts keeps the fleet fully operational.

MV uses other data insights to deliver operational effectiveness such as:

- On Time Performance Analysis
- Route Analysis and Optimization
- Revenue and Service Hour Analysis

Operational Excellence is a culture built into our organization. When adhered to, all aspects of delivering the operation come together to deliver the most important goal of providing an excellent customer experience by transporting the customer safely and on time to their destination.

Safety Insights

MV's innovative approach to DriveCam data management – and the results it yields – is award-winning. In February 2020, MV received the honor of winning the first-ever Lytx Innovation Award. This award spans all industries and the 4,000 companies worldwide that use the Lytx technology to improve their safety efforts, both internally and externally, across their operations.

By identifying risky behaviors and providing coaching, additional behind the wheel, and classroom training, MV eliminates the risky driving behaviors that may cause accidents. The figure below is an example of the kind of insights MV uses to drive down accident counts.

Sample MV Client

Risky Driver Rollup

Risky Driver Tenure - by Region Rank					
Driver Tenure	Top 5 Rank	Rank 6-25	Rank 26-50	Rank 51-100	Total
< 30 day	0	1	1	2	4
< 12 months	4	9	6	10	29
1-3 Years	0	0	2	5	7
4+ Years	1	3	9	16	29
Total	5	13	18	33	69

Risky Driver Behavior Insights

	30 Day Score Count	Δ from Prev	Near Collision	Traffic Violations	Awareness	Fundamentals	Following Distance	Distractions	Customs
	70	22	5	61	8	8	5	30	1225
Δ Prior 30 Days			-50%	-25%	-47%	-33%	-17%	-9%	-7%
% of Region Total			63%	79%	57%	73%	71%	70%	89%

Division's Top 5 Riskiest Drivers

										Top 5 % Change		0%	304%	761%	0%	0%	#####	0%	0%	-50%	0%	-100%	200%
										Top 5 % of Total		17%	24%	10%	0%	33%	32%	20%	0%	14%	6%	0%	9%
Driver Name	Division Rank	Region Rank	Top 100 MV Rank	Prior Rank	Division	System Start Date	Driver Tenure	Total Coached Score	Total Coached Events	15 Day Score	30 Day Score	90 Day Score	Collisions	Near Coll Avoid	Traffic Violations	Follow too Close	Awareness	Fundamentals	Distractions	Other Concern	Custom Concern		
	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼	▼		
	1	1	7	2		6/1/2022	< 12 Months	30	6	0	30	40	0	0	6	0	0	0	0	0	0		
	2	2	11	75		6/1/2022	< 12 Months	25	2	15	25	25	0	0	5	0	0	0	1	0	2		
	3	3	17	54		8/26/2021	< 12 Months	20	4	10	20	36	0	0	4	0	0	0	0	0	0		
	4	4	47	-		9/6/2017	4+ Years	15	2	0	15	15	0	1	2	0	0	0	0	0	0		
	5	5	44	8		2/23/2022	< 12 Months	15	4	5	15	39	0	0	2	1	0	1	0	0	1		

Risky Driver Behavior Analysis - Constant attention to driver behaviors and training reduces accidents and increases the safety of our riders, employees, and the public.

This proactive approach by MV will enable City staff to promptly address issues, mitigate disruptions, and keep passengers informed, ultimately improve the reliability and quality of these services.

invoicing.



Employee Spotlight - Reinaldo (Rey) Munoz - Dispatcher/Road Supervisor



Rey has is our MV superstar for these services. He has been awarded the Katherine McClary Operator of the Quarter award an impressive four times.

In addition, he is also the recipient of the following awards:

- Katherine McClary Operator of the Year Award for the division in 2019 and 2023
- 2019 Regional Katherine McClary Operator of the year Award for the Southeast Region of MV Transportation
- 2019 National Katherine McClary Operator of the Year Award for entire MV Transportation Organization

This incredible feat of achievements is a testament to Rey's dedication to these services. A 10-year veteran for Coral Gables trolley services, Rey appreciates his contributions to the service are recognized by both MV and by his passengers.

2) Capabilities and Competency

At MV, we always focus on prioritizing staying up-to-date with emerging technology and transit trends. We are committed to crafting solutions that align with modern transportation needs and pave way for efficient service delivery. Our 48-year history and experience is testament to our profound understanding of this industry. In addition to solutions outlined in this proposal, our organizational capabilities and competencies also include the following:

Applying Best Practices: MV has the industry's most compelling documented Best Practices. We know Best Practices are necessary for sustained and continuous performance improvement because it helps managers recognize existing knowledge gaps, allowing us to develop better strategies and solutions. When customers contract with MV, they gain access to their local team's insights and MV's collective insights. When an operation faces challenges, we are there to share best practices and ensure better and faster decision making, often improving productivity, performance, and cost.

Engagement of our Professional Services Team: Technology continues to change at a faster and faster pace. To ensure our customers are taking advantage of technologic gains, MV created a Professional Services Team. Chief Information Officer Jim Haring and Vice President Stephanie Doughty lead our professional services team that helps clients stand up with flexible, cost-effective, data-driven, and customized plans to expand geographical and



demographic reach. In addition, our professional services team focuses on a well-managed day-to-day execution. This team solves issues and implements systems from start to finish, from people to technology to policies and procedures.

- Our professional services team perpetually evaluates opportunities to serve the riding public better and offers the following benefits:
- Thought leadership on improving the customer experience,
- Performing runcuts to ensure efficient service and scheduling,
- Support and escalation (if necessary) with existing technologies,
- Upgrades or replacement of unsupported technologies,
- Automation of manually intensive processes (e.g., monthly reporting)

a) Recent, Current, and Projected Workload

Client Name	Current and Projected Workload	Personnel Assigned
City of Hialeah, Hialeah Transit System	<p>MV currently operates the fixed route operations for the City of Hialeah, FL. This operation is run out of the client's facility at 900 East 56th St, Bldg. 6, Hialeah, FL 33013.</p> <p>The current contract is set to expire on 09/30/2024, and we will be pursuing a new contract with the City to continue providing high-quality transportation services to the residents of Hialeah.</p>	The City of Hialeah contract currently includes a total of 25 employees. The key personnel assigned to this contract include an area manager, operations supervisor, two road supervisors.
City of Gainesville ADA Paratransit Contract	<p>MV currently operates the paratransit route operations for City of Gainesville – RTS (Regional Transit System). This operation is run out of our facility at 3713 SW 42nd Ave Ste 3, Gainesville, FL 32608, and does not share facility resources with our City of Gainesville contract.</p> <p>The current contract is set to expire in 09/27, and we will be pursuing a new contract with the City.</p>	The City of Gainesville ADA Paratransit contract currently includes a total of 39 employees. The key personnel assigned to this contract include general manager, accounting manager, safety & training manager, operations manager
St. Lucie County, Area Regional Transit (ART)	<p>MV currently operates the fixed route operations for Area Regional Transit (ART). This operation is run out of our facility at 8620 LTC Parkway, Ste. 103, Port St. Lucie, FL, 34986, which consists of 3400 SQ Ft</p>	St. Lucie County's contract currently includes a total of 114 employees. The key personnel assigned to this contract include an area General Manager, Fixed



Client Name	Current and Projected Workload	Personnel Assigned
	<p>office space and 15,000 SQ Ft of an Indoor Maintenance facility with 2 Bays.</p> <p>The current contract is set to expire on 06/30/2024, but will be kicking off the 2nd term of a (1) year option of extension on 07/01/2024-07/01/2025 and we will be pursuing a new contract with the City.</p> <p>Area Regional Transit is a multimode system where Fixed Route, Paratransit and Microtransit services are provided. Fixed Route consists of 8 Routes, Paratransit has an average of 28 routes per day and Microtransit currently provides service in 2 zones with continual expansion in 2024.</p>	<p>route operations manager, paratransit ops/call center manager, safety manager, account manager and a maintenance manager.</p>

b) Experience with Similar Trolley Operation Services

In addition to the trolley references mentioned in Submittal II.i) 2) Experience in Providing Similar Services, MV also operates the following trolley operations in the country.

Downtown Trolley Service San Pedro Historic Waterfront Business Improvement District

San Pedro, Calif. MV began operation of trolley fixed route services for the San Pedro Historic Waterfront Business Improvement District in 2012.

This free service provides transportation for tourists and residents throughout the San Pedro downtown area, connecting passengers to galleries, museums, shops, restaurants, and other local attractions.

Using two trolley vehicles, this service runs year-round, with expanded service during the summer months.



Dial-A-Ride, TLC Service and Trolley City of West Hollywood

West Hollywood, Calif. MV has provided Dial-A-Ride services for the City of West Hollywood since 2002 and the TLC service since 2014.



- > The Dial-A-Ride service is a curb-to-curb, demand-responsive service is available to seniors and persons with disabilities who reside in the City. MV operates and maintains a fleet of 15 vehicles for this service.
- > The TLC service is a door-to-door or door-through-door service supplements the Dial-A-Ride service by providing customized transportation services to seniors and disabled community members who require additional assistance. MV provides attendants for each trip to assist passengers from the door/interior of their pickup location to the vehicle and their destination. MV operates and maintains one vehicle for this service.
- > The trolley service is a free service offered to residents and guests. The trolley tour is a 45-minute tour through the Beverly Hills. This 2-stop tripper operates every hour with a vehicle operator and one narrator.



3) Proposed Ability to Meet Operational Requirements and Equipment

Daily Operating Plan

Highlights of this section:

- The use of innovative tools accelerates MV's operating efficiency
- Dispatch serves as operator support; they actively manage service while coordinating the response to service interruptions and incidents in the field.

Benefits to the City:

- Service delivery will be enabled by technology resources, not bogged down by manual processes
- With MV, the City has access to industry best practices and innovative approaches that are embedded in our standard operating procedures

- MV's focus on and support of the front-line team protects service delivery and ensures an outstanding customer experience.
- MV's operations are appropriately staffed to cover the span of service, ensuring that service is managed, protected, and reliable during all hours of service

Start of the Service Day – Operator Check-in

Dispatchers/road supervisors (herein referred to as "D/RS") actively manage operator report-to-work times. When an operator has not arrived by their assigned time, the dispatcher will coordinate with an extraboard operator to assume that shift. If an extraboard driver is not readily available, the D/RS will start the route until such time that another driver can report for service.

Operators check in at the window and hand the dispatcher their driver's license and medical card. The morning D/RS will be present. Dispatch validates these credentials visually. With credentials verified, the D/RS gives the operator their vehicle assignments and any notifications or detours.

The D/RS performs fit-for-duty reviews of operators as they check-in. They evaluate the operator's demeanor, attire, and professional appearance. The operator then departs the dispatch area and reports to their assigned vehicle in the yard. While the trolleys are heading to the starting point of their route, the D/RS will transmit the first of many safety messages of the day; utilizing the Corporate daily safety message sent via email early that morning, a divisional safety message or create their own, per company and client guidelines.

Pre-Trip Inspections

When the operator arrives at their assigned vehicle, they perform pre-trip inspections. During this inspection, the operator moves around the vehicle to visually inspect and, at times, test the various components and subcomponents. This inspection addresses critical safety items.

The D/RS, having collected their tablet and unit vehicle keys, will then head to the route area. The D/RS is required to perform one (1) to two (2) road observations and/or ride-along observations per week based on the number of routes running for that day, using the organization's SF-1 Driver Skills Evaluation Form; this procedure is followed by both morning and afternoon dispatcher.

The operator performs this inspection using a paper checklist. This checklist displays each inspection item, and the operator documents the condition of each item.



If the operator detects a safety issue that requires a technician's assistance, they will notify the in-yard technician (if available) or the dispatcher who coordinates with the technician. The technician will immediately determine whether the vehicle should be pulled from service, in which case the dispatcher will assign the operator a backup vehicle. Otherwise, the technician will repair the issue in the yard before the operator pulls out.

Pull Out

This D/RS monitors operator pull out on ETA Spot application. They closely observe operator log-ons to ensure all operators are logged into the system correctly. The supervisor stationed in the yard actively monitors pull out in person to confirm that all buses depart on time.

Operations and Dispatch/Road Supervision

While on route and staying mobile, the D/RS are better equipped to provide all types of support in a timely manner. This may mean responding to a road call, de-escalating a passenger disruption, posting signage for a detour, or performing an accident/incident investigation. Given the diversity of work they must perform, D/RS's are highly responsive, detail-oriented, and customer focused.

D/RS assigned to the radio continually monitor the service on the ETA Spot application system using the available dispatch screens. D/RS monitor trips for schedule adherence, passenger loads, any off-route movement, known traffic delays. We understand that keeping headway times between vehicles is of utmost importance to the City.

When a trolley/trip is running late, depending on the situation, the D/RS may advise the operator to discontinue passenger boardings if another trolley is within a few stops behind, or advise the operator that they will be repositioned at the end of the current loop—either Douglas Metro Station if traveling Southbound or Publix (W Flagler) if traveling Northbound. Regardless of the dispatcher's action, close communication between the dispatcher and operator is essential. D/RS are our operators' first line of support throughout the service day; their interactions are marked by professionalism, expediency, and clarity. They are trained to fully document all incidents and issue public bulletins using ETA Spot app.

Disruption Management

Situation	Response
The vehicle has experienced a mechanical failure, and the operator cannot safely operate the bus.	<p>The vehicle operator pulls over to a safe and secure location. They then radio dispatch to inform them of the breakdown. The D/RS will ask some basic troubleshooting questions, but if the issue is not resolved, the dispatcher will notify the on-duty maintenance technician to contact the operator. Meanwhile, the dispatcher will contact a road supervisor and dispatch them to the scene.</p> <p>The technician may decide to speak with the operator to perform basic troubleshooting (i.e. check for leaks, test brake pressure, etc.)</p>

Situation	Response
	<p>If the issue is still not resolved, the road supervisor coordinates with the technician regarding whether a replacement bus is needed, whether it is safe to drive the vehicle back to the yard, whether it's optimal to have the technician repair in the field, or whether a tow is required.</p> <p>The D/RS facilitates passenger transfer to the next or a replacement bus.</p> <p>The D/RS stays with the vehicle as needed until a technician or a tow arrives.</p>
<p>The operator is running late on their route and causing a large gap between headways.</p>	<p>Headway adherence is a shared responsibility. If an operator is running late on a trip, they must notify dispatch immediately. Similarly, dispatchers reach out to operators as they identify late-running routes, while monitoring the ETA Spot app. The D/RS will attempt to assist the operator by advising them how to increase the distance between them and the trolley directly behind them. If the operator cannot recover the required headway by the end point of the route, the dispatcher may direct the operator to go off-route and place them back in line along the route.</p>
<p>The operator was involved in an accident where injuries have been rendered, body damage incurred, or other vehicle damage has occurred.</p>	<p>Upon the operator's notification to dispatch that they have been in an accident where injury or damage has occurred, the dispatcher will immediately notify emergency services. The D/RS would then arrive at the scene of the incident. General Manager Frasco Cardona and Operations Supervisor Hector Manon are notified immediately; they notify the City and determine whether they need to report to the scene.</p> <p>The vehicle operator performs emergency management on-board the bus, evaluates any injured passengers, and as needed, awaits emergency response. Upon arrival, the road supervisor takes control of the scene and helps coordinate the transfer of passengers. They also coordinate with dispatch to transport the operator to post-accident drug testing.</p> <p>Once the passengers are cleared of the bus, the dispatcher will perform an accident investigation, documenting all findings, including passenger comments and photos on digital forms that are immediately uploaded to our systems and available for processing.</p> <p>Depending on the severity of the accident, the dispatcher will coordinate with maintenance to arrange for a tow. If the vehicle can be safely operated, the dispatcher will return the vehicle to the depot or arrange for another operator to do so.</p> <p>All dispatch/road supervisors are trained in accident investigation, emergency management, and de-escalation.</p>

Situation	Response
There is a disruptive passenger that threatens the safety and security of the operator or other passengers.	<p>When a disruptive passenger threatens the safety and security of the operator or the other passengers on board, the operator will press the red button on the radio and immediately notifies dispatch, which is monitored by the local police department.</p> <p>Emergency Services Dispatch will clear radio traffic and call the vehicle in question, while immediately dispatching officers to the scene. The operator, if possible, will alert law enforcement if the passenger has a weapon, is using physical force, spits, or verbally threatens physical harm. They will then report to the scene and notify the City's safety/security team. Both dispatch/road supervisors and operators are trained in de-escalation.</p> <p>As needed, MV may dispatch a protection bus to cover any late service.</p>
There is a dispute between the operator and a passenger that requires conflict mediation	<p>If there is a dispute between an operator and a passenger that requires conflict mediation, operators are trained to immediately activate the DriveCam unit, so that we can capture footage of the events preceding and during the situation.</p> <p>The operator is trained in de-escalation; however, if the situation requires conflict mediation, they will notify dispatch that they require the support of a dispatch/road supervisor.</p> <p>The D/RS will meet the operator in the field and will attempt to mediate the situation and arrive at a favorable resolution. D/RS enforce City policies and, as necessary, have the authority to ask the passenger to disembark the bus. Once the situation has been resolved, the dispatcher will complete all necessary reporting per company and city policy.</p>

Pull In

When the operator arrives at the last stop on their schedule, they fuel the vehicle at the fuel station, park the bus at the stop and perform a walk-through of the bus, checking every seat for a sleeping passenger. If a passenger is onboard, the operator will gently wake them and notify them that they must exit the bus.

Once the bus is confirmed to be empty, the operator returns to the operating yard where they perform a post-trip inspection, removes all trash, and tidies up their vehicle. They return any paperwork to the dispatcher working the window, who checks the operator out for the day.

Considerations and Strengths

Standby Operators and Backup Service

MV's supervision and safety programs will minimize the number of delays, preventable incidents, and road calls experienced in the system; however, MV's team will be prepared for these unfortunate events should they occur. A core component in service reliability is the appropriate deployment of backup service. MV's operational plan offers the following measures to ensure service reliability, minimize deadhead, and improve operational efficiency:

- Assignment of pre-tripped, standby vehicles at the operating facility
- Support vehicles dedicated to operator relief

Backup Vehicles

Backup vehicle are pre-tripped vehicles that are parked at the operating facility.

These vehicles are available for use in the event of a service disruption such as a vehicle incident or road call. If required, MV has one back up vehicle and pre-tripped at this location.

Reporting

Operational reporting provides service statistics necessary to gauge service quality, ensure contractual compliance, acquire transit funding, and for completion of all National Transit Database (NTD) reporting.

MV meets FTA/NTD reporting requirements and provides these reports to clients who receive Federal funding and must submit them. MV uses the accepted FTA sampling methodology and has systems to collect and report this information pursuant to the guidelines of the National Transit Database Reporting Manual.

As required, MV will track the following items to ensure it is meeting the standards outlined by the City and the Company:

- Headway adherence;
- Productivity;
- Customer complaints;
- Service delays;
- Vehicle breakdowns;
- Operational reports, such as passenger count by vehicle, vehicle breakdown, etc.;
- Attendance of key personnel;
- Ridership trends by type and route; and
- Safety issues



It is also important to update the team on its performance; MV continuously updates and shares performance results during location safety meetings.

MV uses the Infor Financial systems and Human Capital Management system in its corporate office and operating locations. The Lawson Financial Suite includes General Ledger, Accounts Receivable, and Accounts Payable. The Infor Human Capital Management system encompasses benefits, payroll administration, HR administration, leave of absence management, built-in business process framework, and native business analytics tools and reports. Infor software is fully integrated and is web-enabled.



MV believes in proper data backup and off-site storage of data backups in the event of a fire or other catastrophic event. MV's IT team will set up the local computer network to ensure proper connectivity, security levels, password protection, and local technical support. MV will work with the City IT staff in whatever manner necessary.

Complaint Receipt and Investigation

Expedient response to all complaints, comments, and commendations is critical to customer service excellence. We train all employees to exhibit professionalism and care when receiving a complaint. The company's general guidelines for handling a customer complaint are as follows:

- Actively listen and document all necessary information.
- Respond politely and patiently, taking care to appropriately document and confirm the details of the comment.
- If the comment is a complaint, inform the customer that we will investigate the issue and that a supervisor may contact them directly as part of this investigation.
- Thank the caller for their time.

MV will immediately take appropriate actions and investigate all complaints to determine validity. We bring serious complaints to the senior vice president and the City. Depending on the complaint's nature, the general manager or the senior/regional vice president will handle these types of complaint investigations.

Complaint investigation includes one or more of the following actions:

- Telephone conversation and/or email correspondence with the complainant to understand the details of the complaint
- Conversation with all operators, dispatchers, road supervisors, and any other staff involved in the situation
- Review of any DriveCam/secondary video clips related to the event

- Review of all AVL playback, dispatch logs, trip sheets/manifests

We document and file all steps taken during the investigation. If the investigation results yield a validated complaint, we file a copy of the complaint documentation in the affected employee(s') employment file. We issue a letter acknowledging the complaint and remedial steps taken to the complainant.

Employees who receive repeated valid complaints are disciplined appropriately up to and including termination of employment. We will provide a formal complaint report to the City, log the complaint and submit it with all monthly reports, as required.

Customer Service Approach

A strong customer service program begins with consistency of service. The company fosters this program with clear and ongoing communication; delivers customer service with professionalism, empathy, and knowledge; and confirms it with careful attention to feedback and frequent quality checks.

The City Riders Guide on City's website defines its service policies, which form passengers' expectations for the service. Consistency with the City service guidelines is key to meeting passengers' daily expectations. Inconsistent service delivery will adversely influence customer service, whether it falls short of or exceeds service standards.

When changes to service delivery are necessary, transparent and professional communication is critical. By managing passengers' expectations, MV provides quality customer service in response to delays, detours, road calls, or other service disruptions.

To this end, MV's City of Coral Gables Trolley Operation Services employees receive training in service delivery. Each MV employee will receive training in City policy and procedure and an orientation to the system. We provide dedicated customer service training to all employees to supplement this training. We require all operators and office staff to attend four hours of MV's *Platinum Connection Customer Service* training program, discussed in in the next section.

Finally, quality assurance audits, complaint analyses, and passenger feedback sessions provide opportunities to test MV's processes against the City's standards. These reviews identify where MV's customer service programs are working and where new initiatives are needed. These quality checks ensure that customer service techniques remain fresh and compelling.

Customer Service Training

Developed by a cross-functional MV-leadership team and led by its Learning and Development and Safety departments, the Platinum Connection Customer Service (PCCS) training focuses on learning sound customer service skills, including empathy and communication. The training is based on the principle known as the Platinum Rule and guides PCCS – do unto others as THEY would like to be treated.

General Manager Frasco Cardona ensures customer service tops are also reviewed at safety meetings. These meetings are led by Frasco with his team's assistance.

During the transition period, MV will administer this training to each of its City of Coral Gables Trolley Operation Services team members. Every employee across all departments must receive this training; this ensures that each MV employee has a consistent understanding of customer service expectations.

PCCS is a 4-hour, facilitator-led course focusing on MV's vision of customer service and how MV employees connect with customers. MV has a broad definition of the customer, and it is vital that the training defines this term: "A Customer is anyone who depends on you, whether it is your co-workers, clients or your passengers."

This program teaches employees how to make customer-centric, solution-focused choices with a focus on personal responsibility. This interactive program will use video examples of customer service situations to guide participant discussion. The learning is then locked in with engaging facilitator-led activities to enable participants to practice their customer service skills. The program builds on the following questions:

Why does this matter to me?

- These skills makes your job easier and improve your work life satisfaction.

What is PCCS?

- A customer-centric, solutions-focused approach to connecting with customers based on the platinum rule.

How do I provide PCCS to my customers?

- By treating customers as they want to be treated.

How do I treat my customers as they want to be treated?

- We use A.C.E. to help participants remember the strategies.
- A= Attitude (self-awareness, awareness of customer expectations)
- C= Choice (Communication- verbal and non-verbal, conflict management)
- E= Empathy (putting yourself in someone else's shoes)



PCCS is incorporated into the Monthly Safety Meetings to keep customer service top of mind. Treating our customers well is an essential piece in creating a safe environment.

Training Programs

Operator Excellence Training (OET)

Highlights of this section:

- MV's proprietary operator training program leverages training materials, best practices, and ongoing guidance from USDOT, FTA, TSI, NTI, NHTSA, the Department of Homeland Security, and APTA. It is ELDT compliant.
- Operator training reinforces our Destination Zero approach to safety while keeping the trainees engaged, alert, and immersed in learning.
- The entire training platform is built on the Safety 360 Defensive Driving Principle that reminds operators to keep a 360° field of vision and 360° of space around the vehicle while driving.
- OET embeds a 4-hour passenger transportation-focused customer service module, which unites traditional customer service techniques with robust sensitivity training to reinforce an outstanding customer experience for all.

Benefits to the City:

- Most up-to-date operator training program available today, distributed on the most modern platform available
- Proven operator training that has been deployed at 150 public transportation contracts nationally
- Operators consistently trained to rigorous standards of safety, professionalism, sensitivity, and customer service - promoting the City's brand as a safe, people-focused service

Program Design, Approach to Learning, and Guiding Principles

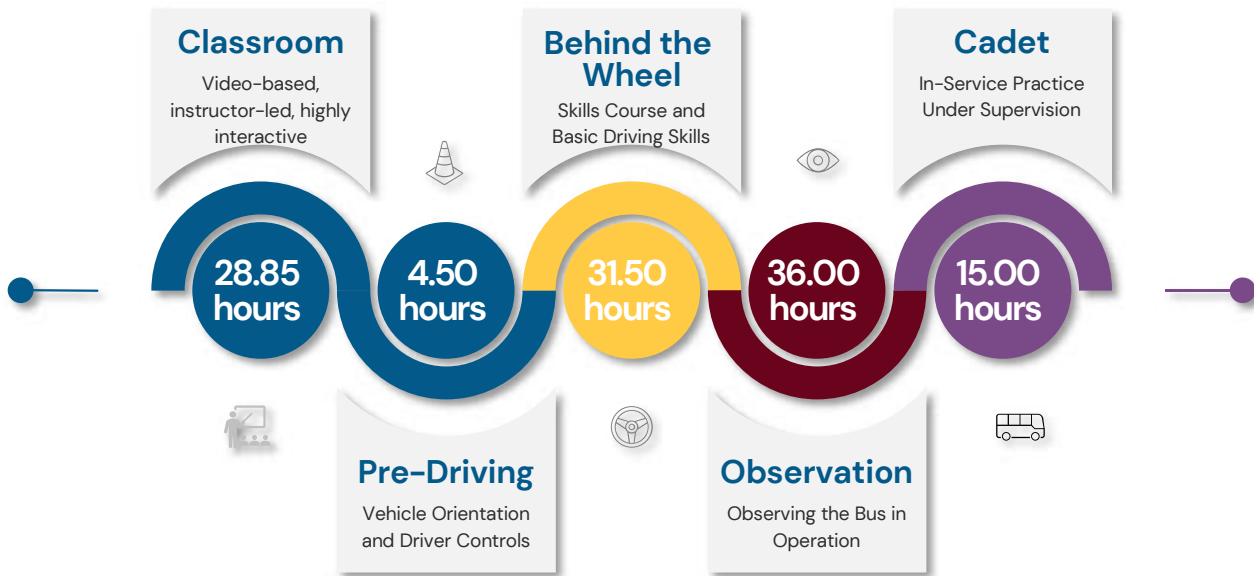
Between 2020 and 2021 MV performed an extensive evaluation of commercially available professional operator training programs in the market to determine whether any satisfied the rigorous standards we had set moving forward:

- Built upon industry best practices and guidance from industry-leading and regulatory resources
- Centered on the core principles of defensive driving
- Appropriate and relevant to the health, security, and safety risks faced by operators today
- Focused on reducing unsafe behaviors, following Heinrich's law that for every 300 unsafe acts there is 1 accident.
- Easily customizable to our individual customers' training needs

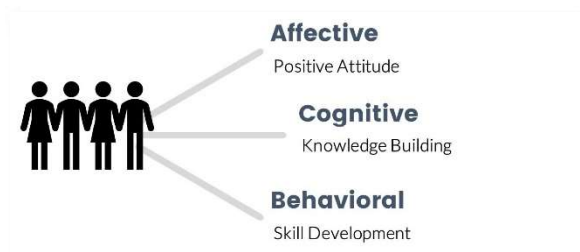
- Able to be revised quickly and globally to comply with any changing regulations
- Flexible in design so that specific modules could be purposed for retraining and refresher sessions

Without a clear choice satisfying our requirements, MV opted to make a million-dollar investment into creating, developing, and deploying a new operator training program, Operator Excellence Training, or, OET.

OET comprises five training settings with accompanying materials designed to progressively move the trainee from behind the desk to behind the wheel.



OET is dynamic, interactive, and built for adult learning. The training design is meant to impact the trainee in three ways:



Throughout the training program, the trainee learns about the importance of Safety 360° - a holistic safety approach to maintaining 360° of visibility and a 360° safety cushion of space around your vehicle.

360° of Proper Visibility:


- Look 15 seconds ahead
- Check mirrors every 5-8 seconds
- Change point of focus every 2 seconds
- Rock n Roll looking left, right, left

360° Cushion of Space

- Minimum 4 second following distance
- Space on all 6 sides of vehicle
- Avoid driving in bunches
- 4-foot curbside clearance
- 10-foot space when stopped behind another vehicle
- 3-second pause at a fresh green light

SAFETY 360°

**360° of Visibility
360° of Space**



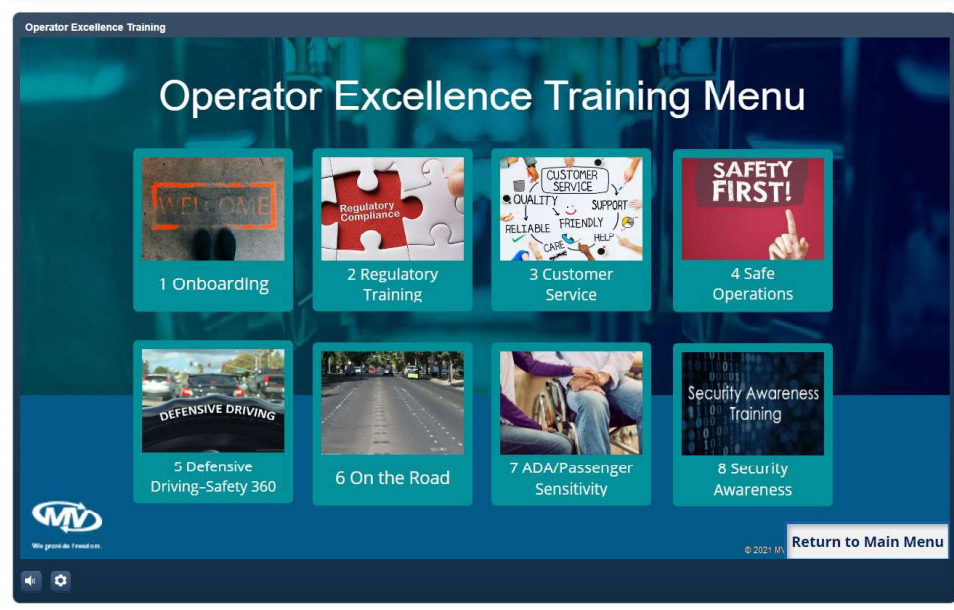
OET also recognizes that mindset is important, so throughout the program we reinforce our shared goal of Destination Zero: Zero unsafe behaviors, so we can achieve zero accidents, zero injuries, and zero fatalities.

**Never dismiss an incident because it was minor.
Severity is just a matter of luck.**

Practice **Destination Zero** and strive for **Zero Unsafe Behaviors.**



The OET video library is built on a streaming platform that allows users to stop and start at their own pace and is accessible to all MV locations via the internet.



We have training curricula built for four levels of operators; however, since OET is a modular program, we can easily customize the content for each trainee type or create additional trainee types:

New Hire with a CDL:	New Hire without a CDL:	Incumbent:	Like Service:
The trainee has a CDL but has no experience operating as a professional operator for a passenger transportation service.	The trainee has no experience operating as a professional operator for a passenger transportation service and does not hold a CDL license.	The operator is currently employed by the outgoing contractor and is being onboarded with MV as part of the service transition.	The operator has experience as a professional operator for a passenger transportation service and has all appropriate licensing, but has not worked for this service or for MV.

Developing the Professional Operator

MV's OET training is comprehensive and covers a wide range of topics essential to professional bus operation and public transportation service. In addition to safe driving skills, defensive driving techniques, and on-road operation of a public transit vehicle, our training includes education core to becoming a professional operator:

Customer Service: Customer service training is administered through a 4-hour training class titled Platinum Connection Customer Service, or PCSS. PCSS guide trainees to treat others

how *they* would like to be treated. It teaches trainees to make customer-centric, solution-oriented choices focusing on personal responsibility. The training relies heavily on the acronym ACE (Attitude, Choice, and Empathy), encouraging trainees to “Ace the customer experience.” PCSS includes education on interacting with difficult passengers, de-escalation techniques, and communication strategies to mitigate conflict.

Passenger Sensitivity: Besides educating trainees on ADA law and common disabilities, we train all operators to demonstrate passenger sensitivity as a matter of practice. This training includes assisting passengers who use mobility aids, speaking at passengers at eye level, securement of passengers in mobility devices, asking permission before touching a mobility device, and accompanying passengers to the curb of their designated stop along the route. During our passenger sensitivity training we often work with community members and disability advocates to speak from real-life experiences. We also require trainees to navigate boarding a bus in a wheelchair or blindfolded, so that they can experience the customer experience from the point of view of someone with a disability. Passenger sensitivity refresher training is administered.

Security Awareness: The role of the professional operator requires heightened awareness and vigilance against public security threats. MV trains our operators in emergency management and emergency response for safety events on the bus (for example, handling vehicle evacuations or bus fires) as well as detect security threats in the public. This includes active shooter response, how to detect and report suspicious packages, how to respond to threats of violence, and how to identify the signs of human trafficking. This training includes proper use of codewords when communicating with dispatch, as well as interacting with emergency personnel and law enforcement.

Eight Areas of Classroom Training

Classroom training is divided into eight topics, each broken into modules that have video, classroom discussions, questions and answers, and quizzes. Individual modules are designed to be easily consumable while reinforcing the principles taught in each session.

Section 1: Onboarding	Orientation to MV, orientation to the job, drug and alcohol, SMS, wellness
Section 2: Regulatory Training	HazComm, whistleblower, bloodborne pathogens, sexual harassment, credentials, hour of service
Section 3: Customer Service	Customer service, professionalism, issue resolution, passenger assistance, sensitivity, de-escalation
Section 4: Safe Operations	Vehicle and vehicle systems orientation, basic operation of the vehicle, best practices on-the-road, ergonomics
Section 5: Defensive Driving	Vision, vehicle size, space cushion, communications, backing, turns, intersections/RR crossing, speed

	management, special driving conditions/adverse weather, safety equipment, preventable collisions
Section 6: On the Road	Operations procedure, route training, performance standards, radio protocols, service area orientation, fare structure, boarding and alighting, customer safety
Section 7: ADA Sensitivity/Passenger Assistance and Securement	ADA, mobility aids, service animals, medical conditions, sensitivity, assisting, mobility device securement, lift/ramp operations, professionalism
Section 8: Security Awareness and Emergency Procedures	Emergency management, evacuations, extinguishing fires, mechanical emergencies, suspicious packages, threats of violence, human trafficking,

Pre-Driving Skills – Classroom Onboard the Vehicle

Before we ask a trainee to operate a service vehicle, we orient them to the vehicle well in advance. During this part of the training, each trainee sits in the operator's seat and familiarizes themselves with the bus controls and the onboard technology. They adjust their mirrors, get a feel for the size of the vehicle and its spacing, and they put into place the skills they learn in Section 4 of Classroom Training. All trainees are educated on how to deploy the mobility device lift/ramp and get the opportunity to touch and feel the mobility device securements.

26 Defensive Driving and Performance Skills of BTW Training

Behind-the-wheel training begins with a coned skills course and ends with the mastery of 26 specific defensive driving and performance skills. Before graduating from BTW training and moving on to Cadet training, trainees must demonstrate proficiency in the following areas.

- | | | |
|--|--------------------------------|--|
| 1. Pre-trip Inspection | 10. Following Distance | 19. Pedestrian and Bicyclist Awareness |
| 2. Seat Adjustment | 11. Adverse Weather Conditions | 20. Crossing Railroad Tracks |
| 3. Mirror Adjustment | 12. Decreased Visibility | 21. Service Stops |
| 4. Lights, Signals, and Horns | 13. Lane Changing Procedures | 22. Lift / Ramp Operation |
| 5. Use of Accelerator | 14. Passing Procedures | 23. Mobility Device Securement |
| 6. Use of Brakes and Anticipated Stops | 15. Merging Procedures | 24. ADA Announcements |
| 7. Straight Forward Driving | 16. Right Turns | 25. Commentary Driving |
| 8. Straight Backing | 17. Left Turns | 26. Post-Trip Inspection |
| 9. Narrow Streets and Low Clearance | 18. Navigating Intersections | |

Observation Training

Observation training represents the time that a trainee is on the vehicle during BTW or Cadet training, but they are observing another trainee train behind the wheel. During this training, the trainee listens to the instructor guide the operator while on the road, providing guidance and instruction, as they watch the BTW trainee maneuver the bus. Also during these sessions, trainees may observe the instructor operate the vehicle. We typically train at a 2:1 ratio of trainees to instructors.

In-Service Training (Cadet Training)

When a trainee has passed all classroom and BTW testing, they enter the final phase of their training – in-service training. This training occurs on an operating route, and the trainee operates the bus in service under the observation of a certified cadet trainer.

During this training, the trainee greets all passengers, collects the proper fares, observes the proper time points, and communicates with dispatch. They assist passengers using the mobility device lift, and they are responsible for securing all passengers' mobility devices. During cadet training, the trainer homes in on any areas where the trainee requires refinement, while they assess the trainee's safety, driving behaviors, use of onboard technology, and passenger interaction. The trainer provides feedback throughout the process, in real-time.

Monitoring Training Program Effectiveness

To confirm our training program's effectiveness, we evaluate each new operator's performance at 45- and 75-days post-graduation and conduct training evaluation questionnaires.

We also routinely audit various phases and components of the training process, including documentation and trainers. Trends, areas of opportunity, and standards reviews are conducted during meetings with the training staff.

MV encourages managers to continue developing their leadership skills to provide better guidance to their teams and increase their confidence to enact positive change. MV's General Manager (GM) Essentials and General Manager Onboarding management training programs promote competencies essential to succeeding in the general manager role.

Ongoing/Refresher Training

Vehicle Operators

In addition to refresher training provided during MV's monthly safety meetings, we require mandatory retraining at the following points of an operators' employment:

Type of Retraining	When its provided	Length of Training	Description of Training
Return to Work	Required when an operator returns from "inactive" status, 30 days, or more.	8 hours	This training consists of a 6-hour classroom review and a 2-hour behind the wheel road check. These focus on safety standards, defensive driving skills, and vehicle familiarity.
Post-Accident for cause	Required within ten days when an operator has a "preventable" rating for an accident or incident.	Varies based on the operator's ability to perform the appropriate tasks to standard.	Post-accident retraining focuses on correcting driving deficiencies and standards that contributed to the accident. The operator must demonstrate the ability to perform all of the required tasks to standard before being allowed back to driving duties.
Seasonal Refreshers	We conduct these refreshers during specific periods of the year, typically in the fall.	Varies based on location and topics.	The training will include topics/material appropriate for the region, inclement weather, environmental, and traffic conditions.
Biannually	At a minimum of every two years	8 hours	This training consists of a 6-hour classroom review and a 2-hour behind the wheel road check. These focus on safety standards, defensive driving skills, and vehicle familiarity.

Staff/Dispatch/Radio Personnel

In addition to the 12 hours per year for monthly safety meetings, we hold monthly departmental meetings to discuss relevant topics. We discuss customer service, efficient reporting, best uses of provided technology, providing an additional 12 hours of retraining per year.

Supervisory Personnel

In addition to the 12 hours per year for monthly safety meetings, we hold operations team meetings to discuss refreshers on reasonable suspicion, accident response, customer service. This training provides an additional eight hours of retraining per year.



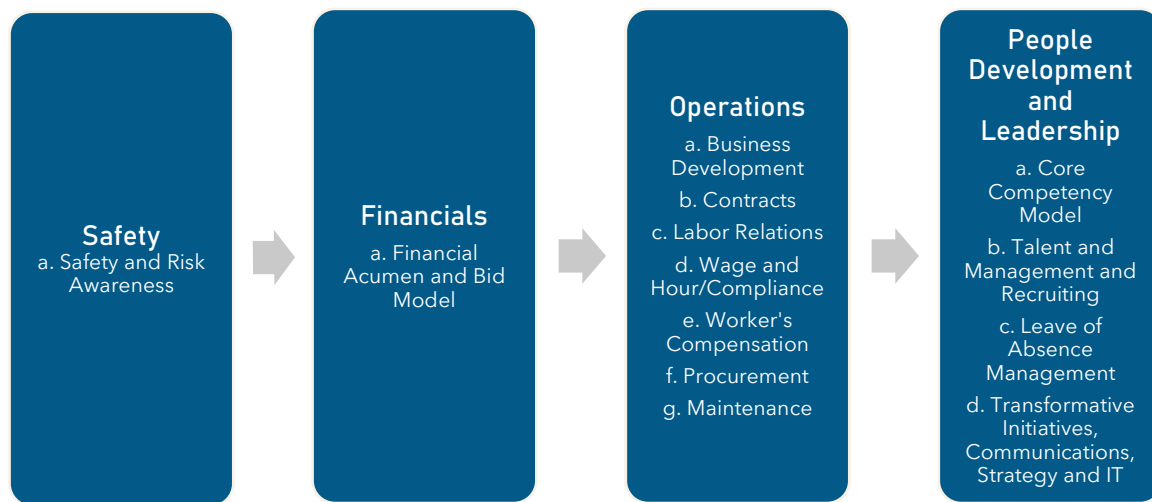
Manager Training Program

GM Essentials Program

GM Essentials brings together new and up and coming general managers nationwide for one week at MV's Dallas headquarters. MV's regional leadership and human resources team work together to find candidates that can further their skillset as an MV leader.

Prior to attending the meeting, general managers or potential managers are encouraged to speak with their leader to align GM Essentials to their learning trajectory.

The program focuses on four areas:



In addition to this focused curriculum, general managers also have the opportunity to network with peers and build long lasting relationships during their week-long learning sessions. They are also able to have one-on-one discussions with top executives in the company.

After the week-long training, MV encourages our managers to reflect on what they have learned, noting best practices for that week, and are asked to develop further action plans. Action plans are drafted and discussed with the general manager's leader.

GM Onboarding Program

GM Onboarding provides training and the resources necessary for the GM to lead a profitable division with intentional support from the Regional Leader, GM Buddy and Learning Partners.

The 60-day program is structured to provide training via job shadowing, mentorships, learning partners and a template checklist of tasks and activities across various business areas (operations, finance, safety, maintenance, business development, human resources). At the end of the program, an assessment and an action plan are developed to assess and create next steps in the learning process.

Program Highlights

The first few weeks are focused on operations, finance and other key areas to lead a profitable division. Learning the operations and responsibilities from the Regional Leader and GM Buddy is key to the program.

The template checklists provide a structured tool for the new GM to learn about the role and business. The checklists are broken out by each key area of the business (safety, operations, maintenance, finance, human resources, and business development) for the first 7 days, 30 days, and 60 days.

The support network for the new GM is essential for a successful transition. The support includes the following:

Regional Leader (RVP/SVP): Serves as a mentor to the GM to guide and oversee day-to-day activities.

GM Buddy: Provides realistic on-the-job preview and advises on any questions or challenges.

Learning Partners: SMEs (subject matter experts) for each area of the business.

MV General Manager Development Academy

Our General Manager Development Academy (GMDA) brings our general managers together nationwide to share knowledge, learn from each other, and expand their leadership skills. Investing in the development of our employees is one way we ensure our customers receive quality service.

Over the six-week program, they will experience exciting and challenging opportunities to gain insight into and enhance their leadership skills. Our goal in this program is to help managers become familiar with behavioral expectations, knowledge, skills, and abilities to succeed in their roles.

The program is a combination of classroom and virtual learning sessions as well as team-building activities.

As part of their graduation, they will create an Action Plan of three to five items they want to focus on once they return to their locations. During the final week, they will present their Action Plans to a panel that provides instant feedback and recommendations.

Program Manager: Oversees the GM Onboarding program.

Action Plans

General managers complete an assessment that involves responding to questions on how to improve their division based on the knowledge they have acquired during training and they develop an action plan on how to lead a profitable division. They discuss their current and move forward plans with their regional leaders.

MV University Overview



MV University (MVU) is MV's online learning center. We have expanded and improved our course library to include over 1,000 new course objects: e-courses, interactive videos, micro-learning videos, e-books, slide decks, and accompanying activities. Collectively, this expanded library helps employees take ownership of their career. With the new resources, employee can review their individual developmental plan with their leader and identify the most appropriate courses to take that will help them continue to grow.

MV University Engagement

With the relaunch of MV University, we experienced a 427 percent increase in employees' engagement to further their core knowledge of transportation and management.

Safety Program

Highlights of this section:

- MV outperforms its peers in Safety.
- Program focuses on eliminating unsafe behaviors to reduce the chance of accidents.
- Data analytics and state-of-the-art in-vehicle technology drive our rigorous coaching and retraining programs.
- MV's proven safety plan is nationally deployed in more than 140 transit operations.

Benefits to the City:

- Lower overall risk to the City
- Access to near real-time information regarding our safety performance
- Built upon industry best practices, APTA standards, USDOT, and FTA guidance

Destination Zero – MV's Safety Program

MV brands its safety program as **Destination Zero**, an operating philosophy that all employees must adopt. Destination Zero calls for all MV team members to strive for zero unsafe behaviors, zero accidents, and zero injuries every day. It follows Herbert Heinrich's theory of Accident Causation, which finds that for every 300 near misses or unreported occurrences, there are 29 minor injuries and 1 major injury. The cause of the 300 near misses, unsafe driving behavior, is what we focus on eliminating. Destination Zero identifies and evaluates unsafe behaviors and employs a rigorous, individualized re-coaching and retraining program designed to modify driving behaviors.



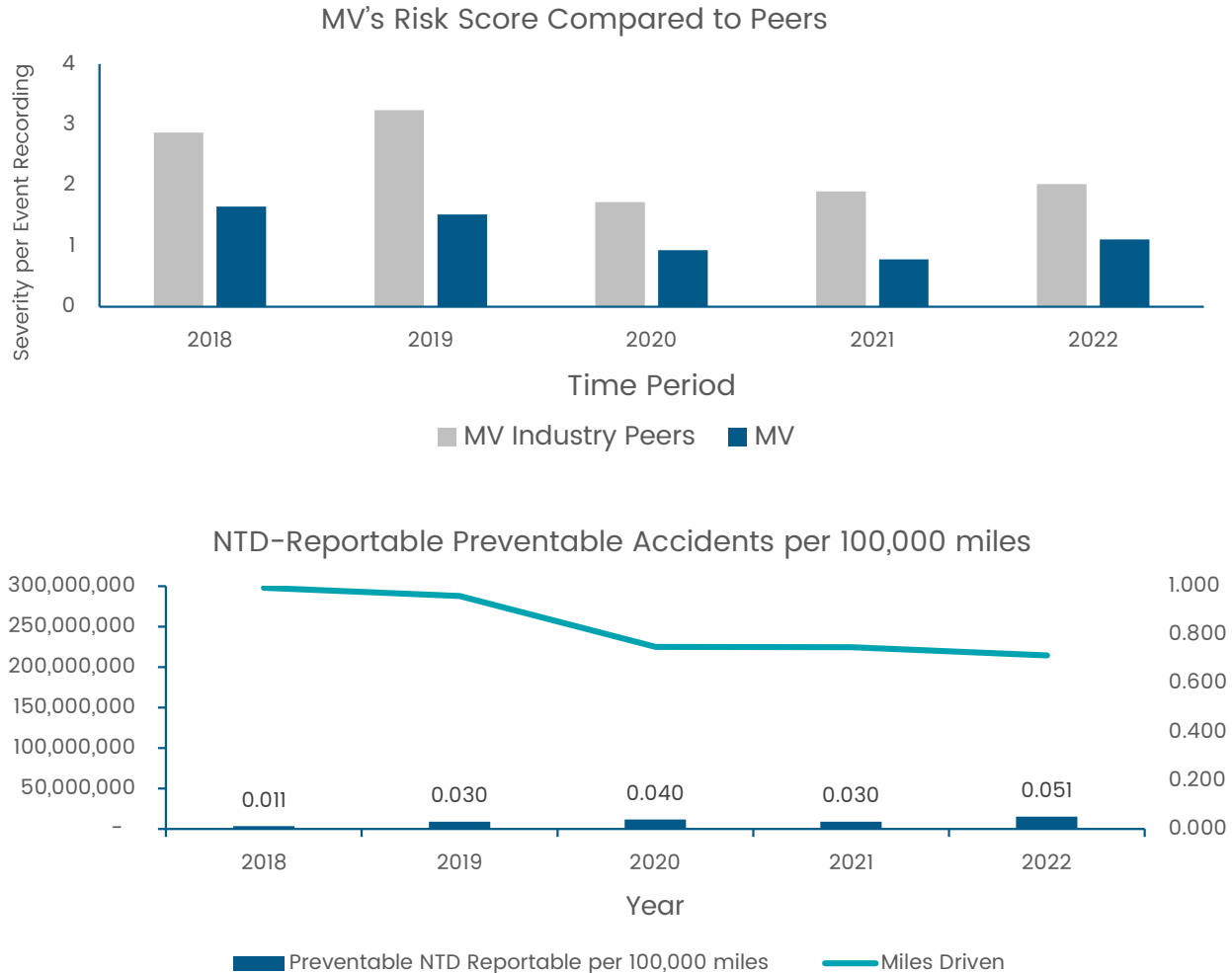
The Destination Zero philosophy and mindset is reinforced throughout the service year. We distribute safety messages, post signage, and hold events focused on our organization's ultimate destination – one without risk. The Destination Zero campaign addresses six areas where continual work is always required.

Destination Zero – Proven Safety Performance

The Destination Zero Safety Program is the foundational system on which our company operates. No operational element is more important than safety; we cannot deliver an outstanding customer experience without a safe operation.

We are proud of our safety record, and the two charts below demonstrate our safety leadership in the industry. The first chart is data collected by LYTX, the manufacturer of DriveCam. It shows the average severity per event recording for MV and the average of our competition in the contracted market. You can see by this data that MV is 60 percent less risky than its peers.

The following chart illustrates MV's year-over-year safety record, calculated as NTD-reportable preventable accidents per 100,000 miles. In an industry where the most common performance standard regarding safety is one accident per 100,000 miles, MV's numbers exhibit the effectiveness of Destination Zero.



Destination Zero Technologies Considered in this Offer

When preventing the one accident that occurs for every 300 near misses, we need to identify unsafe behaviors that do happen to prevent their reoccurrence before they result in a near miss. We use three technology tools to manage this activity.

The first technology is passive and designed for the operator only. We use Mobileye Collision avoidance technology as an operator tool. This technology generates no data - it serves as an operator alert only to advise of potential collisions.

Mobileye comprises a small camera that is mounted behind the rear-view mirror. It detects impending forward collisions (while accounting for speed), the presence of pedestrians or cyclists, lane departures, and speed limits and alerts the operator of the hazard on the dash-mounted display. Mobileye gives operators the opportunity and the time to recover from a potential accident by changing their safety behavior. This technology works in daylight and nighttime and is the foundation of Mobileye's self-driving technology currently used in commercial vehicles.



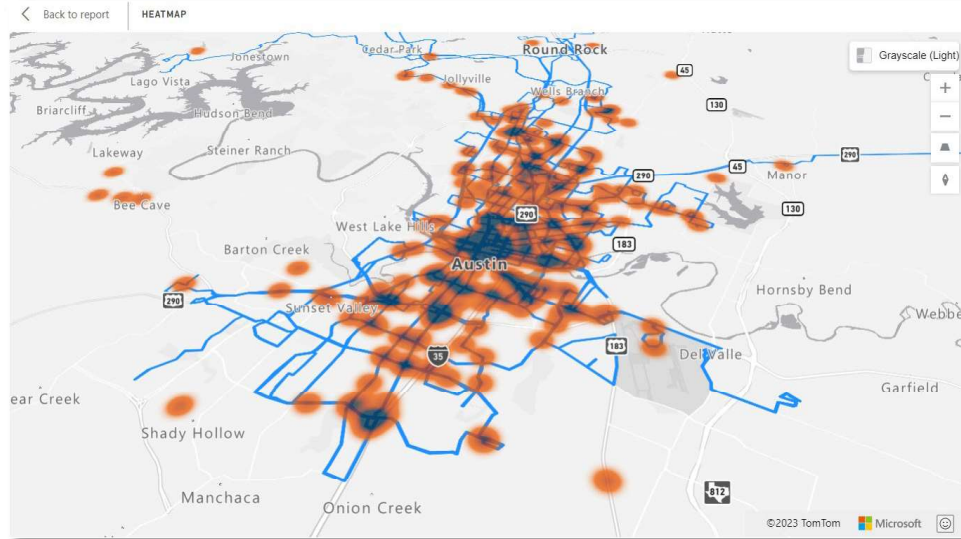
To collect safety data from the vehicles we operate, we leverage DriveCam by Lytx. This technology is used as a safety monitoring tool. It generates extensive data from video clips and categorizes them across multiple datasets.

DriveCam SF400 offers the latest technology in triggered-event recording technologies. DriveCam is a small camera that we install on the windshield, and it continually records a view ahead of the vehicle and a view of the vehicle interior. When triggered by internal sensors, the video clip is saved and transmitted to the DriveCam Fleet Management Platform. Using Advanced Machine Vision and Artificial Intelligence capture, this system accurately categorizes risky driving behaviors and reports results on a detailed dashboard. Within minutes of a triggered event, our team receives DriveCam alerts on their mobile device – giving our team near real-time actionable information. These units contain four high-lumen infrared lights and integrated microphones and can save up to 100 hours of footage that we can access on-demand (for necessary investigations).



Finally, we use MV Safety Insights to further analyze the data we glean from the DriveCam Management Platform and visualize this data across multiple lenses.

MV Safety Insights is part of our MV Insights suite of analytical tools built on Power BI. Developed in partnership with our Data Sciences team, our operations experts, and our safety leadership, MV Safety Insights ingests data from the DriveCam Fleet Management Platform on each individually scored event and analyzes the data across multiple datasets to determine who, what, where, and when the greatest risk is present in the service. Our local team uses various dashboards and reports to proactively mitigate these risks. This includes employee coaching, administering retraining, posting signage about dangerous intersections, refocusing our safety meeting topics, selecting safety blitz themes, and more. We continually measure the effectiveness of these actions when assessing repeated behaviors.



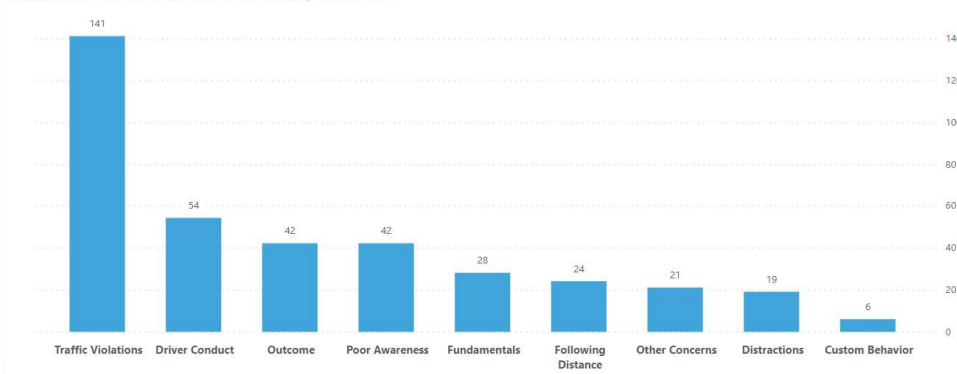
Heatmap display of riskiest areas

Scored Events by Time and Day for 0150-Santa Clarita, CA for 2022

LocalDayOfWeek	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	Total
Sunday			1	2	1	1	2	4	2	2	4	5	4	2	1	3		1		35
Monday		1	2	3	2	6	4	1	3		1	4	1	6	8	2	3			47
Tuesday			1	1	1		2		1	4	2	5	5	4	3			1	1	32
Wednesday			1	4	4	3		3	1	3	1	3	2	3	3	1	3	4		39
Thursday	1		2	2	3	2	2	4	2	1	1	4	2	3	2	1	5	2		39
Friday			2	1	4	6	1	2	4	4	3	7	3	4	2	5	3			51
Saturday					1	4	4	2	1	4	1	2	2			2	2			25
Total	1	1	9	13	16	22	15	16	14	18	13	30	19	22	19	14	17	8	1	268

Unsafe Driving Behaviors by Day of Week, Time of Day

Scored Behavior Count for 0150-Santa Clarita, CA for 2022



Unsafe Driving Behaviors by Behavior Type

Our Safety Management System

MV's Safety Management System drives Destination Zero in content and structure. It serves as the framework for administering, revising, and protecting the Destination Zero program while empowering our local leadership teams to integrate the safety principles outlined in this system into their local operations.

FOUR COMPONENTS OF OUR SMS



Schedule of Safety Promotion

Daily	Weekly	Monthly	Bi-Monthly	Quarterly
Daily Safety Messages	Safety Fundamentals	Operations Safety Meetings	Safety Stand-Downs	Safety Blitzes
Daily Safety Huddle	Weekly Safety Staff Meetings	Maintenance Safety Meetings		
		Quality Control Checks		
		Safety Tasks		
		Safety Stand Downs		
		Incentive Programs, Competitions, Contests, Awards and Commendations		

Embedding Destination Zero into the Employee Journey

We promote Destination Zero at the start of an employee's journey. During recruiting, applicants learn about the Destination Zero philosophy and the importance of safety at MV – that safety is part of our mission, vision, and core values – as a company with a mission-driven culture, safety must always be at the forefront of our words and actions. Once hired, the trainee is acclimated to Destination Zero as



they are introduced to the various training areas. Here, the company reinforces safety as our underlying mandate and utmost priority. Employees then benefit from and promulgate a service-based culture built upon safety principles and a family-like atmosphere within the workplace.

Incentives, Prizes, and Competitions

We strive to instill our safety ethos in each of our employees using several techniques – daily messaging, scheduled meetings, employee events, and more. We also know the importance of positive reinforcement, team building, and employee recognition in a people service culture. This is why Destination Zero and our SMS require that all MV locations have a promotion program, which typically includes contests, competitions, and awards programs that keep our employees engaged and excited about their jobs. Frasco Cardona will have the discretion to adjust these events to appeal to the local team; however, our local Safety Committee will lead the overall design of our incentive program. Below is our draft incentive program for the City of Coral Gables Trolley Operation Services team. This schedule is subject to adjustment by the local team as needed.

- **\$200 Safety Bonus:** All operators who do not experience a preventable accident, attendance violation, or customer complaint in the prior 12 months will be paid \$200 on their anniversary date.
- **Raffle Royale:** All operators who do not trigger the DriveCam system for unsafe behaviors for the month are entered into a raffle of up to \$200 in prizes.
- **Safety Bucks Bonanza! (New Term):** The local management team purchases a series of prizes; they display them for 30 days with the associated cost of the item (1 safety buck = \$1.00). Over the month-long period, each operator can earn up to 3 safety bucks per day by being preventable accident free, DriveCam event free, and/or complaint free, earning up to 9 safety bucks a day. At the end of the month, all operators are awarded their earned safety bucks and an invitation to the Safety Auction. We give out auction paddles and the highest bidder wins the prize.

- **The Katherine McClary Operator**

Award: All MV locations compete for this national prize that recognizes our finest vehicle operators across the country. Qualifying operators are evaluated on their safety record, their driving record, complaints received, community service, and DriveCam events. We recognize recipients quarterly, annually, regionally, and nationally. National recipients receive a trophy and a monetary prize.



- **Pin it to Win it! (New Term):** Safe operator pins and patches are available for recognizing safe operators or aides who perform a consecutive 12 month period of safe service. Pins and patches are available for 1,2,3,4,5... years up to 30 years. To receive a pin and patch the operator must not have any preventable accidents, preventable incidents, or safety points issued during the eligibility period.

About Our Location Safety Committee

Each MV location with ten or more employees is required to have an on-site safety committee. The safety committee works as a team to promote Destination Zero and create and maintain a safe work environment for our employees. They evaluate the workplace, make recommendations for improvements, and create and manage our recognition programs. The LSC has a role in safety and security; they continually identify areas of risk reduction, are active in the emergency planning process, plan safety-related events, and determine the scope and schedule of the safety incentive program. The committee comprises up to ten members and should have representation from each functional department. The LSC meets monthly.

Up-to-Date Compliance

MV's Destination Zero safety and training programs are built on years of experience and developed best practices, and they are continually informed by regulatory and industry resources, including but not limited to the DOT, FTA, OSHA, the Department of Homeland Security, the Center for Disease Control, National Safety Council, National Transit Institute, and more.

MV's corporate safety team continually reviews changes to federal laws and regulations regarding safety and transit vehicle operations and maintenance, and we amend our policies for compliance. We follow publications from APTA, DOT, NITSA, FTA, FMCSA, and OSHA regarding changes to federal regulations, and our safety directors are responsible for following any state DOT, DMV, PUC, or other state-level regulations related to transit vehicle operation and maintenance and safety. All updates to standard operating procedures, addendums to safety plans, and modification of safety and training forms are vetted through

a strict approval process, up to and including the Senior Leadership level, as governed by the severity and requirements of the change.

Ongoing Audits and Inspections

Throughout the operating year, MV's operation undergo several safety audits and inspections.

Monthly Safety Inspections -

General Manager Frasco Cardona and Operations Supervisor Hector Manon perform facility safety inspections monthly. They report all findings to the regional director of safety, who follows up on all items during the semi-annual audits.

Annual Safety Audit - The annual safety audit is a full-day inspection of the operating facility. Director of Safety Chris Leighty ensures all safety elements are in place and performing as designed. This audit confirms compliance with MV and City safety policies, rules, regulations, standards, codes, procedures, and requirements. They also review all employee training files for completeness and compliance. Finally, they review all safety-related programs, issues, and reporting and recommend improvements.

Insurance Inspections - Each MV location is regularly subjected to a scheduled inspection by MV's insurance provider. This process confirms compliance with local, contractual, and company specifications regarding proper maintenance of the insurance required for the location's operation, equipment, and facility.



Workplace Safety and Security

As part of our Destination Zero philosophy, workplace safety and security are enforced regardless of where employees work. The workplace can mean the bus, the field, the facility, the shop, or the yard - Destination Zero applies to the workplace, regardless of your position.

SAFETY AND SECURITY

All employees receive training on customer service and de-escalation training (49 U.S.C. 5329(d)(1)(H)(ii)(III)). This training program covers expectations for professionalism, including dealing with coworkers, passengers, and the public. We use this training program to train on handling difficult customers or passengers and resolving conflict properly. Our teams are trained to contact law enforcement/emergency services in the event of a situation that threatens the safety and security of the employee(s), the passengers, or the public. Operators and dispatchers go through specific training on these types of emergency communications. Additionally, all employees must attend the active shooter training,

training in handling suspicious packages, and weapons of mass destruction modules of operator training.

HEALTH AND SAFETY

MV facilities are OSHA compliant and factor in essential safety needs, including but not limited to the presence of eye wash stations, requirements for and provision of Personal Protective Equipment (PPE), ergonomically healthy workstations, and formalized lock-out tag-out procedures. We have an active Hazardous Communication Plan, and our facilities are equipped with Safety Data Sheets in areas where hazardous materials are stored. MV facilities are equipped with sanitizing cleaners, disinfectants, and hand sanitizer.

Destination Zero – Documentation, Manuals, and Materials

MV has a wealth of documented safety plans, from emergency action to hearing conservation. We centralize all guides, policies, programs, and plans on InsideMV, our company intranet and document repository accessible to all supervisors and managers. This site contains our safety calendar, provides access to online forms and training resources, and connects our local teams with documented best practices in safety management.

DOCUMENTED PROCEDURES AND RESOURCES

Safety Management System with PTASP Addendum	CHP Inspection Guidelines (California only)	Lock Our Tag Out Program (LOTO)
Digital Accident Packets	DriveCam Best Practices	Hurricane Preparedness Plan
Link to Enterprise Incident Reporting	Preventability Determination	Heat Illness Prevention Plan
Monthly Safety Meeting Videos	Safety Culture Materials	Hearing Conservation Program
Safety Manager Playbook	Shop Safety Handbook	Fire Prevention Plan
Safety Policy Manual	Continuity of Operations Plan (COOP)	Hazardous Communications Plan
Workers Compensation Policy Manual	Injury and Illness Prevention Program (IIPP)	Emergency Action Plan
OSHA Inspections Guidelines	System Security and Emergency Preparedness Plan (SSEPP)	Bloodborne Pathogen Plan

Inspections and Scheduled Maintenance

Daily Maintenance and Vehicle Inspections

Pre- and post-trip inspections are vital to minimizing service interruptions. The pre-trip inspection is the last line of defense before entering service. It comprises a 15-minute test of critical operating systems to ensure the vehicle is safe and in working order. The post-trip inspection is a shorter inspection designed to check critical systems' performance after a day of service.

Pre-trip

Each day, operators perform daily vehicle inspections before entering service. This inspection confirms the following:

- The condition of tires, wheels, rims, and lug nuts are safe*
- Absence of any under-vehicle leaks*
- All glass and mirrors are in good condition and without chips or cracks*
- All lights are operational (headlights*, clearance lights, and reflectors*, turn signals, backup lights, and alarm, emergency flashers*)
- The air conditioner, heating, and defroster/defogger is operational
- The vehicle is clean and seatbelts are secure*
- Windshield wipers, washer, radio, horn, and passenger door are all operational*
- The registration and insurance are valid, and registration is visible
- Brake pedal* and parking brake are operational
- The steering wheel is secure, and the gearshift is tight*
- On-board safety kit is stocked and complete (first aid, reflectors, fire extinguishers*, accident packet*, and body fluid kit*)
- Lift is operating in both electronic and manual modes, and it is free from leakage*
- Lift interlock is operating properly*

Note items marked with asterisks (*) are re-inspected during walk-around mid-trip inspections, during shift changes, when appropriate.

Post-trip

Upon return to the yard, the operator performs a post-trip inspection, which requires re-inspection to confirm the following:

- Condition of tires, wheels, rims, and lug nuts

- Absence of any under-vehicle leaks
- All glass and mirrors are in good condition and without chips or cracks
- All lights are operational (headlights, clearance lights, and reflectors, turn signals, backup lights, and alarm, emergency flashers)
- Air conditioner and heating, and defroster/defogger is operational
- The vehicle is clean and seatbelts are secure
- Windshield wipers, washer, radio, horn, and passenger door are all operational
- Brakes pedal is operational
- The steering wheel is secure, and the gearshift is tight
- The fire extinguisher remains fully charged
- Accident packet and body fluid kit are present and accessible

4) Potential Flex Shuttle Service

MV's is excited to learn about City's future plan of starting a flex shuttle service. As an experience provider in providing these services, MV looks forward to work with the City and should the City require, assisting with strategic planning of this service.

The flexibility of microtransit - from first/last mile rides that make fixed route service more accessible to operations that feature larger vehicles - serves to provide transportation to low-density areas, night services, and areas lacking other reliable transportation options. MV's success in this tech-enabled shared transportation reaches from coast to coast and is markedly different for each market it serves.

Microtransit Expertise

Over the past decade, MV worked with our clients to meet demand while rightsizing service using microtransit service. In addition to our success deploying the Go Glades service, MV has successfully launched high-profile services for Dallas Area Rapid Transit and LANOW for the Los Angeles Department of Transportation, in addition to standing up several pilots with our customers. Some examples of our work include:

Dallas, Texas. Since 2012, MV has provided Dallas Area Rapid Transit's (DART) GoLink Microtransit program. The GoLink system began under an experimental services umbrella and has grown significantly. After DART transformed MV's contract to a brokerage model in 2019, the number of GoLink regions grew to encompass more than 25 microtransit zones. This system uses the Spare Labs software.

Barrie, Ont. The city launched the Transit ON Demand pilot on August 17, 2020. Barrie transit on-demand service that replaced a fixed route averaging between 15-30 riders per day, MV and RideCo successfully created faster trips and reduced wait times, ultimately

enhancing the service. After analyzing the success of this pilot, the City of Barrie is exploring the possibility of replacing the existing paratransit service with an on-demand model. This program expands Barrie Transit's reach to all customers.

Los Angeles, Calif. In 2019, MV partnered with the City of Los Angeles to realize its implementation of the city's microtransit system. LAnow is an on-demand application-based service that operates through the West Los Angeles communities of Venice, Mar Vista, Palms, and Del Rey. This service uses the Via app and software.

Fair Oaks, Newhall, and Canyon Country, Calif. In 2020, MV began the operation of the GO! Santa Clarita, a microtransit system for the City, and our longstanding customer. This service fills transit deserts, where traditional fixed-route is limited. MV partnered with the City to implement and deploy GO! Santa Clarita as part of our contracted service for fixed route, commuter, and paratransit services. Service is provided on-demand and operates weekdays from 6 a.m. to 8 p.m. This service uses the Tripshot software and rider application.

Houston, Texas. METRO started its microtransit/shared ride service called METRO curb2curb in late 2020. This service provided customized zone-based services in two regions initially, Missouri City and Kashmere. Riders can access the vehicles at pre-defined anchor points or book rides in advance. This service, operated jointly by MV and METRO and powered by RideCo software, has expanded from its initial two zones by adding two zones in the Acre Homes region in 2021 and the Hiram Clarke region in late 2022. The convenient service increased ridership by a 67 percent increase in passengers per vehicle hour from 2020 through 2022. The service also boasts a 4.8 out of 5-star trip rating.

Fresno, Calif. FCRTA (Fresno County Rural Transit Agency) launched an EV Micro transit service on Oct. 3, 2022, that serves the residents of Biola, CA, with an official ribbon-cutting event held on June 16, 2023. Anyone who resides in the City of Biola can call the MV office to reserve a pickup and travel in Fresno County. MV suggests a 24-hour reservation but can accommodate same-day service, subject to driver availability. MV hired two local Biola drivers who currently assist. A 2019 EV Chevy Bolt is parked at the Biola Community Center; this vehicle is also charged on-site.

SUBMITTAL IV: PAST PERFORMANCE AND REFERENCES

TROLLEY OPERATION SERVICES



Submittal IV: Past Performance and References

- 1) Using the required Attachment A – Reference Form, provide a minimum of three (3) references (but no more than five (5) from public sector agencies, particularly municipal/local government, for which Proposer has performed similar scope of services in the last five (5) years. DO NOT include work/services performed for the City of Coral Gables or City employees as reference. (City related experience will be outlined in the request below).
- 2) List all contracts for which the Proposer as performed (past and present) as a PRIME for the City of Coral Gables. The City will review all contracts the Proposer has performed for the City. Any and all Proposer's performance records (satisfactory and unsatisfactory) will be utilized in the evaluation process regardless of the type of work performed for the city.
- 3) Provide a list with contact information of all public sector clients in the last ten (10) years, and include if any, that have discontinued use of Proposer's services within the last two (2) years and indicate the reasons for the same. Additionally, please provide any documentation related to performance issues of the current or past contracts to include any non-performance reports or notices to cure. The City reserves the right to contact any reference or current customer identified as part of the evaluation process.
- 4) Please identify each incident within the last five (5) years where a civil, criminal, administrative, other similar proceeding was filed or is pending, if such proceeding arises from or is a dispute concerning the Proposer's rights, remedies or duties under a contract for the same or similar type services to be provided under this RFP (Refer to Attachment B, Affidavit D).

1) References

Please see the completed MV's references in Submittal II. i) 2) Experience in Providing Similar Services. We have also included our references in Attachment A - Reference Form, attached with Submittal IV: Past Performance and References.

2) Contracts Performed with the City of Coral Gables

The City of Coral Gables Trolley Operations Services is MV's first contract with the City; we started these on December 1, 2017, and are currently in the second contract term. In the past and currently, MV has not performed as a prime for any other contracts for the City of Coral Gables other than City's Trolley operations. Within the Miami-Dade County, MV also provides operations for the City of Hialeah's transit system since October 1, 2010.

3) Public Sector Client List

Please see our Public Sector Client List as an attachment to this section.

4) Legal Information

Please refer to "Schedule D" in Attachment B - Proposer's Affidavit and Schedules A through H in Submittal I.

ATTACHMENT A – REFERENCE FORM



CITY OF CORAL GABLES REFERENCE FORM

RFP 2024-001 Trolley Operation Services

Complete the form as indicated below, to provide the required information as outlined in Section 3 of the solicitation. The City shall contact the companies listed below to verify the work performed on behalf of your company. All fields must be completed.

Reference # 1 must cover the minimum five (5) year period from the issuance date of this solicitation.

1. Project Name/Location City of Gainesville ADA contract

Owner Name City of Gainesville - RTS

Contact Person Millie Crawford, ADA Coordinator

Contact Telephone No. 352-334-2650

Email Address: crawfordma1@cityofgainesville.org

Yearly Budget/Cost \$2,407,478

Dates of Contract From: 10/1/2022 To: PRESENT

Project Description MV has provided door to door service for ambulatory and wheelchair passengers in Gainesville since 2003.

Additional References must cover similar engagements satisfactorily performed in the last five (5) years.

2. Project Name/Location St. Lucie County

Owner Name Area Regional Transit (ART)

Contact Person Adolfo Covelli

Contact Telephone No. (772)462-1798

Email Address: Covellia@stlucieco.org

Yearly Budget/Cost \$9,900,000

Dates of Contract From: 07/01/2020 To: PRESENT

Project Description Multimode service: Fixed Route / Paratransit / Microtransit



3. Project Name/Location Hialeah, FL
- Owner Name Hialeah Transit System
- Contact Person Justo Espinosa
- Contact Telephone No. (305) 953-4172
- Email Address: JBESPINOSA@hialeahfl.gov
- Yearly Budget/Cost \$1,500,000
- Dates of Contract From: 10/1/2022 To: PRESENT
- Project Description MV handles operational staffing for 2 routes (5 buses per route)
for the City of Hialeah Transit System.
4. Project Name/Location Beverly Hills CA
- Owner Name City of Beverly Hills
- Contact Person Martha Eros, Transportation Planner
- Contact Telephone No. (310) 285-2542
- Email Address: meros@beverlyhills.org
- Yearly Budget/Cost \$1,500,000
- Dates of Contract From: 11/2018 To: PRESENT
- Project Description Paratransit Dial A Ride Service, utilizing Trapeze, curb to curb service,
Trolley fixed route service. Special Charter Services as needed.



5. Project Name/Location Morro Bay , Ca

Owner Name Morro Bay Transit

Contact Person Janeen Burlingame

Contact Telephone No. 805-772-6263

Email Address: jburlingame@morrobayca.gov

Yearly Budget/Cost \$249,000

Dates of Contract From: 1/1/2015 To: PRESENT

Project Description Seasonal Trolley (June to Oct), MV has operated here more than 20 years.

BIDDER INFORMATION:

Company Name: MV Transportation, Inc.

Representative: Tina Lainhart

Address: 2711 N. Haskell Ave., Ste. 1500, LB-2, Dallas, TX 75204

Telephone No.: (386) 317-1617

Fax No.: (707) 446-4177

Email Address: tina.lainhart@mvtransit.com

PUBLIC SECTOR CLIENT LIST

All Contracts - Ended in last 2 years

Account	Contract Name	Service Type	Reason For Loss	Contact	Phone
Ashtabula OH, Ashtabula Commissioners	Ashtabula County Transportation System (ACTS)	Multimode	MV did not win rebid	Carol Lennon, ACTS Project Manager / ACDJFS Transportation Supervisor	440-994-2502
Batavia IL, Suburban Bus Division of the Regional Transportation Authority (PACE)	Paratransit Services in Kane County Contract No 228961	Paratransit	MV did not win rebid	Melinda Metzger, Deputy Executive Director	(847) 228-2302
Caltrain Shuttles, San Mateo Co Community College Dist (Skyline)	Contracted Shuttle Services	Public Shuttle	MV did not rebid, contract expired	Eloisa Briones, VP of Administrative Services	(650) 358-6764
Caltrain Shuttles, Peninsula Corridor Joint Powers Board	Contracted Shuttle Services	Public Shuttle	Consolidated into contract 26702	Ashish John, Manager, Bus Contracts	(650) 508-7979
Caltrain Shuttles, Crown Colony Home Owners Association	Transportation Services Agreement	Public Shuttle	Client discontinued service	Rita Nicolas, Project Coordinator	((650) 756-8220
Denver CO, Regional Transportation District (RTD Denver)	Access A Ride ADA Paratransit Services	Paratransit	MV did not win rebid	Carol Conover, Manager, Competitive Services	(303) 299-2551
Dinuba CA, Dinuba Area Regional Transit (DART)	Dinuba Transit	Multimode	MV did not win rebid, client termed early to match rebid term	Blanca Beltran, Public Works Director	(559) 591-5924
Grand Rapids MI, Interurban Transit Partnership (ITP)	GO! Bus ADA Paratransit Service	Paratransit	MV did not win rebid	Meegan Joyce, Special Services Manager	(616) 456-7514
Greenville, OH, Greenville	Operation of Greenville Transit System	Paratransit	MV did not win rebid	Erin Kies, Public Transportation Director	937-548-0437
Las Vegas NV, Regional Transportation Commission of Southern Nevada (RTC)	Operation and Maintenance of Fixed Route Transit Services Lot A	Fixed Route	MV did not win rebid	Cindy Carter, Director of Fixed Route Services	702-676-1757
Marin CA, Marin County Transit District	West Marin Stagecoach/ Muir Woods Shuttle	Public Shuttle	Client did not renew with MV	Nancy Whelan, General Manager	(415) 226-0859
Mountain View Go, CA, Mountain View Transportation Management Association	Shuttle Operation Services	Public Shuttle	MV did not win rebid	Roni Hattrup, Program Manager	(925) 937-0980 ext. 212
North Cook County, IL, Suburban Bus Division of the Regional Transportation Authority (PACE)	North Cook County ADA Paratransit Services	Paratransit	MV did not win rebid	Jim Mullaghy, Project Manager	(630) 717-9838
Paramount, Lawndale Beat Fixed Route Transportation Services	Lawndale Beat Fixed Route Transportation Services	Fixed Route	MV terminated the contract for convenience due to two years of COVID-19 service shutdown	Mike Estes, Director of Community Services	(310) 973-3272
Placer County Health Express CA, Placer Co Dept of Public Works & Facilities	Paratransit Services in Kane County Contract No 228961	Fixed Route	Client took service in house	Will Garner, Public Works Manager	(503) 745-7582
Raleigh NC, Wake County Human Services	Wake Coordinated Transportation Service (WCTS)	Paratransit	MV did not win rebid	Alicia Arnold, Director of Housing and Transportation	(919) 856-5268
Raleigh NC, Raleigh	City of Raleigh Capital Area Transit (CAT)	Paratransit	MV did not win rebid, Client terminated early to match 61-01 Wake Co contract end date	David Eatman, Transportation Administrator	(919) 996-4040
Salem OR, Salem Area Mass Transit District (Salem-Keizer Transit)	Operation of Transportation Services	Fixed Route	MV did not win rebid	Allan Pollock, General Manager/CEO	(503) 910-3288
San Leandro CA, Fremont	Delivery of Paratransit Services	Paratransit	Service merged with Union City rebid	Shawn Fong, Paratransit Program Manager	(510) 574-2033
San Leandro CA, Alameda	Fixed Route Shuttle Service for the Alameda Paratransit Program	Fixed Route	Client did not renew due to funding	Rochelle Wheeler, Transportation Planner	(510) 747-7944
St. Johns Canada NL, St. John's	City of St. John's Para-Transit Services	Paratransit	MV did not win rebid	Jason Hussey, Finance Manager	(709) 570-2010
Tulare CA, Tulare	Management and Operation of the City of Tulare Transit System (Tulare InterModal)	Multimode	MV did not win rebid, client termed early to match rebid term	Darlene Thompson, Finance Director	(559) 684-4227
Tulare County (TCAT) CA, Tulare	Tulare County Area Transit (TCAT)	Multimode	MV did not win rebid	Ross Miller, Engineer IV	(559) 624-7070
Whittier CA, Whittier	City of Whittier/La Habra Dial-a-ride Service Operation	Paratransit	MV did not win rebid	Martin Browne, Transit Manager	(562) 698-2131

All Public Sector Contracts - 10 years

Account Name: Account Name	Service Type	Service End Date	Contact	Phone
Alameda	Fixed Route	6/30/2022	Rochelle Wheeler, Transportation Planner	(510) 747-7944
Alameda Transportation Commission (Alameda CTC)	Public Shuttle	6/30/2017	Naomi Armenta, Alameda CTC Paratransit Coordinator	(510) 208-7469
Alameda-Contra Costa Transit District (AC Transit)	Fixed Route	Present	Steve Adams, Transit Manager	(510) 675-5446
Anaheim Transportation Network (ATN)	Public Shuttle	7/31/2014	Diana Kotler, Executive Director	(714) 563-5287
Anchorage Neighborhood Health Center	Public Shuttle	6/30/2015	Jon Zasada, Director - Development & Marketing	(907) 792-6591
Anchorage School District	Public Shuttle	6/30/2015	Dave Mayo-Kiely, Director of Children in Transportation	(907) 742-3832
Anoka	Multimode	8/29/2015	Tim Kirchoff, Transportation Specialist	(763) 422-7088
Antelope Valley Transit Authority (AVTA)	Fixed Route	Present	Martin Tompkins, Executive Director/CEO	(661) 945-9445
Ashtabula Commissioners	Multimode	12/31/2023	Carol Lennon, ACTS Project Manager / ACDJFS Transportation Supervisor	440-994-2502
Avenidas	Public Shuttle	11/5/2018	John Sink, VP, Programs	(650) 289-5421
Barrie	Multimode	Present	Rebecca James-Reid, Executive Director, Access Barrie	(705) 739-4220
Barstow	Multimode	8/31/2014	Jason Shaw, Transportation Manager	(760) 255-5170
Black Hawk	Fixed Route	Present	Tom Isbester, Director of Public Works	(303) 582-1324
Burbank	Fixed Route	Present	Adam Emmer, Transportation Services Manager	(310) 238-5359
Butler Transit Authority (BTA)	Fixed Route	Present	John Paul, Executive Director	(724) 283-1783
Calabasas	Fixed Route	6/30/2021	Hali Aziz-Goktapeh, Asst. Transportation Planner	(818) 224-1673
California State Polytechnic University, Pomona	Fixed Route	Present	David Flores, Senior Coordinator, Rideshare and Transportation Parking and Transportation Services	(909) 869-3233
Caltrain Shuttle Milipitas, Skanska Shimmick Herzog	Public Shuttle	9/4/2015	No current contact	(510) 715-5555
Canby	Multimode	6/30/2021	Julie Wehling, Transit Director	(503) 266-4022 Ext.251
Capital Metropolitan Transportation Authority	Fixed Route	Present	Dottie Watkins, Deputy CEO	(512) 389-7484
Capitola	Public Shuttle	Present	Steve Jesburg, Public Works Director	(831) 475-7300
Carson	Fixed Route	11/8/2020	Rick Lovely, Transit Administrator	(310) 952-1779
Carson City	Multimode	8/30/2020	Lucia Maloney, PMP, Transportation Manager, Carson City Public Works Department/Carson Area Metropolitan Planning Organization	775.283.7396
Cary	Multimode	Present	Kelly Blazey, Transit Services Administrator	(919) 462-2080
Central Florida Regional Transportation Authority d/b/a LYNX	Deviated Fixed Route	Present	Bill Hearndon, Manager of Paratransit operations	(407) 841-2279
Charles County Commissioners	Multimode	Present	Jeff Barnett, Chief of Transportation	301-934-0102
Clackamas	Multimode	Present	Kristina Babcock, Transit Director	(971) 349-0481
Clarisonic, Pacific Bioscience Laboratories, Inc.	Public Shuttle	12/20/2016	Mary Bergstrom, Facilities Manager	(425) 285-4000
Collier	Multimode	Present	Michelle Arnold, Director of Public Transit & Neighborhood Enhancement Division	(239) 252-5841
Compton	Fixed Route	Present	John Strickland, Transportation Planner	(310) 605-5585
Coral Gables	Fixed Route	Present	Kevin Kinney, Director of Parking	(305) 460-5541
Corona	Multimode	Present	Sudesh Paul, Transportation Planning Supervisor	(951) 279-3763
Crown Colony Home Owners Association	Public Shuttle	11/10/2023	Rita Nicolas, Project Coordinator	((650) 756-8220
Delaware Transit Corporation (DART)	Fixed Route	11/9/2018	Peggy Markovitz, Contract Supervisor	(302) 576-6120
Denton County Transportation Authority	Multimode	Present	Tammy Haenftling, Asst. VP, Mobility Management Administration	940.243.0077
Dinuba Area Regional Transit (DART)	Multimode	6/30/2022	Blanca Beltran, Public Works Director	(559) 591-5924
Downey	Multimode	Present	Pamela Passow, Director of Parks and Rec	(562) 904-7238
Elk Grove	Multimode	6/30/2019	Michael Costa, Interim Transit Systems Manager	916-687-3030
Elko Area Transit Service	Multimode	4/30/2020	Abigail Wheeler, Transit Coordinator	(775) 748-0359
Englewood	Public Shuttle	Present	Wade Burkholder, Director	(303) 762-2341
Fairfax	Multimode	Present	Glenn Padeway, FASTRAN - Division Director	(703) 324-7060
Fairfield	Multimode	Present	Diane Feinstein, Transit Manager	(707) 434-3808
Fresno County Rural Transit Agency	Multimode	Present	Moses Stites, General Manager	559-233-4148 ext244

All Public Sector Contracts - 10 years

Account Name: Account Name	Service Type	Service End Date	Contact	Phone
Greater Orlando Aviation Authority	Public Shuttle	1/31/2016	Eric McClung, Manager of Transportation Contracts	(407) 825-7847
Hialeah	Fixed Route	Present	Justo Espinosa, Transit Manager	(305) 953-4172
Irvine	Public Shuttle	6/10/2016	Mike Davis, Transit Programs Advisor	(949) 724-6288
Irvine Company	Public Shuttle	6/30/2015	Alex Salazar, Manager of Project Delivery	949-720-2000
Kings County Area Public Transit Agency (KCAPTA)	Multimode	Present	Angie Dow, Executive Director	(559) 582-3211 ext. 2691
Lawndale Beat Fixed Route Transportation Services	Fixed Route	6/23/2022	Mike Estes, Director of Community Services	(310) 973-3272
Lawrence	Multimode	12/31/2018	Robert Nugent, Transit Administrator	(785) 832-3464
Livermore Amador Valley Transit Authority (LAVTA)	Fixed Route	Present	Christy Wegener, Executive Director	(925) 605-8442
Lodi	Multimode	6/30/2021	Georgia Lantsberger (resigned), Transportation Manager	(209) 333-6800
Los Angeles Metropolitan Transportation Authority	Fixed Route	Present	Sandra Solis, Director of Operations, Microtransit	(310) 897-0304
Loudoun	Multimode	3/31/2021	Steven Angulo, Transit and Commuter Services Manager	(703) 777-0119
Lynwood	Fixed Route	7/31/2020	Lorry Hempe, Public Works Special Projects Manager	(310) 603-0220 ext. 500
Manteca	Multimode	11/05/2017	Georgia Lantsberger,	(209) 456-8775
Marin County Transit District	Public Shuttle	6/30/2023	Nancy Whelan, General Manager	(415) 226-0859
Martin County Board of County Commissioners	Multimode	Present	Claudette Mahan, Associate Planner	(772) 419-4081
Matanuska-Susitna Borough	Public Shuttle	3/31/2019	Gary Koskela, Purchasing Officer	907-861-8616
Matanuska-Susitna Borough School District	Public Shuttle	3/29/2020	Heather Philp, Senior Director of Transportation	(907) 742-1219
Mesa RTPO	Multimode	12/31/16	Todd Hollenbeck, RTP Manager/MPO Director	(970) 255-7128
Miami Lakes	Multimode	3/29/2019	Michelle Gonzalez, Transportation Planner	(305) 364-6100 ext.1200
Mid Mon Valley Transit Authority	Fixed Route	Present	Ashley Seman, Executive Director	(724)489-0880
Milton-Freewater	Fixed Route	12/31/2021	Teresa Dutcher, Human Resource Officer	(541) 938-8243
Modoc Transportation Agency	Multimode	6/30/2019	Debbie Pedersen, Executive Director	(530) 233-6410
Monarch Black Hawk, Inc	Public Shuttle	11/19/2020	Craig Pleva, General Manager	720-406-3754
Monterey Park	Fixed Route	6/30/2015	Amy Ho, Director of Public Works	(626) 307-1383
Monterey-Salinas Transit (MST)	Multimode	Present	Marzette Henderson, Contract Services Manager	(831) 241-9026
Morro Bay	Multimode	Present	Janeen Burlingame, Management Analyst	(805) 772-6263
Mountain View Transportation Management Association	Public Shuttle	6/30/2023	Roni Hattrup, Program Manager	(925) 937-0980 ext. 212
National Railroad Passenger Corporation dba Amtrak	Fixed Route	Present	Andrew Felden, Supervisor Bus Operations	(408) 592-0617
North County Transit District (NCTD)	Multimode	Present	Damon Blythe, Deputy Chief of Transit, Operations Planning	(760) 966-6708
Okaloosa	Multimode	Present	Booker Parker, Transit Division Manager	(850) 609-7003
Ontario	Multimode	7/31/2014	Janet Starr, Director, Office of Transportation	(585) 396-4018
Palm Springs	Fixed Route	6/30/2018	Diana Shay, Redevelopment Coordinator	(760) 323-8260
Palo Alto	Public Shuttle	12/31/2019	Ruchika Aggarwal, Assistant Engineer	(650) 617-3136
Palos Verdes Peninsula Transit Authority (PVPTA)	Fixed Route	Present	Martin Gombert, Administrator	(310) 544-7108
Peninsula Corridor Joint Powers Board	Public Shuttle	6/30/2022	Ashish John, Manager, Bus Contracts	(650) 508-7979
Petaluma	Multimode	Present	Joe Rye, Transit Manager	(707) 778-7421
Placer Co Dept of Public Works & Facilities	Fixed Route	5/31/2023	Will Garner, Public Works Manager	(503) 745-7582
Presidio Trust	Public Shuttle	Present	Amy Marshall, Transportation Manager	(415) 561-5474
Putnam Transit/PART Paratransit	Multimode	Present	Vincent Tamagna, Transportation Manager	(845) 878-3480
Regional Transportation Authority in Corpus Christi, Texas	Multimode	Present	Derrick Majchszak, CEO	(361) 289-2712
Regional Transportation Commission of Washoe County (RTC)	Fixed Route	6/30/2019	Lee Gibson, RTC Executive Director	(775) 348-0400
Roseville	Multimode	Present	Ed Scofield, Alternative Transportation Manager	916-774-5449
Rowan County Government on behalf of Rowan Transit System (RTS)	Multimode	9/30/2020	Gary Price, Director, Senior Services Transportation	(704) 216-8888
Sacramento County Department of Human Assistance	Public Shuttle	Present	Paul Lake, Director of Human Assistance	(916) 875-3601

All Public Sector Contracts - 10 years

Account Name: Account Name	Service Type	Service End Date	Contact	Phone
Sacramento Municipal Utility District (SMUD)	Public Shuttle	7/1/2014	Pamela Do, Procurement Specialist, General Services	(916) 732-6292
San Mateo County Transit District (SamTrans)	Public Shuttle	Present	Enrique Silvas, Manager, Bus Contracts	650-508-6491
San Benito County Local Transportation Authority	Multimode	Present	Mary Gilbert, Transportation Planning Manager	(831) 637-7665 Ext. 207
San Carlos	Public Shuttle	6/30/2020	Kristen Flores, Senior Management Analyst	(650) 802-4204
San Francisco Recreation & Parks Department	Fixed Route	9/30/2022	Sean McFadden, Prin. Administrative Analyst	(415) 831-2779
San Joaquin Regional Transit District (SJRTD)	Fixed Route	4/28/2018	Toan Tran, Mobility Manager	(209) 467-6615
San Leandro	Deviated Fixed Route	Present	Ely Hwang, Recreation Supervisor	(510) 577-6079
San Leandro Transit Management Organization (SLTMO)	Public Shuttle	Present	Joann Oliver, Recreation and Human Service Manager	(510) 577-3463
San Mateo Co Community College Dist (Skyline)	Public Shuttle	12/31/2022	Eloisa Briones, VP of Administrative Services	(650) 358-6764
San Mateo County Parks	Public Shuttle	8/26/2018	Cecily Harris, Financial Services Manager/Grants Manager	(650) 363-4027
San Mateo, County of	Public Shuttle	6/30/2018	Chris Hunter, Chief of Staff	(650) 599-1024
San Pedro Property Owners' Alliance	Fixed Route	Present	Stephen Robbins, Executive Director	(310) 832-2183
San Ramon	Public Shuttle	6/30/2021	Becky Adams, Recreation Supervisor	925.973.3273
Sandusky	Multimode	3/31/2017	Marvin Randalson, Transit administrator	(419) 621-8462
Sandy	Multimode	Present	Andi Howell, Transit Director	(503) 489-0925
Santa Clarita	Multimode	Present	Adrian Aguilar, Transit Manager	(661) 295-6305
Sedona Transit	Multimode	Present	Robert Weber, Transportation Administrator	(928) 203-5086
Show Low	Fixed Route	Present	Lisa Robertson, Grants and Transit Manager	(928) 532-4097
St. Lucie County	Multimode	Present	Adolfo Covelli, Transit Director	772-462-1798
Suburban Bus Division of the Regional Transportation Authority (PACE)	Fixed Route	Present	Melinda Metzger, Deputy Executive Director	(847) 228-2302
Thousand Oaks	Multimode	Present	Mike Houser, Transportation Analyst	(805) 376-5063
Tracy	Multimode	7/30/2016	Rod Buchanan, Director, Parks & Community Services	(209) 831-4330
Tulare	Multimode	6/30/2022	Darlene Thompson, Finance Director	(559) 684-4227
Union City	Multimode	Present	Steve Adams, Transit Manager	(510) 675-5446
United Way of Metropolitan Dallas	Public Shuttle	1/31/2019	Susan Hoff, Chief Operations Officer	214.978.0000
Ventura County Transportation Commission	Multimode	Present	Matt Miller, Transit Services Program Manager	805-642-1591 ext 121
Visalia	Multimode	9/30/2018	Melody Murch, Interim Transit Manager	559-713-4591
Washington County Transportation Authority	Fixed Route	6/30/2017	Joe Thomas, Executive Director	(724) 223-2442
West Covina	Multimode	Present	Chris Freeland, Assistant City Manager	(626) 939-8443
West Hollywood	Multimode	Present	Perri Sloane Goodman, Social Services & Transportation Program Administrator	(323) 848-6370
Western Contra Costa Transit Authority (WestCat)	Multimode	Present	Rob Thompson, General Manager	(510) 724-3331

TROLLEY OPERATION SERVICES



Submittal V: Agreement Comments/ Exceptions

- 1) Please follow the instructions as outlined in Section 1.6 Agreement Execution. The acceptance of or any exceptions taken to the terms and conditions of the City's Agreement shall be considered a part of a Proposer's submittal and will be considered by the Evaluation Committee.

Please see MV's Items for Discussion as an attachment to this section.

ITEMS FOR DISCUSSION

Items for Discussion

MV respectfully requests discussion of the following recommendations at the appropriate time during the procurement process.

RFP/Contract Section	Stated Language	Proposed Language	Explanation
Exhibit D V. Insurance	5.1 Without limiting Professional's indemnification of the City, and during the term of this Agreement, Professional shall provide and maintain at its own expense the below described programs of insurance. Such programs and evidence of insurance shall be satisfactory to the City and shall be primary to and not contributing with any other insurance or self-insurance program maintained by the City. Certificates or other evidence of coverage shall be delivered to: V. INSURANCE City of Coral Gables Insurance Compliance P.O. Box 100085 - CE Duluth, GA 30096 Such certificates or other evidence of coverage shall be delivered prior to commencing performance under this Agreement, and shall specifically identify this Agreement, and shall contain the express condition that the	5.1 Without limiting Professional's indemnification of the City, and during the term of this Agreement, Professional shall provide and maintain at its own expense the mutually agreed upon insurance. Such programs and evidence of insurance shall be satisfactory to the City and shall be primary to and not contributing with any other insurance or self-insurance program maintained by the City. Certificates or other evidence of coverage shall be delivered to: V. INSURANCE City of Coral Gables Insurance Compliance P.O. Box 100085 - CE Duluth, GA 30096 Such certificates or other evidence of coverage shall be delivered prior to commencing performance under this Agreement, and shall specifically identify this Agreement.	We request that the City use the language in RFP Section 5.6.5. The language in Exhibit D contradicts the language in RFP Section 5.6.5 Required Endorsements. 5.6.5.1.3 Notices of Cancellation/Non-renewal/Material Changes must be sent directly to the City of Coral Gables by the Contractor. The City only requires the same statutory notice that an insurance company must provide to the insured, however this Notice may not be less than Thirty (30) Days, except a Ten (10) Day Notice of cancellation is acceptable for non-payment of premium. Notices of Cancellation, Non-renewal or Material Change must be provided to the following address: CITY OF CORAL GABLES INSURANCE COMPLIANCE P.O. BOX 100085-CE DULUTH, GA 30096

Items for Discussion

MV respectfully requests discussion of the following recommendations at the appropriate time during the procurement process.

RFP/Contract Section	Stated Language	Proposed Language	Explanation
	City is to be given advance written notice by receipted delivery at least thirty (30) days in advance of any cancellation, non-renewal or material change of the insurance policy.		
Exhibit D V. Insurance, 5.2 e. Primary Automotive Physical Damage Coverage	Primary Automotive Physical Damage Coverage shall be provided to cover the Trolley's on an ACV (Actual Cash Value) basis when they are damaged or destroyed while in the care, custody or control of the respondent that is awarded the bid to provide Trolley services to the City of Coral Gables. The City shall be listed as a Loss Payee on this coverage.	Primary Automotive Physical Damage Coverage shall be provided to cover the Trolley's on an ACV (Actual Cash Value) basis when they are damaged or destroyed while in the care, custody or control of the respondent that is awarded the bid to provide Trolley services to the City of Coral Gables. The City shall be listed as a Loss Payee on this coverage. The Professional may choose to self-insure automotive physical damage coverage. Under Professional's self-insurance, the City of Coral Gables will be granted the same loss payee status as they would under an insurance policy.	MV may choose to self-insure some or all of this exposure.
Exhibit D V. Insurance, 5.2	f. Other (or increased amounts of) insurance which City shall from time to time deem	f. Other (or increased amounts of) insurance which City shall from time to time deem	

Items for Discussion

MV respectfully requests discussion of the following recommendations at the appropriate time during the procurement process.

RFP/Contract Section	Stated Language	Proposed Language	Explanation
	advisable or appropriate. Such new or additional insurance to be effective as of the sooner of ninety (90) days after notice thereof or the next annual renewal of any policy being increased (as applicable).	advisable or appropriate. Such new or additional insurance to be effective at the next annual renewal.	
Exhibit D V. Insurance, 5.2	i. The City shall be named as an additional insured on a primary and non-contributory basis for the General, Excess/umbrella and Auto Liability Policies. Said policies shall contain a "severability of interest or "cross liability" clause without obligation for premium payment of the City. The City reserves the right to request a copy of required policies for review.	i. The City shall be named as an additional insured on a primary and non-contributory basis for the General and Auto Liability Policies. Said policies shall contain a "severability of interest or "cross liability" clause without obligation for premium payment of the City. The City reserves the right to request a copy of required policies for review.	Waiver of subrogation is extended through follow form on the Excess and/or Umbrella.
Exhibit D V. Insurance, 5.2	h. All of the above insurance is to be placed with insurance companies with an A.M. Best or equivalent rating of "A-", "VI" or better, qualified to do business under laws of the State of Florida.	h. All of the above insurance is to be placed with insurance companies with an A.M. Best or equivalent rating of "A-", "VI" or better, or coverage can be provided by a qualified self-insurance program approved by the state and qualified to do business under laws of the State of Florida.	Contractor is a qualified self-insurer, which is authorized to self insure in the state of Florida. Qualified self-insurers, however, do not have an AM Best Rating.

Items for Discussion

MV respectfully requests discussion of the following recommendations at the appropriate time during the procurement process.

RFP/Contract Section	Stated Language	Proposed Language	Explanation
Exhibit D V. Insurance, 5.2	k. The Professional shall furnish Certificates of Insurance to the Risk Management Division of the Office of Labor Relations and Risk Management prior to the commencement of operations or policy termination, which certificates shall clearly indicate that the City is named as and additional insured on a primary and non-contributory basis and that the Professional has obtained insurance in the type, amount and classification required for strict compliance with this Section and that no material change, cancellation or non-renewal of this insurance shall be effective without thirty (30) days advance written notice to the City.	k. The Professional shall furnish Certificates of Insurance to the Risk Management Division of the Office of Labor Relations and Risk Management prior to the commencement of operations or policy termination, which certificates shall clearly indicate that the City is named as and additional insured on a primary and non-contributory basis and that the Professional has obtained insurance in the type, amount and classification mutually agreed upon.	<p>We request that the City use the language in RFP Section 5.6.5. The language in Exhibit D contradicts the language in RFP Section 5.6.5 Required Endorsements.</p> <p>5.6.5.1.3 Notices of Cancellation/Non-renewal/Material Changes must be sent directly to the City of Coral Gables by the Contractor. The City only requires the same statutory notice that an insurance company must provide to the insured, however this Notice may not be less than Thirty (30) Days, except a Ten (10) Day Notice of cancellation is acceptable for non-payment of premium.</p> <p>Notices of Cancellation, Non-renewal or Material Change must be provided to the following address: CITY OF CORAL GABLES INSURANCE COMPLIANCE P.O. BOX 100085-CE DULUTH, GA 30096</p>

Items for Discussion

MV respectfully requests discussion of the following recommendations at the appropriate time during the procurement process.

RFP/Contract Section	Stated Language	Proposed Language	Explanation
Agreement Section 15.1 – Uncontrollable Forces	Includes fire, flood, earthquake, storm, lighting, epidemic, war, riot, civil disturbance, sabotage, and governmental action	Revise to include labor disputes, including labor strikes, work slow-downs, sick-outs, and similar matters	Contractor should be excused from performance under the contract for circumstances beyond Contractor's control.

Exceptions

MV's proposal is subject to the following RFP/Contract exceptions:

RFP/Contract Section	Stated Language	Proposed Language	Explanation
RFP Section 1.6 – Agreement Execution	By submitting a Response, the Proposer agrees to be bound to and execute the Agreement for this solicitation.	Contractor reserves the right to withdraw its bid and/or reject a contract award if Contractor and the Authority are unable to negotiate a satisfactory resolution to Contractor's submitted exceptions.	Contractor's proposal and acceptance of an award are subject to and conditioned on the negotiation of Contractor's exceptions.
Contractor Acknowledgment	Submittal is based upon all conditions as listed in the RFP documents and that the proposer has made no changes in the RFP document as received.	Notwithstanding Contractor's delivery of the acknowledgment, Contractor reserves the right to withdraw its bid and/or reject a contract award if Contractor and the Authority are unable to negotiate a satisfactory resolution to Contractor's submitted exceptions.	Contractor's proposal and acceptance of an award are subject to and conditioned on the negotiation of Contractor's exceptions.
Agreement Section 1.5 – Polygraph Examination	The Professional agrees to submit to polygraph examinations at the request of the Director or designee.	Delete.	Contractor will not require its employees to submit to a polygraph examination.
Agreement Section 1.10 – Most Favored Public Entity	The Professional represents that the prices charged to City in this Agreement do not exceed existing prices to other customers for the same or substantially similar items or services for comparable quantities under similar terms and conditions.	Delete.	Contractor provides services to clients across North America, and pricing, services, requirements, etc., vary (often significantly) by region and by contract (even within the same region). It is not possible for Contractor to guarantee most favored customer pricing.

TROLLEY OPERATION SERVICES



Submittal VI: Price Proposal

1) Provide pricing as outlined in INFOR via Line Item Tab.

As requested, please see MV's price proposal on INFOR portal via Line Item Tab.

APPENDIX

TROLLEY OPERATION SERVICES



Appendix

Please see the following documents as an attachment to this section:

- Financial Statements
- Certificate of Insurance and Insurance Documents
- Performance and Payment Bond Letter
- Best AM Rating Document

FINANCIAL STATEMENTS



MV TRANSPORTATION, INC. AND SUBSIDIARIES

Consolidated Financial Statements

December 31, 2022 and 2021

(With Independent Auditors' Report Thereon)

MV TRANSPORTATION, INC. AND SUBSIDIARIES

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KPMG LLP
Suite 1400
2323 Ross Avenue
Dallas, TX 75201-2721

Independent Auditors' Report

Board of Directors
MV Transportation, Inc.:

Opinion

We have audited the consolidated financial statements of MV Transportation, Inc. and its subsidiaries (the Company), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, and the related consolidated statements of operations, comprehensive income (loss), changes in stockholders' equity (deficit), and cash flows for the years then ended, and the related notes to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

As discussed in Note 1(n) to the consolidated financial statements, in 2022, the Company adopted new accounting guidance in Accounting Standards Codification 842, *Leases*, which changed its method of accounting for leases. Our opinion is not modified with respect to this matter.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with U.S. generally accepted accounting principles, and for 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.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the consolidated financial statements are issued.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher



than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the consolidated financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the consolidated financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

KPMG LLP

Dallas, Texas
April 21, 2023

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2022 and 2021

(Dollars in thousands)

Assets	2022	2021
Current assets:		
Cash and cash equivalents	\$ 30,099	4,514
Accounts receivable, net of allowance for doubtful accounts	168,589	158,150
Contract assets, current	6,095	4,218
Inventory	9,342	12,153
Prepaid expenses and other receivables	23,102	34,357
Total current assets	237,227	213,392
Property and equipment, net	24,267	56,427
Restricted cash and cash equivalents	5,184	2,387
Deferred income taxes	64,242	63,597
Intangible assets, net	365	459
Contract assets, noncurrent	7,051	8,560
Deposits and other assets	20,243	19,904
Operating right-of-use assets	56,074	—
Financing right-of-use assets	11,736	—
Total assets	\$ 426,389	364,726
Liabilities and Stockholders' Equity (Deficit)		
Current liabilities:		
Accounts payable	\$ 56,799	44,041
Accrued expenses	69,298	68,323
Claims liabilities, current	80,678	111,463
Contract liabilities, current	6,552	3,689
Current maturities of operating lease liabilities	18,409	—
Current maturities of finance lease liabilities	4,449	7,454
Other current liabilities	1,944	3,445
Total current liabilities	238,129	238,415
Other liabilities:		
Claims liabilities, noncurrent	118,891	103,911
Long-term debt	46,474	34,809
Contract liabilities, noncurrent	7,492	7,168
Operating lease liabilities, less current maturities	51,566	—
Finance lease liabilities, less current maturities	4,999	9,457
Other noncurrent liabilities	82	13,702
Total liabilities	467,633	407,462
Stockholders' equity (deficit):		
Common stock, no par value. Authorized, 20,000,000 shares; issued and outstanding, 9,293,317 shares in 2022 and 9,285,692 shares in 2021	—	—
Additional paid-in capital	29,841	28,332
Stock subscription receivable	(2,016)	(2,016)
Accumulated other comprehensive loss	(2,505)	(1,668)
Accumulated deficit	(66,663)	(67,483)
Total stockholders' deficit of MV Transportation, Inc.	(41,343)	(42,835)
Noncontrolling interest	99	99
Total stockholders' deficit	(41,244)	(42,736)
Total liabilities and stockholders' deficit	\$ 426,389	364,726

See accompanying notes to consolidated financial statements.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Consolidated Statements of Operations

Years ended December 31, 2022 and 2021

(Dollars in thousands)

	<u>2022</u>	<u>2021</u>
Revenues	\$ 1,264,728	1,276,691
Operating expenses:		
Field operations	1,071,359	1,081,966
Selling, general, and administrative	56,052	51,987
Insurance and claims	98,009	155,403
Unrealized (gain) loss on fuel hedge	1,081	(1,648)
Depreciation and amortization	19,791	30,130
Amortization of contract assets	6,820	4,944
Stock compensation expense	1,509	2,536
Gain on disposal of property and equipment	<u>(1,031)</u>	<u>(2,573)</u>
Total operating expenses	<u>1,253,590</u>	<u>1,322,745</u>
Income (loss) from operations	<u>11,138</u>	<u>(46,054)</u>
Interest expense, net	8,130	2,337
Other expense, net	<u>1,620</u>	<u>2,456</u>
Total interest and other expense, net	<u>9,750</u>	<u>4,793</u>
Income (loss) before income taxes	1,388	(50,847)
Provision for income taxes	<u>568</u>	<u>(14,097)</u>
Net income (loss)	<u>820</u>	<u>(36,750)</u>
Net income (loss) attributable to MV Transportation, Inc. and subsidiaries	\$ <u><u>820</u></u>	<u><u>(36,750)</u></u>

See accompanying notes to consolidated financial statements.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income (Loss)

Years ended December 31, 2022 and 2021

(Dollars in thousands)

	<u>2022</u>	<u>2021</u>
Net income (loss) attributable to MV Transportation, Inc. and subsidiaries	\$ 820	(36,750)
Other comprehensive income (loss), net of tax:		
Foreign currency translation adjustments	<u>(837)</u>	<u>79</u>
Other comprehensive income (loss)	<u>(837)</u>	<u>79</u>
Net comprehensive loss attributable to MV Transportation, Inc. and subsidiaries	<u>\$ (17)</u>	<u>(36,671)</u>

See accompanying notes to consolidated financial statements.

MV TRANSPORTATION, INC. AND SUBSIDIARIES
Consolidated Statements of Changes in Stockholders' Equity (Deficit)
Years ended December 31, 2022 and 2021
(Dollars in thousands)

	Common stock		Additional	Accumulated	Accumulated	Stock	Noncontrolling	Total
	Shares	Amount	paid-in	deficit	other	subscription	interest	stockholders'
			capital		comprehensive	receivable		deficit
					loss			
Balance, December 31, 2020	9,277,254	\$ —	25,796	(30,733)	(1,747)	(2,016)	99	(8,601)
Net loss	—	—	—	(36,750)	—	—	—	(36,750)
Stock grants	8,438	—	—	—	—	—	—	—
Stock compensation expense	—	—	2,536	—	—	—	—	2,536
Net unrealized gain on derivatives and foreign exchange, net of income tax effect	—	—	—	—	79	—	—	79
Balance, December 31, 2021	9,285,692	—	28,332	(67,483)	(1,668)	(2,016)	99	(42,736)
Net income	—	—	—	820	—	—	—	820
Stock grants	7,625	—	—	—	—	—	—	—
Stock compensation expense	—	—	1,509	—	—	—	—	1,509
Net unrealized loss on derivatives and foreign exchange, net of income tax effect	—	—	—	—	(837)	—	—	(837)
Balance, December 31, 2022	9,293,317	\$ —	29,841	(66,663)	(2,505)	(2,016)	99	(41,244)

See accompanying notes to consolidated financial statements.

MV TRANSPORTATION, INC. AND SUBSIDIARIES
Consolidated Statements of Cash Flows
Years ended December 31, 2022 and December 31, 2021
(Dollars in thousands)

	2022	2021
Cash flows from operating activities:		
Net income (loss)	\$ 820	(36,750)
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation and amortization	26,610	35,074
Amortization of deferred financing fees	654	143
Amortization of operating right-of-use assets	21,473	—
Accretion of operating lease liability	623	—
Unrealized (gain) loss on fuel hedge	1,081	(1,648)
Gain on disposal of property and equipment	(1,031)	(2,573)
Provision for deferred income taxes	(678)	(14,963)
Stock compensation expense	1,509	2,536
Other	(289)	586
Changes in assets and liabilities:		
Accounts receivable	(10,487)	45,319
Contract assets, current	(1,877)	(264)
Inventory	2,811	(681)
Prepaid expenses and other receivables	10,080	(6,678)
Deposits and other assets	(1,532)	138
Contract assets, non current	(5,310)	(3,391)
Accounts payable	12,758	273
Accrued expenses and other current liabilities	15,388	(35,561)
Claims liabilities	(15,805)	37,597
Contract liabilities	3,187	(2,690)
Operating lease liabilities	(24,091)	—
Other liabilities	(13,640)	2,186
Net cash provided by operating activities	<u>22,254</u>	<u>18,653</u>
Cash flows from investing activities:		
Purchase of property and equipment	(6,518)	(10,250)
Proceeds from sale of property and equipment	8,370	6,971
Loans to shareholders or executives	—	(3,500)
Sale (purchase) of investments	956	(342)
Net cash provided by (used in) investing activities	<u>2,808</u>	<u>(7,121)</u>
Cash flows from financing activities:		
Borrowings under LOC and short-term borrowing arrangements	329,474	450,362
Repayments under LOC and short-term borrowing arrangements	(309,382)	(449,033)
Payments of deferred financing fees	(9,048)	—
Payments on obligations under finance leases	(7,463)	(13,893)
Net cash provided by (used in) financing activities	<u>3,581</u>	<u>(12,564)</u>
Effect of changes in foreign exchange rates on cash and cash equivalents	<u>(261)</u>	<u>(5)</u>
Net increase (decrease) in cash and cash equivalents	28,382	(1,037)
Cash and cash equivalents, beginning of year	<u>6,901</u>	<u>7,938</u>
Cash and cash equivalents, end of year	<u>\$ 35,283</u>	<u>6,901</u>
Supplemental disclosures of information:		
Interest paid	\$ 5,879	2,231
Income taxes paid	740	8,686

See accompanying notes to consolidated financial statements.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

(1) Summary of Significant Accounting Policies and Recently Issued Accounting Standards

(a) Description of Business

MV Transportation, Inc. ("MV"), a California corporation founded in 1976, and its subsidiaries (collectively, the "Company") provide contract passenger transportation services including paratransit, fixed route, and shuttle services to clients that include cities, counties, special districts, school districts, other government and quasi-governmental agencies, and private companies.

As of December 31, 2022, the Company operated in 26 states within the United States of America. The only foreign operations are in Canada.

(b) Principles of Consolidation

The consolidated financial statements include the accounts of MV and its wholly and majority-owned subsidiaries. The consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles (U.S. GAAP), with all intercompany balances and transactions eliminated. Certain reclassifications were made to the financial statements for the prior period to conform to current period presentation.

(c) Use of Estimates and Assumptions

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the amounts reported in such statements and accompanying notes. The Company evaluates these estimates on an ongoing basis utilizing historical experience, consultation with experts and using other methods considered reasonable in the circumstances. Actual results could differ from those estimates.

(d) Cash and Cash Equivalents

Cash and cash equivalents include all cash and money market accounts that are not subject to withdrawal restrictions or penalties and highly liquid debt instruments purchased with original maturities or remaining maturities at the date of purchase of three months or less.

The Company utilizes a cash management system under which a book cash overdraft exists for the Company's primary disbursement accounts. These overdrafts represent outstanding checks and wire transfers in excess of cash balances in bank accounts at the end of the reporting period, with changes reflected as operating activities as a change in accounts payable within the statements of cash flows. These bank accounts are automatically funded as needed to fund clearing checks and wires.

(e) Restricted Cash

Restricted cash consists of funds that are contractually restricted as to usage or withdrawal due to a contractual agreement with an insurer for the payment of specific workers' compensation claims as well as funds utilized to collateralize a letter of credit issued by the Royal Bank of Canada. The Company has presented restricted cash separately from cash and cash equivalents on the consolidated balance sheets.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

(f) Accounts Receivable

Trade accounts receivable include accounts receivable reduced by an allowance for uncollectible accounts. Receivables are recorded at amounts billed to customers due under normal trade terms requiring payment generally within 30 to 60 days from the invoice date. In addition, receivable balances also include an estimate for transportation services rendered prior to period-end for which amounts have not been billed (unbilled or accrued revenues). The Company's allowance for uncollectible accounts is based on an analysis that estimates the amount of its total customer receivable balance that is not collectible. This analysis includes assessing a default probability to customers' receivable balances, which is influenced by several factors including (i) current market conditions, (ii) periodic review of customer creditworthiness and (iii) review of customer receivable aging and payment trends. The Company has no significant concentrations of credit risk within its accounts receivable.

As of December 31, 2022 and 2021, the allowance for doubtful accounts was \$276 and \$434, respectively. Bad debt expense for the years ended December 31, 2022 and 2021 was \$48 and \$996, respectively.

(g) Inventory

Inventory, consisting of vehicle fuel, parts, and supplies, is determined using the weighted-average cost method and is valued at the lower of cost or market. Inventory is classified as a current asset. The Company expects to utilize the inventory within one year.

(h) Property and Equipment

Property and equipment are stated at cost. Depreciation is calculated on the straight-line method over the estimated useful lives of the assets. Useful lives fall within the following parameters:

Buildings	40 years
Leasehold improvements*	5–10 years
Vehicles	5–12 years
Shop equipment	2–10 years
Office equipment	3–5 years

* Leasehold improvements are depreciated over the shorter of the expected useful life or the lease term including option years if renewal is more likely than not.

Expenditures that materially increase the asset life are capitalized and depreciated, while ordinary maintenance and repairs are charged to operations as incurred. When property and equipment are sold or otherwise disposed of, the assets' original cost and related accumulated depreciation are removed from the balance sheet and any gain or loss is included in the results from operations.

(i) Long-Lived Assets

Property and equipment and purchased intangible assets subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

the carrying amount of an asset to future undiscounted net cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is based upon the fair value of the long-lived assets.

(j) Fair Value of Financial Instruments

The carrying amounts of cash and cash equivalents, accounts receivable, accounts payable and other current assets and liabilities approximate fair value because of the short maturity of these instruments. Long-term debt as of December 31, 2022 and 2021, respectively, approximates its fair value as the debt agreement was entered into recently and the interest rate is tied to market rates.

(k) Deferred Finance Charges

The Company records deferred finance charges in connection with its revolving credit facility. The costs associated with the debt are amortized using the straight-line method over the term of the facility. If the facility is extinguished before the end of the term, the remaining balance of the deferred finance charges will be amortized fully in such year. Deferred finance charges are presented in the consolidated balance sheet as a direct deduction from the carrying amount of the debt liability.

(l) Revenue Recognition

The Company accounts for revenue in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 606, *Revenue from Contracts with Customers*. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account in ASC 606. Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring goods or providing services. The contract transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied. All of the Company's material sources of revenue are derived from contracts with customers, primarily relating to the provision of transportation services. The Company generally enters into transportation service contracts with three to five-year terms that include rate based and/or fixed fee components, or some combination thereof. The Company's contracts generally include at-will termination clauses without cancellation penalties. Revenues from rate-based components are recognized as services are rendered and fixed fees are recognized straight-line over the term of the performance obligation based on contractual agreements. The Company does not have any significant extended payment terms as payment is received shortly after goods are delivered or services are provided.

If a contract involves the provision of a single element, revenue is recognized when the product or service is provided and the amount earned is not contingent upon any future event. Refer to Note 2 for additional information regarding the Company's revenue recognition policy.

(m) Stock Compensation Expense

The Company accounts for all stock-based compensation in accordance with the provisions of FASB ASC Topic 718, *Compensation – Stock Compensation*. Under this method, compensation expense is measured at grant date based on the fair value of the award and is recognized over the requisite service period during which the award is earned. The company did not grant any material share-based awards in 2022 or 2021.

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(n) Leases

Effective January 1, 2022, we adopted ASC 842, *Leases*, using the modified retrospective approach whereby we recognized operating leases on our consolidated balance sheet by recording a right-of-use asset and lease liability. Under this method, the Company has not adjusted its comparative period financial statements for the effects of the new standard or made the new, expanded required disclosures for years prior to the adoption. No material cumulative effect adjustment to opening retained earnings at the date of initial application was identified.

The Company elected the package of practical expedients permitted under the transition guidance in ASC 842 and did not reassess prior conclusions related to contracts containing leases, lease classification and initial direct costs.

The adoption of the new lease standard resulted in the recognition of operating lease right-of-use assets and lease liabilities for lease arrangements with an initial term greater than twelve months. The Company elected the short-term lease recognition exemption for all leases that qualify. Therefore, leases with an initial term of 12 months or less are not recorded on the consolidated balance sheet; instead, lease payments are recognized as lease expense on a straight-line basis over the lease term. The adoption of ASU 842 did not have a material impact on the Company's consolidated statements of income (loss), comprehensive income or cash flows.

The Company primarily leases office space, vehicles, and equipment from third parties. The Company determines if a contract is a lease at inception. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The lease term begins on the commencement date, which is the date the Company takes possession of the asset and may include options to extend or terminate the lease when it is reasonably certain that the option will be exercised. Certain of the Company's leases contain renewal options for varying periods which require mutual agreement by both parties. Leases are classified as operating or finance leases based on factors such as the lease term, lease payments, and the economic life, fair value and estimated residual value of the asset. Where leases include options to purchase the leased asset at the end of the lease term, this is assessed as a part of the Company's lease classification determination. The Company's leases have remaining lease terms ranging from 1 to 99 months.

Under ASC 842, the Company recognizes a right-of-use ("ROU") asset and lease liability to account for its operating leases. ROU assets represent the Company's right to use an underlying asset for the lease term and lease liabilities represent the Company's obligation to make lease payments arising from the lease. ROU assets and lease liabilities are recognized on the commencement date based on the present value of lease payments over the lease term. ROU assets are based on the lease liability and are increased by prepaid lease payments and decreased by lease incentives received. Lease incentives are amortized through the lease asset as reductions of expense over the lease term. For leases where the Company is reasonably certain to exercise a renewal option, such option periods have been included in the determination of the Company's ROU assets and lease liabilities.

Leases typically contain rent escalations over the lease term. The Company recognizes expense for these leases on a straight-line basis over the lease term. Some of our leases include rent escalations based on inflation indexes and fair market value adjustments. Operating lease liabilities are calculated using the prevailing index or rate at lease commencement. Subsequent escalations in the index or rate

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and contingent rental payments are recognized as variable lease expenses. Certain leases require the Company to pay taxes, insurance, maintenance and other operating expenses associated with the leased asset. Such amounts are not included in the measurement of the ROU assets and lease liabilities to the extent they are variable in nature. These variable lease costs are recognized as a variable lease expense when incurred.

Our lease agreements do not contain any material residual value guarantees or material restrictive covenants.

As a practical expedient, vehicle and equipment lease agreements with lease and non-lease components are accounted for as a single lease component. Real estate agreements with lease and non-lease components are accounted for separately. The Company estimates contingent lease incentives when it is probable that the Company is entitled to the incentive at lease commencement.

The Company elected to use a risk-free rate as the discount rate for all asset classes.

For additional information about our adoption of ASC 842, refer to Note 6.

(o) Income Taxes

Income taxes are recorded based on the asset and liability method. Deferred income taxes are recorded for temporary differences between financial and taxable income. The effect on deferred income tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date.

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 fifty percent likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(p) Certain Risks and Concentrations

A substantial portion of the Company's service contracts is the result of governmental entities outsourcing mandated transportation programs, including services required under the Americans with Disabilities Act (the ADA). The Company relies on continued funding of these programs by federal, state, and local governments. A reduction in governmental transportation programs due to budgetary constraints or a repeal of the ADA could adversely affect the Company's operations. In addition, if future changes in laws, rules, or regulations governing outsourcing discourage or prohibit the contracting of passenger transportation services, it could have an adverse effect on the Company's business.

The Company maintains its cash balances, cash equivalents and certain restricted investments with various financial institutions with high-credit quality, which may, from time to time, exceed federal insurance limits at each financial institution. The Company has not experienced any credit losses from these deposits and investments.

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As of December 31, 2022 and 2021, approximately 80% and 79%, respectively, of the Company's workforce is represented by unions under collective bargaining agreements. The length of these collective bargaining agreements generally matches the related terms of the Company's transportation service contracts.

While fuel costs are not a significant portion of the Company's operating expenses, they may fluctuate significantly which could have an impact on the Company's consolidated results of operations or cash flows.

(q) Fair Value Measurements

The Company follows the provisions of ASC Topic 820, *Fair Value Measurement*, for fair value measurements of financial assets and financial liabilities and for fair value measurements of nonfinancial items that are recognized or disclosed at fair value in the financial statements on a recurring or nonrecurring basis. ASC Topic 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. ASC Topic 820 also establishes a framework for measuring fair value and expands disclosures about fair value measurements. See Note 10.

(r) Recently Issued Accounting Standards Not Yet Adopted

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments – Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. The amendments in this update introduce a new model (current expected credit losses or "CECL"), which requires management to recognize lifetime expected credit losses upfront rather than as losses are incurred (the current model). This new standard affects loans, debt securities, trade receivables, and other financial assets that have the contractual right to receive cash. In November 2019, the FASB issued ASU 2019-10, *Effective Dates*, which amended the effective date for non-public entities. The standard is effective for annual periods beginning after December 15, 2022. Early adoption is generally permitted. Entities should apply the amendments through a modified retrospective approach. The Company does not expect a significant impact on its consolidated financial statements; however, further evaluation is necessary to determine potential acceleration of credit losses associated with certain receivables. The Company anticipates adopting the standard effective for its annual period beginning on January 1, 2023.

(2) Revenue

(a) Revenue Recognition Policy

The Company generates revenue from the performance of transportation-related services. Transportation service contracts fall into the following types: rate based, fixed fee, or a combination of both (fixed and variable). Up-front cash payments received for certain transit initiation services are recognized on a straight-line basis over the expected term of the contract.

(b) Performance Obligations

The Company considers each contract a single performance obligation that is satisfied at the time transportation-related services are rendered. In general, the revenue in respect of any particular period can be clearly determined from the contract.

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(c) *Variable Consideration*

Where there is a contingent element to contract revenue (for example, where additional amounts are payable or receivable based on the punctuality of transport services and/or other operational measures), revenue is recognized based on the applicable operational measures when the amount of revenue can be reliably estimated and it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur.

Outlined within certain contractual arrangements, the Company is permitted to be reimbursed for certain expenses such as sub-contracted transportation, fuel, vehicle maintenance, or other personnel costs. When acting as principal under these arrangements, the Company records the related costs as expenses when incurred and the related reimbursements as revenue on a monthly basis. Pursuant to FASB ASC Subtopic 606-10-55, *Principal Agent Considerations*, the Company records reimbursements from clients for certain contract service costs incurred as revenue. Reimbursed revenue was \$202,072 and \$74,976 of total revenue in 2022 and 2021, respectively.

(d) *Contract Balances*

Contract assets consist of capitalized sales commissions and fulfillment costs related to startup including internal labor, parts, and other costs. The Company does not have any impairment losses associated with contracts with customers for the years ended December 31, 2022 and 2021. Contract assets are amortized over the expected term of the contract, typically a period of 3 to 5 years.

Contract liabilities consist of fees paid by the Company's customers for which the associated performance obligations have not been satisfied and revenue has not been recognized. The Company anticipates a substantial portion of the contract liabilities ending balance will be satisfied over the next 3 to 5 years as the Company completes its remaining performance obligations. In the event the Company and an existing customer agree to extend the original contract term, the Company assesses the change in accordance with the contract modification guidance under ASC 606.

Contract assets and contract liabilities are reported in a net position on an individual contract basis at the end of each reporting period. The following table reflects the change in contract assets and contract liabilities for the years ended December 31, 2022 and 2021.

	2022	2021
Contract assets as of January 1	\$ 12,778	14,066
Additions	7,187	3,656
Amortization	(6,819)	(4,944)
Contract assets - as of December 31	<u>\$ 13,146</u>	<u>12,778</u>
Contract liabilities as of January 1	\$ 10,857	13,547
Additions	9,534	1,403
Revenue recognized	(6,348)	(4,093)
Contract assets as of December 31	<u>\$ 14,043</u>	<u>10,857</u>

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(3) Supplemental Consolidated Balance Sheet Detail

Prepaid expenses and other receivables consist of the following:

	2022	2021
Prepaid expenses and deposits	\$ 5,778	7,734
Income taxes receivable	5,333	5,879
Insurance claims receivable	3,266	11,026
Fuel swap asset	—	889
Fuel taxes receivable	815	879
Other nontrade receivables	7,910	7,950
	<u>\$ 23,102</u>	<u>34,357</u>

Property and equipment, net consist of the following:

	2022	2021
Vehicles	\$ 90,304	105,698
Shop equipment	11,977	29,440
Office equipment	18,438	21,052
Leasehold improvements	13,428	12,916
Construction in progress	33	397
Building	14,216	14,147
Land	68	68
	<u>148,464</u>	<u>183,718</u>
Less accumulated depreciation and amortization	<u>(124,197)</u>	<u>(127,291)</u>
	<u>\$ 24,267</u>	<u>56,427</u>

Depreciation expense for property and equipment was \$19,576 and \$29,943 for the years ended December 31, 2022 and 2021, respectively.

On October 31, 2021, the Company sold assets associated with Reliant, which primarily consisted of vehicles within property and equipment to the New York City Department of Education (DOE). The net book value of assets sold was \$4,086 which had previously been classified as assets held-for-sale in 2020. In conjunction with the presentation of assets held for sale, the Company recorded a loss on disposal of property and equipment of \$11,224 in 2020. When the sale was completed in 2021, the Company recorded a gain on disposal of property and equipment of \$2,809 which is recorded in the consolidated statement of operations. For the sale of assets and other services provided as part of the transaction, the Company received a net upfront payment of \$11,634 in 2021 for related services and the sale of the assets, with an additional \$4,000 to be received over the term of the ongoing transition services contract with the DOE. All performance obligations under the contract were completed and amounts were received in 2022.

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Accrued expenses consist of the following:

	2022	2021
Accrued payroll cost	\$ 18,306	18,581
Accrued vacation	23,142	21,893
Benefits and payroll taxes	12,768	13,312
Deferred compensation liability, current	2,838	3,627
Deferred rent	—	2,125
Credit card payable	319	492
Accrued litigation	1,010	387
Accrued city taxes	1,338	1,164
Accrued interest	1,882	369
Lease liability	—	2,261
Other	7,695	4,112
	<u>\$ 69,298</u>	<u>68,323</u>

Other noncurrent liabilities consist of the following:

	2022	2021
Deferred compensation liability	\$ —	442
Lease liability - NY building	—	11,299
Deferred revenue	—	1,954
Other	82	7
	<u>\$ 82</u>	<u>13,702</u>

(4) Insurance and Claims Liabilities

Self-insurance expense and liabilities were actuarially determined based primarily on our historical claims information, industry factors and trends. The self-insurance liabilities as of December 31, 2022 represent the best estimate of the future payments to be made on reported and unreported losses for 2022 and prior years. The amounts and timing of payments for claims reserved may vary depending on various factors, including the development and ultimate settlement of reported and unreported claims. The majority of claims on both a volume and dollar basis have historically fallen within the applicable policy deductibles and retentions and have thus been absorbed by the Company. To the extent actuarial assumptions change and claims experience rates differ from historical rates, our liabilities may change.

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Insurance and claims liabilities consist of the following:

	<u>2022</u>	<u>2021</u>
Vehicle accident claims liabilities	\$ 122,651	139,967
Workers' compensation claims liabilities	76,918	75,407
	199,569	215,374
Less current portion	(80,678)	(111,463)
Insurance and claims liability	<u>\$ 118,891</u>	<u>103,911</u>

Insurance claims receivable as of December 31, 2022 and 2021 are \$3,266 and \$11,026, respectively. The portion of insurance recoverable due to settle within one year is recorded in prepaid expenses and other receivables and the remainder is recorded in deposits and other assets. The Company believes realization of the receivables is probable.

For claims incurred prior to January 31, 2016, the company had a \$2,000 per occurrence retention with a \$1,000 aggregate deductible on automobile and general liability claims, with primary coverage of \$2,000 excess of \$3,000 with the remaining coverage up to \$100,000 being fully insured.

For claims incurred after January 31, 2016, and beginning with the policy in effect February 1, 2016, the Company is financially responsible for 1) up to \$3,000 per occurrence for automotive liability to third parties resulting from automobile liability claims in the \$0 to \$5,000 layer and 2) up to \$5,000 aggregate for general liability and automobile liability to third parties relating from claims in the \$5,000 to \$10,000 layer.

Effective February 1, 2020, the company has a \$3,000 per occurrence retention on auto and general liability claims with primary coverage of \$2,000 excess of \$3,000 that includes a \$2,000 aggregate corridor in the \$2,000 excess of \$3,000 layer on the automobile liability policy only as well as \$5,000 excess \$5,000 including a \$5,000 aggregate corridor retention with the remaining coverage up to \$50,000 being fully insured.

Effective February 1, 2021, the company has a \$3,000 per occurrence retention on auto and general liability claims with primary coverage of \$2,000 excess of \$3,000 that includes a \$2,000 aggregate corridor in the \$2,000 excess of \$3,000 layer on the automobile liability policy only as well as \$5,000 excess \$5,000 including a \$5,000 per occurrence and \$10,000 aggregate corridor retention with the remaining coverage up to \$50,000 being fully insured.

Effective February 1, 2022, the company has a \$5,000 per occurrence retention on auto. Effective February 1, 2022, the company has a \$3,000 per occurrence retention on general liability claims with primary coverage of \$2,000 excess of the \$3,000 retention on the general liability policy. The Company is responsible for claims between \$5,000 and \$10,000, until an aggregate of \$10,000 has been paid, and claims greater than \$10,000 up to \$50,000 are fully insured.

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Insurance coverage is maintained for general liability claims and vehicle accident claims in excess of the above retentions up to \$50,000. The Company has experienced a few general liability claims or vehicle accident claims in excess of the retentions. The Company records insurance recoveries to the extent of its insurance coverage which are reflected in prepaid expenses and other current assets or deposits and other assets depending on the timing of claim settlement. The Company also provides standby letters of credit to the insurance carrier as collateral for its claims liabilities.

The Company is financially responsible for up to \$1,000 per occurrence under its workers' compensation insurance program. The program covers approximately 35% of the Company's employees as of December 31, 2022 and 2021. The Company's remaining employees are covered by third-party workers' compensation insurance without deductibles. The Company provides standby letters of credit to the insurance carriers as collateral for its workers' compensation claims liabilities.

The Company engages an independent consulting actuary to advise on the necessary level of outstanding loss reserves.

All reserves are recorded on an undiscounted basis. In the opinion of management, the actuarial accruals are adequate to cover the estimated ultimate liability for losses and loss expenses as of December 31, 2022 and 2021. Consistent with most companies with similar insurance operations, the Company's provision for loss reserves is ultimately based on management's best expectations of future events. Actuarial estimates include reserves for unfavorable development for known claims and incurred but not reported losses (IBNR). It is reasonably possible that the expectations associated with these amounts could change in the near term (i.e., within one year) and that the effects of such changes could be material to the consolidated financial statements.

(5) Long-Term Debt

The following table sets forth the Company's long-term debt as of December 31, 2022 and 2021:

		<u>2022</u>	<u>2021</u>
Revolving credit agreement	\$	55,045	34,988
Deferred financing fees, net of amortization		<u>(8,571)</u>	<u>(179)</u>
		46,474	34,809
Less current portion		<u>—</u>	<u>—</u>
Long-term debt	\$	<u>46,474</u>	<u>34,809</u>

On April 6, 2018, the Company executed the Fifth Amended and Restated Credit Agreement, which extended the Company's Credit Agreement to April 6, 2023. The Company increased its borrowing capacity to \$200,000 from \$185,000 on March 10, 2020, in the Fourth Amendment to the Fifth Amended and Restated Credit Agreement.

The existing line of credit is collateralized by substantially all the assets of the Company. The revolving line of credit provides for standby letters of credit and revolving loan advances.

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Borrowings under the line of credit bear interest at a fluctuating rate per annum above LIBOR, based on a defined debt ratio of the Company. The interest rates ranged from 1.336% to 12.50% and 1.334% to 3.08% during 2022 and 2021, respectively.

On November 22, 2022, the Company amended and restated its prior credit agreement by entering into the Fifth Amendment to Fifth Amended and Restated Credit Agreement ("Fifth Amendment"). The Fifth Amendment amended the prior revolving credit facility by, among other things, (i) issuing a waiver of existing covenant defaults at December 31, 2021, March 31, 2022, June 30, 2022, and September 2022; (ii) reducing the revolving commitment by 50% of the first \$75 million of letters of credit that are canceled, reduced or otherwise expire undrawn until the revolving commitment is reduced by \$35.3 million and after the first \$75 million of the amount of any letters of credit that are canceled, reduced or otherwise expire undrawn, 70.62% of the amount of any letters of credit that are canceled, reduced or otherwise expire undrawn; (iii) modifying the financial covenants to eliminate leverage ratio and minimum fixed charge covenants during 2022 and add a minimum unencumbered liquid assets requirement of \$15,000 at the end of each calendar month; (iv) reducing the borrowing capacity from \$200 million to \$164.7 million on December 19, 2022 and (v) extending the maturity date to June 30, 2024.

The revolving loan bears interest at a rate per annum equal to the Wells Fargo Prime Rate plus 325.00 basis points; provided that (i) if, on February 14, 2023, (A) the then revolving commitment is greater than \$112.2 million or (B) the then total revolving outstanding balance exceeds the then revolving commitment, then the interest rate with respect to any loan from and after February 15, 2023 shall be a rate per annum equal to the Wells Fargo Prime Rate plus 525.00 basis points; or (ii) if on or before June 30, 2023, (A) the then revolving commitment is \$75 million or less and (B) the total outstanding revolving balance does not exceed the then revolving commitment, and (C) no default then exists, then the interest rate with respect to any loan from and after the date upon which the revolving commitment is reduced to an amount not greater than \$75 million shall be a rate per annum equal to the Wells Fargo Prime Rate plus 225.00 basis points.

Standby letters of credit are subject to a fee on the face value and based upon a defined debt ratio of the Company. These fees were 0.9375% to 5% during 2022 and 0.9375% to 1.5% during 2021. The Company had \$79,860 and \$122,061 of outstanding standby letters of credit that reduce the Company's available unused line of credit to \$29,759 and \$42,951 as of December 31, 2022 and 2021, respectively.

Borrowings under the Company's revolving credit agreement are required to be repaid as follows.

Year ending December 31:	
2023	\$ —
2024	\$ 55,045
Total future debt repayments	\$ 55,045

Concurrently with the Fifth Amendment, the Company entered a substitute insurance letter of credit facility agreement ("LOC Agreement") with the 1970 Group pursuant to which 1970 Group will issue up to \$155 million of letters of credit. The LOC Agreement provides the Company credit support for insurance, bonding and other programs or transactions, including workers compensation and/or commercial automobile insurance policies. The Company issued the first tranche of letters of credit on December 2, 2022, in the amount of \$75 million. As consideration for the extension of credit, the Company paid a fee equal to the 3-

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month SOFR plus 767 basis points multiplied by the face amount of the letter of credit. The fee is based on a one-year letter of credit term and calculated on a per annum basis. The fee is payable in advance of the issuance of the letter of credit. The term of the facility is the later to occur of (i) June 30, 2024 or (ii) expiration of all letters of credit issued hereunder that remain unexpired as of June 30, 2024.

(6) Leases

Leases are primarily comprised of real estate and vehicle leases. The components of lease expense, including variable lease costs primarily consisting of common area maintenance and real estate taxes, and short-term lease expenses for leases with lease terms less than twelve months are included in the consolidated statements of operations as follows:

	<u>2022</u>
Year ending December 31:	
Lease cost:	
Operating lease cost	\$ 22,096
Finance lease cost:	
Amortization of right-of-use asset	5,538
Interest on lease liabilities	370
Short-term lease cost	985
Variable lease cost	1,292
Sublease income, gross	<u>(12)</u>
Total lease cost	<u>\$ 30,269</u>
Other information:	
Weighted-average remaining lease term (in years):	
Finance leases	2.28
Operating leases	4.9
Weighted-average discount rate:	
Finance leases	2.66 %
Operating leases	1.35 %

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Consolidated Statement of Cash Flows Disclosure of Lease Amounts

Supplemental cash flow information related to leases recorded in the Consolidated Statements of Cash Flows is as follows:

	<u>2022</u>
Cash flows from financing activities:	
Payments on finance lease obligations	\$ 7,463
Supplemental cash flow information:	
Cash paid for amounts included in the measurement of lease liabilities:	
Operating cash flows for operating leases	24,369
Operating cash flows for finance leases	370
Financing cash flows for finance leases	7,463
Supplemental noncash information:	
Right-of-use assets obtained in exchange for lease liabilities:	
Operating leases	13,612

Lease Maturity Analysis

Future minimum lease payments for operating and finance lease obligations are as follows:

	<u>Operating leases</u>	<u>Finance leases</u>
Year ended December 31:		
2023	\$ 19,124	4,641
2024	15,171	3,237
2025	12,022	1,870
2026	10,845	—
2027	6,572	—
Thereafter	9,820	—
Total lease payments	73,554	9,748
Less: imputed interest	3,579	300
Total lease liabilities	\$ 69,975	9,448

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(7) Income Taxes

Pre-tax net income (loss) for the years ended December 31, 2022 and 2021 consisted of the following:

		2022	2021
Income (loss) before tax from U.S. operations	\$	1,662	(52,517)
Income (loss) before tax from foreign operations		(274)	1,670
	\$	<u>1,388</u>	<u>(50,847)</u>

Income tax expense (benefit) consists of the following:

		2022	
		Current	Deferred
U.S. federal	\$	437	(537)
State and local		833	(11)
Foreign		(24)	(130)
	\$	<u>1,246</u>	<u>(678)</u>

		2021	
		Current	Deferred
U.S. federal	\$	(272)	(10,595)
State and local		745	(4,427)
Foreign		393	59
	\$	<u>866</u>	<u>(14,963)</u>

Income tax expense (benefit) differed from the amounts computed by applying the U.S. federal income tax rate of 21% to pretax income (loss) for the years ended December 31, 2022 and 2021 as a result of the following:

		2022	2021
Computed "expected" tax expense (benefit)	\$	292	(10,678)
State and local income taxes, net of federal income tax benefit		650	(2,908)
Permanent differences		823	567
Federal incentive credits		(1,197)	(1,069)
Other, net		—	(9)
	\$	<u>568</u>	<u>(14,097)</u>

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The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities as of December 31, 2022 and 2021 are presented below:

	<u>2022</u>	<u>2021</u>
Temporary differences:		
Deferred tax assets:		
Claims liabilities	\$ 56,580	59,479
Right-of-use assets	19,758	—
Capital loss	16,536	16,436
Obligations under finance leases	—	66
Accrued expenses	8,145	11,488
Bad debt reserve	79	123
Deferred revenue	53	53
Stock compensation	3,253	3,923
Deferred compensation	787	1,163
Federal and state tax credits	4,792	4,733
Other	1,866	1,268
	<u>111,849</u>	<u>98,732</u>
Less valuation allowance	<u>(20,658)</u>	<u>(20,490)</u>
	<u>91,191</u>	<u>78,242</u>
Deferred tax liabilities:		
Right-of-use liabilities	15,850	—
Plant and equipment, principally due to differences in depreciation	3,131	7,714
Prepaid expenses and deferred costs	3,163	2,052
State income taxes	4,015	4,051
Investment in affiliated companies, due to undistributed income	453	483
Unrealized investment gains, net	303	301
Intangible assets, due to difference in amortization	34	44
	<u>26,949</u>	<u>14,645</u>
	\$ <u>64,242</u>	<u>63,597</u>

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(Dollars in thousands)

The valuation allowance for deferred tax assets as of December 31, 2022 and 2021 was related to California state enterprise zone tax credits and the capital loss arising from the sale of the stock of a previous subsidiary. In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considered both positive and negative evidence related to the likelihood of realization of deferred tax assets, including recent cumulative losses. Based on the historical level of taxable income, improved income from operations in 2022, and projected future taxable income supported by third-party estimates over the periods in which the deferred tax assets are deductible, management believes it is more likely than not that the Company will realize the benefits of these deductible differences, net of the existing valuation allowances, as of December 31, 2022.

The Company is required to estimate its income tax liability in each jurisdiction in which the Company operates, including U.S. federal, state, and foreign income tax jurisdictions. The Company may be subject to examination of its income tax returns by various tax authorities, which could result in adverse outcomes. The tax years ended December 31, 2019 through 2022 remain open to examination for both federal and state taxes. Significant judgment is required in applying the principles of ASC Topic 740, *Income Taxes*.

The calculation of the provision for income taxes involves dealing with uncertainties in the application of complex tax laws and regulations. In determining the adequacy of the provision for income taxes, the Company regularly assesses the potential settlement outcomes resulting from income tax examinations. However, the final outcome of the tax examinations, including the total amount payable or the timing of any such payments upon resolution of these issues, cannot be predicted with certainty. The Company's liability for gross unrecognized tax benefits was \$0 as of December 31, 2022 and 2021.

(8) Profit Sharing Plan

(a) Defined Contribution Plans

For the benefit of its U.S. employees, the Company offers and participates in retirement savings plans that provide matching employer contributions to those made by employees, such as plans falling under Section 401(k) of the Internal Revenue Code. The Company, at its sole discretion, can match employee contributions and make additional nonmatching contributions. The rate at which the Company contributes varies depending on factors such as state of residence and contractual agreements made between the Company and labor unions. Total Company contributions under the plans were \$4,092 and \$4,229 for the years ended December 31, 2022 and 2021, respectively.

In addition to the Company's 401(k) plan certain employees may qualify to participate in various other defined contribution plans. This includes employees in Canada as well as U.S. participants in union plans for automotive industries and southern states savings and retirement plan. Total Company contributions under these plans were \$244 and \$231 for the years ended December 31, 2022 and 2021, respectively.

(b) Defined Benefit Plans

The Company had no defined benefit pension plans in 2022 or 2021.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

(c) Multiemployer Pension and Postretirement Plans

The Company contributes to multiemployer defined contribution pension and postretirement benefit plans under the terms of collective-bargaining agreements that cover certain unionized employee groups in the United States. The risks of participating in multiemployer pension plans are different from single-employer plans. Assets contributed to a multiemployer plan by one employer may be used to provide benefits to employees of other participating employers. If a participating employer stops contributing to the plan, the unfunded obligations of the plan may be borne by the remaining participants' employers. The Company's participation in multiemployer pension plans for the years ended December 31, 2022 and 2021, respectively, is outlined in the table below. The 'EIN/PN' column provides the Employee Identification Number (EIN) and the three-digit plan number (PN). The most recent Pension Protection Act (PPA) zone status available for 2022 is for the plan year-ends as indicated below. The zone status is based on information that the Company received from the plan and is certified by the plan's actuary. Among other factors, plans in the red zone are generally less than 65% funded, plans in the yellow zone are between 65% and 80% funded, and plans in the green zone are at least 80% funded. The 'FIP/RP Status Pending/Implemented' column indicates plans for which a financial improvement plan (FIP) or rehabilitation plan (RP) is either pending or has been implemented. The last column lists the expiration date(s) of the collective-bargaining agreement(s) (CBA) to which the plans are subject.

Name of plan	EIN/PN	PPA zone status		2022 Contributions by the Company	2021 Contributions by the Company	Expiration date of CBA
		Most current year Form 5500 available	FIP/RP status pending/ implemented			
Automotive Industries Pension Plan	Red - 94-1133245/001	12/31/2021	Yes	\$ 112	132	9/30/2022
Division 1181 ATU - NY Employees' Pension Plan Fund	Green - 11-6183515/001	8/31/2021	NA	—	2,264	6/30/2023
United Independent Union - Newspaper Guild of Greater Philadelphia Pension Fund	Red - 23-6405043/001	12/31/2021	Yes	—	—	6/1/2021
Western Conference of Teamsters Pension Plan	Green - 91-6145047/001	12/31/2021	NA	7,065	6,368	12/31/2019- 1/31/2025

The Company's contribution, recorded in field operations expense in the statement of operations to the plans did not constitute more than 5% of the total contributions to the plans for 2022 or 2021. At the date the Company's consolidated financial statements were issued, Forms 5500 were not available for the most recent plan year except where noted on the above schedule.

In addition to regular contributions, the Company could be obligated to pay additional amounts, known as withdrawal liability, if a multiemployer pension plan has unfunded vested benefits and the Company decreases or ceases participation in that plan. The Company has no estimated withdrawal liability as of December 31, 2022 or 2021.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

(9) Related Party Transactions

The Company is party to separation and noncompete agreements with a former key executive, which were amended in 2014 to provide for monthly payments through 2023. The Company has recorded a liability in the amount of approximately \$450 and \$900 as of December 31, 2022 and 2021, respectively, which has been recorded in accrued expenses or other noncurrent liabilities depending on the expected timing of payment. The Company's liability is the present value of all expected future benefits to be paid using a discount rate that is similar to a high quality debt instrument that matures over the expected payout.

In October 2012, the Company entered into consulting agreements with its two primary shareholders and directors. One shareholder/director is entitled to an annual consulting fee of \$405 annually pursuant to an amendment in 2014. The other shareholder/director is entitled to \$500 annually pursuant to a board of directors' resolution in 2020. Both agreements renew automatically each year for one year increments unless notice is given by the board to terminate the agreement. No notice of termination has been given by the board as of April 21, 2023.

During 2022 and 2021 there were no dividends declared.

The Company has entered into several promissory notes with its primary shareholders and key management executives.

Related party promissory notes consist of the following:

	<u>2022</u>	<u>2021</u>
Loans to shareholders	\$ 10,576	10,353
Loans to executives	95	95
	<u>\$ 10,671</u>	<u>10,448</u>

All promissory notes bear a stated interest rate ranging from 0.1% to 0.2%, compounding annually. These related party loans have been classified in prepaid expenses and other current receivables or other noncurrent assets depending on the maturity of the loan agreement.

(10) Fair Value Measurements

The Company applies the provisions of FASB ASC Topic 820 for fair value measurements of financial assets and financial liabilities and for fair value measurements of nonfinancial items that are recognized or disclosed at fair value in the consolidated financial statements on a recurring basis. ASC Topic 820 establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date.

MV TRANSPORTATION, INC. AND SUBSIDIARIES

Notes to Consolidated Financial Statements

December 31, 2022 and 2021

(Dollars in thousands)

- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

The level in the fair value hierarchy within which a fair value measurement in its entirety falls is based on the lowest-level input that is significant to the fair value measurement in its entirety.

The fuel swap liabilities set forth in Note 1(r) were measured using Level 2 inputs. There were no assets or liabilities measured using Level 3 inputs as of December 31, 2022 and 2021 except for the lease liability as discussed in Note 6.

The carrying amounts of our cash and cash equivalents, restricted cash and cash equivalents, accounts receivable, accounts payable, and accrued expenses approximate fair value due to the short-term maturities of these assets and liabilities.

(11) Subsequent Events

On March 31, 2023, MVT Receivables, LLC, a bankruptcy-remote special purpose entity that is a subsidiary of MV Transportation, Inc. (the "SPV") entered into a receivables financing agreement with PNC Bank, NA, ("PNC") to borrow up to \$150.0 million. The receivables facility includes a letter of credit facility of up to \$75.0 million. The receivables facility is scheduled to terminate on March 31, 2026. In connection with the receivables financing agreement, certain subsidiaries of MV Transportation, Inc. entered into a receivables purchase agreement with MVT Receivables, LLC, and have sold and contributed, and will continue to sell or contribute, their accounts receivable to the SPV to be held as collateral for borrowings under the receivables facility. The SPV's assets are not available to satisfy the obligations of MV Transportation, Inc., or any of its affiliates. Proceeds from the receivables facility were used to repay the revolving loan with Wells Fargo and PNC issued substitute letters of credit to replace those held by Wells Fargo.

The receivables financing agreement includes financial covenants related to the default ratio, delinquency ratio, and dilution ratio of the receivables under the agreement and a requirement of the Company to maintain a trailing twelve months EBITDA of \$15.0 million, as defined in the agreement, as of the last day of each month beginning March 31, 2023.

The Company has evaluated subsequent events from the consolidated balance sheet date through April 21, 2023, the date at which the consolidated financial statements were issued. Based on this evaluation, there were no additional subsequent events that require recognition or disclosure.

CERTIFICATE OF INSURANCE AND INSURANCE DOCUMENTS



CERTIFICATE OF LIABILITY INSURANCE

2/1/2024

DATE (MM/DD/YYYY)

1/19/2024

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 Lockton Companies 444 W. 47th Street, Suite 900 Kansas City MO 64112-1906 (816) 960-9000 kcasu@lockton.com	CONTACT NAME: PHONE (A/C, No, Ext): E-MAIL ADDRESS: FAX (A/C, No):														
INSURED 1536782 MV TRANSPORTATION, INC, AND SUBSIDIARIES 2711 N HASKELL, SUITE 1500 DALLAS TX 75204	<table border="1"><thead><tr><th>INSURER(S) AFFORDING COVERAGE</th><th>NAIC #</th></tr></thead><tbody><tr><td>INSURER A : ACE American Insurance Company</td><td>22667</td></tr><tr><td>INSURER B : Underwriters at Lloyd's London</td><td></td></tr><tr><td>INSURER C : Indemnity Insurance Co of North America</td><td>43575</td></tr><tr><td>INSURER D : Lexington Insurance Company</td><td>19437</td></tr><tr><td>INSURER E :</td><td></td></tr><tr><td>INSURER F :</td><td></td></tr></tbody></table>	INSURER(S) AFFORDING COVERAGE	NAIC #	INSURER A : ACE American Insurance Company	22667	INSURER B : Underwriters at Lloyd's London		INSURER C : Indemnity Insurance Co of North America	43575	INSURER D : Lexington Insurance Company	19437	INSURER E :		INSURER F :	
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INSURER F :															

COVERAGES**CERTIFICATE NUMBER:** 20217573**REVISION NUMBER:** XXXXXXXX

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE 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.

INSR LTR	TYPE OF INSURANCE	ADDL INSD	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD/YYYY)	POLICY EXP (MM/DD/YYYY)	LIMITS
A	<input checked="" type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PRO-JECT <input type="checkbox"/> LOC OTHER:	Y	N	HDOG72961006	2/1/2023	2/1/2024	EACH OCCURRENCE \$ 5,000,000 DAMAGE TO RENTED PREMISES (Ea occurrence) \$ 100,000 MED EXP (Any one person) \$ XXXXXXXX PERSONAL & ADV INJURY \$ 5,000,000 GENERAL AGGREGATE \$ 5,000,000 PRODUCTS - COMP/OP AGG \$ 5,000,000 \$
A	<input checked="" type="checkbox"/> AUTOMOBILE LIABILITY <input checked="" type="checkbox"/> ANY AUTO <input type="checkbox"/> OWNED AUTOS ONLY <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> NON-OWNED AUTOS ONLY	Y	N	ISA H25576998	2/1/2023	2/1/2024	COMBINED SINGLE LIMIT (Ea accident) \$ 5,000,000 BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX \$ XXXXXXXX
B	<input type="checkbox"/> UMBRELLA LIAB <input checked="" type="checkbox"/> EXCESS LIAB <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$	Y	N	RTSXS-00070	2/1/2023	2/1/2024	EACH OCCURRENCE \$ 10,000,000 AGGREGATE \$ XXXXXXXX \$ XXXXXXXX
C	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PARTNER/EXECUTIVE OFFICER/MEMBER EXCLUDED? (Mandatory in NH) If yes, describe under DESCRIPTION OF OPERATIONS below	Y/N N	N/A	WLRC7031521A	2/1/2023	2/1/2024	PER STATUTE OTH-ER E.L. EACH ACCIDENT \$ 1,000,000 E.L. DISEASE - EA EMPLOYEE \$ 1,000,000 E.L. DISEASE - POLICY LIMIT \$ 1,000,000
D	AUTO PHYSICAL DAMAGE	N	N	1144707	2/1/2023	2/1/2024	25,000 PROPERTY DED: 10,000,000 250,000 VEHICLE DED

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
THE CERT HOLDER IS THE ADDITIONAL INSURED ON A PRIMARY, NON-CONTRIBUTORY BASIS IN REGARDS TO GENERAL LIABILITY, AUTO LIABILITY AND UMBRELLA COVERAGE IF REQUIRED BY WRITTEN CONTRACT AND SUBJECT TO THE TERMS AND CONDITIONS ON THE POLICY. CERT HOLDER IS LOSS PAYEE ON AUTO PHYSICAL DAMAGE COVERAGE. FOR CANCELLATION DUE TO NON PAYMENT OF PREMIUM, INSURER(S) WILL SEND 30 DAYS NOTICE OF CANCELLATION TO THE ADDITIONAL INSURED. FOR CANCELLATION TO NON PAYMENT OF PREMIUM INSURER(S) WILL SEND 10 DAYS NOTICE OF CANCELLATION TO THE ADDITIONAL INSURED.

CERTIFICATE HOLDER**CANCELLATION**

20217573
CITY OF CORAL GABLES
INSURANCE COMPLIANCE
P.O. BOX 100085-CE
DULUTH GA 30096

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

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NON-CONTRIBUTORY ENDORSEMENT FOR ADDITIONAL INSURED

Named Insured MV Transportation Inc.			Endorsement Number 2
Policy Symbol HDO	Policy Number G72961006	Policy Period 02/01/2023 to 02/01/2024	Effective Date of Endorsement
Issued By (Name of Insurance Company) ACE American Insurance Company			

Insert the policy number. The remainder of the information is to be completed only when this endorsement is issued subsequent to the preparation of the policy.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

COMMERCIAL GENERAL LIABILITY COVERAGE

Schedule

Organization

Additional Insured Endorsement

Any additional insured with whom you have agreed to provide such non-contributory insurance, pursuant to and as required under a written contract executed prior to the date of loss.

(If no information is filled in, the schedule shall read: "All persons or entities added as additional insureds through an endorsement with the term "Additional Insured" in the title)

For organizations that are listed in the Schedule above that are also an Additional Insured under an endorsement attached to this policy, the following is added to Section IV.4.a:

If other insurance is available to an insured we cover under any of the endorsements listed or described above (the "Additional Insured") for a loss we cover under this policy, this insurance will apply to such loss on a primary basis and we will not seek contribution from the other insurance available to the Additional Insured.

Authorized Agent

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**COMMERCIAL GENERAL LIABILITY
CG 20 26 12 19**

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

ADDITIONAL INSURED – DESIGNATED PERSON OR ORGANIZATION

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

SCHEDULE

Name Of Additional Insured Person(s) Or Organization(s): Any person or organization whom you have agreed to include as an additional insured under a written contract, provided such contract was executed prior to the date of loss.

Information required to complete this Schedule, if not shown above, will be shown in the Declarations.

A. Section II – Who Is An Insured is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by your acts or omissions or the acts or omissions of those acting on your behalf:

1. In the performance of your ongoing operations; or
2. In connection with your premises owned by or rented to you.

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

B. With respect to the insurance afforded to these additional insureds, the following is added to Section III – Limits Of Insurance:

If coverage provided to the additional insured is required by a contract or agreement, the most we will pay on behalf of the additional insured is the amount of insurance:

1. Required by the contract or agreement; or
2. Available under the applicable limits of insurance;

whichever is less.

This endorsement shall not increase the applicable limits of insurance.

NOTICE TO OTHERS ENDORSEMENT - SPECIFIC PARTIES

Named Insured MV Transportation Inc.			Endorsement Number 27
Policy Symbol HDO	Policy Number G72961006	Policy Period 02/01/2023 TO 02/01/2024	Effective Date of Endorsement
Issued By (Name of Insurance Company) ACE American Insurance Company			

Insert the policy number. The remainder of the information is to be completed only when this endorsement is issued subsequent to the preparation of the policy.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

- A.** If we cancel the Policy prior to its expiration date by notice to you or the first Named Insured for any reason other than nonpayment of premium, we will endeavor, as set out below, to send written notice of cancellation, via such electronic or other form of notification as we determine, to the persons or organizations listed in the schedule set out below (the "Schedule"). You or your representative must provide us with both the physical and e-mail address of such persons or organizations, and we will utilize such e-mail address or physical address that you or your representative provided to us on such Schedule.
- B.** We will endeavor to send or deliver such notice to the e-mail address or physical address corresponding to each person or organization indicated in the Schedule at least 30 days prior to the cancellation date applicable to the Policy.
- C.** The notice referenced in this endorsement is intended only to be a courtesy notification to the person(s) or organization(s) named in the Schedule in the event of a pending cancellation of coverage. We have no legal obligation of any kind to any such person(s) or organization(s). Our failure to provide advance notification of cancellation to the person(s) or organization(s) shown in the Schedule shall impose no obligation or liability of any kind upon us, our agents or representatives, will not extend any Policy cancellation date and will not negate any cancellation of the Policy.
- D.** We are not responsible for verifying any information provided to us in any Schedule, nor are we responsible for any incorrect information that you or your representative provide to us. If you or your representative does not provide us with the information necessary to complete the Schedule, we have no responsibility for taking any action under this endorsement. In addition, if neither you nor your representative provides us with e-mail and physical address information with respect to a particular person or organization, then we shall have no responsibility for taking action with regard to such person or entity under this endorsement.
- E.** We may arrange with your representative to send such notice in the event of any such cancellation.
- F.** You will cooperate with us in providing, or in causing your representative to provide, the e-mail address and physical address of the persons or organizations listed in the Schedule.
- G.** This endorsement does not apply in the event that you cancel the Policy.

SCHEDULE

Name of Certificate Holder	E-Mail Address	Physical Address
Medical Transportation Management, Inc.		16 Hawk Ridge Drive Lake St. Louis, MO 63367

NON-CONTRIBUTORY ENDORSEMENT FOR ADDITIONAL INSURED

Named Insured MV Transportation, Inc.			Endorsement Number 2
Policy Symbol ISA	Policy Number H25576998	Policy Period 02/01/2023 TO 02/01/2024	Effective Date of Endorsement
Issued By (Name of Insurance Company) ACE American Insurance Company			

Insert the policy number. The remainder of the information is to be completed only when this endorsement is issued subsequent to the preparation of the policy.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

BUSINESS AUTO COVERAGE FORM MOTOR CARRIER COVERAGE FORM AUTO DEALERS COVERAGE FORM

Schedule

Organization

Additional Insured Endorsement

Any additional insured with whom you have agreed to provide such non-contributory insurance, pursuant to and as required under a written contract executed prior to the date of loss

(If no information is filled in, the schedule shall read: "All persons or entities added as additional insureds through an endorsement with the term "Additional Insured" in the title)

For organizations that are listed in the Schedule above that are also an Additional Insured under an endorsement attached to this policy, the following is added to the Other Insurance Condition under General Conditions:

If other insurance is available to an insured we cover under any of the endorsements listed or described above (the "Additional Insured") for a loss we cover under this policy, this insurance will apply to such loss on a primary basis and we will not seek contribution from the other insurance available to the Additional Insured.

Authorized Representative

**NOTICE TO OTHERS ENDORSEMENT – SCHEDULE
NOTICE BY INSURED'S REPRESENTATIVE**

Named Insured MV Transportation, Inc.			Endorsement Number 16
Policy Symbol ISA	Policy Number H25576998	Policy Period 02/01/2023 TO 02/01/2024	Effective Date of Endorsement
Issued By (Name of Insurance Company) ACE American Insurance Company			

Insert the policy number. The remainder of the information is to be completed only when this endorsement is issued subsequent to the preparation of the policy.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

- A.** If we cancel this Policy prior to its expiration date by notice to you or the first Named Insured for any reason other than nonpayment of premium, we will endeavor, as set out in this endorsement, to send written notice of cancellation, to the persons or organizations listed in the schedule that you or your representative create or maintain (the "Schedule") by allowing your representative to send such notice to such persons or organizations. This notice will be **in addition to** our notice to you or the first Named Insured, and any other party whom we are required to notify by statute and in accordance with the cancellation provisions of the Policy.
- B.** The notice referenced in this endorsement as provided by your representative is intended only to be a courtesy notification to the person(s) or organization(s) named in the Schedule in the event of a pending cancellation of coverage. We have no legal obligation of any kind to any such person(s) or organization(s). The failure to provide advance notification of cancellation to the person(s) or organization(s) shown in the Schedule will impose no obligation or liability of any kind upon us, our agents or representatives, will not extend any Policy cancellation date and will not negate any cancellation of the Policy.
- C.** We are not responsible for verifying any information in any Schedule, nor are we responsible for any incorrect information that you or your representative may use.
- D.** We will only be responsible for sending such notice to your representative, and your representative will in turn send the notice to the persons or organizations listed in the Schedule at least 30 days prior to the cancellation date applicable to the Policy. You will cooperate with us in providing the Schedule, or in causing your representative to provide the Schedule.
- E.** This endorsement does not apply in the event that you cancel the Policy.

All other terms and conditions of this Policy remain unchanged.

Authorized Representative

ADDITIONAL INSURED – DESIGNATED PERSONS OR ORGANIZATIONS

Named Insured MV Transportation, Inc.			Endorsement Number 1
Policy Symbol ISA	Policy Number H25576998	Policy Period 02/01/2023 TO 02/01/2024	Effective Date of Endorsement
Issued By (Name of Insurance Company) ACE American Insurance Company			

Insert the policy number. The remainder of the information is to be completed only when this endorsement is issued subsequent to the preparation of the policy.

THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.

This endorsement modifies insurance provided under the following:

**BUSINESS AUTO COVERAGE FORM
AUTO DEALERS COVERAGE FORM
MOTOR CARRIER COVERAGE FORM
EXCESS BUSINESS AUTO COVERAGE FORM**

Additional Insured(s): Any person or organization whom you have agreed to include as an additional insured under a written contract, provided such contract was executed prior to the date of loss.

- A. For a covered "auto," Who Is Insured is amended to include as an "insured," the persons or organizations named in this endorsement. However, these persons or organizations are an "insured" only for "bodily injury" or "property damage" resulting from acts or omissions of:
1. You.
 2. Any of your "employees" or agents.
 3. Any person operating a covered "auto" with permission from you, any of your "employees" or agents.
- B. The persons or organizations named in this endorsement are not liable for payment of your premium.

Authorized Representative

PERFORMANCE AND PAYMENT BOND LETTER



Illuminate. Innovate. Insure.

February 22, 2024

City of Coral Gables, FL
Procurement Division
City of Coral Gables, 2800 SW 72nd Avenue
Miami, FL 33155

RE: MV Contract Transportation, Inc. - RFP No. 2024-001, TROLLEY OPERATION SERVICES

It has been the privilege of Ascot Surety and Casualty Company and Ascot Insurance Company ("Ascot Surety") and/or its underwriting team to provide surety bonds for MV Transportation, Inc. and subsidiaries. MV Contract Transportation, Inc. is an account in good standing with our company. The general bonding line of credit established for or available to this firm is \$50,000,000 aggregate and \$10,000,000 for single obligations.

Please note that the decision to issue surety bonds is a matter between MV Contract Transportation, Inc. and Ascot Surety and will be subject to our standard underwriting at the time of the final bond request, which will include but not be limited to the acceptability of the contract documents and bond forms. We assume no liability to third parties or to you if for any reason we do not execute said bonds.

Ascot Surety is "Treasury Listed" by the U. S. Department of the Treasury with an underwriting limitation expressed therein of over \$29,643,000. The AM. Best Company has assigned Ascot Surety a rating of "A". Ascot Surety is fully licensed and authorized to write bonds of this size and type in the United States. If you have any questions or need any additional information, please do not hesitate to contact me.

Sincerely,

John E. Rosenberg
Attorney-in-Fact

Jack.Rosenberg@suretybond.com



Ascot Surety & Casualty Company
 Ascot Insurance Company
 55 W 46th Street, 26th Floor
 New York, NY 10036

Power of Attorney

KNOW ALL MEN BY THESE PRESENTS:

That Ascot Surety & Casualty Company, and Ascot Insurance Company, each a corporation organized and existing under the laws of the State of Colorado (the "Companies"), do hereby constitute and appoint

Elizabeth P. Cervini, Melissa J. Hinde, John E. Rosenberg, James M. Disciullo, Matthew J. Rosenberg, David C. Rosenberg, Harry G. Rosenberg, David A. High, Denise M. Bruno, Stephanie S. Helmig, John M. Wescott, David A. Johnson, Jonathan F. Black and Julia R. Burnet

of Wayne, PA and each its true and lawful Attorney(s)-in-Fact, with full authority to sign, execute, seal, acknowledge and deliver for, and on its behalf, and as its act and deed any place within the United States, or, if the following line is filled in, only within the area and up to the amount therein designated, any and all bonds, undertakings, recognizances, and other contracts of indemnity or writings obligatory in the nature thereof, issued in the course of its surety business, and to bind the Companies as follows:

Any such obligations in the United States not to exceed \$50,000,000.00

The Companies hereby ratify and confirm all and whatsoever said Attorney(s)-in-fact may lawfully do in the premises by virtue of these presents. These appointments are made under and by authority of the following Resolutions adopted by the Board of Directors of the Companies, which resolutions are still in effect:

RESOLVED, that any of the Chief Executive Officer, the Chief Operating Officer or the Chief Underwriting Officer, acting in conjunction with the head of the surety business line for the Corporation (each an "Authorized Individual" and, collectively, the "Authorized Individuals"), are authorized to jointly appoint one or more attorneys-in-fact to represent and act for and on behalf of the Corporation in the transaction of the Corporation's surety business to execute (under the common seal of the Corporation if appropriate) bonds, undertakings, recognizances and other contracts of indemnity and writings obligatory in the nature thereof;

RESOLVED, that in connection with the Corporation's transaction of surety business the signatures and attestations of the Authorized Individuals and the seal of the Corporation be affixed to any such Power of Attorney or to any certificate relating thereto (electronic or otherwise) by facsimile and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal (electronic or otherwise) shall be valid and binding upon the Corporation when so affixed with respect to any bond, undertaking, recognizance or other contract of indemnity or writing obligatory in the nature thereof;

RESOLVED, that in connection with the Corporation's transaction of surety business, the facsimile electronic or mechanically reproduced signature of any Authorized Individual, whether made heretofore or hereafter, whenever appearing upon a copy of any Power of Attorney of the Corporation, with signatures affixed as next above noted, shall be valid and binding upon the Corporation with the same force and effect as though manually affixed.

IN WITNESS WHEREOF, the Companies have caused these presents to be sealed with the respective corporate seals and to be executed by the individuals named below who are duly authorized and empowered to execute this Power of Attorney on the Companies' behalf, this 23rd day of August, 2022.



ASCOT SURETY & CASUALTY COMPANY
 ASCOT INSURANCE COMPANY



Matthew Kramer (Chief Executive Officer)



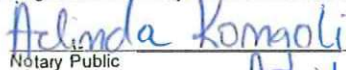
Tara Quigley (Executive Vice President, Surety)

STATE OF NEW JERSEY)
 COUNTY OF MIDDLESEX) ss.

On this 23rd day of August 2022, before me came the above named Chief Executive Officer of each of Ascot Surety & Casualty Company and Ascot Insurance Company and the head of the surety business line for each of Ascot Surety & Casualty Company and Ascot Insurance Company, to me personally known to be the individuals described herein, and acknowledged that the seals affixed to the preceding instrument are the corporate seals of Ascot Surety & Casualty Company and Ascot Insurance Company, and that the said corporate seals and signatures were duly affixed and subscribed to said instrument by the authority and direction of said Companies.



OFFICIAL SEAL
 ARLINDA KONGOLI
 NOTARY PUBLIC - NEW JERSEY
 My Commission Expires APRIL 3, 2027
 Comm #50 059068



Notary Public

My commission expires on April 3, 2027

I, the undersigned Secretary of the Company, do hereby certify that the foregoing excerpts of the Resolution adopted by the Board of Directors of the Companies, and the Power of Attorney issued pursuant thereto, are true and correct, and further certify that both the Resolution and the Power of Attorney are still in full force and effect.

This Certificate may be signed by facsimile under and by authority of the following resolution of the Board of Directors of the Companies.

RESOLVED, that in connection with the Corporation's transaction of surety business the signatures and attestations of the Authorized Individuals and the seal of the Corporation be affixed to any such Power of Attorney or to any certificate relating thereto (electronic or otherwise) by facsimile and any such Power of Attorney or certificate bearing such facsimile signatures or facsimile seal (electronic or otherwise) shall be valid and binding upon the Corporation when so affixed with respect to any bond, undertaking, recognizance or other contract of indemnity or writing obligatory in the nature thereof;

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Companies, this 22nd day of February, 2024

ASCOT SURETY & CASUALTY COMPANY
 ASCOT INSURANCE COMPANY


 Jeff Sipos, Secretary

BEST AM RATING DOCUMENT

AM Best Rating Services

Ascot Surety & Casualty Company



AMB #: 021160 NAIC #: 30279 FEIN #: 460310317

Administrative Office

55 West 46th Street
New York, New York 10036

[United States](#)

Web: www.ascotgroup.com

Phone: 646-356-8101

[View Additional Address Information](#)

AM Best Rating Unit: [AMB #: 046638 - Ascot Group Limited](#)

Assigned to insurance companies that have, in our opinion, an excellent ability to meet their ongoing insurance obligations.



View additional [news, reports and products](#) for this company.

Based on AM Best's analysis, [054092 - Canada Pension Plan Investment Board](#) is the **AMB Ultimate Parent** and identifies the topmost entity of the corporate structure. View a list of [operating insurance entities](#) in this structure.

Best's Credit Ratings

Financial Strength View Definition

Rating (Rating Category):	A (Excellent)
Affiliation Code:	g (Group)
Outlook (or Implication):	Stable
Action:	Affirmed
Effective Date:	September 28, 2023
Initial Rating Date:	April 18, 2022

Best's Credit Rating Analyst

Rating Office: A.M. Best Rating Services, Inc.

Financial Analyst: Billiah Moturi

Director: Erik Miller

Note: See the Disclosure information Form or Press Release below for the office and analyst at the time of the rating event.

Long-Term Issuer Credit View Definition

Rating (Rating Category):	a+ (Excellent)
Outlook (or Implication):	Stable
Action:	Affirmed
Effective Date:	September 28, 2023
Initial Rating Date:	April 18, 2022

Disclosure Information

Disclosure Information Form

View AM Best's [Rating Disclosure Form](#)

Press Release

[AM Best Affirms Credit Ratings of Ascot Group Limited's Core Operating Subsidiaries](#)

September 28, 2023

Financial Size Category View Definition

Financial Size Category: XIII (USD 1.25 Billion to Less than 1.50 Billion)