



SMALL BUSINESS DEVELOPMENT
CERTIFICATE OF ASSURANCE

SMALL BUSINESS PARTICIPATION ON COUNTY PROJECTS

This form must be submitted with bid documents by all bidders/proposers on a Miami-Dade County project with Small Business Enterprise ("SBE") program measure(s).

TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS

Project No.: S-946

Project Title: OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS

Bidder/Proposer: Insituform Technologies, LLC

Address: 17988 Edison Avenue City Brentwood State MO ZIP 63005

Phone Number: (636) 530-8000 Email address: dpartridge@aegion.com

The bidder/proposer is committed to meeting the established 0% SBE-A/E, 0% SBE-Construction, 0% SBE-G, and/or 0% SBE-S measure(s) assigned to this project.

Diane Partridge Contracting and Attesting Officer

Handwritten signature of Diane Partridge

June 14, 2019

Print Prime Bidder's Name & Title

Prime Bidder's Signature

Date

Percentages Based on Attached from specifications

To satisfy the requirements for Step 1 - Bid Submittal and Compliance with Small Business Enterprise Program(s), the following are required:

- 1. Acknowledgement of the SBE-A/E, SBE-Construction, SBE-G and/or SBE-S measure(s) established for this project via this Certificate of Assurance.
2. Agree to engage in the solicitation of approved Miami-Dade County Small Business Enterprise firm(s) to achieve the established measure(s) as indicated in the Project Documents (specifications).
3. Agree to submit a list of certified SBEs to satisfy the measures via Miami-Dade County's Business Management Workforce System ("BMWS") within the specified timeframe, upon email notification from the Small Business Development ("SBD") Division or BMWS.

To satisfy the requirements for Step 2 - Bid Evaluation and Recommendation for Award, please attest that:

I understand that my company will be deemed non-compliant and not eligible for award if I fail to (1) submit this form with my bid documents via BMWS, and/or (2) submit my company's Utilization Plan which shall list all certified Miami-Dade County Small Business Enterprise firms whom will be subcontracted with to satisfy the project's established SBE measure(s) via BMWS, within the specified timeframe, upon email notification from SBD or BMWS. Each SBE subcontractor, subconsultant, and/or sub-vendor will also be required to confirm its contractual relationship via BMWS, within the specified timeframe, for final approval by SBD.

STATE OF MISSOURI
COUNTY OF ST. LOUIS

BEFORE ME, an officer duly authorized to administer oaths and take acknowledgement, personally appeared Diane Partridge, who being first sworn deposes and affirms that the provided information statements are true and correct to the best of his/her knowledge information and belief.

Handwritten signature of Diane Partridge
Signature of Diane Partridge, Contracting and Attesting Officer

SWORN TO and subscribed before me this 14th day of June, 2019

Handwritten signature of JANA LAUSE
Signature of Notary Public-State of Missouri

My Commission Expires: 12/5/2021



JANA LAUSE
My Commission Expires December 5, 2021
St. Louis County
Commission # 13805615

QUESTIONNAIRE

Dated: June 14, 2019

(In order to eliminate a controversy, to avoid omissions, and to prevent irregularities, contractors are required to answer the following questions.)

1. Have you carefully read the Instruction to Bidders? Yes
2. Are you familiar with the terms of all the Contract Documents? Yes
3. As a construction contractor, have you carefully inspected the site of the work and accept the responsibility of having informed yourself as to all conditions relating to the project, as prescribed by Section 4 of the "Instruction to Bidders"? yes
4. Have you discussed with the Engineer any matters that are not clear to you? yes
5. If the Project involves any trench excavation in excess of five (5) feet deep, do you understand and agree that such trench excavation shall be performed in accordance with the State of Florida "Trench Safety Act"? Yes
6. Are you licensed and certified to do this type of work in Miami-Dade County? Yes
7. Are you licensed to do this type of work in any and all municipalities wherein the subject project is to be constructed and wherein any of the work is to be done? Yes
8. Contractor's Certificate of Competency No. CGC1510306 / M12000000304,
Category No. CGC, and issued by State of Florida
9. Have you supplied the data described in Section 13 of the "Instruction to Bidders"? Yes
10. Have you filled in all blank spaces in your Proposal? Yes
11. In case of a company or corporation, is your Proposal executed by a duly authorized officer? Yes
12. In case of a company or corporation, is proof of authorization by Certified Resolution or certified minutes being furnished? Yes
13. Are you familiar with the terms of the required Disclosure Affidavit in accordance with Miami-Dade County Ordinance No. 90-133? Yes
14. Have you made any additions or alterations in the Proposal, thereby making it informal or irregular? NO
15. Have you furnished the required certified check or Bid Bond? Yes
16. Have you filled in all blank spaces in the Bidder's Affidavit? Yes
17. Have you furnished the certified copy of the power of attorney, as prescribed by Section 12 of the "Instruction to Bidders"? Yes
18. What is the total number of previous contracts with Miami-Dade County in the past five years? 8
19. What is the total dollar amount of contracts with Miami-Dade County in the past five years?
\$22,008,702.44
20. Who is the qualifier for your company? Kendall Welsh
21. How many years has your company been in business? 39 Years

QUESTIONNAIRE

WHEN THE CONTRACTOR IS A CORPORATION:

(Corporate Seal)

Insituform Technologies, LLC

Name of Corporation

ATTEST:

By:



Signature of Secretary

Janet Hass

Contracting and Attesting Officer

Print or type name

By:



Signature of Officer

Diane Partridge

Print or type name

Contracting and Attesting Officer

Official Title

17988 Edison Avenue

Chesterfield, MO 63005

Corporation Address

(636) 530-8000

Corporation Telephone

WHEN THE CONTRACTOR IS A JOINT VENTURE:

By:

Signature of Joint Venturer

Print or type name

Official Title

By:

Signature of Joint Venturer

Print or type name

Official Title

Address

Telephone

NOTE: Complete Joint Venture in accordance with Section 11 of the Instructions to Bidders.

QUESTIONNAIRE

WHEN THE CONTRACTOR IS AN INDIVIDUAL:

WITNESSETH:

_____	By: _____
<i>Witness signature</i>	<i>Signature of Individual</i>
_____	_____
<i>Print or type name</i>	<i>Print or type name</i>
_____	_____
<i>Witness signature</i>	<i>Address</i>
_____	_____
<i>Print or type name</i>	<i>Telephone</i>

ACKNOWLEDGMENT:

STATE OF _____)
) ss.: **N**
 COUNTY OF _____) **A**

Before me personally appeared _____ to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that _____ executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this _____ day of _____, 20_____

(Seal)

 Notary Public
 State of _____ at Large
 My Commission Expires: _____

PROPOSAL FORM

FOR

TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF
SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD
WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS
ON A YEARLY BASIS

CONTRACT No. S-946

Dated June 14, 2019

Board of County Commissioners
Miami-Dade County, Florida

Honorable Members:

The undersigned, as Contractor (herein used in the masculine singular, irrespective of actual gender and number) hereby declares that the only persons interested in this Proposal Form are named herein, that no other person has any interest in this Proposal Form or in the Contract to which this Proposal Form pertains, that this Proposal Form is made without connection or arrangement with any other person, and that this Proposal Form is in every respect fair, and is submitted in good faith and without collusion or fraud.

The Bidder further declares that he has satisfied himself fully relative to all matters and conditions with respect to the work to which this Proposal Form pertains.

The Bidder understands that the Total for each and every item requiring a bid is the result of multiplying the Estimated Quantity times the Unit Price stated in words and figures. When the Estimated Quantity is an Aggregate Sum, the Aggregate Sum written in words shall be the same quantity as the Total.

The Bidder must incorporate into his bid prices the cost of mandatory random audits by the Office of the Miami-Dade County Inspector General. The Department will deduct 1/4 of one percent of each progress payment to fund the Office of the Miami-Dade Inspector General. See Section 29 of the Instruction to Bidders.

The Bidder proposes and agrees, if this Proposal Form should be accepted, to execute all appropriate Contract Documents for the purpose of establishing a formal contractual relationship between him and Miami-Dade County, Florida.

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

<u>Item No.</u>	<u>Estimated Quantity</u>	<u>Description</u>	<u>Total</u>
1.00		CURED-IN-PLACE PIPE LINING	
1.01	125,000 Linear Feet	Cured-in-place 8-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Twenty-Two</u> Dollars and <u>Ninety</u> Cents (\$ <u>22.90</u> /LF)	\$ <u>2,862,500.00</u>
1.02	10,100 Linear Feet	Cured-in-place 10-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Twenty-Six</u> Dollars and <u>Seventy</u> Cents (\$ <u>26.70</u> /LF)	\$ <u>269,670.00</u>
1.03	2,500 Linear Feet	Cured-in-place 12-inch diameter pipe lining up to 24 feet deep in non-industrial areas, the unit price per linear foot of: <u>Thirty-One</u> Dollars and <u>Fifty</u> Cents (\$ <u>31.50</u> /LF)	\$ <u>78,750.00</u>
1.04	1,000 Linear Feet	Cured-in-place 15-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Forty-Five</u> Dollars and <u>zero</u> Cents (\$ <u>45.00</u> /LF)	\$ <u>45,000.00</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

Item No.	Estimated Quantity	Description	Total
1.05	1,890 Linear Feet	Cured-in-place 18-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Sixty-Four</u> Dollars and <u>Forty</u> Cents (\$ <u>64.40</u> /LF)	\$ <u>121,716.00</u>
1.06	500 Linear Feet	Cured-in-place 21-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Seventy-Three</u> Dollars and <u>Fifty</u> Cents (\$ <u>73.50</u> /LF)	\$ <u>36,750.00</u>
1.07	1,850 Linear Feet	Cured-in-place 24-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>Eighty-Six</u> Dollars and <u>Ninety</u> Cents (\$ <u>86.90</u> /LF)	\$ <u>160,765.00</u>
1.08	500 Linear Feet	Cured-in-place 27-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>one Hundred and Eight</u> Dollars and <u>Twenty</u> Cents (\$ <u>108.20</u> /LF)	\$ <u>54,100.00</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

Item No.	Estimated Quantity	Description	Total
1.09	500 Linear Feet	Cured-in-place 30-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>One Hundred and Twenty Eight</u> Dollars and <u>zero</u> Cents (\$ <u>128.00</u> /LF)	\$ <u>64,000.00</u>
1.10	500 Linear Feet	Cured-in-place 36-inch diameter pipe lining up to 24 feet deep in non-industrial areas, for the unit price per linear foot of: <u>One Hundred and Sixty Eight</u> Dollars and <u>Ninety</u> Cents (\$ <u>168.90</u> /LF)	\$ <u>84,450.00</u>
1.11	50 Linear Feet	Cured-in-place 8-inch to 15-inch diameter pipe lining up to 24 feet deep in industrial areas, for the unit price per linear foot of: <u>One Hundred and Fifteen</u> Dollars and <u>Sixty</u> Cents (\$ <u>115.60</u> /LF)	\$ <u>5,780.00</u>
1.12	100 Linear Feet	Cured-in-place 18-inch to 24-inch diameter pipe lining up to 24 feet deep in industrial areas, for the unit price per linear foot of: <u>One Hundred and Sixty Three</u> Dollars and <u>Fifty</u> Cents (\$ <u>163.50</u> /LF)	\$ <u>16,350.00</u>
1.13	2,758 Each	Reinstatement of service laterals, for the unit price per each of: <u>Eighty Eight</u> Dollars and <u>Twenty</u> Cents (\$ <u>88.20</u> /EA)	\$ <u>243,255.60</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

<u>Item No.</u>	<u>Estimated Quantity</u>	<u>Description</u>	<u>Total</u>
1.14	2,000 Each	Sealing lateral connections, for the unit price per each of: <u>Two Hundred and Twenty Seven</u> Dollars and <u>Forty</u> Cents (\$ <u>227.40</u> /EA)	\$ <u>454,800.00</u>
1.15	157 Each	Supplemental payment for installing cured-in-place pipe, independent of pipe diameter, segment length and depth, in easement areas away from the vehicular traveled way, for the unit price per each of: <u>Two Hundred and Sixty Four</u> Dollars and <u>Fifty</u> Cents (\$ <u>264.50</u> /EA)	\$ <u>41,526.50</u>
1.16	300 Each	Supplemental payment for Installing cured-in-place liners, in main lines, independent of pipe diameter, and depth that are less than 100LF in total length for Bid Items 1.01 through 1.12, for the unit price per each of: <u>Five Hundred and Twenty Eight</u> Dollars and <u>Ninety</u> Cents (\$ <u>528.90</u> /EA)	\$ <u>158,670.00</u>
1.17	347 Each	For cured-in place pipe lining of 6" diameter service laterals up to 25 feet in length (including the sealing of the connection and the first joint). IN ACCORDANCE WITH ASTM F1216., for the unit price per each of: <u>Three Thousand Four Hundred Thirty Eight</u> Dollars and <u>Zero</u> Cents (\$ <u>3,438.00</u> /EA)	\$ <u>1,192,986.00</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

<u>Item No.</u>	<u>Estimated Quantity</u>	<u>Description</u>	<u>Total</u>
1.18	500 LF	For cured-in-place pipe lining of 6" diameter service laterals beyond the first 25 feet included in the base item 1.17. IN ACCORDANCE WITH ASTM F1216., for the unit price per lineal foot of: <u>Five</u> Dollars and <u>Thirty</u> Cents (\$ <u>5.30</u> /LF)	\$ <u>2,650.00</u>
1.19	4 Each	For Cured-in-Place Pipe Lining repair of 6-inch diameter service laterals, sealing the connection and the first joint Contingent of the lateral (minimum of 20 inches in length) IN ACCORDANCE WITH ASTM F1216 , for the unit price per each of: <u>Two Thousand Eight Hundred and Three</u> Dollars and <u>Thirty</u> Cents (\$ <u>2,803.30</u> /EA)	\$ <u>11,213.20</u>
1.20	1,998 Linear Feet (Max \$7 per lineal foot)	For cleaning and pre-work inspection when repairs to the sewer mains have been cancelled by the Engineer as a result of change in conditions, the unit price per linear foot of: <u>Five</u> Dollars and <u>zero</u> Cents (\$ <u>5.00</u> /LF)	\$ <u>9,990.00</u>
1.21	400 Linear Feet (Max \$15 per lineal foot)	For cleaning and pre-work inspection when repairs to the sewer laterals have been cancelled by the Engineer as a result of change in conditions, the unit price per linear foot of: <u>Fifteen</u> Dollars and <u>zero</u> Cents (\$ <u>15.00</u> /LF)	\$ <u>6,000.00</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

<u>Item No.</u>	<u>Estimated Quantity</u>	<u>Description</u>	<u>Total</u>
2.00		<u>BYPASS PUMPING OF SEWAGE</u>	
2.01	35 Each	For Bypass Pumping of Sewage, where authorized, in 8 through 15-inch sectional sewer pipes, for the unit price per each of: <u>one thousand and five hundred</u> Dollars and <u>zero</u> Cents (\$ <u>1,500.00</u> /EA)	\$ <u>52,500.00</u>
2.02	2 Each	For Bypass Pumping of Sewage, where authorized, in 18 through 36-inch sectional sewer pipes, for the unit price per each of: <u>Fifteen Thousand</u> Dollars and <u>zero</u> Cents (\$ <u>15,000.00</u> /EA)	\$ <u>30,000.00</u>
3.00		<u>MAINTENANCE OF TRAFFIC (M.O.T.)</u>	
3.01	Aggregate Sum	For providing maintenance of traffic, the aggregate sum of: <u>Forty Eight Thousand Three Hundred and Forty Eight</u> Dollars and <u>zero</u> Cents	\$ <u>48,348.00</u>
4.00		<u>SUBTOTAL</u>	
4.01		SUBTOTAL OF ITEMS 1.01 THROUGH 3.01	\$ <u>6,051,770.30</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

Item No.	Estimated Quantity	Description	Total
5.00 DEDICATED ALLOWANCES			
5.01	Dedicated Allowance	For providing uniformed/off-duty policemen for the purposes of maintenance of traffic, the aggregate sum of: <u>Fifty Thousand</u> Dollars and <u>No</u> Cents	\$ <u>50,000.00</u>
5.02	Dedicated Allowance	For cured-in-place sectional pipe lining of 8" through 36", in excess of the quantities in the Bid Items 1.01 thru 1.12, paid for at the same unit prices as those Bid Items <u>One Hundred Fifty Thousand</u> Dollars <u>No</u> Cents	\$ <u>150,000.00</u>
5.03	Dedicated Allowance	For cost of required construction permits and fees, <u>if authorized by the Engineer</u> , the sum of <u>Thirty Thousand</u> Dollars <u>No</u> Cents	\$ <u>30,000.00</u>
6.00 CONTINGENCY ALLOWANCE ACCOUNT			
6.01	Dedicated Allowance	For unforeseen conditions, for minor construction changes, and for quantity adjustments, <u>if ordered by the Engineer</u> , the sum of 10% of the Subtotal, Item 4.01, (.10)X(Subtotal, Item 4.01) <u>Six Hundred and Five Thousand One hundred Seventy Seven</u> Dollars and <u>Three</u> Cents	\$ <u>605,177.03</u>

PROPOSAL

Name of Bidder Insituform Technologies, LLC
(Fill in)

Item No.	Estimated Quantity	Description	Total
7.00		<u>TOTAL BID</u>	
7.01	TOTAL	BID Items (4.01, 4.02, 5.01, 5.02, 5.03 and 6.01)	\$ <u>6,886,947.33</u>

8.00 TIME ALLOWANCE ACCOUNT
 8.01 Time Allowance Account For unforeseen conditions, for minor construction Allowance changes, and for quantity adjustments, if authorized by the Engineer, the total of

Seventy-three (73) Calendar Days for Initial Two-Year Contract Period

Thirty-seven (37) Calendar Days for each One-Year Contract Renewal Option Period Thereafter

Note: For a detailed description of each Proposal Item, refer to Section 8.00, of the Specifications entitled "Measurement and Payment".

In order to accomplish the total quantity of work indicated in this Proposal within the one-year contract time period, I (the undersigned Bidder) will require the use of:

- 2 independent line cleaning crews;
- 2 independent television inspection surveys crews and
- 2 independent repair crews,

each of whom will be required to work simultaneously, for at least a portion of the contract period. I certify that I intend to accomplish all of the work indicated, that I will have these crews available for this contract, either my own personnel and equipment or approved subcontractors, and that I will make them available, as needed, to fully perform all of the work of this contract in a timely manner.

Diane Partridge
(Signature)

Diane Partridge
Contracting and Attesting Officer

(Print or Type name)

Insituform Technologies, LLC

(Company name)

PROPOSAL FORM

All in full and complete accordance with all terms and conditions set forth in and covered by the Contract Documents including all addenda through number 1, 2, 3, 4 *.

* Please fill in number of last addendum received. (If none, so state.)

The Bidder further proposes and agrees to begin the work with an adequate force and with sufficient equipment and facilities on the date stated in the written notice issued and served upon him by the Engineer and to complete the work within the time limits specified in each Work Order, including all deliveries of equipment and material.

For the purpose of reimbursing the County for additional costs incurred by the County and resulting from the failure of the Contractor to complete the work within the prescribed time limits, it is understood that the reductions for liquidated damages which are specified in the General Covenants and Conditions will apply in the event that the work is not completed within such time limits.

If Ordinance 90-143 applies to this project (Supplemental General Conditions and Wage and Benefit Schedules are included within these documents) the Contractor by submittal of this Proposal, acknowledges that he is aware of the applicability of Ordinance 90-143 and agrees to comply with the minimum wages and other provisions.

The Bidder further agrees that, in the event he withdraws his bid within one hundred twenty (120) days after the date of opening of the bid, or in the event he fails to enter into a written Contract with Miami-Dade County, Florida, in accordance with the Bid as accepted and give a Performance Bond and Payment Bond with good and sufficient surety and provide the necessary Insurance Certificates, as may be required, all within five (5) calendar days after the prescribed forms are presented to him for signature, the check or Bid Bond accompanying his bid, and the moneys payable thereon, shall become the property of and be retained and used by the Department as liquidated damages, and not as a penalty; otherwise, the check or Bid Bond shall be returned by the Department to the undersigned.

Attached hereto is a certified or Cashier's check issued by the N/A Bank of in the sum of N/A Dollars (\$ N/A) or Bid Bond in the sum of Five Percent of Amount Bid Dollars (\$ 5% of) made payable to the Miami-Dade Water and Sewer Department. Amount bid

The list of parties interested in this Proposal, the list of equipment, references, and financial statement are to be furnished to assist the County in making the award of the Contract and they shall be true and correct.

PROPOSAL FORM

WHEN THE BIDDER IS A CORPORATION:

ATTEST:

By: Janet Hass
Signature of Secretary
Janet Hass
Print or type name

Insituform Technologies, LLC
Name of Corporation
By: Diane Partridge
Signature of Officer
Diane Partridge
Print or type name
Contracting and Attesting Officer
Official Title
17988 Edison Avenue
Chesterfield, MO 63005
Corporation Address
(636) 530-8000
Corporation Telephone

(Corporate Seal)

Organized under the laws of the State of Delaware, and authorized by the law to make this quote and perform all work and furnish materials and equipment required under the Contract Documents.

In the event that the Bidder is a corporation, there shall be attached hereto a certified copy of a resolution of the Board of Directors of the Corporation authorizing the officer who signs the Proposal Form to do so in its behalf.

WHEN THE BIDDER IS A JOINT VENTURE:

By: _____
Signature of Joint Venturer
Print or type name
Official Title

By: _____
Signature of Joint Venturer
Print or type name
Official Title
Address
Telephone

NA

NOTE: Complete Joint Venture in accordance with Section 11 of the Instruction to Bidders.

PROPOSAL FORM

WHEN THE BIDDER IS AN INDIVIDUAL:

WITNESSETH:

_____	By: _____
<i>Witness signature</i>	<i>Signature of Individual</i>
_____	_____
<i>Print or type name</i>	<i>Print or type name</i>
_____	_____
<i>Witness signature</i>	<i>Address</i>
_____	_____
<i>Print or type name</i>	<i>Telephone</i>

ACKNOWLEDGMENT:

STATE OF _____)
)ss.: **N A**
 COUNTY OF _____)

Before me personally appeared _____ to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that _____ executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this _____ day of _____, 20_____

(Seal)

 Notary Public
 State of _____ at Large
 My Commission Expires: _____

PROPOSAL FORM

WHEN THE BIDDER IS A PARTNERSHIP:

WITNESSETH:

_____		_____
_____		_____
_____		<i>Name of Partnership</i>
_____	By:	_____
<i>Witness signature</i>		<i>Signature of Partner</i>
_____		_____
<i>Print or type name</i>		<i>Print or type name</i>
_____		_____
_____		_____
<i>Witness signature</i>		<i>Address</i>
_____		_____
<i>Print or type name</i>		<i>Telephone</i>

N
A

ACKNOWLEDGMENT:

STATE OF _____)
)ss.:
 COUNTY OF _____)

Before me personally appeared _____ as partner in the above named _____ partnership, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that _____ executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this _____ day of _____, 20_____

(Seal)

 Notary Public
 State of _____ at Large
 My Commission Expires: _____

PROPOSAL FORM

In order to assist the County in determining whether the Bidder is qualified to do the work set forth in the Proposal, he shall furnish hereunder a list of references who are qualified to judge as to his financial responsibility and his experience in work of a similar nature to that bid upon.

See attached completed projects

The Bidder shall furnish hereunder a list of the facilities or equipment that is available for use in case his bid is accepted.

See attached List of Equipment

The Bidder shall furnish hereunder the full name and residences of persons and firms interested in the foregoing bid as principals.

See attached List of Officers

The Bidder shall furnish hereunder the name of the executive who will give personal attention to the work, and a telephone number or numbers where he may be reached 24 hours a day, 7 days a week.

Frank Kendrix, Sr. Project Manager (813) 299-6320

Florida Equipment List

State	Status	VIN	Make Name	VIN Model		Model		Description
				Year	Model Name	Year	Model Name	
FL	New		KENWORTH	T370	T370	2018	T370	Kenworth, T370
FL	Active	1FDAW5GR2AEA26409	FORD	F-550	F-550 CHASSI	2010	W5G	Ford, F-550V8, 6.4L; Turbo
FL	Active	1FT7W2B68EEA61732	FORD	F-250	F-250	2014	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.2L; FFV
FL	Active	1FT7W2B67EEA61740	FORD	F-250	F-250	2014	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.2L; FFV
FL	Active	1FT7W2B69EEA61741	FORD	F-250	F-250	2014	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.2L; FFV
FL	Active	1FD0W5GT2EEB53738	FORD	F-550	F-550 CHASSI	2014	W5G	Ford, F-550V8, 6.7L; Turbo
FL	Active	1FD0W5GT9EEB69158	FORD	F-550	F-550 CHASSI	2014	W5G	Ford, F-550V8, 6.7L; Turbo
FL	Active	2NKHHM7XFM447712	KENWORTH	T370	T370	2015	T370	Kenworth, T370L6, 6.7L
FL	Active	2NKHHM7X1FM447713	KENWORTH	T370	T370	2015	T370	Kenworth, T370L6, 6.7L
FL	Active	1FTFX1EF4EK40603	FORD	F-150	F-150	2014	X1E	Ford, F-150, STX; XL; XLT; Lariat, FX4, V8, 5.0L; FFV
FL	Active	1FD0W5GT8FEC47382	FORD	F-550	F-550 CHASSI	2015	W5G	Ford, F-550V8, 6.7L; Turbo
FL	Active	1FT7W2B66FED19439	FORD	F-250	F-250	2015	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.2L; FFV
FL	Active	1FTEW1EF3FKD50761	FORD	F-150	F-150	2015	W1E	Ford, F-150, XL; Platinum; XLT; Lariat; King Ranch; FX4, V8, 5.0L; FFV
FL	Active	1FT7W2B63GEA39642	FORD	F-250	F-250	2016	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.2L; FFV
FL	Active	1FT7W2BT8GEA39643	FORD	F-250	F-250	2016	W2B	Ford, F-250, XL; XLT; Cabela; Lariat, V8, 6.7L
FL	Active	1FTEW1EF2FKD70385	FORD	F-150	F-150	2015	W1E	Ford, F-150, XL; Platinum; XLT; Lariat; King Ranch; FX4, V8, 5.0L; FFV
FL	Active	1FDUF5GT9GEC87439	FORD	F-550	F-550 CHASSI	2016	F5G	Ford, F-550V8, 6.7L; Turbo
FL	Active	1FTFW1EFXGKE79151	FORD	F-150	F-150	2016	W1E	Ford, F-150, XL; Platinum; XLT; Lariat; King Ranch; FX4, V8, 5.0L; FFV
FL	Active	1FDUF5GT1HDA00862	FORD	F-550	F-550 CHASSI	2017	F5G	Ford, F-550V8, 6.7L; Turbo
FL	Active	2NP2HM7X4HM440905	PETERBILT	337	337	2017	337	Peterbilt, 337L6, 6.7L
FL	New	T7W2B6 HE	FORD	F-250	F-250	2017	W2B	Ford, W2b F-250
FL	Active	2NP2HJ7X7GM317967	PETERBILT	337	337	2016	337	Peterbilt, 337L6, 8.9L
FL	Active	4P7U816283F002800	LWOLF	LW16T	LW16T	2003	LW16T	Lone Wolf Trailer, Lw16t
FL	Active	1HTGLATT7TH264343	INTERNATIONAL	F-2674 SBA	F-2674 SBA	1996	F-2674 SBA	International, F-2674 SbaL6, 10.3L
FL	Active	4DYBS182X41024675	TRAILER	18 FT TRAVALONG	18 FT TRAVALONG	2004	18 FT TRAVALONG	Liberty, 18 Ft Travelong
FL	Active	4DYG242891028670	TRAILER	GNALRAN20	TRAVALONG 24FT	2009	TRAVALONG 24FT	Liberty, Gnalran20
FL	Active	4DYG242X91028671	TRAILER	GNALRAN20	TRAVALONG 24FT	2009	TRAVALONG 24FT	Liberty, Gnalran20
FL	Active	4DYG242X91028685	TRAILER	GNALRAN20	TRAVALONG 24FT	2009	TRAVALONG 24FT	Liberty, Gnalran20
FL	Active	1HTMMAALX5H680652	INTERNATIONAL	4300	4300	2005	4300	International, 4300L6, 7.6L (466 CID)
FL	Active	1HTWNAZT26J209860	INTERNATIONAL	7500	SF637 7500 SBA 6X4	2006	SF637 7500 SBA 6X4	International, 7500L6, 9.3L (570 CID)
FL	Active	5FEU514292C007086	TRL	UTILITY TRAILER	UTILITY TRAILER	2012	UTILITY TRAILER	Tri, Utility Trailer
FL	Active	1HTMNAAL67H522793	INTERNATIONAL	4300 LP	4300	2007	4300	International, 4300 LpL6, 7.6L (466 CID)
FL	Active	1HTMKAANS9H102309	INTERNATIONAL	4400	4400 4400 SBA 4X2	2009	4400	International, 4400L6, 7.6L (466 CID)
FL	Active	1HTMNAAL19H101017	INTERNATIONAL	4300 LP	4300	2009	4300	International, 4300 LpL6, 7.6L (466 CID)
FL	Active	1B9UP13189M274128	BROOKS	BROS UTILITY TRLR	BROS UTILITY TRLR	2008	BROS UTILITY TRLR	Brooks Brothers Trailers, Bros Utility Trlr
FL	Active	1HTMNAALX9H143900	INTERNATIONAL	4300 LP	4300 SB 4300 SBA 4X2	2009	4300 SB 4300 SBA 4X2	International, 4300L6, 7.6L (466 CID)
FL	Active	1HTMMAAN05H121063	INTERNATIONAL	4300	4300	2005	4300	International, 4300L6, 7.6L (466 CID)
FL	Active	1HTMMAAN25H121064	INTERNATIONAL	4300	4300	2005	4300	International, 4300L6, 7.6L (466 CID)
FL	Active	1HTWNAZT8AJ224694	INTERNATIONAL	7500	SF637 7500 SBA 6X4	2010	SF637 7500 SBA 6X4	International, 7500L6, 9.3L (570 CID)
FL	Active	1HTMNAAL4BH319216	INTERNATIONAL	DURASTAR 4300	4300 SB 4300 SBA 4X2	2011	4300 SB 4300 SBA 4X2	International, Durastar 4300L6, 7.6L (466 CID)
FL	Active	1B9UP1314AM274018	BROOKS	BROS UTILITY TRAILER	BROS UTILITY TRAILER	2010	BROS UTILITY TRAILER	Brooks Brothers Trailers, Bros Utility Trailer
FL	Active	1HTMNAAL7BH377532	INTERNATIONAL	DURASTAR 4300	4300 SB 4300 SBA 4X2	2011	4300 SB 4300 SBA 4X2	International, Durastar 4300L6, 7.6L (466 CID)
FL	Active	2NKHHM7X7FM4425876	KENWORTH	T370	T270-T370	2015	T270-T370	Kenworth, T370L6, 6.7L
FL	Active	1FDUF5GT4EEB45870	FORD	F-550	F-550 CHASSI	2014	F5G	Ford, F-550V8, 6.7L; Turbo

FL	Active	16VGX2022E2048008	BIG TEX TR	348	2014	Big Tex Trailer
FL	Active	2NP3LJ0X8GM365376	PETERBILT	348	2016	Peterbilt, 348L6, 8.9L
FL	Active	1FTRS4XG2GKA01225	FORD	TRANSIT VAN	2016	Ford, Transit Van, Base, V6, 3.5L, Turbo
WO	Active	10450	TOYOTA	425FGC25	2004	Toyota, 425fgc25
DV	Active		MISCELLAN	KELLER TRIP PERMITS	2003	Miscellan, Keller Trip Permits
WO	Active	81J9938	CATERPILLA	950	1979	Caterpilla, 950
FL	Active	1B9US16203M274037	TRAILER	SL-162-E BROOKS BROS	2003	Brooks Brothers Trailers, SL-162-E Brooks Bros
FL	Active	1B9US16235M274147	BROOKS BRO	CHP TRAILER	2005	Brooks Brothers Trailers, Chp Trailer
FL	Active	1HTHCADROYH312098	INTERNATIONAL	F-8100	2000	International, F-8100L6, 8.7L (530 CID)
FL	Active	1HTGLAET01H354900	INTERNATIONAL	F-2674 SBA	2000	International, F-2674 SbaL6, 14.0L (855 CID)
WO	Active	40427	KOMATSU	FD70T7	1999	Komatsu, Fd70t7
FL	Active	789884	EQUIPMENT	520 JCB LOADALL	2000	Equipment, 520 Jcb Loadall
FL	Active	2FZHATDC04AL06490	STERLING	L7500 SERIES	2004	Sterling, L7500 SeriesL6, 7.2L (439 CID)



Insituform Technologies USA, LLC is a subsidiary of Aegion Corporation

**INSUITUFORM TECHNOLOGIES, LLC
BOARD OF MANAGERS AND OFFICERS
(Current as of December 18, 2018)**

<u>BOARD OF MANAGERS</u>
<i>Charles R. Gordon</i> Member, Board of Managers
<i>David F. Morris</i> Member, Board of Managers

<u>OFFICERS</u>	
<u>Name</u>	<u>Office</u>
Charles R. Gordon	President
David F. Morris	Executive Vice President
Mark A. Menghini	Senior Vice President and Secretary
Kenneth L. Young	Senior Vice President and Treasurer
Stephen Callahan	Senior Vice President
Ralph Western	Senior Vice President – Manufacturing
Dawn Landmann	Senior Vice President – Tax
Daniel P. Schoenekase	Vice President, General Counsel and Assistant Secretary
Dennis Pivin	Vice President – Safety
Larry Mangels	Vice President and Chief Financial Officer

<u>CONTRACTING AND ATTESTING OFFICERS</u>
Christlanda Adkins
Laura M. Andreski
Janet Hass
Jana Lause
Diane Partridge
Whitney Schulte
Ursula Youngblood

Business Address for Board of Managers and Officers:
17988 Edison Avenue
Chesterfield, MO 63005

RICK SCOTT, GOVERNOR



JONATHAN ZACHEM, SECRETARY



STATE OF FLORIDA
DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION
CONSTRUCTION INDUSTRY LICENSING BOARD

THE GENERAL CONTRACTOR HEREIN IS CERTIFIED UNDER THE
PROVISIONS OF CHAPTER 489, FLORIDA STATUTES

WELSH, KENDALL THOMAS

INSITUFORM TECHNOLOGIES LLC
4144 LONICERA LOOP
ST. JOHNS FL 32259

LICENSE NUMBER: EGC1510306

EXPIRATION DATE: AUGUST 31, 2020

Always verify licenses online at MyFloridaLicense.com



Do not alter this document in any form.

This is your license. It is unlawful for anyone other than the licensee to use this document.

State of Florida

Department of State

I certify from the records of this office that INSITUFORM TECHNOLOGIES, LLC is a Delaware limited liability company authorized to transact business in the State of Florida, qualified on January 18, 2012.

The document number of this limited liability company is M12000000304.

I further certify that said limited liability company has paid all fees due this office through December 31, 2019, that its most recent annual report was filed on March 26, 2019, and that its status is active.

I further certify that said limited liability company 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 Twenty-ninth day of April,
2019*



Randy R. Be...
Secretary of State

Tracking Number: 3957056520CU

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

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



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 18, 2012

BECKY PEIRCE
CSC
TALLAHASSEE, FL

Qualification documents for INSITUFORM TECHNOLOGIES, LLC were filed on January 18, 2012, and assigned document number M12000000304. Please refer to this number whenever corresponding with this office.

Your limited liability company is authorized to transact business in Florida as of the file date.

To maintain "active" status with the Division of Corporations, an annual report must be filed yearly between January 1st and May 1st beginning in the year following the file date or effective date indicated above. If the annual report is not filed by May 1st, a \$400 late fee will be added.

A Federal Employer Identification Number (FEI/EIN) will be required when this report is filed. Contact the IRS at 1-800-829-4933 for an SS-4 form or go to www.irs.gov.

Please notify this office if the limited liability company address changes.

Should you have any questions regarding this matter, please contact this office at the address given below.

Buck Kohr
Regulatory Specialist II
Registration/Qualification Section
Division of Corporations

Letter Number: 712A00001262

Account number: I20000000195

Amount charged: 125.00

REGISTERED - STATE
DEPARTMENT OF CORPORATIONS
12 JAN 18 PM 3:50

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTIONS BUSINESS IN THE STATE OF FLORIDA:

1. INSTUFORM TECHNOLOGIES, LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. DE 3. _____
(Jurisdiction under the law of which foreign limited liability company is organized) (FBI number, if applicable)

4. 03/27/1980 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Filing
(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 17988 Edison Ave. Chesterfield MO 63005
(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:
Joe Burgess 17988 Edison Ave. Chesterfield MO 63005
David Martin 17988 Edison Ave. Chesterfield MO 63005
David F. Morris 17988 Edison Ave. Chesterfield MO 63005

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: _____
Any lawful business, purpose or activity.

[Signature]
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

David F. Morris, Manager
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Insituform Technologies, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida Street Address (P.O. Box **NOT** ACCEPTABLE)

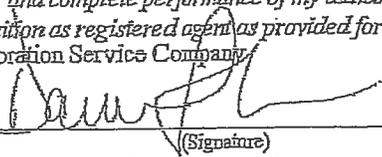
Tallahassee

FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Corporation Service Company

By: 

(Signature)

Dawn Franiz, Assistant Secretary

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

PAGE 1

The First State

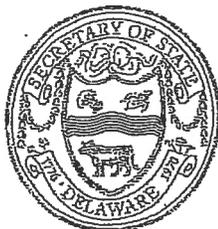
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "INSITUFORM TECHNOLOGIES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF JANUARY, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "INSITUFORM TECHNOLOGIES, LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 1980.

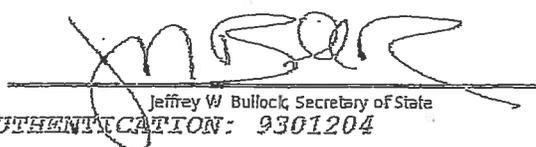
AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

0889565 8300

120055464



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9301204

DATE: 01-17-12

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "INSITUFORM TECHNOLOGIES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "INSITUFORM TECHNOLOGIES, INC." TO "INSITUFORM TECHNOLOGIES, LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2011, AT 11:28 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:58 O'CLOCK P.M.



0889565 8100V

111355498

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264943

DATE: 12-30-11

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STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware.
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware.
- 3.) The date the Corporation first formed is March 27, 1980.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Insituform Technologies, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Insituform Technologies, LLC.
- 6.) The effective time of the conversion shall be 11:58 p.m. EST on December 31, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 27th day of December, 2011.

INSITUFORM TECHNOLOGIES, INC.

By: April A. Greer
April A. Greer
Assistant Secretary

Delaware

PAGE 2

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "INSITUFORM TECHNOLOGIES, LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2011, AT 11:28 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011, AT 11:58 O'CLOCK P.M.



0889565 8100V

111355498

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9264943

DATE: 12-30-11

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STATE of DELAWARE
LIMITED LIABILITY COMPANY
CERTIFICATE of FORMATION

- First: The name of this limited liability company is Insiform Technologies, LLC.
- Second: The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, Delaware 19801.

The name of its registered agent at such address is The Corporation Trust Company.

- Third:

This filing shall be effective 11:58 p.m. EST on December 31, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 27th day of December, 2011.



April A. Greer
Organizer

INSITUFORM TECHNOLOGIES, LLC

**PRESIDENT APPOINTMENT OF
CONTRACTING AND ATTESTING OFFICERS**

The undersigned, being the President of Insituform Technologies, LLC, a Delaware Limited Liability Company (the "Company"), and pursuant to the authority set forth in the Limited Liability Company Operating Agreement of the Company, hereby determines that:

1. Christlanda Adkins, Laura M. Andreski, Janet Hass, Jana Lause, Diane Partridge, Whitney Schulte, and Ursula Youngblood are appointed as Contracting and Attesting Officers of the Company, each with the authority, individually and in the absence of the others, subject to the control of the Board of Managers of the Company, to: (i) certify and attest to the signature of any officer of the Company; (ii) enter into and bind the Company to perform pipeline rehabilitation activities of the Company and all matters related thereto, including the maintenance of one or more offices and facilities of the Company; (iii) execute and to deliver documents on behalf of the Company; and (iv) take such other action as is or may be necessary and appropriate to carry out the project, activities and work of the Company.
2. Any person previously appointed or serving as a Contracting and Attesting Officer of the Company prior to the date hereof and who is not named above is hereby removed from any such appointment.

Dated: December 1, 2018



Charles R. Gordon
President

PROPOSAL FORM

FINANCIAL STATEMENT

ASSETS

CURRENT ASSETS:

Cash \$ See attached Annual Report

Notes and Account Receivable \$ _____

Inventories \$ _____

PLANT ASSETS:

Real Estate \$ _____

Machinery \$ _____

Good Will, Patents, etc. \$ _____ \$ _____

LIABILITIES

Notes Payable \$ _____

Accounts Payable \$ _____

Accrued Wages \$ _____

Other Liabilities \$ _____ \$ _____

EXCESS OF ASSETS \$ _____

OR NET WORTH \$ _____

NOTE:

The above is a suggested form of the type of Financial Statement desired. The Bidder is not required to follow such form explicitly, but the Financial Statement submitted by him must clearly show what his financial condition is. The County reserves the privilege of requiring additional information as to financial responsibility before awarding contract.

Aegion Corporation and Subsidiaries
Consolidated Financial Statements and Supplemental Consolidating Information
December 31, 2018
(With Report of Independent Auditors)

Page(s)

Independent Auditor's Report..... 1-2

Consolidated Financial Statements

Statements of Operations 3

Statements of Comprehensive Income..... 4

Balance Sheets 5

Statements of Equity 6

Statements of Cash Flows 7-8

Notes to Consolidated Financial Statements..... 9-46

Supplemental Information

Consolidating Balance Sheet as of December 31, 2018 Schedule I



Report of Independent Auditors

To the Board of Directors:

We have audited the accompanying consolidated financial statements of Aegion Corporation and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2018 and December 31, 2017, and the related consolidated statements of operations, comprehensive income, equity and cash flows for the years then ended.

Management's Responsibility for the Consolidated Financial Statements

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

Auditors' Responsibility

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

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

Opinion

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Aegion Corporation and its subsidiaries as of December 31, 2018 and December 31, 2017, and the results of their operations and their cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.



Other Matter

Our audit was conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The consolidating information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, the consolidating information is fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole. The consolidating information is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations and cash flows of the individual companies and is not a required part of the consolidated financial statements. Accordingly, we do not express an opinion on the financial position, results of operations and cash flows of the individual companies.

PricewaterhouseCoopers LLP

Saint Louis, Missouri
March 8, 2019

AEGION CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(in thousands, except per share amounts)

	Years Ended December 31,		
	2018	2017	2016
Revenues	\$ 1,333,568	\$ 1,359,019	\$ 1,221,920
Cost of revenues	1,066,642	1,074,207	967,993
Gross profit	266,926	284,812	253,927
Operating expenses	219,823	226,173	197,897
Goodwill impairment	1,389	45,390	—
Definite-lived intangible asset impairment	2,169	41,032	—
Gain on litigation settlement	—	—	(6,625)
Acquisition and divestiture expenses	7,004	2,923	2,696
Restructuring and related charges	6,894	12,814	9,168
Operating income (loss)	29,647	(43,520)	50,791
Other income (expense):			
Interest expense	(17,327)	(16,001)	(15,029)
Interest income	516	145	166
Other	(9,881)	(2,201)	(694)
Total other expense	(26,692)	(18,057)	(15,557)
Income (loss) before taxes on income	2,955	(61,577)	35,234
Taxes (benefit) on income (loss)	(132)	5,005	6,109
Net income (loss)	3,087	(66,582)	29,125
Non-controlling interests (income) loss	(159)	(2,819)	328
Net income (loss) attributable to Aegion Corporation	\$ 2,928	\$ (69,401)	\$ 29,453
Earnings (loss) per share attributable to Aegion Corporation:			
Basic	\$ 0.09	\$ (2.09)	\$ 0.85
Diluted	\$ 0.09	\$ (2.09)	\$ 0.84

The accompanying notes are an integral part of the consolidated financial statements.

AEGION CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(in thousands)

	Years Ended December 31,		
	2018	2017	2016
Net income (loss)	\$ 3,087	\$ (66,582)	\$ 29,125
Other comprehensive income (loss):			
Currency translation adjustments	(14,651)	20,839	(6,343)
Deferred gain (loss) on hedging activity, net of tax ⁽¹⁾	(1,621)	1,402	746
Pension activity, net of tax ⁽²⁾	(654)	93	(8)
Total comprehensive income (loss)	(13,839)	(44,248)	23,520
Comprehensive (income) loss attributable to non-controlling interests	(1)	(3,040)	294
Comprehensive income (loss) attributable to Aegion Corporation	<u>\$ (13,840)</u>	<u>\$ (47,288)</u>	<u>\$ 23,814</u>

⁽¹⁾ Amounts presented net of tax of \$(48), \$930 and \$496 for the years ended December 31, 2018, 2017 and 2016, respectively.

⁽²⁾ Amounts presented net of tax of \$(134), \$22 and \$(2) for the years ended December 31, 2018, 2017 and 2016, respectively.

The accompanying notes are an integral part of the consolidated financial statements.

AEGION CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(in thousands, except share amounts)

	December 31,	
	2018	2017
Assets		
Current assets		
Cash and cash equivalents	\$ 83,527	\$ 105,717
Restricted cash	1,359	1,839
Receivables, net of allowances of \$9,695 and \$5,775, respectively	204,541	201,570
Retainage	33,572	33,002
Contract assets	62,467	75,371
Inventories	56,437	63,969
Prepaid expenses and other current assets	32,172	35,282
Assets held for sale	7,792	70,314
Total current assets	481,867	587,064
Property, plant & equipment, less accumulated depreciation	107,059	109,040
Other assets		
Goodwill	260,633	260,715
Intangible assets, less accumulated amortization	119,696	132,345
Deferred income tax assets	1,561	1,666
Other assets	21,601	16,269
Total other assets	403,491	410,995
Total Assets	\$ 992,417	\$ 1,107,099
Liabilities and Equity		
Current liabilities		
Accounts payable	\$ 64,562	\$ 70,611
Accrued expenses	88,020	92,011
Contract liabilities	32,339	51,597
Current maturities of long-term debt	29,469	26,555
Liabilities held for sale	5,260	20,900
Total current liabilities	219,650	261,674
Long-term debt, less current maturities	282,003	318,240
Deferred income tax liabilities	8,361	9,211
Other non-current liabilities	12,216	12,918
Total liabilities	522,230	602,043
(See Commitments and Contingencies: Note 12)		
Equity		
Preferred stock, undesignated, \$.10 par – shares authorized 2,000,000; none outstanding	—	—
Common stock, \$.01 par – shares authorized 125,000,000; shares issued and outstanding 31,922,409 and 32,462,542, respectively	319	325
Additional paid-in capital	122,818	140,749
Retained earnings	379,890	376,694
Accumulated other comprehensive loss	(40,290)	(23,522)
Total stockholders' equity	462,737	494,246
Non-controlling interests	7,450	10,810
Total equity	470,187	505,056
Total Liabilities and Equity	\$ 992,417	\$ 1,107,099

The accompanying notes are an integral part of the consolidated financial statements.

AEGION CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EQUITY
(in thousands, except number of shares)

	Common Stock		Additional Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income (Loss)	Non- Controlling Interests	Total Equity
	Shares	Amount					
BALANCE, December 31, 2015	36,053,499	\$ 361	\$ 200,255	\$ 416,642	\$ (39,996)	\$ 16,531	\$ 593,793
Net income (loss)	—	—	—	29,453	—	(328)	29,125
Issuance of common stock upon stock option exercises, including tax benefit	114,307	1	1,817	—	—	—	1,818
Issuance of shares pursuant to restricted stock units	141,507	1	—	—	—	—	1
Issuance of shares pursuant to deferred stock unit awards	39,660	—	—	—	—	—	—
Forfeitures of restricted shares	(42,775)	—	—	—	—	—	—
Shares repurchased and retired	(2,349,894)	(23)	(44,431)	—	—	—	(44,454)
Equity-based compensation expense	—	—	10,059	—	—	—	10,059
Sale of non-controlling interest	—	—	—	—	—	(7,278)	(7,278)
Distributions to non-controlling interest	—	—	—	—	—	(1,276)	(1,276)
Currency translation adjustment and derivative transactions, net	—	—	—	—	(5,639)	34	(5,605)
BALANCE, December 31, 2016	33,956,304	\$ 340	\$ 167,700	\$ 446,095	\$ (45,635)	\$ 7,683	\$ 576,183
Net income (loss)	—	—	—	(69,401)	—	2,819	(66,582)
Issuance of common stock upon stock option exercises, including tax benefit	43,573	—	822	—	—	—	822
Issuance of shares pursuant to restricted stock units	95,510	1	—	—	—	—	1
Issuance of shares pursuant to performance units	49,672	—	—	—	—	—	—
Issuance of shares pursuant to deferred stock unit awards	30,559	—	—	—	—	—	—
Forfeitures of restricted shares	(1,084)	—	—	—	—	—	—
Shares repurchased and retired	(1,711,992)	(16)	(37,833)	—	—	—	(37,849)
Equity-based compensation expense	—	—	10,060	—	—	—	10,060
Investments from non-controlling interest	—	—	—	—	—	158	158
Distributions to non-controlling interests	—	—	—	—	—	(71)	(71)
Currency translation adjustment and derivative transactions, net	—	—	—	—	22,113	221	22,334
BALANCE, December 31, 2017	32,462,542	\$ 325	\$ 140,749	\$ 376,694	\$ (23,522)	\$ 10,810	\$ 505,056
Cumulative effect adjustment (see Revenues: Note 3)	—	—	—	268	—	—	268
Net income (loss)	—	—	—	2,928	—	159	3,087
Issuance of shares pursuant to restricted stock units	312,182	3	—	—	—	—	3
Issuance of shares pursuant to performance units	296,909	3	—	—	—	—	3
Issuance of shares pursuant to deferred stock unit awards	28,308	—	—	—	—	—	—
Shares repurchased and retired	(1,177,532)	(12)	(25,769)	—	—	—	(25,781)
Equity-based compensation expense	—	—	7,838	—	—	—	7,838
Sale of non-controlling interest	—	—	—	—	—	(3,361)	(3,361)
Currency translation adjustment and derivative transactions, net	—	—	—	—	(16,768)	(158)	(16,926)
BALANCE, December 31, 2018	31,922,409	\$ 319	\$ 122,818	\$ 379,890	\$ (40,290)	\$ 7,450	\$ 470,187

The accompanying notes are an integral part of the consolidated financial statements.

AEGION CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)

	Years Ended December 31,		
	2018	2017	2016
Cash flows from operating activities:			
Net income (loss)	\$ 3,087	\$ (66,582)	\$ 29,125
Adjustments to reconcile to net cash provided by operating activities:			
Depreciation and amortization	37,855	44,419	46,719
(Gain) loss on sale of fixed assets	143	(59)	(1,916)
Equity-based compensation expense	7,838	10,060	10,059
Deferred income taxes	(648)	(9,376)	1,772
Non-cash restructuring charges	13,814	10,080	300
Non-cash portion of litigation settlement	—	—	(3,000)
Goodwill impairment	1,389	45,390	—
Definite-lived intangible asset impairment	2,169	41,032	—
Loss on sale of businesses	7,048	—	—
Loss on foreign currency transactions	623	2,152	911
Other	1,278	(1,562)	(1,044)
Changes in operating assets and liabilities (net of acquisitions):			
Receivables net, retainage and contract assets	(6,821)	(29,847)	52,774
Inventories	2,306	(1,926)	(2,569)
Prepaid expenses and other assets	614	8,732	16,759
Accounts payable and accrued expenses	(7,339)	18,803	(50,022)
Contract liabilities	(24,144)	(5,924)	(27,761)
Other operating	457	(1,798)	(946)
Net cash provided by operating activities	39,669	63,594	71,161
Cash flows from investing activities:			
Capital expenditures	(30,514)	(30,830)	(38,760)
Proceeds from sale of fixed assets	3,036	707	3,310
Patent expenditures	(299)	(379)	(1,043)
Purchase of Underground Solutions, Inc., net of cash acquired	—	—	(84,740)
Other acquisition activity, net of cash acquired	(9,000)	(9,045)	(11,567)
Sale of Bayou, net of cash disposed	37,942	—	—
Sale of interest in Bayou Perma-Pipe Canada, Ltd., net of cash disposed	—	—	6,599
Net cash provided by (used in) investing activities	1,165	(39,547)	(126,201)

Cash flows from financing activities:

Proceeds from issuance of common stock upon stock option exercises, including tax effects	—	823	1,818
Repurchase of common stock	(25,775)	(37,849)	(44,454)
Investments from non-controlling interest	—	158	—
Purchase of or distributions to non-controlling interests	—	(71)	(1,276)
Payment of contingent consideration	—	(500)	(500)
Credit facility amendment fees	(1,657)	—	—
Proceeds from notes payable, net	234	639	—
Proceeds from (payments on) line of credit, net	(7,000)	2,000	36,000
Principal payments on long-term debt	(26,250)	(21,647)	(17,500)
Net cash used in financing activities	(60,448)	(56,447)	(25,912)
Effect of exchange rate changes on cash	(4,045)	6,553	(2,148)
Net decrease in cash, cash equivalents and restricted cash for the year	(23,659)	(25,847)	(83,100)
Cash, cash equivalents and restricted cash, beginning of year	108,545	134,392	217,492
Cash, cash equivalents and restricted cash, end of year	84,886	108,545	134,392
Cash, cash equivalents and restricted cash, assets held for sale, end of year	—	(989)	—
Cash, cash equivalents and restricted cash, end of year	\$ 84,886	\$ 107,556	\$ 134,392

Supplemental disclosures of cash flow information:**Cash paid (received) for:**

Interest	\$ 15,622	\$ 14,998	\$ 11,118
Income taxes	4,625	5,649	(517)

The accompanying notes are an integral part of the consolidated financial statements.

AEGION CORPORATION AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. DESCRIPTION OF BUSINESS

Aegion Corporation combines innovative technologies with market leading expertise to maintain, rehabilitate and strengthen pipelines and other infrastructure around the world. Since 1971, the Company has played a pioneering role in finding transformational solutions to rehabilitate aging infrastructure, primarily pipelines in the wastewater, water, energy, mining and refining industries. The Company also maintains the efficient operation of refineries and other industrial facilities and provide innovative solutions for the strengthening of buildings, bridges and other structures. Aegion is committed to Stronger. Safer. Infrastructure[®]. The Company believes that the depth and breadth of its products and services platform make Aegion a leading “one-stop” provider for the world’s infrastructure rehabilitation and protection needs.

The Company is primarily built on the premise that it is possible to use technology to extend the structural design life and maintain, if not improve, the performance of infrastructure, mostly pipe. The Company is proving that this expertise can be applied in a variety of markets to protect pipelines in oil, gas, mining, wastewater and water applications and extending this to the rehabilitation and maintenance of commercial structures and the provision of professional services in energy-related industries. Many types of infrastructure must be protected from the corrosive and abrasive materials that pass through or near them. The Company’s expertise in non-disruptive corrosion engineering and abrasion protection is now wide-ranging, opening new markets for growth. The Company has a long history of product development and intellectual property management. The Company manufactures most of the engineered solutions it creates as well as the specialized equipment required to install them. Finally, decades of experience give the Company an advantage in understanding municipal, energy, mining, industrial and commercial customers. Strong customer relationships and brand recognition allow the Company to support the expansion of existing and innovative technologies into new high growth end markets.

The Company’s predecessor was originally incorporated in Delaware in 1980 to act as the exclusive United States licensee of the Insituform[®] cured-in-place pipe (“CIPP”) process, which Insituform’s founder invented in 1971. The Insituform[®] CIPP process served as the first trenchless technology for rehabilitating sewer pipelines and has enabled municipalities and private industry to avoid the extraordinary expense and extreme disruption that can result from conventional “dig-and-replace” methods. For more than 45 years, the Company has maintained its leadership position in the CIPP market from manufacturing to technological innovations and market share.

In order to strengthen the Company’s ability to service the emerging demands of the infrastructure protection market and to better position the Company for sustainable growth, the Company embarked on a diversification strategy in 2009 to expand its product and service portfolio and its geographical reach. Through a series of strategic initiatives and key acquisitions, the Company now possesses a broad portfolio of cost-effective solutions for rehabilitating and maintaining aging or deteriorating infrastructure, protecting new infrastructure from corrosion worldwide and providing integrated professional services in engineering, procurement, construction, maintenance, and turnaround services for oil and natural gas companies, primarily in the midstream and downstream markets.

Recognizing that the breadth of offerings expanded beyond the Company’s flagship Insituform[®] brand, which constituted less than half of the Company’s revenues in 2011, the Company reorganized Insituform Technologies, Inc. (“Insituform”), the parent company at the time, into a new holding company structure in October 2011. Aegion became the new parent company and Insituform became a wholly-owned subsidiary of Aegion. Aegion reflects the Company’s mission of extending its leadership capabilities to furnish products and services to provide: (i) long-term protection for water and wastewater pipes, oil and gas pipelines and infrastructure as well as commercial and governmental structures and transportation infrastructure; and (ii) integrated professional services to energy companies.

Revision

The Company identified errors related to intercompany accounts, stock compensation and accrued contract costs prior to December 31, 2015 of approximately \$8.9 million and corrected these errors as a cumulative decrease to beginning retained earnings of \$8.9 million with a corresponding increase to accrued expenses, additional paid-in capital and accumulated other comprehensive loss of \$0.8 million, \$0.3 million and \$7.8 million, respectively, as of December 31, 2015. The Company also revised the results for 2017 and 2016 to reflect the correction of these errors, resulting in: (i) a net increase to operating expenses of \$0.3 million and a corresponding decrease in net income (loss) for 2017; (ii) an increase to currency translation adjustments, which is a component of accumulated other comprehensive loss, of \$1.4 million for 2017; (iii) a decrease of \$1.1 million and an increase of \$0.8 million related to equity-based compensation expense for 2017 and 2016, respectively; and (iv) a decrease to cost of revenues of \$0.8 million and an increase to operating expenses of \$0.8 million for 2016. The Company also revised net cash provided by operating activities, which resulted in a decrease of \$1.4 million for 2017.

The Company evaluated the impact of these errors on the prior period quarterly and annual financial statements, assessing materiality both quantitatively and qualitatively. The Company determined that these errors were not material to any of the Company's prior annual and interim period consolidated financial statements and therefore, amendments of previously filed reports were not required. As such, the revision for the corrections is reflected in the financial information of the applicable prior periods in this Form 10-K filing and disclosure of the revised amount on other prior periods will be reflected in future filings containing the applicable period.

Acquisitions/Strategic Initiatives/Divestitures

2017 Restructuring

On July 28, 2017, the Company's board of directors approved a realignment and restructuring plan (the "2017 Restructuring"). As part of the 2017 Restructuring, the Company announced plans to: (i) divest the Company's pipe coating and insulation businesses in Louisiana, The Bayou Companies, LLC and Bayou Wasco Insulation, LLC (collectively "Bayou"; (ii) exit all non-pipe related contract applications for the Tyfo[®] system in North America; (iii) right-size the cathodic protection services operation in Canada and the CIPP businesses in Australia and Denmark; and (iv) reduce corporate and other operating costs.

During 2018, the Company's board of directors approved additional actions with respect to the 2017 Restructuring, which included the decisions to: (i) divest the Australia and Denmark CIPP businesses; (ii) take actions to further optimize operations within North America, including measures to reduce consolidated operating costs; and (iii) divest or otherwise exit multiple additional international businesses. See Note 4.

2016 Restructuring

On January 4, 2016, the Company's board of directors approved a restructuring plan (the "2016 Restructuring") to reduce the Company's exposure to the upstream oil markets and to reduce consolidated expenses. The 2016 Restructuring repositioned Energy Services' upstream operations in California, reduced Corrosion Protection's upstream exposure by divesting its interest in a Canadian pipe coating joint venture, right-sized Corrosion Protection to compete more effectively and reduced corporate and other operating costs. The Company completed all of the aforementioned objectives related to the 2016 Restructuring. See Note 4.

Infrastructure Solutions Segment ("Infrastructure Solutions")

On November 1, 2018, the Company sold substantially all of the fixed assets and inventory from its CIPP operations in Denmark for a sale price of DKK 10.5 million (approximately \$1.6 million). In connection with the sale, the Company entered into a five-year exclusive tube-supply agreement whereby the buyers will purchase Insituform[®] CIPP liners from the Company. The buyers are also entitled to use the Insituform[®] trade name based on a trademark license granted for the same five-year time period.

On May 14, 2018, the Company's board of directors approved a plan to divest the Company's CIPP business in Australia. While restructuring actions in Australia led to year-over-year improvements in operating results in 2018, an assessment of the long-term fit within the Company's portfolio led to the decision to divest the business. Accordingly, the Company has classified Australia's assets and liabilities as held for sale on the Consolidated Balance Sheet at December 31, 2018. See Note 6.

On March 1, 2017, the Company acquired Environmental Techniques Limited and its parent holding company, Killeen Trading Limited (collectively "Environmental Techniques"), for a purchase price of £6.5 million, approximately \$8.0 million, which was funded from the Company's international cash balances. Environmental Techniques provides trenchless drainage inspection, cleaning and rehabilitation services throughout the United Kingdom and the Republic of Ireland.

On July 1, 2016, the Company acquired Concrete Solutions Limited ("CSL") and Building Chemical Supplies Limited ("BCS"), two New Zealand companies (collectively, "Concrete Solutions"), for a purchase price paid at closing of NZD 7.5 million, approximately \$5.5 million, which was funded from the Company's cash balances. The sellers have the ability to earn up to an additional NZD 2.0 million, approximately \$1.4 million, of proceeds based on reaching certain future performance targets. CSL provides structural strengthening, concrete repair and bridge jointing solutions primarily through application of FRP and injection resins and had served as a Tyfo[®] system certified applicator in New Zealand since the late 1990's. BCS imports and distributes materials, including fiber reinforced polymer, injection resins, repair mortars and protective coatings.

On June 2, 2016, the Company acquired the CIPP contracting operations of Leif M. Jensen A/S ("LMJ"), a Danish company and the Insituform licensee in Denmark since 2011. The purchase price was €2.9 million, approximately \$3.2 million, and was funded from the Company's cash balances.

On May 13, 2016, the Company acquired the operations and territories of Fyfe Europe S.A. and related companies ("Fyfe Europe") for a purchase price of \$3.0 million. The transaction was funded from the Company's cash balances. Fyfe Europe

held rights to provide Fyfe[®] product engineering and support to installers and applicators of FRP systems in 72 countries throughout Europe, the Middle East and North Africa. The acquisition of these territories provides the Company with worldwide rights to market, manufacture and install the patented Tyfo[®] technology.

On February 18, 2016, the Company acquired Underground Solutions, Inc. and its subsidiary, Underground Solutions Technologies Group, Inc. (collectively, "Underground Solutions"), for an initial purchase price of \$85.0 million plus an additional \$5.0 million for the value of the estimated tax benefits associated with Underground Solutions' net operating loss carry forwards. The purchase price included \$6.3 million held in escrow as security for the post-closing purchase price adjustments and post-closing indemnification obligations of Underground Solutions' previous owners. The transaction was funded partially from the Company's cash balances and partially from borrowings under the Company's revolving credit facility. To supplement the domestic cash balances, the Company repatriated approximately \$29.7 million from foreign subsidiaries to assist in funding the transaction, incurring approximately \$3.2 million in additional taxes, an accrual for which was included in the Company's tax provision amounts for 2015. Underground Solutions provides infrastructure technologies for water, sewer and conduit applications.

Corrosion Protection Segment ("Corrosion Protection")

On August 31, 2018, the Company sold substantially all of the assets of its wholly-owned subsidiary, The Bayou Companies, LLC and its fifty-one percent (51%) interest in Bayou Wasco Insulation, LLC. The sale price was \$46 million, consisting of \$38 million paid in cash at closing and \$8 million in a fully secured, two-year loan payable to Aegion. Aegion is also eligible to receive an additional \$4 million in total earn-out payments based on performance of the divested businesses in 2019 and 2020. Cash proceeds, net of customary closing costs, were used to repay outstanding borrowings on the Company's line of credit. The sale resulted in a pre-tax loss of \$7.0 million during 2018, which was corrected from the \$8.7 million previously reported in the third quarter of 2018. The loss is included in "Other expense" in the Consolidated Statements of Operations.

On May 4, 2018, the Company acquired the operations of Hebna Inc., Hebna Canada Inc. and Hebna Corporation (collectively "Hebna"), for a total purchase price of \$6.0 million (\$3.0 million was paid during the second quarter of 2018 and \$3.0 million was paid during the third quarter of 2018). The transaction was funded from a combination of domestic and international cash balances, with fifty percent (50%) of the purchase price being paid by the Company's joint venture in Oman, in which the Company is a fifty-one percent (51%) partner. Hebna provides pipeline lining services, including compressed-fit lining, slip-lining, liner and free-standing pipe fusing, pipeline assessment and integrity management, pipeline pigging and calibration, and roto-lining services primarily in the United States, Canada and Middle East.

In September 2017, the Company organized Aegion South Africa Proprietary Limited, a joint venture in South Africa between Aegion International Holdings Limited, a subsidiary of the Company ("Aegion International"), and Robor Proprietary Limited ("Robor"), for the purpose of providing Aegion's Corrosion Protection and Infrastructure Solutions products and services to Eastern and Southern Africa. Aegion International owns sixty percent (60%) of the joint venture and Robor owns the remaining forty percent (40%).

On February 1, 2016, the Company sold its fifty-one percent (51%) interest in its Canadian pipe-coating joint venture, Bayou Perma-Pipe Canada, Ltd. ("BPPC"), to its joint venture partner, Perma-Pipe, Inc. The sale price was \$9.6 million, which consisted of a \$7.6 million payment at closing and a \$2.0 million promissory note, which was paid in full on July 28, 2016. BPPC served as the Company's pipe coating and insulation operation in Canada.

Energy Services Segment ("Energy Services")

On July 20, 2018, the Company acquired the operations of Plant Performance Services LLC and P2S LLC (collectively "P2S"), for a total purchase price of \$3.0 million. The transaction was funded from domestic cash balances. P2S specializes in general mechanical turnaround services, specialty welding services and field fabrication services primarily for the downstream oil and gas industry.

Purchase Price Accounting

The Company finalized its accounting for Environmental Techniques in 2018 and Underground Solutions, Fyfe Europe, LMJ and Concrete Solutions in 2017. There were no significant adjustments to the purchase price accounting in either period. The goodwill and definite-lived intangible assets associated with the Fyfe Europe, LMJ and Concrete Solutions acquisitions are deductible for tax purposes; whereas, the goodwill and definite-lived intangible assets associated with the Environmental Techniques and Underground Solutions acquisitions are not deductible for tax purposes.

The Company's acquisitions made the following contributions to its revenues and profits (in thousands):

	Year Ended December 31,					
	2018		2017		2016	
	Revenues	Net Loss	Revenues	Net Loss	Revenues	Net Loss
Underground Solutions ⁽¹⁾	\$ 45,738	\$ (790)	\$ 32,063	\$ (3,778)	\$ 29,425	\$ (2,694)
Other acquisitions ⁽²⁾⁽³⁾	17,315	(555)	14,845	(5,225)	7,588	(1,811)

"N/A" represents not applicable.

- ⁽¹⁾ The reported net loss in 2018 includes a pre-tax allocation of corporate expenses of \$5.0 million. The reported net loss in 2017 includes a pre-tax allocation of corporate expenses of \$4.5 million. The reported net loss in 2016 includes a pre-tax charge for inventory step-up of \$3.6 million, recognized as part of the accounting for business combinations, and a pre-tax allocation of corporate expenses of \$3.2 million.
- ⁽²⁾ The reported net loss in 2018 and 2017 includes pre-tax restructuring charges of \$4.8 million and \$0.1 million, respectively.
- ⁽³⁾ The reported net loss in 2017 includes a pre-tax impairment charge of \$2.2 million allocated from goodwill impairments in the Fyfe reporting unit (see Note 2).

The following unaudited pro forma summary presents combined information of the Company as if its acquisitions had occurred at the beginning of the year preceding their acquisition (in thousands, except earnings per share):

	Years Ended December 31,	
	2017 ⁽¹⁾	2016 ⁽²⁾
Revenues	\$ 1,359,901	\$ 1,238,730
Net income (loss) ⁽³⁾	(69,574)	29,924
Diluted earnings (loss) per share	\$ (2.10)	\$ 0.85

- ⁽¹⁾ Includes pro-forma results related to Environmental Techniques, Hebna and P2S. 2018 contributions related to Hebna and P2S were immaterial.
- ⁽²⁾ Includes pro-forma results related to Environmental Techniques, Underground Solutions, Fyfe Europe, LMJ and Concrete Solutions.
- ⁽³⁾ Includes pro-forma adjustments for depreciation and amortization associated with acquired tangible and intangible assets, as if those assets were recorded at the beginning of the year preceding the acquisition date.

The transaction purchase price to acquire Environmental Techniques was £6.5 million, approximately \$8.0 million, which represented cash consideration paid at closing.

The transaction purchase price to acquire Underground Solutions was \$88.4 million, which included: (i) a payment at closing of \$85.0 million; (ii) a payment of \$5.0 million for the value of the estimated tax benefits associated with Underground Solutions' net operating loss carry forwards; and (iii) working capital adjustments of \$1.6 million payable to the Company.

The transaction purchase price to acquire Fyfe Europe was \$3.0 million, which represented cash consideration paid at closing of \$2.8 million plus \$0.2 million of deferred contingent consideration, which was paid during 2017.

The transaction purchase price to acquire LMJ was €2.9 million, approximately \$3.2 million, which was paid at closing.

The transaction purchase price to acquire Concrete Solutions was NZD 8.9 million, approximately \$6.4 million, which included: (i) a payment at closing of NZD 7.5 million, approximately \$5.5 million; (ii) a preliminary working capital adjustment payable to the sellers of NZD 0.2 million, approximately \$0.1 million; and (iii) the estimated fair value of earnout consideration of NZD 1.2 million, approximately \$0.9 million. During 2018 and 2017, the Company reversed \$0.3 million and \$0.1 million, respectively, of the earnout consideration as operating results for the twelve-month periods ended June 30, 2018 and 2017 were below the target amounts in the purchase agreement. The accrual adjustments resulted in an offset to "Operating expenses" in the Consolidated Statement of Operations for each respective year. After the accrual adjustments, the estimated fair value of the contingent consideration was NZD 0.6 million, approximately \$0.4 million. The fair value estimate was determined using observable inputs and significant unobservable inputs, which are based on level 3 inputs as defined in Note 13.

The following table summarizes the fair value of identified assets and liabilities of the Company's acquisitions at their acquisition dates (in thousands):

	Underground Solutions	Other Acquisitions ⁽¹⁾
Cash	\$ 3,630	\$ —
Receivables and contract assets	6,339	2,270
Inventories	12,629	2,642
Prepaid expenses and other current assets	671	111
Property, plant and equipment	2,755	5,216
Identified intangible assets	33,370	8,523
Deferred income tax assets	13,282	124
Other assets	90	—
Accounts payable	(4,653)	(1,862)
Accrued expenses	(5,900)	(335)
Contract liabilities	(2,943)	—
Deferred tax liabilities	(14,562)	(895)
Total identifiable net assets	<u>\$ 44,708</u>	<u>\$ 15,794</u>
Total consideration recorded	\$ 88,370	\$ 29,674
Less: total identifiable net assets	44,708	15,794
Final purchase price goodwill	<u>\$ 43,662</u>	<u>\$ 13,880</u>

⁽¹⁾ Total includes P2S, Hebna, Environmental Techniques, Fyfe Europe, LMJ and Concrete Solutions.

2. ACCOUNTING POLICIES

Principles of Consolidation

The consolidated financial statements include the accounts of the Company, its wholly-owned subsidiaries and majority-owned subsidiaries in which the Company is deemed to be the primary beneficiary. All significant intercompany transactions and balances have been eliminated.

Accounting Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Foreign Currency

For the Company's international subsidiaries, the local currency is generally the functional currency. Assets and liabilities of these subsidiaries are translated into U.S. dollars using rates in effect at the balance sheet date while revenues and expenses are translated into U.S. dollars using average exchange rates. The cumulative translation adjustment resulting from changes in exchange rates are included in the Consolidated Balance Sheets as a component of "Accumulated other comprehensive loss" in total stockholders' equity.

The Company's accumulated other comprehensive loss is comprised of three main components: (i) currency translation; (ii) derivatives; and (iii) gains and losses associated with the Company's defined benefit plan in the United Kingdom (in thousands):

	December 31,	
	2018	2017
Currency translation adjustments ⁽¹⁾	\$ (41,107)	\$ (26,614)
Derivative hedging activity	1,715	3,336
Pension activity	(898)	(244)
Total accumulated other comprehensive loss	<u>\$ (40,290)</u>	<u>\$ (23,522)</u>

Net foreign exchange transaction losses of \$0.6 million, \$2.2 million and \$0.9 million for 2018, 2017 and 2016, respectively, are included in "Other expense" in the Consolidated Statements of Operations.

Research and Development

The Company expenses research and development costs as incurred. Research and development costs of \$5.6 million, \$4.2 million and \$4.7 million for the years ended December 31, 2018, 2017 and 2016, respectively, are included in "Operating expenses" in the consolidated statements of operations.

Taxation

The Company provides for estimated income taxes payable or refundable on current year income tax returns as well as the estimated future tax effects attributable to temporary differences and carryforwards, based upon enacted tax laws and tax rates, and in accordance with FASB ASC 740, *Income Taxes* ("FASB ASC 740"). FASB ASC 740 also requires that a valuation allowance be recorded against any deferred tax assets that are not likely to be realized in the future. The determination is based on the Company's ability to generate future taxable income and, at times, is dependent on its ability to implement strategic tax initiatives to ensure full utilization of recorded deferred tax assets. Should the Company not be able to implement the necessary tax strategies, it may need to record valuation allowances for certain deferred tax assets, including those related to foreign income tax benefits. Significant management judgment is required in determining the provision for income taxes, deferred tax assets and liabilities and any valuation allowances recorded against net deferred tax assets.

As a result of the reduction in the U.S. corporate income tax rate from 35% to 21% under the Tax Cuts and Jobs Act ("TCJA"), FASB ASC 740 required the Company to remeasure its deferred tax assets and liabilities based on tax rates at which the balances are expected to reverse in the future. The amount recorded for the remeasurement of the Company's deferred tax balances resulted in no adjustment to income tax expense. The remeasurement of the deferred tax assets gave rise to an additional income tax expense of \$5.1 million in 2017, which was offset by an equal reduction in the valuation allowance of \$5.1 million.

In accordance with FASB ASC 740, tax benefits from an uncertain tax position may be recognized when it is more likely than not that the position will be sustained upon examination, including resolutions of any related appeals or litigation processes, based on the technical merits. In addition, this recognition model includes a measurement attribute that measures the position as the largest amount of tax that is greater than 50% likely of being realized upon ultimate settlement in accordance with FASB ASC 740. This interpretation also provides guidance on derecognition, classification, interest and penalties, accounting in interim periods, disclosure and transition.

The Company recognizes tax liabilities in accordance with FASB ASC 740 and adjusts these liabilities when judgment changes as a result of the evaluation of new information not previously available. Due to the complexity of some of these uncertainties, the ultimate resolution may result in a payment that is materially different from the current estimate of the tax liabilities. These differences will be reflected as increases or decreases to income tax expense in the period in which they are determined. While the Company believes the resulting tax balances as of December 31, 2018 and 2017 were appropriately accounted for in accordance with FASB ASC 740, the ultimate outcome of such matters could result in favorable or unfavorable adjustments to the consolidated financial statements and such adjustments could be material.

In 2017, in connection with its initial analysis of the TCJA, the Company recorded a provisional estimated net income tax expense of \$2.4 million by applying the guidance under Staff Accounting Bulletin No. 118, *Income Tax Accounting Implications of the Tax Cuts and Jobs Act* ("SAB 118"). In accordance with SAB 118, the estimated income tax represented the Company's best estimate at the time it was made, but also understanding that the provisional amount was subject to further adjustments under SAB 118. During 2018, the Company finalized its calculations of the transition tax liability under the TCJA and adjusted the liability downward by \$1.9 million primarily due to further refinement of computations related to earnings and

profits, cash and cash equivalents, state income tax and foreign withholding taxes pursuant to guidance issued during the year. This adjustment was recorded as a reduction to income tax expense in 2018.

Refer to Note 11 for additional information regarding taxes on income and the impact of the TCJA.

Earnings per Share

Earnings per share have been calculated using the following share information:

	Years Ended December 31,		
	2018	2017	2016
Weighted average number of common shares used for basic EPS	32,345,382	33,150,949	34,713,937
Effect of dilutive stock options and restricted and deferred stock unit awards	652,621	—	496,493
Weighted average number of common shares and dilutive potential common stock used in dilutive EPS	32,998,003	33,150,949	35,210,430

The Company excluded 735,577 stock options and restricted and deferred stock units in 2017 from the diluted earnings per share calculation for the Company’s common stock because of the reported net loss for the period. The Company excluded 4,049, 73,897 and 77,807 stock options in 2018, 2017 and 2016, respectively, from the diluted earnings per share calculations for the Company’s common stock because they were anti-dilutive as their exercise prices were greater than the average market price of common shares for each period.

Purchase Price Accounting

The Company accounts for its acquisitions in accordance with FASB ASC 805, *Business Combinations*. The base cash purchase price plus the estimated fair value of any non-cash or contingent consideration given for an acquired business is allocated to the assets acquired (including identified intangible assets) and liabilities assumed based on the estimated fair values of such assets and liabilities. The excess of the total consideration over the aggregate net fair values assigned is recorded as goodwill. Contingent consideration, if any, is recognized as a liability as of the acquisition date with subsequent adjustments recorded in the consolidated statements of operations. Indirect and general expenses related to business combinations are expensed as incurred.

The Company typically determines the fair value of tangible and intangible assets acquired in a business combination using independent valuations that rely on management’s estimates of inputs and assumptions that a market participant would use. Key assumptions include cash flow projections, growth rates, asset lives, and discount rates based on an analysis of weighted average cost of capital.

Classification of Current Assets and Current Liabilities

The Company includes in current assets and current liabilities certain amounts realizable and payable under construction contracts that may extend beyond one year. The construction periods on projects undertaken by the Company generally range from less than one month to 24 months.

At December 31, 2018, the Company’s balance in contract liabilities was \$32.3 million, which decreased \$19.3 million from \$51.6 million at December 31, 2017 primarily due to the timing of billing and advance deposits received on certain projects in the Company’s coating services operation in the Middle East.

Cash, Cash Equivalents and Restricted Cash

The Company classifies highly liquid investments with original maturities of 90 days or less as cash equivalents. Recorded book values are reasonable estimates of fair value for cash and cash equivalents.

Cash, cash equivalents and restricted cash reported within the Consolidated Balance Sheets and Consolidated Statements of Cash Flows are as follows (in thousands):

Balance sheet data	December 31, 2018	December 31, 2017 ⁽¹⁾
Cash and cash equivalents	\$ 83,527	\$ 105,717
Restricted cash	1,359	1,839
Cash, cash equivalents and restricted cash	\$ 84,886	\$ 107,556

⁽¹⁾ Amounts exclude \$1.0 million of cash and cash equivalents classified as held for sale at December 31, 2017 (see Note 6).

Restricted cash held in escrow primarily relates to funds reserved for legal requirements, deposits made in lieu of retention on specific projects performed for municipalities and state agencies, or advance customer payments and compensating balances for bank undertakings in Europe. Restricted cash related to operations is similar to retainage, and is, therefore, classified as a current asset, consistent with the Company's policy on retainage.

Inventories

Inventories are stated at the lower of cost (first-in, first-out) or market. Actual cost is used to value raw materials and supplies. Standard cost, which approximates actual cost, is used to value work-in-process, finished goods and construction materials. Standard cost includes direct labor, raw materials and manufacturing overhead based on normal capacity. For certain businesses within our Corrosion Protection segment, the Company uses actual costs or average costs for all classes of inventory.

Retainage

Many of the contracts under which the Company performs work contain retainage provisions. Retainage refers to that portion of revenue earned by the Company but held for payment by the customer pending satisfactory completion of the project. The Company generally invoices its customers periodically as work is completed. Under ordinary circumstances, collection from municipalities is made within 60 to 90 days of billing. In most cases, 5% to 15% of the contract value is withheld by the municipal owner pending satisfactory completion of the project. Collections from other customers are generally made within 30 to 45 days of billing. Unless reserved, the Company believes that all amounts retained by customers under such provisions are fully collectible. Retainage on active contracts is classified as a current asset regardless of the term of the contract. Retainage is generally collected within one year of the completion of a contract, although collection can extend beyond one year from time to time. As of December 31, 2018, retainage receivables aged greater than 365 days approximated 10% of the total retainage balance and collectibility was assessed as described in the allowance for doubtful accounts section below.

Allowance for Doubtful Accounts

Management makes estimates of the uncollectibility of accounts receivable and retainage. The Company records an allowance based on specific accounts to reduce receivables, including retainage, to the amount that is expected to be collected. The specific allowances are reevaluated and adjusted as additional information is received. After all reasonable attempts to collect the receivable or retainage have been explored, the account is written off against the allowance. The Company also includes reserves related to certain accounts receivable that may be in litigation or dispute.

Long-Lived Assets

Property, plant and equipment and other identified intangibles (primarily customer relationships, patents and acquired technologies, trademarks, licenses and non-compete agreements) are recorded at cost, net of accumulated depreciation, amortization and impairment, and, except for goodwill, are depreciated or amortized on a straight-line basis over their estimated useful lives. Changes in circumstances such as technological advances, changes to the Company's business model or changes in the Company's capital strategy can result in the actual useful lives differing from the Company's estimates. If the Company determines that the useful life of its property, plant and equipment or its identified intangible assets should be shortened, the Company would depreciate or amortize the net book value in excess of the salvage value over its revised remaining useful life, thereby increasing depreciation or amortization expense.

Long-lived assets, including property, plant and equipment and other intangibles, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Such impairment tests are based on a comparison of undiscounted cash flows to the recorded value of the asset. The estimate of cash flow is based upon, among other things, assumptions about expected future operating performance. The Company's estimates of undiscounted cash flow may differ from actual cash flow due to, among other things, technological changes, economic conditions, changes to its business model or changes in its operating performance. If the sum of the undiscounted cash flows is less than the carrying value, the Company recognizes an impairment loss, measured as the amount by which the carrying value exceeds the fair value of the asset.

Impairment Review – 2017

As part of the 2017 Restructuring, which was approved by the Company's board of directors on July 28, 2017, the Company exited all non-pipe related contract applications for the Tyfo[®] system in North America. As a result of this action, the Company evaluated the long-lived assets of its Fyfe reporting unit, which caused the Company to review the financial performance of at-risk asset groups within the Fyfe reporting unit in accordance with FASB ASC 360, *Property, Plant and Equipment* ("FASB ASC 360"). The results of the Fyfe reporting unit and its related asset groups are reported within the Infrastructure Solutions reportable segment.

The assets of an asset group represent the lowest level for which identifiable cash flows can be determined independent of other groups of assets and liabilities. The Fyfe North America asset group was the only at-risk asset group reviewed for impairment. The Company developed internal forward business plans under the guidance of local and regional leadership to determine the undiscounted expected future cash flows derived from Fyfe North America's long-lived assets. Such were based on management's best estimates considering the likelihood of various outcomes. Based on the internal projections, the Company determined that the sum of the undiscounted expected future cash flows for the Fyfe North America asset group was less than the carrying value of the assets, and as a result, engaged a third-party valuation firm to assist management in determining the fair value of long-lived assets for the Fyfe North America asset group.

In order to determine the impairment amount of long-lived assets, the Company first determined the fair value of each key component of its long-lived assets for the Fyfe North America asset group. The fair values were derived using various income-based approaches, which utilize discounted cash flows to evaluate the net earnings attributable to the asset being measured. Key assumptions used in assessment include the discount rate (based on weighted-average cost of capital), revenue growth rates, contributory asset charges, customer attrition, income tax rates and working capital needs, which were based on current market conditions and were consistent with internal management projections.

Based on the results of the valuation, the carrying amount of certain long-lived assets for the Fyfe North America asset group exceeded the fair value. Accordingly, the Company recorded impairment charges of \$3.4 million to trademarks, \$20.8 million to customer relationships and \$16.8 million to patents and acquired technology in 2017. The impairment charges were recorded to "Definite-lived intangible asset impairment" in the Consolidated Statement of Operations. Property, plant and equipment were determined to have a carrying value that exceeded fair value; thus, no impairment was recorded.

The fair value estimates described above were determined using observable inputs and significant unobservable inputs, which are based on level 3 inputs as defined in Note 13.

Goodwill

Under FASB ASC 350, the Company assesses recoverability of goodwill on an annual basis or when events or changes in circumstances indicate that the carrying amount of goodwill may not be recoverable. An impairment charge will be recognized to the extent that the fair value of a reporting unit is less than its carrying value. Factors that could potentially trigger an impairment review include (but are not limited to):

- significant underperformance of a segment relative to expected, historical or forecasted operating results;
- significant negative industry or economic trends;
- significant changes in the strategy for a segment including extended slowdowns in the segment's market;
- a decrease in market capitalization below the Company's book value; and
- a significant change in regulations.

Whether during the annual impairment assessment or during a trigger-based impairment review, the Company determines the fair value of its reporting units and compares such fair value to the carrying value of those reporting units to determine if there are any indications of goodwill impairment.

Fair value of reporting units is determined using a combination of two valuation methods: a market approach and an income approach with each method given equal weight in determining the fair value assigned to each reporting unit. Absent an indication of fair value from a potential buyer or similar specific transaction, the Company believes the use of these two methods provides a reasonable estimate of a reporting unit's fair value. Assumptions common to both methods are operating plans and economic outlooks, which are used to forecast future revenues, earnings and after-tax cash flows for each reporting unit. These assumptions are applied consistently for both methods.

The market approach estimates fair value by first determining earnings before interest, taxes, depreciation and amortization ("EBITDA") multiples for comparable publicly-traded companies with similar characteristics of the reporting unit. The EBITDA multiples for comparable companies are based upon current enterprise value. The enterprise value is based upon current market capitalization and includes a control premium. The Company believes this approach is appropriate because it provides a fair value estimate using multiples from entities with operations and economic characteristics comparable to its reporting units.

The income approach is based on forecasted future (debt-free) cash flows that are discounted to present value using factors that consider timing and risk of future cash flows. The Company believes this approach is appropriate because it provides a fair value estimate based upon the reporting unit's expected long-term operating cash flow performance. Discounted cash flow projections are based on financial forecasts developed from operating plans and economic outlooks, growth rates, estimates of future expected changes in operating margins, terminal value growth rates, future capital expenditures and changes in working capital requirements. Estimates of discounted cash flows may differ from actual cash flows due to, among other things,

changes in economic conditions, changes to business models, changes in the Company's weighted average cost of capital, or changes in operating performance.

The discount rate applied to the estimated future cash flows is one of the most significant assumptions utilized under the income approach. The Company determines the appropriate discount rate for each of its reporting units based on the weighted average cost of capital ("WACC") for each individual reporting unit. The WACC takes into account both the pre-tax cost of debt and cost of equity (including the risk-free rate on twenty year U.S. Treasury bonds), and certain other company-specific and market-based factors. As each reporting unit has a different risk profile based on the nature of its operations, the WACC for each reporting unit is adjusted, as appropriate, to account for company-specific risks. Accordingly, the WACC for each reporting unit may differ.

Annual Impairment Assessment – October 1, 2018

The Company had six reporting units for purposes of assessing goodwill at October 1, 2018 as follows: Municipal Pipe Rehabilitation, Fyfe, Corpro, United Pipeline Systems, Coating Services and Energy Services. During 2018, the Company acquired Hebna and P2S (see Note 1) and integrated them into the United Pipeline Systems and Energy Services reporting units, respectively.

Significant assumptions used in the Company's October 2018 goodwill review included: (i) discount rates ranging from 13.0% to 16.0%; (ii) compound annual growth rates for revenues generally ranging from -3.2% to 4.8%; (iii) gross margin stability in the short term related to certain reporting units affected by the 2017 Restructuring, but slightly increased gross margins long term; (iv) peer group EBITDA multiples; and (v) terminal values for each reporting unit using a long-term growth rate of 1.0% to 3.0%.

The Company's assessment of each reporting unit's fair value in relation to its respective carrying value yielded one reporting unit with a fair value within 15 percent of its carrying value and no reporting units with a fair value below carrying value or within 10 percent of its carrying value. The reporting unit with a fair value within 15 percent of its carrying value was the Energy Services reporting unit, which had \$48.0 million of goodwill recorded at the impairment testing date. The Energy Services reporting unit has several large customers and primarily operates in the California downstream oil and gas market, which has experienced significant market changes in recent years. Projected cash flows were based on continued strength in the Central California downstream energy market and a continued, growing relationship with its primary customer base.

Impairment Review – 2017

As part of the 2017 Restructuring, which was approved by the Company's board of directors on July 28, 2017, the Company exited all non-pipe related contract applications for the Tyfo[®] system in North America. As a result of this action, the Company evaluated the goodwill of its Fyfe reporting unit and determined that a triggering event occurred. As such, the Company engaged a third-party valuation to assist management in performing a goodwill impairment review for its Fyfe reporting unit during the third quarter of 2017. In accordance with the provisions of FASB ASC 350, the Company determined the fair value of the reporting unit and compared such fair value to the carrying value of the reporting unit. For the Fyfe reporting unit, carrying value, as adjusted for the long-lived asset impairments discussed previously, exceeded fair value by approximately 45%.

Despite the Company's recent investments in sales resources to drive growth in North America, FRP technology has become more widely accepted and more contractors have become proficient with installation, which has begun to commoditize the application of the Tyfo[®] system during construction in the North American civil structure market. As a result of this and other factors, the Company decided to exit all non-pipe related contract applications for the Tyfo[®] system in North America. The Company is now focused on using its expertise in FRP technologies to promote third-party product sales, continuing pipe-related FRP installations and providing technical engineering support in the civil structural market in North America. The FRP operation in Asia remains largely unchanged as market conditions remain favorable.

The Company's decision, as noted above, lowered the expected future cash flows of the reporting unit. As a result, the values derived from both the income approach and the market approach decreased from the October 1, 2016 annual goodwill impairment analysis. The fair value for the Fyfe reporting unit decreased \$105.2 million, or 65.3%, from the previous analysis. The impairment analysis assumed a weighted average cost of capital of 17.0%, which is higher than the 16.0% utilized in the October 1, 2016 review, primarily due to rising risk-free rates on twenty-year U.S. Treasury bonds. The company-specific factors influencing discount rates remained consistent in both analyses. The impairment analysis also assumed a long-term growth rate of 2.5%, which was reduced from 3.5% used in the October 1, 2016 review. This change reflects the Company's expectations for future annual revenue growth, which were lowered from 10.8% in the previous analysis to 4.0%, primarily due to the downsizing of the North American operations. Expected gross margins were consistent between both analyses.

As of January 1, 2017, the Company adopted FASB Accounting Standards Update No. 2017-04, *Simplifying the Test for Goodwill Impairment*, which states that an impairment charge should be recognized for the amount by which the carrying amount exceeds the reporting unit's fair value. Based on the impairment analysis, the Company determined that recorded

goodwill at the Fyfe reporting unit was impaired by \$45.4 million, which was recorded to “Goodwill impairment” in the Consolidated Statement of Operations during the third quarter of 2017. As of December 31, 2017, the Company had remaining Fyfe goodwill of \$9.6 million. Projected cash flows were based, in part, on the ability to grow third-party product sales and pressure pipe contracting in North America, and maintaining a presence in other international markets. If these assumptions do not materialize in a manner consistent with Company’s expectations, there is risk of additional impairment to recorded goodwill.

Investments in Variable Interest Entities

The Company evaluates all transactions and relationships with variable interest entities (“VIE”) to determine whether the Company is the primary beneficiary of the entities in accordance with FASB ASC 810, *Consolidation*.

The Company’s overall methodology for evaluating transactions and relationships under the VIE requirements includes the following two steps:

- determine whether the entity meets the criteria to qualify as a VIE; and
- determine whether the Company is the primary beneficiary of the VIE.

In performing the first step, the significant factors and judgments that the Company considers in making the determination as to whether an entity is a VIE include:

- the design of the entity, including the nature of its risks and the purpose for which the entity was created, to determine the variability that the entity was designed to create and distribute to its interest holders;
- the nature of the Company’s involvement with the entity;
- whether control of the entity may be achieved through arrangements that do not involve voting equity;
- whether there is sufficient equity investment at risk to finance the activities of the entity; and
- whether parties other than the equity holders have the obligation to absorb expected losses or the right to receive residual returns.

If the Company identifies a VIE based on the above considerations, it then performs the second step and evaluates whether it is the primary beneficiary of the VIE by considering the following significant factors and judgments:

- whether the entity has the power to direct the activities of a variable interest entity that most significantly impact the entity’s economic performance; and
- whether the entity has the obligation to absorb losses of the entity that could potentially be significant to the variable interest entity or the right to receive benefits from the entity that could potentially be significant to the variable interest entity.

Based on its evaluation of the above factors and judgments, as of December 31, 2018, the Company consolidated any VIEs in which it was the primary beneficiary.

Financial data for consolidated variable interest entities are summarized in the following tables (in thousands):

Balance sheet data	December 31,	
	2018	2017 ⁽¹⁾
Current assets	\$ 33,066	\$ 42,732
Non-current assets	6,466	26,346
Current liabilities	12,953	12,449
Non-current liabilities	8,780	30,675

⁽¹⁾ Amounts include \$25.4 million of assets and \$9.8 million of liabilities classified as held for sale relating to our pipe coating and insulation joint venture in Louisiana, Bayou Wasco Insulation, LLC. See Note 6.

Statement of operations data	Years Ended December 31,		
	2018	2017 ⁽¹⁾	2016
Revenue	\$ 49,809	\$ 91,947	\$ 61,205
Gross profit	9,898	15,194	5,760
Net income (loss)	(1,374)	3,432	(3,075)

- (1) During 2017, increases were primarily driven from: (i) our joint venture in Louisiana, which completed its work on a large deepwater pipe coating and insulation project; and (ii) the formation of our new joint venture in South Africa.

Accounting Standards Updates

In August 2018, the FASB issued Accounting Standards Update No. 2018-13, *Fair Value Measurement: Disclosure Framework—Changes to the Disclosure Requirements for Fair Value Measurement*, which modifies the disclosure requirements for Level 1, Level 2 and Level 3 instruments in the fair value hierarchy. The guidance is effective for the Company's fiscal year beginning January 1, 2020, including interim periods within that fiscal year. The adoption of this standard is not expected to have a material impact on its consolidated financial statements.

In February 2018, the FASB issued Accounting Standards Update No. 2018-02, *Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*, which permits a company to reclassify the income tax effects of the TCJA on items within accumulated other comprehensive income to retained earnings. The guidance is effective for the Company's fiscal year beginning January 1, 2019, including interim periods within that fiscal year. Companies may adopt the new guidance using one of two transition methods: (i) retrospective to each period (or periods) in which the income tax effects are recognized, or (ii) at the beginning of the period of adoption. The Company adopted this standard effective January 1, 2019 and elected not to reclassify the tax effects due to the immaterial impact on the Company's consolidated financial statements.

In August 2017, the FASB issued Accounting Standards Update No. 2017-12, *Derivatives and Hedging (Topic 815): Targeted Improvements to Accounting for Hedging Activities*, which amends the recognition and presentation requirements for hedge accounting activities. The standard improves the financial reporting of hedging relationships to better portray the economic results of an entity's risk management activities in its financial statements and reduces the complexity of applying hedge accounting. This new guidance is effective for the Company's fiscal year beginning January 1, 2019, but the Company early-adopted this standard, effective January 1, 2018. The adoption of this standard did not have a material impact on the Company's consolidated financial statements.

In November 2016, the FASB issued Accounting Standards Update No. 2016-18, *Statement of Cash Flows (Topic 230): Restricted Cash*, which requires that a statement of cash flows explain the change during the period in the total of cash, cash equivalents, and restricted cash. As a result, restricted cash is included with cash and cash equivalents when reconciling the beginning-of-period and end-of-period total amounts shown on the statement of cash flows. This new guidance was effective for the Company's fiscal year beginning January 1, 2018 and applied retrospectively. The Company's adoption of this standard, effective January 1, 2018, did not have a material impact on its consolidated financial statements, other than the classification of restricted cash on the Consolidated Statement of Cash Flows.

In August 2016, the FASB issued Accounting Standards Update No. 2016-15, *Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments*, which addresses diversity in how certain cash receipts and cash payments are presented and classified in the statement of cash flows. The standard was effective for the Company's fiscal year beginning January 1, 2018, the adoption of which did not have a material impact on its consolidated financial statements.

In February 2016, the FASB issued Accounting Standards Update No. 2016-02, *Leases (Topic 842)*, that requires lessees to present right-of-use assets and lease liabilities on the balance sheet for all leases with lease terms longer than twelve months. The standard is effective for the Company's fiscal year beginning January 1, 2019, including interim periods within that fiscal year. The Company will adopt the new guidance using the cumulative effect method, which would apply to all new lease contracts initiated on or after January 1, 2019. The Company will also elect the package of practical expedients not to reassess prior conclusions related to contracts containing leases, lease classification and initial direct costs and the lessee practical expedient to combine lease and non-lease components. The Company also made a policy election to not recognize right-of-use assets and lease liabilities for short-term leases for all asset classes.

Based on the Company's current lease portfolio, adoption of the standard will result in a right-of-use asset and related lease liability in a range from \$60 million to \$70 million in the consolidated balance sheets. The impact to the Company's consolidated statements of income and consolidated statements of cash flows is not expected to be material. The Company is also implementing enhanced internal controls and a third-party software solution to support recognition and disclosure under the new standard.

In May 2014, the FASB issued Accounting Standards Update No. 2014-09, *Revenue from Contracts with Customers (Topic 606)*, which replaces revenue recognition requirements regarding contracts with customers to transfer goods or services with a single revenue recognition model for recognizing revenue. Under the new guidance, entities are required to recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. The guidance provides a five-step analysis to be performed on

transactions to determine when and how revenue is recognized. The Company adopted this standard, effective January 1, 2018, using the modified retrospective transition method. See Note 3.

3. REVENUES

On January 1, 2018, the Company adopted FASB ASC 606, *Revenue from Contracts with Customers* ("FASB ASC 606") for all contracts that were not completed using the modified retrospective transition method. The Company recognized the cumulative effect of initially applying FASB ASC 606 as an adjustment to the opening balance of retained earnings. Prior period information has not been restated and continues to be reported under the accounting standards in effect for those periods.

The Company recorded a net reduction to opening retained earnings of \$0.3 million as of January 1, 2018 due to the cumulative impact of adopting FASB ASC 606, with the impact primarily related to royalty license fee revenues. The impact to revenues for the year ended December 31, 2018 was an increase of \$1.8 million as a result of applying FASB ASC 606.

Performance Obligations

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 FASB ASC 606. A contract's transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied. For contracts in which construction, engineering and installation services are provided, there is generally a single performance obligation as the promise to transfer the individual goods or services is not separately identifiable from other promises in the contracts and, therefore, not distinct. The bundle of goods and services represents the combined output for which the customer has contracted. For product sales contracts with multiple performance obligations where each product is distinct, the Company allocates the contract's transaction price to each performance obligation using its best estimate of the standalone selling price of each distinct good in the contract. For royalty license agreements whereby intellectual property is transferred to the customer, there is a single performance obligation as the license is not separately identifiable from the other goods and services in the contract.

The Company's performance obligations are satisfied over time as work progresses or at a point in time. Revenues from products and services transferred to customers over time accounted for 93.5%, 93.5% and 92.2% of revenues for the years ended December 31, 2018, 2017 and 2016, respectively. Revenues from construction, engineering and installation services are recognized over time using an input measure (e.g., costs incurred to date relative to total estimated costs at completion) to measure progress toward satisfying performance obligations. Incurred cost represents work performed, which corresponds with, and thereby best depicts, the transfer of control to the customer. Contract costs include labor, material, overhead and, when appropriate, general and administrative expenses. Revenues from maintenance contracts are structured such that the Company has the right to consideration from a customer in an amount that corresponds directly with the performance completed to date. Therefore, the Company utilizes the practical expedient in FASB ASC 606-55-255, which allows the Company to recognize revenue in the amount to which it has the right to invoice. Applying this practical expedient, the Company is not required to disclose the transaction price allocated to remaining performance obligations under these agreements. Revenues from royalty license arrangements are recognized either at contract inception when the license is transferred or when the royalty has been earned, depending on whether the contract contains fixed consideration. Revenues from stand-alone product sales are recognized at a point in time, when control of the product is transferred to the customer. Revenues from these types of contracts accounted for 6.5%, 6.5% and 7.8% of revenues for the years ended December 31, 2018, 2017 and 2016, respectively.

On December 31, 2018, the Company had \$488.8 million of remaining performance obligations from construction, engineering and installation services. The Company estimates that approximately \$433.3 million, or 88.6%, of the remaining performance obligations at December 31, 2018 will be realized as revenues in the next 12 months.

Contract Estimates

Accounting for long-term contracts involves the use of various techniques to estimate total contract revenue and costs. For long-term contracts, the Company estimates the profit on a contract as the difference between the total estimated revenue and expected costs to complete a contract, and recognizes that profit over the life of the contract. Contract estimates are based on various assumptions to project the outcome of future events that sometimes span multiple years. These assumptions include labor productivity and availability; the complexity of the work to be performed; the cost and availability of materials; the performance of subcontractors; and the availability and timing of funding from the customer.

The Company's contracts do not typically contain variable consideration or other provisions that increase or decrease the transaction price. In rare situations where the transaction price is not fixed, the Company estimates variable consideration at the most likely amount to which it expects to be entitled. The Company includes estimated amounts in the transaction price to the extent it is probable that a significant reversal of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is resolved. For royalty license agreements, the Company applies the sales-based

and usage-based royalty exception and recognizes royalties at the later of: (i) when the subsequent sale or usage occurs; or (ii) the satisfaction or partial satisfaction of the performance obligation to which some or all of the sales- or usage-based royalty has been allocated. For contracts in which a portion of the transaction price is retained and paid after the good or service has been transferred to the customer, the Company does not recognize a significant financing component. The primary purpose of the retainage payment is often to provide the customer with assurance that the Company will perform its obligations under the contract, rather than to provide financing to the customer.

The Company's estimates of variable consideration and determination of whether to include estimated amounts in the transaction price are based largely on an assessment of anticipated performance and all information (historical, current and forecasted) that is reasonably available.

Revenue by Category

The following tables summarize revenues by segment and geography (in thousands):

	Year Ended December 31, 2018			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Primary geographic region:				
United States	\$ 430,187	\$ 200,397	\$ 335,707	\$ 966,291
Canada	62,292	71,320	—	133,612
Europe	54,567	12,227	—	66,794
Other foreign	57,075	109,796	—	166,871
Total revenues	\$ 604,121	\$ 393,740	\$ 335,707	\$ 1,333,568

	Year Ended December 31, 2017			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Primary geographic region:				
United States	\$ 437,944	\$ 299,643	\$ 290,726	\$ 1,028,313
Canada	60,675	79,059	—	139,734
Europe	58,520	13,319	—	71,839
Other foreign	55,015	64,118	—	119,133
Total revenues	\$ 612,154	\$ 456,139	\$ 290,726	\$ 1,359,019

	Year Ended December 31, 2016			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Primary geographic region:				
United States	\$ 425,990	\$ 249,690	\$ 248,900	\$ 924,580
Canada	47,587	81,704	—	129,291
Europe	45,046	15,192	—	60,238
Other foreign	52,928	54,883	—	107,811
Total revenues	\$ 571,551	\$ 401,469	\$ 248,900	\$ 1,221,920

The following tables summarize revenues by segment and contract type (in thousands):

	Year Ended December 31, 2018			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Contract type:				
Fixed fee	\$ 556,642	\$ 296,217	\$ 16,134	\$ 868,993
Time and materials	—	58,372	319,573	377,945
Product sales	45,030	39,151	—	84,181
License fees	2,449	—	—	2,449
Total revenues	\$ 604,121	\$ 393,740	\$ 335,707	\$ 1,333,568

	Year Ended December 31, 2017			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Contract type:				
Fixed fee	\$ 569,701	\$ 353,480	\$ 9,225	\$ 932,406
Time and materials	—	56,288	281,501	337,789
Product sales	41,878	46,371	—	88,249
License fees	575	—	—	575
Total revenues	\$ 612,154	\$ 456,139	\$ 290,726	\$ 1,359,019

	Year Ended December 31, 2016			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Contract type:				
Fixed fee	\$ 524,311	\$ 301,114	\$ 14,838	\$ 840,263
Time and materials	—	52,240	234,062	286,302
Product sales	47,232	48,115	—	95,347
License fees	8	—	—	8
Total revenues	\$ 571,551	\$ 401,469	\$ 248,900	\$ 1,221,920

Contract Balances

The timing of revenue recognition, billings and cash collections results in billed accounts receivable, contract assets and contract liabilities on the Consolidated Balance Sheets. Contract assets represent work performed that could not be billed either due to contract stipulations or the required contractual documentation has not been finalized. Substantially all unbilled amounts are expected to be billed and collected within one year.

For fixed fee and time-and-materials based contracts, amounts are billed as work progresses in accordance with agreed-upon contractual terms, either at periodic intervals or upon achievement of contractual milestones. Generally, billing occurs subsequent to revenue recognition, resulting in contract assets. For some royalty license arrangements, minimum amounts are billed over the license term as quarterly royalty amounts are determined. This results in contract assets as the Company recognizes revenue for the license when the license is transferred to the customer at contract inception. The Company's contract liabilities consist of advance payments, billings in excess of revenue recognized and deferred revenue.

The Company's contract assets and contract liabilities are reported in a net position on a contract-by-contract basis at the end of each reporting period. Advance payments, billings in excess of revenue recognized and deferred revenue are each classified as current.

Net contract assets (liabilities) consisted of the following (in thousands):

	December 31, 2018 ⁽¹⁾	December 31, 2017 ⁽²⁾
Contract assets – current	\$ 62,467	\$ 75,371
Contract liabilities – current ⁽³⁾	(32,339)	(51,597)
Net contract assets	\$ 30,128	\$ 23,774

⁽¹⁾ Amounts exclude contract assets of \$1.8 million and contract liabilities of less than \$0.1 million that were classified as held for sale at December 31, 2018 (see Note 6).

⁽²⁾ Amounts exclude contract assets of \$1.3 million and contract liabilities of \$5.5 million that were classified as held for sale at December 31, 2017 (see Note 6).

⁽³⁾ Decrease primarily due to the timing of billing and advance deposits received on certain projects in the Company's coating services operation in the Middle East.

Included in the change of total net contract assets was a \$12.9 million decrease in contract assets, primarily related to the timing between work performed on open contracts and contractual billing terms, and a \$19.3 million decrease in contract liabilities, primarily related to the timing of customer advances on certain contracts.

Substantially all of the \$51.6 million and \$62.7 million contract liabilities balances at December 31, 2017 and December 31, 2016, respectively, were recognized in revenues during 2018 and 2017, respectively.

Impairment losses recognized on receivables and contract assets were not material during 2018, 2017 and 2016.

4. RESTRUCTURING

2017 Restructuring

On July 28, 2017, the Company's board of directors approved the 2017 Restructuring. As part of the 2017 Restructuring, the Company announced plans to: (i) divest Bayou; (ii) exit all non-pipe related contract applications for the Tyfo[®] system in North America; (iii) right-size the cathodic protection services operation in Canada and the CIPP businesses in Australia and Denmark; and (iv) reduce corporate and other operating costs.

During 2018, the Company's board of directors approved additional actions with respect to the 2017 Restructuring, which included the decisions to: (i) divest the Australia and Denmark CIPP businesses; (ii) take actions to further optimize operations within North America, including measures to reduce consolidated operating costs; and (iii) divest or otherwise exit multiple additional international businesses, including: (a) the Company's cathodic protection installation activities in the Middle East, including Corppower International Limited, the Company's cathodic protection materials manufacturing and production joint venture in Saudi Arabia; (b) United Pipeline de Mexico S.A. de C.V., the Company's Tite Liner[®] joint venture in Mexico; (c) the Company's Tite Liner[®] businesses in Brazil and Argentina; (d) Aegion South Africa Proprietary Limited, the Company's Tite Liner[®] and CIPP joint venture in the Republic of South Africa; and (e) the Company's CIPP contract installation operations in England.

Total pre-tax 2017 Restructuring and related impairment charges since inception were \$139.7 million (\$125.9 million post-tax) and consisted of cash charges totaling \$25.8 million and non-cash charges totaling \$113.9 million. Cash charges included employee severance, retention, extension of benefits, employment assistance programs and other restructuring costs associated with the restructuring efforts described above. Non-cash charges included (i) \$86.4 million related to goodwill and long-lived asset impairment charges recorded in 2017 as part of exiting the non-pipe FRP contracting market in North America, and (ii) \$27.5 million related to allowances for accounts receivable, write-offs of inventory and long-lived assets, impairment of definite-lived intangible assets, as well as net losses on the disposal of both domestic and international entities. The Company reduced headcount by approximately 360 employees as a result of these actions.

The Company expects to incur additional cash and non-cash charges of \$15 million to \$19 million during 2019. The identified charges are primarily focused in the international operations of both Infrastructure Solutions and Corrosion Protection, but will also include certain charges in Energy Services to a lesser extent. The Company expects to reduce headcount by an additional 100 employees as a result of these further actions.

During 2018 and 2017, the Company recorded pre-tax expenses related to the 2017 Restructuring as follows (in thousands):

	Year Ended December 31, 2018			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Severance and benefit related costs	\$ 3,124	\$ 1,178	\$ 234	\$ 4,536
Lease and contract termination costs	1,999	175	—	2,174
Relocation and other moving costs	184	—	—	184
Other restructuring costs ⁽¹⁾	14,036	8,400	156	22,592
Total pre-tax restructuring charges ⁽²⁾	\$ 19,343	\$ 9,753	\$ 390	\$ 29,486

⁽¹⁾ Includes charges primarily related to certain wind-down costs, allowances for accounts receivable, fixed asset disposals and other restructuring-related costs in connection with exiting non-pipe-related contract applications for the Tyfo[®] system in North America, divesting the CIPP operations in Australia and Denmark, and exiting the cathodic protection operations in the Middle East. Amounts also include goodwill and definite-lived intangible asset impairments related to Denmark and definite-lived intangible asset impairments related to the cathodic protection operations in the Middle East.

⁽²⁾ Includes \$1.6 million of corporate-related restructuring charges that have been allocated to the reportable segments.

	Year Ended December 31, 2017		
	Infrastructure Solutions	Corrosion Protection	Total
Severance and benefit related costs	\$ 4,587	\$ 2,758	\$ 7,345
Lease and contract termination costs	4,545	775	5,320
Relocation and other moving costs	26	121	147
Other restructuring costs ⁽¹⁾	8,668	2,263	10,931
Total pre-tax restructuring charges ⁽²⁾	\$ 17,826	\$ 5,917	\$ 23,743

⁽¹⁾ Includes charges primarily related to exiting non-pipe-related applications for the Tyfo[®] system in North America and right-sizing the cathodic protection services operation in Canada, inclusive of wind-down costs, professional fees, patent write offs, fixed asset disposals and certain other restructuring and related charges.

⁽²⁾ Includes \$1.3 million of corporate-related restructuring charges that have been allocated to the Infrastructure Solutions and Corrosion Protection reportable segments.

2017 Restructuring costs related to severance, other termination benefit costs and early lease and contract termination costs were \$6.9 million and \$12.8 million in 2018 and 2017, respectively, and are reported on a separate line in the Consolidated Statements of Operations.

The following tables summarize charges related to the 2017 Restructuring recognized in 2018 and 2017 as presented in their affected line in the Consolidated Statements of Operations (in thousands):

	Year Ended December 31, 2018			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total ⁽¹⁾
Cost of revenues	\$ 1,282	\$ 599	\$ —	\$ 1,881
Operating expenses	7,976	5,187	156	13,319
Goodwill impairment	1,389	—	—	1,389
Definite-lived intangible asset impairment	910	1,124	—	2,034
Restructuring and related charges	5,306	1,354	234	6,894
Other expense ⁽²⁾	2,480	1,489	—	3,969
Total pre-tax restructuring charges	\$ 19,343	\$ 9,753	\$ 390	\$ 29,486

⁽¹⁾ Total pre-tax restructuring charges include cash charges of \$12.1 million and non-cash charges of \$17.4 million. Cash charges consist of charges incurred during the year that will be settled in cash, either during the current period or future periods.

⁽²⁾ Includes charges related to the loss on disposal of restructured entities, including the release of cumulative currency translation adjustments resulting from those disposals.

	Year Ended December 31, 2017		
	Infrastructure Solutions	Corrosion Protection	Total ⁽¹⁾
Cost of revenues	\$ 30	\$ 15	\$ 45
Operating expenses	8,636	2,248	10,884
Restructuring and related charges	9,160	3,654	12,814
Total pre-tax restructuring charges	\$ 17,826	\$ 5,917	\$ 23,743

⁽¹⁾ Total pre-tax restructuring charges include cash charges of \$13.6 million and non-cash charges of \$10.1 million. Cash charges consist of charges incurred during the year that will be settled in cash, either during the current period or future periods.

The following tables summarize the 2017 Restructuring activity during 2018 and 2017 (in thousands):

	Reserves at December 31, 2017	2018 Charge to Income	Foreign Currency Translation	Utilized in 2018		Reserves at December 31, 2018
				Cash ⁽¹⁾	Non-Cash	
Severance and benefit related costs	\$ 3,864	\$ 4,536	\$ (69)	\$ 6,589	\$ —	\$ 1,742
Lease and contract termination costs	650	2,174	(19)	2,446	—	359
Relocation and other moving costs	—	184	—	184	—	—
Other restructuring costs	675	22,592	(3)	5,581	17,372	311
Total pre-tax restructuring charges	\$ 5,189	\$ 29,486	\$ (91)	\$ 14,800	\$ 17,372	\$ 2,412

⁽¹⁾ Refers to cash utilized to settle charges during 2018.

	2017 Charge to Income	Utilized in 2017		Reserves at December 31, 2017
		Cash ⁽¹⁾	Non-Cash	
Severance and benefit related costs	\$ 7,345	\$ 3,481	\$ —	\$ 3,864
Lease and contract termination costs	5,320	2,706	1,964	650
Relocation and other moving costs	147	147	—	—
Other restructuring costs	10,931	2,140	8,116	675
Total pre-tax restructuring charges	\$ 23,743	\$ 8,474	\$ 10,080	\$ 5,189

⁽¹⁾ Refers to cash utilized to settle charges during 2017.

2016 Restructuring

On January 4, 2016, the Company's board of directors approved the 2016 Restructuring to reduce its exposure to the upstream oil markets and to reduce consolidated expenses. During 2016, the Company completed its restructuring, which included repositioning Energy Services' upstream operations in California, reducing Corrosion Protection's upstream exposure by divesting its interest in a Canadian pipe coating joint venture, right-sizing Corrosion Protection to compete more effectively and reducing corporate and other operating costs. The 2016 Restructuring reduced consolidated annual expenses by approximately \$17.4 million, of which approximately \$1.2 million, \$6.6 million and \$5.6 million related to recognized savings within Infrastructure Solutions, Corrosion Protection and Energy Services, respectively, and \$4.0 million related to reduced corporate costs. Cost savings were achieved primarily through office closures and reducing headcount by 964 employees, or 15.5% of the Company's total workforce as of December 31, 2015.

The Company recorded total pre-tax charges, most of which were cash charges, of \$16.1 million (\$10.3 million post-tax) in connection with the 2016 Restructuring. These charges included employee severance, retention, extension of benefits, early lease termination and other restructuring costs associated with the restructuring efforts described above.

During 2016, the Company recorded pre-tax expense related to the 2016 Restructuring as follows (in thousands):

	Year Ended December 31, 2016			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Severance and benefit related costs	\$ 2,249	\$ 3,588	\$ 1,559	\$ 7,396
Lease termination costs	—	154	983	1,137
Relocation and other moving costs	307	62	193	562
Other restructuring costs ⁽¹⁾	808	761	5,436	7,005
Total pre-tax restructuring charges ⁽²⁾	\$ 3,364	\$ 4,565	\$ 8,171	\$ 16,100

⁽¹⁾ For Energy Services, includes charges primarily related to downsizing the Company's upstream operations in California, inclusive of wind-down costs, professional fees, fixed asset disposals and certain other restructuring charges.

⁽²⁾ Includes \$1.4 million of corporate-related restructuring charges that have been allocated to the Infrastructure Solutions, Corrosion Protection and Energy Services reportable segments.

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2016 Restructuring costs related to severance, other termination benefit costs and early lease termination costs were \$9.1 million in 2016 and reported on a separate line in the Consolidated Statements of Operations.

The following tables summarize all charges related to the 2016 Restructuring recognized in 2016 as presented in their affected line in the Consolidated Statements of Operations (in thousands):

	Year Ended December 31, 2016			
	Infrastructure Solutions	Corrosion Protection	Energy Services	Total ⁽¹⁾
Cost of revenues	\$ —	\$ 278	\$ —	\$ 278
Operating expenses	559	483	5,436	6,478
Restructuring and related charges	2,557	3,803	2,735	9,095
Other expense	249	—	—	249
Total pre-tax charges	\$ 3,365	\$ 4,564	\$ 8,171	\$ 16,100

⁽¹⁾ Total pre-tax restructuring charges include cash charges of \$15.3 million and non-cash charges of \$0.8 million for in 2016. Cash charges consist of charges incurred during the period that will be settled in cash, either during the current period or future periods.

The following tables summarize the 2016 Restructuring activity during 2017 and 2016 (in thousands):

	Reserves at December 31, 2016	2017 Charge to Income	Utilized in 2017		Reserves at December 31, 2017
			Cash ⁽¹⁾	Non-Cash	
Severance and benefit related costs	\$ 645	\$ —	\$ 645	\$ —	\$ —
Lease termination costs	125	—	125	—	—
Relocation and other moving costs	10	—	10	—	—
Other restructuring costs	120	—	120	—	—
Total pre-tax restructuring charges	\$ 900	\$ —	\$ 900	\$ —	\$ —

⁽¹⁾ Refers to cash utilized to settle charges during 2017.

	2016 Charge to Income	Utilized in 2016		Reserves at December 31, 2016
		Cash ⁽¹⁾	Non-Cash	
Severance and benefit related costs	\$ 7,396	\$ 6,751	\$ —	\$ 645
Lease termination costs	1,137	1,012	—	125
Relocation and other moving costs	562	552	—	10
Other restructuring costs	7,005	6,120	765	120
Total pre-tax restructuring charges	\$ 16,100	\$ 14,435	\$ 765	\$ 900

⁽¹⁾ Refers to cash utilized to settle charges during 2016.

5. SUPPLEMENTAL BALANCE SHEET INFORMATION

Allowance for Doubtful Accounts

Activity in the allowance for doubtful accounts is summarized as follows (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Balance, beginning of year	\$ 5,775	\$ 6,098	\$ 14,524
Bad debt expense ⁽¹⁾	8,188	3,155	1,083
Write-offs and adjustments ⁽²⁾	(4,268)	(3,478)	(9,509)
Balance, end of year	\$ 9,695	\$ 5,775	\$ 6,098

⁽¹⁾ The Company recorded bad debt expense (reversals) of \$5.3 million, \$0.4 million and \$(0.6) million in 2018, 2017 and 2016, respectively, as part of the restructuring efforts (see Note 4) and was primarily due to the exiting of certain low-return businesses mainly in foreign locations.

⁽²⁾ 2016 includes the write-off of a \$7.5 million reserve related to long-dated receivables, which were in litigation or dispute, within Infrastructure Solutions.

Inventories

Inventories are summarized as follows (in thousands):

	December 31,	
	2018 ⁽¹⁾	2017
Raw materials and supplies	\$ 29,343	\$ 30,265
Work-in-process	2,510	3,246
Finished products	15,205	13,596
Construction materials	9,379	16,862
Total	\$ 56,437	\$ 63,969

⁽¹⁾ During 2018, the Company incurred non-cash charges of \$2.8 million related to estimates for inventory obsolescence within its cathodic protection operations. The charges were recorded to cost of revenues in the Consolidated Statement of Operations.

Property, Plant and Equipment

Property, plant and equipment consisted of the following (in thousands):

	Estimated Useful Lives (Years)	December 31,	
		2018	2017
Land and land improvements		\$ 10,521	\$ 10,258
Buildings and improvements	5 — 40	47,430	47,725
Machinery and equipment	4 — 10	147,918	159,626
Furniture and fixtures	3 — 10	37,471	35,149
Autos and trucks	3 — 10	51,129	54,039
Construction in progress		14,626	8,424
		309,095	315,221
Less – Accumulated depreciation		(202,036)	(206,181)
Property, plant & equipment, less accumulated depreciation		\$ 107,059	\$ 109,040

Depreciation expense was \$23.9 million, \$29.3 million and \$30.4 million for the years ended December 31, 2018, 2017 and 2016, respectively. The decrease in 2018 was primarily due to the held for sale classification, and subsequent sale thereof, of Bayou's assets and a partial year classification for Australia's assets during 2018.

Accrued Expenses

Accrued expenses consisted of the following (in thousands):

	December 31,	
	2018	2017
Vendor and other accrued expenses	\$ 35,450	\$ 35,193
Estimated casualty and healthcare liabilities	17,419	14,772
Job costs	9,878	9,585
Accrued compensation	23,882	27,901
Income taxes payable	1,391	4,560
Total	<u>\$ 88,020</u>	<u>\$ 92,011</u>

6. ASSETS AND LIABILITIES HELD FOR SALE

On May 14, 2018, the Company's board of directors approved a plan to divest the assets and liabilities of Australia (see Note 1). The Company is currently in discussions with a third party and management believes that it is probable that a sale will occur in the first half of 2019.

On July 28, 2017, the Company's board of directors approved a plan to sell the assets and liabilities of Bayou. The Company completed a sale transaction during the third quarter of 2018. See Note 1.

The relevant asset and liability balances at December 31, 2018 and 2017 are accounted for as held for sale and measured at the lower of carrying value or fair value less cost to sell. No impairment charges were recorded on these assets as the net carrying value approximated or was less than management's current expectation of fair value less cost to sell. In the event the Company is unable to sell the assets and liabilities or sells them at a price or on terms that are less favorable, or at a higher cost than currently anticipated, the Company could incur impairment charges or a loss on disposal.

The following table provides the components of assets and liabilities held for sale (in thousands):

	December 31,	
	2018	2017
	<i>Australia</i>	<i>Bayou</i>
Assets held for sale:		
Current assets		
Cash and cash equivalents	\$ —	\$ 989
Receivables, net	1,309	6,368
Retainage	15	—
Contract assets	1,777	1,299
Inventories	2,123	3,727
Prepaid expenses and other current assets	300	827
Total current assets	<u>5,524</u>	<u>13,210</u>
Property, plant & equipment, less accumulated depreciation	2,268	53,887
Identified intangible assets, less accumulated amortization	—	3,217
Total assets held for sale	<u>\$ 7,792</u>	<u>\$ 70,314</u>
Liabilities held for sale:		
Current liabilities		
Accounts payable	\$ 1,331	\$ 5,763
Accrued expenses	3,891	1,805
Contract liabilities	38	5,478
Total current liabilities	<u>5,260</u>	<u>13,046</u>
Long-term debt	—	7,757
Other non-current liabilities	—	97
Total liabilities held for sale	<u>\$ 5,260</u>	<u>\$ 20,900</u>

7. GOODWILL AND INTANGIBLE ASSETS

Goodwill

The following table presents a reconciliation of the beginning and ending balances of goodwill (in millions):

	Infrastructure Solutions	Corrosion Protection	Energy Services	Total
Balance, December 31, 2016				
Goodwill, gross	\$ 239,494	\$ 73,875	\$ 80,246	\$ 393,615
Accumulated impairment losses	(16,069)	(45,400)	(33,527)	(94,996)
Goodwill, net	223,425	28,475	46,719	298,619
2017 Activity:				
Acquisitions ⁽¹⁾	3,355	—	—	3,355
Impairments ⁽²⁾	(45,390)	—	—	(45,390)
Foreign currency translation	3,637	494	—	4,131
Balance, December 31, 2017				
Goodwill, gross	246,486	74,369	80,246	401,101
Accumulated impairment losses	(61,459)	(45,400)	(33,527)	(140,386)
Goodwill, net	185,027	28,969	46,719	260,715
2018 Activity:				
Acquisitions ⁽³⁾	—	2,715	1,258	3,973
Impairments ⁽⁴⁾	(1,389)	—	—	(1,389)
Foreign currency translation	(1,965)	(701)	—	(2,666)
Balance, December 31, 2018				
Goodwill, gross	244,521	76,383	81,504	402,408
Accumulated impairment losses	(62,848)	(45,400)	(33,527)	(141,775)
Goodwill, net	<u>\$ 181,673</u>	<u>\$ 30,983</u>	<u>\$ 47,977</u>	<u>\$ 260,633</u>

⁽¹⁾ During 2017, the Company recorded goodwill of \$3.4 million related to the acquisition of Environmental Techniques (see Note 1).

⁽²⁾ During 2017, the Company recorded a \$45.4 million goodwill impairment to its Fyfe reporting unit (see Note 2).

⁽³⁾ During 2018, the Company recorded goodwill of \$2.7 million and \$1.3 million related to the acquisitions of Hebna and P2S, respectively (see Note 1).

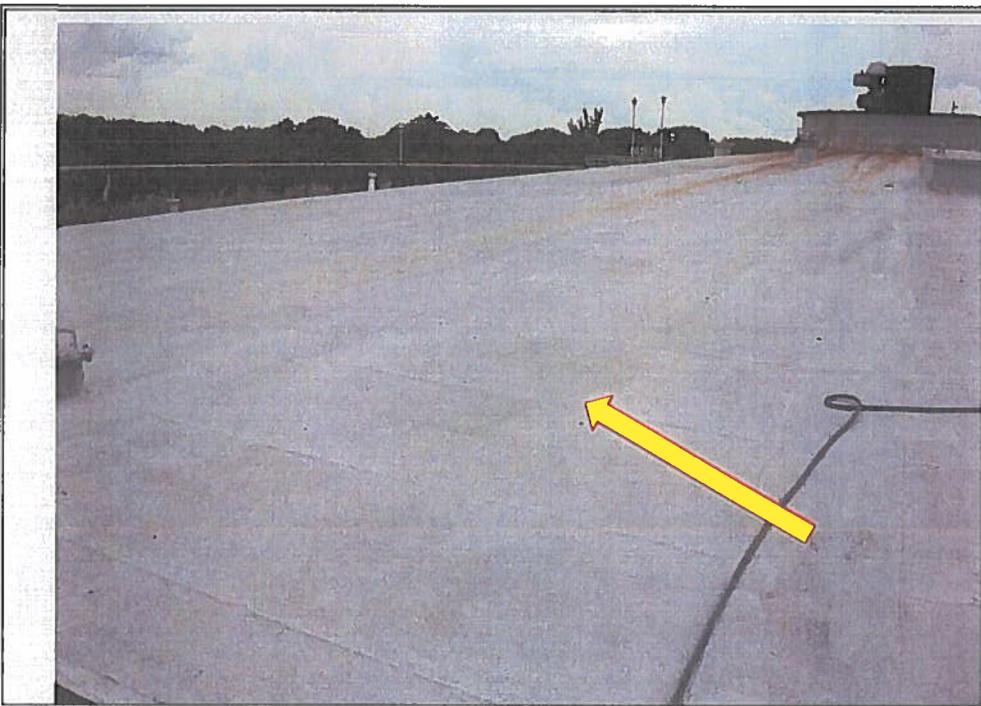
⁽⁴⁾ During 2018, the Company recorded a \$1.4 million goodwill impairment related to restructuring activities in Denmark (see Note 4).

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Photograph of HSA A22 - The white roof penetration cement found to contain asbestos by PLM analysis.



4

Photograph of HSA A23 - The rolled asphalt roof found to contain asbestos by PLM analysis.

Intangible Assets

Intangible assets consisted of the following (in thousands):

	December 31, 2018			December 31, 2017			
	Weighted Average Useful Lives (Years)	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount	Gross Carrying Amount	Accumulated Amortization	Net Carrying Amount
License agreements ⁽³⁾	1.6	\$ 3,894	\$ (3,716)	\$ 178	\$ 4,497	\$ (3,623)	\$ 874
Leases	2.0	864	(689)	175	796	(534)	262
Trademarks ⁽²⁾⁽³⁾	9.8	15,751	(6,202)	9,549	15,464	(6,184)	9,280
Non-competes ⁽¹⁾⁽²⁾	4.3	2,529	(1,229)	1,300	1,197	(1,048)	149
Customer relationships ⁽¹⁾⁽²⁾⁽³⁾	8.9	159,719	(66,753)	92,966	160,423	(56,907)	103,516
Patents and acquired technology	5.6	38,338	(22,810)	15,528	39,285	(21,021)	18,264
		<u>\$ 221,095</u>	<u>\$ (101,399)</u>	<u>\$ 119,696</u>	<u>\$ 221,662</u>	<u>\$ (89,317)</u>	<u>\$ 132,345</u>

⁽¹⁾ During 2018, the Company recorded non-competes of \$1.1 million and customer relationships of \$1.3 million related to the acquisition of Hebna (see Note 1).

⁽²⁾ During 2018, the Company recorded trademarks of \$0.3 million, non-competes of \$0.2 million and customer relationships of \$0.7 million related to the acquisition of P2S (see Note 1).

⁽³⁾ During 2018, the Company recorded intangible asset impairments related to restructuring activities in Denmark of \$0.5 million for license agreements, \$0.1 million for trademarks, and \$0.3 million for customer relationships (see Note 4).

Amortization expense was \$14.0 million, \$16.1 million and \$16.4 million for the years ended December 31, 2018, 2017 and 2016, respectively. Estimated amortization expense by year is as follows (in thousands):

Year	Amount
2019	\$ 13,641
2020	13,603
2021	13,400
2022	13,400
2023	13,270

8. LONG-TERM DEBT AND CREDIT FACILITY

Long-term debt consisted of the following (in thousands):

	December 31,	
	2018	2017
Term note, due February 27, 2023, annualized rates of 4.59% and 3.60%, respectively	\$ 282,188	\$ 308,437
Line of credit, 4.45% and 3.50%, respectively	31,000	38,000
Other notes with interest rates from 3.3% to 7.8%	1,031	875
Subtotal	<u>314,219</u>	<u>347,312</u>
Less – Current maturities and notes payable	29,469	26,555
Less – Unamortized loan costs	2,747	2,517
Total	<u>\$ 282,003</u>	<u>\$ 318,240</u>

At December 31, 2018, principal payments required to be made for each of the next five years are summarized as follows (in thousands):

Year	Amount
2019	\$ 29,469
2020	32,033
2021	25,060
2022	30,844
2023	196,813
Thereafter	—
Total	\$ 314,219

Financing Arrangements

In October 2015, the Company entered into an amended and restated \$650.0 million senior secured credit facility with a syndicate of banks. In February 2018 and December 2018, the Company amended this facility (the “amended Credit Facility”). Bank of America, N.A. served as the sole administrative agent and U.S. Bank National Association, PNC Bank, National Association and Compass Bank acted as co-syndication agents. Merrill Lynch Pierce Fenner & Smith Incorporated, U.S. Bank National Association, PNC Capital Markets, LLC and Compass Bank acted as joint lead arrangers and joint book managers in the syndication of the amended Credit Facility.

The amended Credit Facility consists of a \$300.0 million five-year revolving line of credit and a \$308.4 million five-year term loan facility. Interest terms from the Company’s original credit facility did not change under the amendment. The amended Credit Facility also: (i) extended the expiration date of the original credit facility and the amortization period for the term loan facility from October 2020 to February 2023; (ii) approved the sale of Bayou; and (iii) updated the defined terms to allow for the add-back of certain charges related to the 2017 Restructuring when calculating the Company’s compliance with the financial covenants. As required by the amended Credit Facility, net cash proceeds of \$35 million from the sale of Bayou were applied against the outstanding borrowings on the revolving line of credit during 2018. Additionally, and in conjunction with the sale, the maximum aggregate principal amount of the revolving line of credit was permanently reduced from \$300.0 million to \$275.0 million.

During 2018, the Company paid expenses of \$3.1 million associated with the amended Credit Facility, \$1.4 million related to up-front lending fees and \$1.7 million related to third-party arranging fees and expenses, the latter of which was recorded in “Interest expense” in the Consolidated Statement of Operations in 2018. In addition, the Company had \$2.4 million in unamortized loan costs associated with the original Credit Facility, of which \$0.6 million was written off and recorded in “Interest expense” in the Consolidated Statement of Operations in 2018.

Generally, interest is charged on the principal amounts outstanding under the amended Credit Facility at the British Bankers Association LIBOR rate plus an applicable rate ranging from 1.25% to 2.25% depending on the Company’s consolidated leverage ratio. The Company can also opt for an interest rate equal to a base rate (as defined in the credit documents) plus an applicable rate, which is also based on the Company’s consolidated leverage ratio. The applicable LIBOR borrowing rate (LIBOR plus Company’s applicable rate) as of December 31, 2018 was approximately 4.45%.

The Company’s indebtedness at December 31, 2018 consisted of \$282.2 million outstanding from the \$308.4 million term loan under the amended Credit Facility, \$31.0 million on the line of credit under the amended Credit Facility and \$1.0 million of third-party notes and bank debt. During 2018, the Company had net repayments on the line of credit of \$7.0 million, which included a \$35.0 million repayment from the proceeds on the Bayou sale, net of borrowings of \$28.0 million for domestic working capital needs.

As of December 31, 2018, the Company had \$27.9 million in letters of credit issued and outstanding under the amended Credit Facility. Of such amount, \$12.3 million was collateral for the benefit of certain of our insurance carriers and \$15.5 million was for letters of credit or bank guarantees of performance or payment obligations of foreign subsidiaries.

The Company’s indebtedness at December 31, 2017 consisted of \$308.4 million outstanding from the term loan under the Credit Facility, \$38.0 million on the line of credit under the Credit Facility and \$0.9 million of third-party notes and bank debt. Additionally, the Company had \$7.8 million of debt held by a joint venture (representing funds loaned by its joint venture partner) listed as held for sale at December 31, 2017 related to the planned sale of Bayou.

At December 31, 2018 and 2017, the estimated fair value of the Company’s long-term debt was approximately \$307.7 million and \$356.0 million, respectively. Fair value was estimated using market rates for debt of similar risk and maturity and a discounted cash flow model, which are based on Level 3 inputs as defined in Note 13.

In October 2015, the Company entered into an interest rate swap agreement for a notional amount of \$262.5 million, which is set to expire in October 2020. The notional amount of this swap mirrors the amortization of a \$262.5 million portion of the Company's \$350.0 million term loan drawn from the original Credit Facility. The swap requires the Company to make a monthly fixed rate payment of 1.46% calculated on the amortizing \$262.5 million notional amount, and provides for the Company to receive a payment based upon a variable monthly LIBOR interest rate calculated on the same amortizing \$262.5 million notional amount. The receipt of the monthly LIBOR-based payment offsets a variable monthly LIBOR-based interest cost on a corresponding \$262.5 million portion of the Company's term loan from the original Credit Facility. After considering the impact of the interest rate swap agreement, the effective borrowing rate on the Company's term note as of December 31, 2018 was approximately 3.79%. This interest rate swap is used to partially hedge the interest rate risk associated with the volatility of monthly LIBOR rate movement and is accounted for as a cash flow hedge. See Note 13.

On March 12, 2018, the Company entered into an interest rate swap forward agreement that begins in October 2020 and expires in February 2023 to coincide with the amortization period of the amended Credit Facility. The swap will require the Company to make a monthly fixed rate payment of 2.937% calculated on the then amortizing \$170.6 million notional amount, and provides for the Company to receive a payment based upon a variable monthly LIBOR interest rate calculated on the same amortizing \$170.6 million notional amount. The receipt of the monthly LIBOR-based payment will offset the variable monthly LIBOR-based interest cost on a corresponding \$170.6 million portion of the Company's term loan from the amended Credit Facility. This interest rate swap will be used to partially hedge the interest rate risk associated with the volatility of monthly LIBOR rate movement and accounted for as a cash flow hedge. See Note 13.

The amended Credit Facility is subject to certain financial covenants, including a consolidated financial leverage ratio and consolidated fixed charge coverage ratio. Subject to the specifically defined terms and methods of calculation as set forth in the amended Credit Facility's credit agreement, the financial covenant requirements, as of each quarterly reporting period end, are defined as follows:

- Consolidated financial leverage ratio, as amended, compares consolidated funded indebtedness to amended Credit Facility defined income with a maximum amount not to exceed 3.5 to 1.00. At December 31, 2018, the Company's consolidated financial leverage ratio was 2.94 to 1.00 and, using the amended Credit Facility defined income, the Company had the capacity to borrow up to \$61.6 million of additional debt.
- Consolidated fixed charge coverage ratio, as amended, compares amended Credit Facility defined income to amended Credit Facility defined fixed charges with a minimum permitted ratio of not less than 1.25 to 1.00. At December 31, 2018, the Company's fixed charge ratio was 1.42 to 1.00.

At December 31, 2018, the Company was in compliance with all of its debt and financial covenants as required under the amended Credit Facility.

9. STOCKHOLDERS' EQUITY

Share Repurchase Plan

In October 2017, the Company's board of directors authorized the open market repurchase of up to \$40.0 million of the Company's common stock to be made during 2018. That authorization was reduced to \$30 million in 2018 in connection with the execution of the amended Credit Facility. The Company began repurchasing shares under this program in January 2018. In December 2018, the Company's board of directors authorized the open market repurchase of up to two million shares of the Company's common stock. The program did not establish a time period in which the repurchases had to be made. In December 2018, the Company amended its Credit Facility, which limits the open market share repurchases to \$32.0 million for 2019. Once repurchased, the Company promptly retires such shares.

The Company is also authorized to repurchase up to \$10.0 million of the Company's common stock in each calendar year in connection with the Company's equity compensation programs for employees. The participants in the Company's equity plans may surrender shares of common stock in satisfaction of tax obligations arising from the vesting of restricted stock and restricted stock unit awards under such plans and in connection with the exercise of stock option awards. The deemed price paid is the closing price of the Company's common stock on The Nasdaq Global Select Market on the date that the restricted stock or restricted stock unit vests or the shares of the Company's common stock are surrendered in exchange for stock option exercises. With regard to stock option awards, the option holder may elect a "net, net" exercise in connection with the exercise of employee stock options such that the option holder receives a number of shares equal to the built-in gain in the option shares divided by the market price of the Company's common stock on the date of exercise, less a number of shares equal to the taxes due upon the exercise of the option divided by the market price of the Company's common stock on the date of exercise. The shares of Company common stock surrendered to the Company for taxes due on the exercise of the option are deemed repurchased by the Company.

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During 2018, the Company acquired 949,464 shares of the Company's common stock for \$20.3 million (\$21.36 average price per share) through the open market repurchase programs discussed above and 228,068 shares of the Company's common stock for \$5.5 million (\$24.08 average price per share) in connection with the satisfaction of tax obligations in connection with the vesting of restricted stock and restricted stock units. Once repurchased, the Company immediately retired all such shares. During 2018, the Company did not acquire any of the Company's common stock in connection with "net, net" exercises of employee stock options.

During 2017, the Company acquired 1,599,093 shares of the Company's common stock for \$35.3 million (\$22.10 average price per share) through open market repurchase programs and 112,899 shares of the Company's common stock for \$2.5 million (\$22.15 average price per share) in connection with the satisfaction of tax obligations in connection with the vesting of restricted stock and restricted stock units. Once repurchased, the Company immediately retired all such shares. During 2017, the Company did not acquire any of the Company's common stock in connection with "net, net" exercises of employee stock options.

During 2016, the Company acquired 2,226,875 shares of the Company's common stock for \$41.8 million (\$18.76 average price per share) through open market repurchase programs and 61,039 shares of the Company's common stock for \$1.2 million (\$19.65 average price per share) in connection with the satisfaction of tax obligations in connection with the vesting of restricted stock and restricted stock units. In addition, during 2016, the Company acquired 61,980 shares of the Company's common stock in connection with "net, net" exercises of employee stock options for a gross value of \$1.5 million (\$1.2 million in cash value). Once repurchased, the Company immediately retired all such shares.

Equity-Based Compensation Plans

Employee Plans

In April 2016, the Company's stockholders approved the 2016 Employee Equity Incentive Plan, which was amended in 2017 by the First Amendment to the 2016 Employee Equity Incentive Plan (as amended, the "2016 Employee Plan"). In April 2018, the Company's stockholders approved the Second Amendment to the 2016 Employee Equity Incentive Plan, which increased by 1,700,000 the number of shares of the Company's common stock reserved and available for issuance in connection with awards issued under the 2016 Employee Plan. The 2016 Employee Plan, which replaced the 2013 Employee Equity Incentive Plan, provides for equity-based compensation awards, including restricted shares of common stock, performance awards, stock options, stock units and stock appreciation rights. The 2016 Employee Plan is administered by the compensation committee of the board of directors, which determines eligibility, timing, pricing, amount and other terms or conditions of awards. As of December 31, 2018, 2,749,367 shares of the Company's common stock were available for issuance under the 2016 Employee Plan.

Prior to the 2016 Employee Plan, the board of directors administered the 2013 Employee Equity Incentive Plan (the "2013 Employee Plan") and the 2009 Employee Equity Incentive Plan (the "2009 Employee Plan"). At December 31, 2018, there were no options and 412,327 unvested shares of restricted stock and restricted stock units outstanding under the 2013 Employee Plan, and 52,783 options and no unvested shares of restricted stock and restricted stock units outstanding under the 2009 Employee Plan.

Director Plans

In April 2016, the Company's stockholders also approved the 2016 Non-Employee Director Equity Incentive Plan (the "2016 Director Plan"), which replaced the 2011 Non-Employee Director Equity Incentive Plan. The 2016 Director Plan provides for equity-based compensation awards, including non-qualified stock options and stock units. The board of directors administers the 2016 Director Plan and has the authority to establish, amend and rescind any rules and regulations related to the 2016 Director Plan. As of December 31, 2018, 71,580 shares of the Company's common stock were available for issuance under the 2016 Director Plan.

Prior to the 2016 Director Plan, the board of directors administered the 2011 Non-Employee Director Equity Plan ("2011 Director Plan"), the 2006 Non-Employee Director Equity Plan ("2006 Director Plan") and the 2001 Non-Employee Director Equity Plan ("2001 Director Plan"), all of which contained substantially the same provisions as the current plan. At December 31, 2018, there were 91,058 deferred stock units outstanding under the 2011 Director Plan, 46,841 deferred stock units outstanding under the 2006 Director Plan and 54,575 deferred stock units outstanding under the 2001 Director Equity Plan.

Activity and related expense associated with these plans are described in Note 10.

10. EQUITY-BASED COMPENSATION

Stock Awards

Stock awards, which include shares of restricted stock, restricted stock units and performance stock units, are awarded from time to time to executive officers and certain key employees of the Company. Stock award compensation is recorded based on the award date fair value and charged to expense ratably through the requisite service period. The forfeiture of unvested restricted stock, restricted stock units and performance stock units causes the reversal of all previous expense recorded as a reduction of current period expense.

A summary of stock award activity is as follows:

	Years Ended December 31,					
	2018		2017		2016	
	Stock Awards	Weighted Average Award Date Fair Value	Stock Awards	Weighted Average Award Date Fair Value	Stock Awards	Weighted Average Award Date Fair Value
Outstanding, beginning of year	1,428,878	\$ 21.53	1,501,021	\$ 20.58	1,275,707	\$ 20.54
Restricted stock units awarded	281,567	24.13	257,532	23.06	335,026	18.43
Performance stock units awarded	219,943	23.25	213,436	28.18	245,586	25.69
Restricted shares distributed	—	—	(179,169)	22.44	(162,554)	23.49
Restricted stock units distributed	(312,182)	17.47	(95,510)	20.71	(23,739)	20.73
Performance stock units distributed	(296,909)	21.55	(49,672)	21.95	—	—
Restricted shares forfeited	—	—	(1,084)	23.01	(22,045)	23.34
Restricted stock units forfeited	(90,896)	21.79	(81,626)	20.36	(71,992)	17.60
Performance stock units forfeited	(87,196)	25.95	(136,050)	24.29	(74,968)	22.64
Outstanding, end of year	1,143,205	\$ 23.26	1,428,878	\$ 21.53	1,501,021	\$ 20.58

Expense associated with stock awards was \$6.8 million, \$9.0 million and \$9.1 million in 2018, 2017 and 2016, respectively. Unrecognized pre-tax expense of \$9.9 million related to stock awards is expected to be recognized over the weighted average remaining service period of 2.4 years for awards outstanding at December 31, 2018.

Deferred Stock Unit Awards

Deferred stock units generally are awarded to directors of the Company and represent the Company's obligation to transfer one share of the Company's common stock to the grantee at a future date and generally are fully vested on the date of grant. The expense related to the issuance of deferred stock units is recorded as of the date of the award.

A summary of deferred stock unit activity is as follows:

	Years Ended December 31,					
	2018		2017		2016	
	Deferred Stock Units	Weighted Average Award Date Fair Value	Deferred Stock Units	Weighted Average Award Date Fair Value	Deferred Stock Units	Weighted Average Award Date Fair Value
Outstanding, beginning of year	269,977	\$ 20.14	253,445	\$ 19.93	247,219	\$ 19.92
Awarded	45,681	23.72	47,091	23.53	45,886	21.22
Shares distributed	(28,308)	19.22	(30,559)	23.57	(39,660)	21.29
Outstanding, end of year	287,350	\$ 22.80	269,977	\$ 20.14	253,445	\$ 19.93

Expense associated with awards of deferred stock units was \$1.1 million, \$1.1 million and \$1.0 million in 2018, 2017 and 2016, respectively.

Stock Options

Stock options on the Company's common stock are awarded from time to time to executive officers and certain key employees of the Company. Stock options granted generally have a term of seven to ten years and an exercise price equal to the market value of the underlying common stock on the date of grant.

A summary of stock option activity is as follows:

	Years Ended December 31,					
	2018		2017		2016	
	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price
Outstanding, beginning of year	126,680	\$ 23.06	170,253	\$ 21.99	288,383	\$ 21.73
Exercised	—	—	(43,573)	18.87	(114,307)	21.33
Canceled/Expired	(73,897)	26.60	—	—	(3,823)	22.24
Outstanding, end of year	52,783	\$ 18.11	126,680	\$ 23.06	170,253	\$ 21.99
Exercisable, end of year	52,783	\$ 18.11	126,680	\$ 23.06	170,253	\$ 21.99

In 2018, 2017 and 2016, the Company recorded expense of zero⁽²⁾, zero⁽²⁾ and less than \$0.1 million, respectively, related to stock option grants. Unrecognized pre-tax expense related to stock option grants was zero at December 31, 2018.

Financial data for stock option exercises are summarized in the following table (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Amount collected from stock option exercises	\$ —	\$ 822	\$ 306
Total intrinsic value of stock option exercises	—	370	47
Tax benefit of stock option exercises recorded in income tax expense ⁽¹⁾	1,556	63	—
Tax benefit of stock option exercises recorded in additional paid-in-capital ⁽¹⁾	—	—	315
Aggregate intrinsic value of outstanding stock options	—	386	102
Aggregate intrinsic value of exercisable stock options	—	386	102

⁽¹⁾ As of January 1, 2017, the Company adopted FASB Accounting Standards Update No. 2016-09, *Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting*, which, among other items, changed the accounting for the tax benefit of stock option exercises so that it is now recorded as part of current earnings rather than additional paid-in capital. Prior period balances were not retrospectively adjusted.

⁽²⁾ In 2018 and 2017 there were no expenses related to stock options as all issued stock options were fully vested at December 31, 2017 and expire in 2019.

The intrinsic value calculations are based on the Company's closing stock price of \$16.32, \$25.43 and \$23.70 on December 31, 2018, 2017 and 2016, respectively.

11. TAXES ON INCOME

Income (loss) before taxes on income was as follows (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Domestic	\$ 8,142	\$ (40,007)	\$ 23,170
Foreign	(5,187)	(21,570)	12,064
Total	\$ 2,955	\$ (61,577)	\$ 35,234

(61)

Provisions for taxes on income (loss) consisted of the following components (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Current:			
Federal	\$ (4,765)	\$ 3,764	\$ (636)
Foreign	6,025	7,512	3,585
State	(651)	3,351	175
Subtotal	609	14,627	3,124
Deferred:			
Federal	947	(8,706)	2,158
Foreign	(1,531)	(1,099)	475
State	(157)	183	352
Subtotal	(741)	(9,622)	2,985
Total tax provision	\$ (132)	\$ 5,005	\$ 6,109

Income tax expense differed from the amounts computed by applying the U.S. federal income tax rate of 21% for 2018 and 35% for 2017 and 2016 to income (loss) before taxes on income as a result of the following (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Income taxes (benefit) at U.S. federal statutory tax rate	\$ 621	\$ (21,552)	\$ 12,332
Increase (decrease) in taxes resulting from:			
Change in the balance of the valuation allowance for deferred tax assets allocated to foreign income tax expense	590	4,598	1,364
Change in the balance of the valuation allowance for deferred tax assets allocated to domestic income tax expense	(944)	12,755	(4,202)
State income taxes, net of federal income tax benefit	(798)	2,270	342
Divestitures	2,133	—	271
Meals and entertainment	517	785	736
Changes in taxes previously accrued	(536)	(1,339)	23
Foreign tax rate differences	1,301	913	(2,559)
Share-based compensation	(1,427)	131	(90)
Goodwill impairment	291	6,359	—
Recognition of uncertain tax positions	(218)	(62)	85
Deemed mandatory repatriation	(842)	10,406	—
Release of deferred tax liability on foreign earnings	—	(7,051)	—
Domestic Production Activities deduction	—	(1,921)	(1,017)
Other matters	(820)	(1,287)	(1,176)
Total tax provision	\$ (132)	\$ 5,005	\$ 6,109
Effective tax rate	(4.5)%	(8.1)%	17.3%

On December 22, 2017, the U.S. government enacted the TCJA, which includes significant changes to the U.S. corporate income tax system including: (i) a federal corporate rate reduction from 35% to 21%; (ii) limitations on the deductibility of interest expense and executive compensation; (iii) creation of new minimum taxes such as the Global Intangible Low Taxed Income (“GILTI”) tax and the base erosion anti-abuse tax (“BEAT”); and (iv) the transition of U.S. international taxation from a worldwide tax system to a modified territorial tax system, which resulted in a one time U.S. tax liability on those earnings that have not previously been repatriated to the U.S. Beginning in 2018, the Company no longer records U.S. federal income tax on its share of income from foreign subsidiaries and no longer records a benefit for foreign tax credits related to that income.

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In its reporting since the TCJA was enacted, the Company had been recording provisional amounts for certain enactment-date effects of the TCJA by applying the guidance in SAB 118 because the enactment-date accounting for these effects had not yet been completed. In 2018 and 2017, the Company recorded a net tax expense related to the enactment-date effects of the TCJA that included recording the one-time transition tax liability related to undistributed earnings of certain foreign subsidiaries that were not previously taxed and adjusting deferred tax assets and liabilities for the changes in the federal tax rate.

The one-time transition tax is based on total post-1986 earnings and profits (“E&P”) that were previously deferred from U.S. income taxes. The tax is based on the amount of those earnings held in cash and other specified assets, either at the end of 2017 or the average of the year end balances for 2015 and 2016. Based on the Company’s initial analysis of the TCJA in 2017, it recorded a provisional estimated net tax expense of \$2.4 million, which consisted of a charge of \$10.4 million for the deemed mandatory repatriation, and reduced by a \$7.1 million release of a deferred tax liability on unremitted foreign earnings and \$0.9 million of other TCJA related impacts. Upon further analysis of the TCJA and notices and regulations issued and proposed by the U.S. Department of the Treasury and the Internal Revenue Service (“IRS”), the Company finalized its calculations of the transition tax liability during 2018. Adjustments included further refinement of computations related to earnings and profits, cash and cash equivalents, state income tax and foreign withholding taxes pursuant to guidance issued during the year. The final transition tax liability consisted of a charge of \$9.6 million for the deemed mandatory repatriation, and reduced by the \$7.1 million release of a deferred tax liability on unremitted foreign earnings and \$2.0 million of other TCJA related impacts. The Company decreased its December 31, 2017 provisional amount by \$1.9 million during 2018, which is included as a component of income tax expense.

The transition tax liability, as filed on the 2017 federal income tax return and after utilization of foreign tax credits, was \$5.2 million. Although Congressional intent and the statutory language were clear that the transition tax could be paid over a period of eight years, and the Company properly elected to pay the transition tax liability over a period of eight years, IRS guidance published in April 2018 indicated that taxpayers in a net overpayment position would have all overpayments first applied to successive installments of the transition tax liability. Legislative proposals were passed in the U.S. House of Representatives in late December 2018 to correct the application of this IRS guidance; however there has been no action in the U.S. Senate to pass legislation addressing this issue. As a result of the overpayment from 2017 and the anticipated utilization of 2018 foreign tax credits, no further tax payments related to the transition tax will be required.

Net deferred taxes consisted of the following (in thousands):

	December 31,	
	2018	2017
Deferred income tax assets:		
Foreign tax credit carryforwards	\$ 507	\$ 466
Net operating loss carryforwards	22,909	23,216
Accrued expenses	12,987	12,107
Other	8,652	4,707
Total gross deferred income tax assets	45,055	40,496
Less valuation allowance	(28,451)	(29,782)
Net deferred income tax assets	16,604	10,714
Deferred income tax liabilities:		
Property, plant and equipment	(6,038)	(9,482)
Intangible assets	(10,609)	(2,201)
Other	(6,757)	(6,576)
Total deferred income tax liabilities	(23,404)	(18,259)
Net deferred income tax liabilities	\$ (6,800)	\$ (7,545)

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The Company's tax assets and liabilities, netted by taxing location, are in the following captions in the balance sheets (in thousands):

	December 31,	
	2018	2017
Noncurrent deferred income tax assets, net	\$ 1,561	\$ 1,666
Noncurrent deferred income tax liabilities, net	(8,361)	(9,211)
Net deferred income tax liabilities	<u>\$ (6,800)</u>	<u>\$ (7,545)</u>

The Company's deferred tax assets at December 31, 2018 included \$22.9 million in federal, state and foreign net operating loss ("NOL") carryforwards. These NOLs include \$14.3 million, which if not used will expire between the years 2019 and 2038, and \$8.6 million that have no expiration dates. The Company also has deferred tax amounts related to foreign tax credit carryforwards of \$0.5 million, of which, \$0.4 million will expire in 2026 if not used and \$0.1 million have no expiration date.

For financial reporting purposes, a valuation allowance of \$28.5 million has been recognized to reduce the deferred tax assets related to certain federal, state and foreign net operating loss carryforwards and other assets, for which it is more likely than not that the related tax benefits will not be realized, due to uncertainties as to the timing and amounts of future taxable income. The valuation allowance at December 31, 2017 was \$29.8 million.

As of December 31, 2018, a valuation allowance has been recorded to record only the portion of the deferred tax asset that is more likely than not to be realized. The amount of the deferred tax asset considered realizable; however, could be adjusted if estimates of future taxable income during the carryforward period are reduced or increased or if objective negative evidence in the form of cumulative losses is no longer present and additional weight may be given to subjective evidence such as our projections for growth.

Activity in the valuation allowance is summarized as follows (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Balance, at beginning of year	\$ 29,782	\$ 15,428	\$ 18,897
Additions	1,879	19,260	3,095
Reversals	(2,102)	(183)	(4,984)
Remeasurement of U.S. deferred tax balances	—	(5,141)	—
Other adjustments	(1,108)	418	(1,580)
Balance, at end of year	<u>\$ 28,451</u>	<u>\$ 29,782</u>	<u>\$ 15,428</u>

As a result of the deemed mandatory repatriation provisions in the TCJA, the Company included \$206.7 million of undistributed earnings in income subject to U.S. tax at reduced tax rates. Certain provisions within the TCJA effectively transition the U.S. to a territorial system and eliminates deferral on U.S. taxation for certain amounts of income that are not taxed at a minimum level. At this time, the Company does not intend to distribute earnings in a taxable manner; and therefore, intends to limit distributions to: (i) earnings previously taxed in the U.S.; (ii) earnings that would qualify for the 100 percent dividends received deduction provided in the TCJA; or (iii) earnings that would not result in significant foreign taxes. As a result, the Company has not recognized a deferred tax liability on any remaining undistributed foreign earnings as of December 31, 2018.

FASB ASC 740, *Income Taxes* ("FASB ASC 740"), prescribes a more-likely-than-not threshold for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FASB ASC 740 also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods and disclosure of uncertain tax positions in financial statements.

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A reconciliation of the beginning and ending balance of unrecognized tax benefits is as follows (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Balance, at beginning of year	\$ 2,229	\$ 2,465	\$ 2,410
Additions for tax positions of prior years related to acquisitions	—	—	148
Additions for tax positions of prior years	8	12	10
Lapse in statute of limitations	(264)	(274)	(83)
Foreign currency translation	(18)	26	(20)
Balance, at end of year, total tax provision	<u>\$ 1,955</u>	<u>\$ 2,229</u>	<u>\$ 2,465</u>

The total amount of unrecognized tax benefits, if recognized, that would affect the effective tax rate was \$0.4 million at December 31, 2018.

The Company recognizes interest and penalties, if any, related to unrecognized tax benefits in income tax expense. During the years ended December 31, 2018, 2017 and 2016, approximately \$0.2 million, \$0.3 million and \$0.3 million, respectively, was expensed for interest and penalties.

The Company believes that it is reasonably possible that the total amount of unrecognized tax benefits will change in 2018. The Company has certain tax return years subject to statutes of limitation that will expire within twelve months. Unless challenged by tax authorities, the expiration of those statutes of limitation is expected to result in the recognition of uncertain tax positions in the amount of approximately \$0.8 million.

The Company is subject to taxation in the United States, various states and foreign jurisdictions. With few exceptions, the Company is no longer subject to U.S. federal, state, local or foreign examinations by tax authorities for years before 2014.

12. COMMITMENTS AND CONTINGENCIES

Leases

The Company leases a number of its administrative and operations facilities under non-cancellable operating leases expiring at various dates through 2025. In addition, the Company leases certain construction, automotive and computer equipment on a multi-year, monthly or daily basis. Rental expense in the years ended December 31, 2018, 2017 and 2016 was \$26.2 million, \$26.7 million and \$23.8 million, respectively.

At December 31, 2018, the future minimum lease payments required under the non-cancellable operating leases were as follows (in thousands):

Year	Minimum Lease Payments
2019	\$ 19,843
2020	15,055
2021	11,492
2022	8,111
2023	5,365
Thereafter	7,203
Total	<u>\$ 67,069</u>

Litigation

In December 2016, the Company settled two lawsuits related to the December 2012 departure of several key leaders in sales and operations for the Tyfo[®] technology, which is part of the Infrastructure Solutions platform. Under the settlement, Aegion will receive \$6.6 million over four years; and accordingly, recorded the gain to "Gain on litigation settlement" in the Consolidated Statement of Operations. The initial \$3.6 million cash payment was received in December 2016, with the remainder to be paid in \$750,000 annual installments over the following four years. At December 31, 2018, \$750,000 was recorded to "Prepaid expenses and other current assets" and \$1.5 million was recorded to "Other assets" in the Consolidated Balance Sheet.

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The Company is involved in certain litigation incidental to the conduct of its business and affairs. Management, after consultation with legal counsel, does not believe that the outcome of any such litigation, individually or in the aggregate, will have a material adverse effect on the Company's consolidated financial condition, results of operations or cash flows.

Contingencies

In connection with the Brinderson acquisition, certain pre-acquisition matters were identified in 2014 whereby a loss is both probable and reasonably estimable. The Company establishes liabilities in accordance with FASB ASC Subtopic No. 450-20, *Contingencies - Loss Contingencies*, and accordingly, recorded an accrual related to various legal, tax, employee benefits and employment matters. At December 31, 2016, the accrual relating to these matters was \$6.0 million. During 2017, the Company made a \$0.3 million payment related to one of the above matters. Additionally, the Company reassessed its reserve during 2017 for: (i) the lapse of certain payroll tax statutory limitation periods; and (ii) further developments in the legal status of these matters, including the preliminary settlement through mediated resolution of several matters. Following consultation with internal and third-party legal and tax counsel, the Company lowered its accrual for such matters by \$1.5 million during 2017. The accrual adjustments resulted in an offset to "Operating expense" in the Consolidated Statement of Operations. During 2018, the Company made an additional \$0.2 million payment related to one of the above matters. As of December 31, 2018, the remaining accrual relating to these matters was \$4.0 million.

Purchase Commitments

The Company had no material purchase commitments at December 31, 2018.

Guarantees

The Company has many contracts that require the Company to indemnify the other party against loss from claims, including claims of patent or trademark infringement or other third party claims for injuries, damages or losses. The Company has agreed to indemnify its surety against losses from third-party claims of subcontractors. The Company has not previously experienced material losses under these provisions and, while there can be no assurances, currently does not anticipate any future material adverse impact on its consolidated financial position, results of operations or cash flows.

The Company regularly reviews its exposure under all its engagements, including performance guarantees by contractual joint ventures and indemnification of its surety. As a result of the most recent review, the Company has determined that the risk of material loss is remote under these arrangements and has not recorded a liability for these risks at December 31, 2018 on its consolidated balance sheet.

Retirement Plans

Approximately 1,100 of our U.S. employees participate in multi-employer retirement plans. Substantially all of the Company's remaining U.S. employees are eligible to participate in one of the Company's sponsored defined contribution savings plans, which are qualified plans under the requirements of Section 401(k) of the Internal Revenue Code. Company contributions to the domestic plans were \$5.7 million, \$6.3 million and \$5.5 million for the years ended December 31, 2018, 2017 and 2016, respectively.

Certain foreign subsidiaries maintain various other defined contribution retirement plans. Company contributions to such plans for the years ended December 31, 2018, 2017 and 2016 were \$1.1 million, \$1.0 million and \$0.8 million, respectively.

In connection with the Company's 2009 acquisition of Corpro, the Company assumed an obligation associated with a contributory defined benefit pension plan sponsored by a subsidiary of Corpro located in the United Kingdom. Employees of this Corpro subsidiary no longer accrue benefits under the plan; however, Corpro continues to be obligated to fund prior period benefits. Both the pension expense and funding requirements for the years ended December 31, 2018, 2017 and 2016 were immaterial to the Company's consolidated financial position and results of operations. The benefit obligation and plan assets at December 31, 2018 were approximately \$7.1 million and \$7.9 million, respectively. The Company used a discount rate of 2.8% for the evaluation of the pension liability. The Company recorded an asset associated with the overfunded status of this plan of approximately \$0.8 million, which is included in other long-term assets on the consolidated balance sheet. The benefit obligation and plan assets at December 31, 2017 approximated \$7.5 million and \$9.3 million, respectively. Plan assets consist of investments in equity and debt securities as well as cash, which are primarily Level 2 inputs as defined in Note 13.

13. DERIVATIVE FINANCIAL INSTRUMENTS

As a matter of policy, the Company uses derivatives for risk management purposes, and does not use derivatives for speculative purposes. From time to time, the Company may enter into foreign currency forward contracts to hedge foreign currency cash flow transactions. For cash flow hedges, gain or loss is recorded in the Consolidated Statements of Operations

upon settlement of the hedge. All of the Company's hedges that are designated as hedges for accounting purposes were highly effective; therefore, no notable amounts of hedge ineffectiveness were recorded in the Company's Consolidated Statements of Operations for either the settlement of cash flow hedges or the outstanding hedged balance. At December 31, 2018 and 2017, the Company's cash flow hedges were in a net deferred gain position of \$1.8 million and \$3.2 million, respectively, due to favorable movements in short-term interest rates relative to the hedged position. The Company presents derivative instruments in the consolidated financial statements on a gross basis. Deferred gains and losses were recorded in other non-current assets and other non-current liabilities, respectively, and other comprehensive income on the Consolidated Balance Sheets. The net periodic change of the Company's cash flow hedges was recorded on the foreign currency translation adjustment and derivative transactions line of the Consolidated Statements of Equity.

The Company also engages in regular inter-company trade activities and receives royalty payments from certain of its wholly-owned entities, paid in local currency, rather than the Company's functional currency, U.S. Dollars. The Company utilizes foreign currency forward exchange contracts to mitigate the currency risk associated with the anticipated future payments from certain of its international entities. During 2018, 2017 and 2016, losses of \$0.5 million, \$0.1 million and \$0.1 million, respectively, were recorded upon settlement of foreign currency forward exchange contracts. Gains and losses of this nature are recorded to "Other income (expense)" in the Consolidated Statements of Operations.

In October 2015, the Company entered into an interest rate swap agreement for a notional amount of \$262.5 million, which is set to expire in October 2020. The notional amount of this swap mirrors the amortization of a \$262.5 million portion of the Company's \$350.0 million term loan drawn from the original Credit Facility. The swap requires the Company to make a monthly fixed rate payment of 1.46% calculated on the amortizing \$262.5 million notional amount and provides for the Company to receive a payment based upon a variable monthly LIBOR interest rate calculated by amortizing the \$262.5 million same notional amount. The receipt of the monthly LIBOR-based payment offsets a variable monthly LIBOR-based interest cost on a corresponding \$262.5 million portion of the Company's term loan from the original Credit Facility. This interest rate swap is used to partially hedge the interest rate risk associated with the volatility of monthly LIBOR rate movement and is accounted for as a cash flow hedge.

On March 12, 2018, the Company entered into an interest rate swap forward agreement that begins in October 2020 and expires in February 2023 to coincide with the amortization period of the amended Credit Facility. The swap will require the Company to make a monthly fixed rate payment of 2.937% calculated on the then amortizing \$170.6 million notional amount, and provides for the Company to receive a payment based upon a variable monthly LIBOR interest rate calculated on the same amortizing \$170.6 million notional amount. The receipt of the monthly LIBOR-based payment will offset the variable monthly LIBOR-based interest cost on a corresponding \$170.6 million portion of the Company's term loan from the amended Credit Facility. This interest rate swap will be used to partially hedge the interest rate risk associated with the volatility of monthly LIBOR rate movement and accounted for as a cash flow hedge.

The following table summarizes the Company's derivative positions at December 31, 2018:

	Position	Notional Amount	Weighted Average Remaining Maturity In Years	Average Exchange Rate
USD/British Pound	Sell	£ 1,962,900	0.3	1.28
EURO/British Pound	Sell	£ 2,568,300	0.3	1.11
Interest Rate Swap		\$ 211,640,625	4.0	

The following table summarizes the fair value amounts of the Company's derivative instruments, all of which are Level 2 (as defined below) inputs (in thousands):

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Designation of Derivatives	Balance Sheet Location	December 31,	
		2018	2017
Derivatives Designated as Hedging Instruments:			
Forward Currency Contracts	Prepaid expenses and other current assets	\$ —	\$ 176
Interest Rate Swaps	Other non-current assets	3,648	3,193
	Total Assets	\$ 3,648	\$ 3,369
Forward Currency Contracts	Accrued expenses	\$ —	\$ 33
Interest Rate Swaps	Other non-current liabilities	1,885	—
	Total Liabilities	\$ 1,885	\$ 33
Derivatives Not Designated as Hedging Instruments:			
Forward Currency Contracts	Prepaid expenses and other current assets	\$ —	\$ 10
	Total Assets	\$ —	\$ 10
Forward Currency Contracts	Accrued expenses	\$ 44	\$ —
	Total Liabilities	44	
	Total Derivative Assets	\$ 3,648	\$ 3,379
	Total Derivative Liabilities	1,929	33
	Total Net Derivative Asset (Liability)	\$ 1,719	\$ 3,346

FASB ASC 820, *Fair Value Measurements* (“FASB ASC 820”), defines fair value and establishes a framework for measuring and disclosing fair value instruments. The guidance establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. These tiers include:

- Level 1 – defined as quoted prices in active markets for identical instruments;
- Level 2 – defined as inputs other than quoted prices in active markets that are either directly or indirectly observable;
- Level 3 – defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions.

In accordance with FASB ASC 820, the Company determined that the value of all of its derivative instruments, which are measured at fair value on a recurring basis, are derived from significant observable inputs, referred to as Level 2 inputs.

The Company had no transfers between Level 1, 2 or 3 inputs during the quarter ended December 31, 2018. Certain financial instruments are required to be recorded at fair value. Changes in assumptions or estimation methods could affect the fair value estimates; however, the Company does not believe any such changes would have a material impact on its financial condition, results of operations or cash flows. Other financial instruments including cash and cash equivalents and short-term borrowings, including notes payable, are recorded at cost, which approximates fair value, which is based on Level 2 inputs as previously defined.

14. SEGMENT AND GEOGRAPHIC INFORMATION

The Company has three operating segments, which are also its reportable segments: Infrastructure Solutions; Corrosion Protection; and Energy Services. The Company’s operating segments correspond to its management organizational structure. Each operating segment has leadership that reports to the chief operating decision manager (“CODM”). The operating results and financial information reported by each segment are evaluated separately, regularly reviewed and used by the CODM to evaluate segment performance, allocate resources and determine management incentive compensation.

The following disaggregated financial results have been prepared using a management approach that is consistent with the basis and manner with which management internally disaggregates financial information for the purpose of making internal operating decisions. The Company evaluates performance based on stand-alone operating income (loss), which includes acquisition and divestiture expenses, restructuring charges and an allocation of corporate-related expenses.

Financial information by segment was as follows (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Revenues:			
Infrastructure Solutions	\$ 604,121	\$ 612,154	\$ 571,551
Corrosion Protection	393,740	456,139	401,469
Energy Services	335,707	290,726	248,900
Total revenues	\$ 1,333,568	\$ 1,359,019	\$ 1,221,920
Gross profit:			
Infrastructure Solutions	\$ 132,411	\$ 140,823	\$ 142,444
Corrosion Protection	92,968	108,240	83,269
Energy Services	41,547	35,749	28,214
Total gross profit	\$ 266,926	\$ 284,812	\$ 253,927
Operating income (loss):			
Infrastructure Solutions ⁽¹⁾	\$ 23,683	\$ (62,244)	\$ 53,899
Corrosion Protection ⁽²⁾	(1,867)	12,446	1,458
Energy Services ⁽³⁾	7,831	6,278	(4,566)
Total operating income (loss)	29,647	(43,520)	50,791
Other income (expense):			
Interest expense	(17,327)	(16,001)	(15,029)
Interest income	516	145	166
Other	(9,881)	(2,201)	(694)
Total other expense	(26,692)	(18,057)	(15,557)
Income (loss) before taxes on income	\$ 2,955	\$ (61,577)	\$ 35,234
Total assets:			
Infrastructure Solutions	\$ 500,977	\$ 531,746	\$ 584,425
Corrosion Protection	279,106	329,848	424,007
Energy Services	163,109	152,416	147,171
Corporate	41,432	22,775	37,979
Assets held for sale	7,793	70,314	—
Total assets	\$ 992,417	\$ 1,107,099	\$ 1,193,582
Capital expenditures:			
Infrastructure Solutions	\$ 12,730	\$ 16,680	\$ 19,834
Corrosion Protection	9,754	8,603	14,393
Energy Services	3,053	2,713	2,514
Corporate	4,977	2,834	2,019
Total capital expenditures	\$ 30,514	\$ 30,830	\$ 38,760
Depreciation and amortization:			
Infrastructure Solutions	\$ 16,758	\$ 18,731	\$ 17,547
Corrosion Protection	11,874	15,598	18,792
Energy Services	7,111	6,726	7,067
Corporate	2,112	3,364	3,313
Total depreciation and amortization	\$ 37,855	\$ 44,419	\$ 46,719

- (1) Operating income for 2018 includes: (i) \$16.9 million of restructuring charges (see Note 4); and (ii) \$0.8 million of cost incurred related to the disposition of Denmark. Operating loss for 2017 includes: (i) \$18.1 million of restructuring charges (see Note 4); (ii) \$45.4 million of goodwill impairment charges (see Note 2); (iii) \$41.0 million of definite-lived intangible asset impairment charges (see Note 2); and (iv) \$0.7 million of costs incurred related to the acquisition of Environmental Techniques. Operating income for 2016 includes: (i) \$2.9 million of restructuring charges (see Note 4); (ii) \$2.7 million of costs incurred related to the acquisitions of Underground Solutions, Fyfe Europe, LMJ and Concrete Solutions; (iii) inventory step up expense of \$3.6 million recognized as part of the accounting for business combinations; and (iv) a gain of \$6.6 million in connection with the settlement of two longstanding lawsuits (see Note 12).
- (2) Operating income for 2018 includes: (i) \$8.3 million of restructuring charges (see Note 4); and (ii) \$6.2 million of costs incurred related to the divestiture of Bayou. Operating income for 2017 includes \$5.9 million of restructuring charges (see Note 4) and (ii) \$2.3 million of costs incurred related to the planned divestiture of Bayou. Operating income for 2016 includes \$4.6 million of 2016 Restructuring charges (see Note 4).
- (3) Operating income for 2018 includes \$0.4 million of restructuring charges (see Note 4). Operating loss for 2016 includes \$8.2 million of 2016 Restructuring charges.

The following table summarizes revenues, operating income (loss) and long-lived assets by geographic region (in thousands):

	Years Ended December 31,		
	2018	2017	2016
Revenues: ⁽¹⁾			
United States	\$ 966,291	\$ 1,028,313	\$ 924,580
Canada	133,612	139,734	129,291
Europe	66,794	71,839	60,238
Other foreign	166,871	119,133	107,811
Total revenues	\$ 1,333,568	\$ 1,359,019	\$ 1,221,920
Gross profit:			
United States	\$ 178,024	\$ 226,026	\$ 194,079
Canada	22,823	31,173	28,047
Europe	8,379	11,997	11,605
Other foreign	57,700	15,616	20,196
Total gross profit	\$ 266,926	\$ 284,812	\$ 253,927
Operating income (loss):			
United States	\$ 174	\$ (33,583)	\$ 28,013
Canada	9,482	12,220	16,156
Europe	(10,599)	(3,771)	1,089
Other foreign	30,590	(18,386)	5,533
Total operating income (loss)	\$ 29,647	\$ (43,520)	\$ 50,791
Long-lived assets: ⁽¹⁾⁽²⁾			
United States	\$ 105,978	\$ 93,472	\$ 140,099
Canada	7,725	8,816	9,464
Europe	8,295	13,435	7,575
Other foreign	6,662	9,586	8,829
Total long-lived assets	\$ 128,660	\$ 125,309	\$ 165,967

(1) Revenues and long-lived assets are attributed to the country of origin for the Company's legal entities. For a significant majority of its legal entities, the country of origin relates to the country or geographic area that it services.

(2) Long-lived assets as of December 31, 2018, 2017 and 2016 do not include intangible assets, goodwill or deferred tax assets.

15. SELECTED QUARTERLY FINANCIAL DATA (UNAUDITED)

Unaudited quarterly financial data was as follows (in thousands, except per share data):

	First Quarter ⁽¹⁾	Second Quarter ⁽²⁾	Third Quarter ⁽³⁾	Fourth Quarter ⁽⁴⁾
Year ended December 31, 2018:				
Revenues	\$ 324,861	\$ 335,030	\$ 339,679	\$ 333,998
Gross profit	61,504	71,053	72,673	61,696
Operating income (loss)	3,181	14,459	13,009	(1,002)
Net income (loss)	(1,476)	7,198	141	(2,776)
Earnings (loss) per share attributable to Aegion Corporation:				
Basic	\$ (0.06)	\$ 0.24	\$ (0.01)	\$ (0.08)
Diluted	\$ (0.06)	\$ 0.24	\$ (0.01)	\$ (0.08)

⁽¹⁾ Includes pre-tax expenses of \$5.2 million related to our restructuring efforts (see Note 4).

⁽²⁾ Includes pre-tax expenses of \$2.9 million related to our restructuring efforts (see Note 4).

⁽³⁾ Includes pre-tax expenses of \$7.4 million related to our restructuring efforts (see Note 4).

⁽⁴⁾ Includes pre-tax expenses of \$13.9 million related to our restructuring efforts (see Note 4).

	First Quarter ⁽¹⁾	Second Quarter ⁽²⁾	Third Quarter ⁽³⁾	Fourth Quarter ⁽⁴⁾
Year ended December 31, 2017:				
Revenues	\$ 325,175	\$ 354,473	\$ 341,872	\$ 337,499
Gross profit	67,412	79,768	73,442	64,190
Operating income (loss)	14,212	21,495	(75,271)	(3,956)
Net income (loss)	7,832	12,014	(74,044)	(12,384)
Earnings (loss) per share attributable to Aegion Corporation:				
Basic	\$ 0.18	\$ 0.33	\$ (2.23)	\$ (0.39)
Diluted	\$ 0.17	\$ 0.32	\$ (2.23)	\$ (0.39)

⁽¹⁾ Includes pre-tax expense reversals of \$(0.1) million related to our restructuring efforts (see Note 4).

⁽²⁾ Includes pre-tax expenses of \$0.3 million related to our restructuring efforts (see Note 4).

⁽³⁾ Includes pre-tax expenses of \$6.7 million related to our restructuring efforts (see Note 4); pre-tax goodwill impairment charges of \$45.4 million (see Note 2); and pre-tax definite-lived intangible asset impairment charges of \$41.0 million (see Note 2).

⁽⁴⁾ Includes pre-tax expenses of \$17.1 million related to our restructuring efforts (see Note 4).

Supplemental Information

Aegion Corporation and Subsidiaries
 Consolidating Schedule - Balance Sheet
 As of December 31, 2018 (in thousands)

SCHEDULE 1

	Institutorm Technologies, LLC	Institutorm Technologies USA, LLC	Corppro Companies Inc.	United Pipeline Systems, Inc.	Aegion Coating Services, LLC	Fibrrwrap Construction Services, Inc.	Fibrrwrap Construction Services USA, Inc.	Brindersen, LLC	Schultz Industrial Services, Inc.	Other Aegion Subsidiaries and Eliminations	Consolidated Aegion
Assets											
Current assets											
Cash and cash equivalents	\$ 5,520	\$ 5,921	\$ 6,619	\$ 845	\$ 1,198	\$ 965	\$ 251	\$ (91)	\$ (174)	\$ 63,832	\$ 84,886
Receivables, net	32,570	10,343	30,624	4,906	10,611	1,961	(144)	4,950	31,585	77,135	204,541
Retainage	14,176	5,699	1,511	-	25	420	144	-	-	11,597	33,572
Contract assets	19,347	3,297	5,270	621	1,690	567	-	1,365	5,558	24,752	62,467
Inventories	15,171	-	9,582	806	4,005	-	-	-	-	26,873	56,437
Prepaid expenses and other Assets held for sale	2,505	36	2,215	47	690	53	-	1,039	1,088	24,499	32,172
Total current assets	89,289	25,296	55,821	7,225	18,219	3,966	251	7,263	38,057	236,480	481,867
Property, plant and equipment, net	41,594	4,361	8,223	2,870	11,467	102	-	849	102	37,491	107,059
Non-current assets											
Goodwill	88,527	12,235	18,883	865	4,414	2,915	-	44,392	2,327	86,075	260,633
Intangibles	1,936	16	11,220	797	17,688	-	-	37,861	2,273	47,905	119,696
Deferred income taxes	4,040	939	4,321	237	5,930	197	51	-	103	(14,257)	1,561
Other long-term assets	4,081	-	13,199	-	-	-	-	667	-	3,654	21,601
Total non-current assets	98,584	13,190	47,623	1,899	28,032	3,112	51	82,920	4,703	123,377	403,491
Total assets	\$ 229,467	\$ 42,847	\$ 111,667	\$ 11,994	\$ 57,718	\$ 7,180	\$ 302	\$ 91,032	\$ 42,862	\$ 397,348	\$ 992,417
Liabilities and stockholders' equity											
Current liabilities											
Accounts payable	\$ 24,385	\$ 3,958	\$ 6,014	\$ 1,580	\$ 1,555	\$ 302	\$ 21	\$ 444	\$ 2,449	\$ 23,854	\$ 64,562
Accrued expenses	31,409	10,869	1,424	2,189	3,751	(1,482)	(178)	7,415	6,647	25,976	88,020
Contract liabilities	9,301	6,164	3,080	158	3,894	631	82	-	254	8,775	32,339
Current maturities of long-term debt	-	-	-	-	-	-	-	-	-	29,469	29,469
Liabilities held for sale	-	-	-	-	-	-	-	-	-	5,260	5,260
Total current liabilities	65,095	20,991	10,518	3,927	9,200	(549)	(75)	7,859	9,350	93,334	219,650
Non-current liabilities											
Long-term debt, less current maturities	-	-	-	-	-	-	-	-	-	282,003	282,003
Deferred income taxes	7,156	1,139	4,432	244	6,145	197	51	-	103	(11,106)	8,361
Other long-term liabilities	123	18	40,615	(7,957)	8,896	36,387	7,170	(23,555)	27,205	(76,686)	12,216
Total non-current liabilities	7,279	1,157	45,047	(7,713)	15,041	36,584	7,221	(23,555)	27,308	194,211	302,580
Stockholders' equity											
Common stock	-	1	-	-	14	-	-	-	2	302	319
Additional paid-in capital	130,102	(35,311)	3,293	8,071	28,968	13,809	5,502	146,605	5,976	(184,197)	122,818
Retained earnings	26,991	56,009	52,809	7,709	4,495	(42,664)	(12,346)	(39,877)	226	326,538	379,890
Accumulated other comprehensive loss	-	-	-	-	-	-	-	-	-	(40,290)	(40,290)
Non-controlling interest	-	-	-	-	-	-	-	-	-	7,450	7,450
Total stockholders' equity	157,093	20,699	56,102	15,780	33,477	(28,855)	(6,844)	106,728	6,204	109,803	470,187
Total liabilities and stockholders' equity	\$ 229,467	\$ 42,847	\$ 111,667	\$ 11,994	\$ 57,718	\$ 7,180	\$ 302	\$ 91,032	\$ 42,862	\$ 397,348	\$ 992,417



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Contract Qualification Closed Projects (2013 - Present) - Parameter Summary

Month Ending Date	02-28-2019
Reporting Entity	
JDE Company Code	00140
Region	
Owner State	
Project Material Family	AIS;ILS;STD
Project Manager	
Project Number	
Role	
Project Manager	
Value Range	Start End
Project Value (\$)	650000
Bid Proposal Date	
Project Closed Date	
Diameter	
Linear Feet	



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Contract Qualification Closed Projects (2013 - Present) - Summary

	AIS	ILS	STD	Total	SR's (taps)
8	25,000	73,065	676,351	774,416	0
10	2,901	3,094	81,154	87,149	
12	2,032		32,726	34,758	
14			4,931	4,931	
15	3,496		5,418	8,914	
16			145	145	
18	8,245		6,768	15,013	
19	452		1,360	1,812	
20			262	262	
21	350		5,295	5,645	
24	3,864		7,669	11,533	
25	465			465	
27			747	747	
29	120			120	
30	2,894		13,098	15,992	
36	2,906		6,443	9,349	
40	120			120	
42	1,866		195	2,061	
48	744		1,971	2,715	
53			986	986	
54			2,680	2,680	
60			43	43	
72			405	405	
			26,672	26,672	
Total	55,455	76,159	875,319	1,006,933	



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Contract Qualification Closed Projects (2013 - Present) - Detail

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14169114	Prime	ORANGE COUNTY,REL#14,SKYLAKE S SOUTH SUBDIVISION	JC	\$1,060,771.60	\$1,146,956.70

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Gerber, Brandon Wayne	08-19-2013	02-28-2014	723	723	0
Total			723	723	

Customer	Owner
Orange County-Orlando, FL	Orange County-Orlando, FL
9150 Curry Ford Road	9150 Curry Ford Road
Orange	Orange
Orlando FL 32825	Orlando FL 32825
+1 407 2549900	+1 407 2549900

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14172510	Prime	JEA,MONTANA TO MANNING AVE. CIPP LINING PH.II,BROADCAST PL	JC	\$687,529.72	\$735,850.62

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Curvei, Brandt M	01-22-2015	05-22-2015	1,661	1,661	0
Total			1,661	1,661	

Customer	Owner
Jacksonville Electric Authority(JEA)- Water & Sewer Division	Jacksonville Electric Authority(JEA)- Water & Sewer Division
21 West Church Street	21 West Church Street
Duval	Duval
Jacksonville FL 32202-3111	Jacksonville FL 32202-3111
+1 904 6328011	+1 904 6328011



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14172512	Prime	JEA, JAX LANDING, PO#151019 JACKSONVILLE LANDING PROJECT	JC	\$687,212.08	\$646,414.93

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Curvel, Brandt M	12-14-2015	02-19-2016	53	986	0
Total			986	986	

Customer	Owner
JEA	Jacksonville Electric Authority(JEA)- Water & Sewer Division
PO Box 4910 Jacksonville FL 32201-4010 +1 904 6656631	21 West Church Street Duval Jacksonville FL 32202-3111 +1 904 6328011

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14173902	Prime	TAMPA FL, CT#12-C-00001, WC#9-15 PO#POST-12500027-4P#POSS13100045	JC	\$782,470.79	\$1,263,019.29

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Gerber, Brandon Wayne	03-20-2012	10-31-2013	8	472	0
Total			405	405	
Total			1,624	1,624	
Total			332	332	
Total			90	90	
Total			3,678	3,678	
Total			6,601	6,601	

Customer	Owner
City of Tampa, FL	City of Tampa, FL
Hillsborough	1506 Street Louis Street Hillsborough
Tampa FL 33602	Tampa FL 33602
+1 813 2748916	+1 813 2748916

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141745	Prime	DANIA BEACH FL, PHASE 3 I/I REMOVAL, CITY BID #12-001	JC	\$768,729.69	\$772,725.30

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Kendrix, Frank A	01-13-2012	04-05-2013	8	5,314	0
Total			5,314	5,314	

Customer	Owner
City of Dania Beach, FL	City of Dania Beach, FL
100 W Dania Beach Boulevard	100 W Dania Beach Boulevard
Broward	Broward
Dania FL 33004	Dania FL 33004
+1 954 9243740	+1 954 9243740



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141757	Prime	FLORIDA DEPT.OF TRANS.,VOLUSIA CT#ES061,FIN#42798617206	JC	\$1,676,267.79	\$1,571,076.60

Project Manager	Bid Date	Project Close Date
Curvel, Brandt M	06-05-2012	05-31-2017
Customer	Owner	
Department of Transportation - State of Florida, FL- District 5 - DeLand	Department of Transportation - State of Florida, FL- District 5 - DeLand	
719 South Woodland Boulevard	719 South Woodland Boulevard	
Volusia	Volusia	
DeLand FL 32720	DeLand FL 32720	
+1 386 9435475	+1 386 9435475	

	AIS	STD	Total	SRs
15	200		200	0
18	970		970	
24	672		672	
30	2,087	258	2,345	
36	1,560		1,560	
42	752		752	
Total	6,241	258	6,499	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141759	Prime	OAKLAND PARK FL WW COLL.SYST.REH.P:#WWCSR061112	JC	\$1,816,113.49	\$1,744,113.23

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	07-11-2012	09-06-2013
Customer	Owner	
City of Oakland Park, FL	City of Oakland Park, FL	
250 NE 33rd Street	250 NE 33rd Street	
Broward	Broward	
Fort Lauderdale FL 33334-1144	Fort Lauderdale FL 33334-1144	
+1 954 5616296	+1 954 5616296	

	STD	Total	SRs
8	29,596	29,596	0
10	2,506	2,506	
12	1,320	1,320	
15	335	335	
Total	33,757	33,757	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141796	Prime	PINELLAS CO. FL., AIRPORT TIER 1 DRAINAGE,C123-0147-CPDF	JC	\$701,070.00	\$731,057.50

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	03-19-2013	08-23-2013
Customer	Owner	
County of Pinellas, FL-Storm	County of Pinellas, FL-Storm	
14 South Fort Harrison Avenue	14 South Fort Harrison Avenue	
Pinellas	Pinellas	
Clearwater FL 33756-5146	Clearwater FL 33756-5146	
+1 727 4643588	+1 727 4643588	

	AIS	STD	Total	SRs
18	3,065		3,065	0
19		1,360	1,360	
24	225		225	
25	465		465	
36	225		225	
Total	3,980	1,360	5,340	



JDE Job Number	14179801	Role	Prime	Project Description	JACKSONVILLE FL, PO#307753 CIPP REHAB, RFQ-0037-13	Project Status	JC	Contract Value	\$736,372.00	Final Contract Amount	\$707,645.00
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Project Manager	Curvel, Brandt M	Bid Date	06-26-2013	Project Close Date	11-08-2013
Customer	City of Jacksonville, FL 609 Street Johns Bluff Road North Duval Jacksonville FL 32225 +1 904 4722900				
Owner	City of Jacksonville, FL 609 Street Johns Bluff Road North Duval Jacksonville FL 32225 +1 904 4722900				

	AIS	STD	Total	SR's
15	632		632	0
13	560		560	
19	452		452	
21	350	150	500	
24	627		627	
29	120		120	
30	377		377	
40	120		120	
42	550		550	
60		43	43	
72		405	405	
Total	3,788	598	4,386	

JDE Job Number	14179807	Role	Prime	Project Description	JACKSONVILLE FL, SITES 1-4 SITES #1-4 - PO#307753.7	Project Status	JC	Contract Value	\$707,892.80	Final Contract Amount	\$710,036.80
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Project Manager	Curvel, Brandt M	Bid Date	06-24-2015	Project Close Date	01-08-2016
Customer	City of Jacksonville, FL 609 Street Johns Bluff Road North Duval Jacksonville FL 32225 +1 904 4722900				
Owner	City of Jacksonville, FL 609 Street Johns Bluff Road North Duval Jacksonville FL 32225 +1 904 4722900				

	AIS	STD	Total	SR's
15	867		867	0
18	362	212	574	
24	363		363	
36	110	511	621	
42	296	195	491	
48	80	310	390	
Total	2,078	1,228	3,306	



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141804	Sub	DALLAS 1 CORP.dba DALLAS1 CONS DOWNTOWN CRA W&WW IMPR2013-002	JC	\$1,191,113.20	\$1,138,354.47

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	03-21-2013	12-01-2014

Customer	Owner
City of Tavares, FL	City of Tavares, FL
201 East Main Street	201 East Main Street
Lake	Lake
Tavares FL 32778	Tavares FL 32778
+1 352 7426209	+1 352 7426209

	STD	Total	SR's
3	21	21	0
	25,282	25,282	
Total	25,303	25,303	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141812	Prime	FLORIDA DEPT.OF TRANS.CT#EQ80 FIN#42927617205,DRAINAGE&STRUC	JC	\$1,361,717.40	\$1,298,598.60

Project Manager	Bid Date	Project Close Date
Curvel, Brandt M	08-06-2013	04-11-2014

Customer	Owner
Department of Transportation - State of Florida, FL- District 5 - DeLand	Department of Transportation - State of Florida, FL- District 5 - DeLand
719 South Woodland Boulevard	719 South Woodland Boulevard
Volusia	Volusia
DeLand FL 32720	DeLand FL 32720
+1 386 9435475	+1 386 9435475

	AIS	STD	Total	SR's
15	1,192		1,192	0
18	2,534		2,534	
24	1,723		1,723	
30	430		430	
36	1,011		1,011	
42	268		268	
48	664		664	
54		1,073	1,073	
Total	7,822	1,073	8,895	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14182811	Prime	SARASOTA CO.FL.W14,16,17,18,20 VARI.LOC.SANIT.PIPE REHAB	JC	\$709,462.00	\$654,300.50

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	05-02-2016	01-31-2017

Customer	Owner
County of Sarasota, FL	County of Sarasota, FL
1001 Sarasota Center Boulevard	1001 Sarasota Center Boulevard
Sarasota	Sarasota
Sarasota FL 34240	Sarasota FL 34240
+1 941 3161460	+1 941 3161460

	STD	Total	SR's
8	19,149	19,149	0
10	296	296	
Total	19,445	19,445	



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14184901	Prime	ST. PETERSBURG FL RELEASE 1 SANIT.SEW.LINING	JC	\$904,152.84	\$912,625.00

	STD	Total	SR's
8	16,983	16,983	0
10	5,762	5,762	
12	4,374	4,374	
15	8	8	
Total	27,127	27,127	

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	04-15-2014	11-14-2014
Customer	Owner	
City of Saint Petersburg, FL	City of Saint Petersburg, FL	
14th Street N	14th Street N	
Pinellas	Pinellas	
St. Petersburg FL 33701	St. Petersburg FL 33701	
+1 727 8925383	+1 727 8925383	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141856	Prime	CAPE CORAL FL,C#CON-UT14-08/TM SEWER REHAB FY14,PO#23666	JC	\$825,449.20	\$800,339.30

	STD	Total	SR's
8	19,067	19,067	0
10	1,199	1,199	
Total	20,266	20,266	

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	01-21-2014	08-13-2014
Customer	Owner	
City of Cape Coral, FL	City of Cape Coral, FL	
Cape Coral- Not Available	Cape Coral- Not Available	
Not Available	Not Available	
Lee	Lee	
Cape Coral FL 33915-0005	Cape Coral FL 33915-0006	
+1 239 5740748	+1 239 5740748	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14186328	Prime	GAINESVILLE REG.UT,PROJ.H-O H-O CIPP REHAB,PO#4510034627	JC	\$1,475,987.04	\$1,567,398.35

	STD	Total	SR's
8	29,778	29,778	0
10	2,568	2,568	
12	3,764	3,764	
14	2,848	2,848	
15	145	145	
Total	39,103	39,103	

Project Manager	Bid Date	Project Close Date
Curvei, Brandt M	01-30-2017	11-17-2017
Customer	Owner	
Gainesville Regional Utilities-Gainesville,FL-GRU	Gainesville Regional Utilities-Gainesville,FL-GRU	
100001 NW 13TH ST	100001 NW 13TH ST	
Alachua	Alachua	
Gainesville FL 32602-0490	Gainesville FL 32602-0490	
+1 352 3343400	+1 352 3343400	



JDE Job Number	Role	Project Description	Project Close Date	Project Status	Contract Value	Final Contract Amount
14186331	Prime	GAINESVILLE REG.UT,FY.18,P,J#E&F E. ARCHER&F NW43, PO#4510039838		JC	\$657,822.28	\$788,670.82

Project Manager	Bld Date	Project Close Date	STD	Total	SR's
Curvel, Brandt M	02-14-2018	09-28-2018	8	6,055	6,055
			10	1,922	1,922
			12	4,238	4,238
			14	2,083	2,083
			Total	14,298	14,298

Customer	Owner
Gainesville Regional Utilities-Gainesville FL-GRU	Gainesville Regional Utilities-Gainesville,FL-GRU
100001 NW 13TH ST Alachua Gainesville FL 32602-0490	100001 NW 13TH ST Alachua Gainesville FL 32602-0490
+1 352 3343400	+1 352 3343400

JDE Job Number	Role	Project Description	Project Close Date	Project Status	Contract Value	Final Contract Amount
14187202	Prime	MIAMI-DADE CO.CONTR.P-0130-02 P0130-02 ISSUANCE CIPP REHAB		JC	\$731,242.48	\$760,802.17

Project Manager	Bld Date	Project Close Date	STD	Total	SR's
Kendrix, Frank A	09-04-2014	04-24-2015	8	9,202	9,202
			10	416	416
			12	473	473
			15	1,208	1,208
			18	1,676	1,676
			21	312	312
			24	1,191	1,191
			Total	14,478	14,478

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami,FL	Miami-Dade Water and Sewer - *Main Office - Miami,FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Close Date	Project Status	Contract Value	Final Contract Amount
14187203	Prime	MIAMI-DADE CO.CONTR.P-0130-03 P0130-03 ISSUANCE CIPP REHAB		JC	\$1,287,661.25	\$1,182,349.92

Project Manager	Bld Date	Project Close Date	STD	Total	SR's
Kendrix, Frank A	11-02-2014	05-04-2015	8	31,783	31,783
			10	1,883	1,883
			12	1,703	1,703
			15	492	492
			24	1,384	1,384
			Total	37,245	37,245

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami,FL	Miami-Dade Water and Sewer - *Main Office - Miami,FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753



JDE Job Number	14187204	Role	Prime	Project Description	MIAMI-DADE CO.CONTR.P-0130-04 ISSUANCE CIPP REHAB, WO#4	Project Status	JC	Contract Value	\$882,834.11	Final Contract Amount	\$601,591.79
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Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Kendrix, Frank A	03-01-2015	05-22-2015	8	9,515	0
			10	1,309	
			12	519	
			15	621	
			18	863	
			21	348	
			24	584	
			Total	13,759	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami FL 33173-2503	Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	14187903	Role	Prime	Project Description	CLAY CO.TSK ORD#29,MEADOWBROOK PARKWEST, BELLAIR & VARI. LOC.	Project Status	JC	Contract Value	\$871,055.30	Final Contract Amount	\$1,146,817.03
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Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Curvel, Brandt M	06-27-2016	01-10-2018	6	26,009	0
			10	405	
			12	735	
			Total	27,149	

Customer	Owner
County of Clay, FL-Middleburg, FL	County of Clay, FL-Middleburg, FL
3176 Old Jennings Road	3176 Old Jennings Road
Clay Middleburg FL 32068	Clay Middleburg FL 32068
+1 904 2132408	+1 904 2132408

JDE Job Number	141895	Role	Prime	Project Description	VOLUSIA CO. FL, FAIRVIEW AVE. STORM PIPE LINING,CONT#1535	Project Status	JC	Contract Value	\$654,559.50	Final Contract Amount	\$641,993.50
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Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Curvel, Brandt M	07-24-2014	03-05-2015	54	1,607	0
			Total	1,607	

Customer	Owner
County of Volusia, FL-Public Works	County of Volusia, FL-Public Works
123 West Indiana Ave.	123 West Indiana Ave.
Volusia Deland FL 32720-4608	Volusia Deland FL 32720-4608
+1 386 8226422	+1 386 8226422



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141899	Prime	COCOA BEACH FL, FY 2014 SANIT. SEWER REHAB SRF#WW05062	JC	\$3,213,066.97	\$3,408,864.55

Project Manager	Bid Date	Project Close Date	AIS	STD	Total	SR's
Curvel, Brandt M	08-12-2014	03-31-2016	8	60,077	60,077	0
			10	2,957	2,957	
			12	2,463	2,463	
			15	214	214	
			18	140	140	
			20	262	262	
			21	3,438	3,438	
			24	3,503	3,757	
			30	1,060	1,060	
			36	150	150	
			Total	74,254	74,518	

Customer	Owner
City of Cocoa Beach, FL	City of Cocoa Beach, FL
375 N Cocoa Boulevard Brevard	375 N Cocoa Boulevard Brevard
Cocoa Beach FL 32922-7245	Cocoa Beach FL 32922-7245
+1 321 6397667	+1 321 6397667

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141901	Prime	ORLANDO FL, RAPER DAIRY ROAD IFB-14-0370, SANIT. REHAB	JC	\$1,434,458.30	\$1,323,590.34

Project Manager	Bid Date	Project Close Date	STD	Total	SR's
Gerber, Brandon Wayne	09-09-2014	07-17-2015	30	2,913	0
			36	2,104	
			Total	5,017	

Customer	Owner
City of Orlando, FL	City of Orlando, FL
400 South Orange Avenue Orange	400 South Orange Avenue Orange
Orlando FL 32801-3360	Orlando FL 32801-3360
+1 407 2463222	+1 407 2463222



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14190901	Prime	MIAMI-DADE CO., RPQ#PO145 MCC-7360 PLAN-CICC 7360-0/08	JC	\$764,928.76	\$1,026,319.67

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-01-2015	07-27-2015

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade Miami FL 33173-2503	Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	STD	Total	SR's
8	11,743	11,743	0
10	4,925	4,925	
12	1,046	1,046	
Total	17,714	17,714	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14191215	Prime	MIAMI-DADE CO.S-866 ISSUANCE15 CIPP REPAIRS ISSUANCE #15	JC	\$977,399.88	\$838,754.02

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	02-12-2017	09-26-2018

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade Miami FL 33173-2503	Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	STD	Total	SR's
8	22,455	22,455	0
10	358	358	
12	214	214	
18	2,193	2,193	
24	194	194	
Total	25,414	25,414	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14191218	Prime	MIAMI-DADE CO.S-866 ISSUANCE18 CIPP REHAB ISSUANCE 018,C#S866	JC	\$734,514.50	\$728,614.77

Project Manager	Bid Date	Project Close Date
Duncan, Lee G	08-23-2017	06-15-2018

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade Miami FL 33173-2503	Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	AIS	STD	Total	SR's
8	20,454		20,454	0
10	934		934	
12	330	378	708	
15	605		605	
18	572		572	
Total	22,895	378	23,273	



JDE Job Number	Role	Project Description	Project Close Date	Contract Value	Project Status	Final Contract Amount
141928	Prime	HILLSBOROUGH CO., BCC#15-0231 PIPELINE REH./ITB-C-003402016SST		\$2,719,477.00	JC	\$2,081,026.11

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	01-20-2015	11-11-2016

Customer	Owner
County of Hillsborough, FL 925 East Twiggs Street Hillsborough Tampa FL 33602	County of Hillsborough, FL 925 East Twiggs Street Hillsborough Tampa FL 33602

+1 813 7445600	+1 813 7445600
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	AIS	ILS	STD	Total	SR's
8	4,546	11,926	21,318	37,790	0
10	1,967		1,515	3,482	
12	1,702		1,425	3,127	
13	82		60	142	
Total	8,297	11,926	24,318	44,541	

JDE Job Number	Role	Project Description	Project Close Date	Contract Value	Project Status	Final Contract Amount
141934	Prime	DEERFIELD BEACH FL, 2015 REHAB SANIT. SEER ITS#2014-15/16		\$1,197,917.00	JC	\$1,193,364.90

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	02-11-2015	12-23-2015

Customer	Owner
City of Deerfield Beach, FL 290 Goolsby Boulevard Broward Deerfield Beach FL 33442-3002	City of Deerfield Beach, FL 290 Goolsby Boulevard Broward Deerfield Beach FL 33442-3002

+1 954 4804270	+1 954 4804270
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	STD	Total	SR's
8	31,150	31,150	0
10	3,232	3,232	
12	2,058	2,058	
Total	36,440	36,440	

JDE Job Number	Role	Project Description	Project Close Date	Contract Value	Project Status	Final Contract Amount
14193520	Prime	MELBOURNE FL, SANITARY FY15-16 SANITARY CIPP LINING		\$1,428,846.70	JC	\$1,499,343.60

Project Manager	Bid Date	Project Close Date
Curvel, Brandt M	12-22-2015	03-08-2017

Customer	Owner
City of Melbourne, FL 2891 Harper Road Brevard Melbourne FL 32904-1154	City of Melbourne, FL 2891 Harper Road Brevard Melbourne FL 32904-1154

+1 321 6745726	+1 321 6745726
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	STD	Total	SR's
8	38,488	38,488	0
10	3,939	3,939	
12	2,670	2,670	
Total	45,097	45,097	



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141944	Prime	PALMETTO FL,PO#145660,NBB#A18 FY2015 SANITARY REHAB	JC	\$662,726.60	\$685,047.80

	STD	Total	SR's
8	8,755	8,755	0
10	2,629	2,629	
12	2,929	2,929	
15	233	233	
Total	14,546	14,546	

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	05-01-2015	01-28-2016
Customer	Owner	
City of Palmetto, FL 600 17th Street W Manatee Palmetto FL 34221-3101 +1 941 7234580	City of Palmetto, FL 600 17th Street W Manatee Palmetto FL 34221-3101 +1 941 7234580	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141948	Prime	BREVARD COUNTY,PO#4500086789 CIPP SEWER REHAB	JC	\$990,558.00	\$547,344.65

	STD	Total	SR's
8	18,338	18,338	0
10	686	686	
Total	19,024	19,024	

Project Manager	Bid Date	Project Close Date
Curvel, Brandt M	06-01-2015	11-23-2016
Customer	Owner	
Brevard County-Main-Melbourne,FL 2725 Judge Fran Jamieson Way Building / Brevard Melbourne FL 32940-6602 +1 321 6332088	Brevard County-Main-Melbourne,FL 2725 Judge Fran Jamieson Way Building / Brevard Melbourne FL 32940-6602 +1 321 6332088	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141954	Sub	METRO EQUIPMENT SERV,ORANGE CO SHENANDOAH PARK WTR&WW-PKG3	JC	\$744,348.25	\$730,547.25

	ILS	STD	Total	SR's
8	14,341	2,400	16,741	0
Total	14,341	2,400	16,741	

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	03-17-2015	04-28-2016
Customer	Owner	
Orange County-Orlando, FL 9150 Curry Ford Road Orange Orlando FL 32825 +1 407 2549900	Orange County-Orlando, FL 9150 Curry Ford Road Orange Orlando FL 32825 +1 407 2549900	

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JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14196402	Prime	MIAMI-DADE CO,RPQ#P0168,REL.2 SANITARY SEWER REHAB	JC	\$672,421.60	\$674,638.59

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	01-25-2016	04-20-2016

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade	Miami-Dade
Miami FL 33173-2503	Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	STD	Total	SR's
8	19,098	19,098	0
10	643	643	
12	27	27	
15	395	395	
Total	20,163	20,163	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14196403	Prime	MIAMI-DADE CO,RPQ#P0168,REL.3 SANITARY SEWER REHAB	JC	\$687,938.04	\$806,184.68

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	03-17-2016	06-13-2016

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade	Miami-Dade
Miami FL 33173-2503	Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	ILS	STD	Total	SR's
8	15,186	8,910	24,096	0
10		377	377	
Total	15,186	9,287	24,473	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14197201	Prime	NORTH MIAMI FL,REL.1,VARI.LOC. SS REHAB VARI,LOC,PO#268374	JC	\$1,112,820.98	\$1,305,768.10

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-09-2016	11-23-2016

Customer	Owner
City of North Miami, FL*Main	City of North Miami, FL*Main
776 N.E. 125th Street	776 N.E. 125th Street
Miami-Dade	Miami-Dade
North Miami FL 33161	North Miami FL 33161
+1 305 8936511	+1 305 8936511

	ILS	STD	Total	SR's
8	8,676	18,863	27,539	0
10		984	984	
15		464	464	
Total	8,676	20,311	28,987	



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141973	Prime	BOWLING GREEN FL, 2015 REHAB SANIT. SEW. IMPROVEMENTS REHAB	JC	\$652,562.90	\$647,192.70

ILS	STD	Total	SR's
8	4,751	1,501	6,252
10	285		285
Total	5,036	1,501	6,537

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	12-17-2015	08-15-2016
Customer	Owner	
City of Bowling Green, FL	City of Bowling Green, FL	
104 E Main St.	104 E Main St.	
Hardee	Hardee	
Bowling Green FL 33834	Bowling Green FL 33834	
+1 863 3752255	+1 863 3752255	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
141980	Prime	BREVARD COUNTY, PO#4500089774 CIPP SEWER REHAB, A&B S-09&S-17	JC	\$2,420,055.90	\$2,124,265.10

ILS	STD	Total	SR's
8	2,701	42,039	44,740
10		10,569	10,569
15		941	941
Total	2,701	53,549	56,250

Project Manager	Bid Date	Project Close Date
Curvel, Brandt M	10-08-2015	01-12-2017
Customer	Owner	
Brevard County - Main-Melbourne, FL	Brevard County - Main-Melbourne, FL	
2725 Judge Fran Jamieson Way Building F	2725 Judge Fran Jamieson Way Building F	
Brevard	Brevard	
Melbourne FL 32940-6602	Melbourne FL 32940-6602	
+1 321 6332088	+1 321 6332088	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
142010	Prime	UTILITIES INC. OF FL, PARENT SANLANDO I & I, PHASE 2, PARENT	JC	\$718,969.40	\$727,327.70

ILS	STD	Total	SR's
8	8,546	8,372	16,918
10	2,809	4,042	6,851
Total	11,355	12,414	23,769

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	06-10-2016	02-17-2017
Customer	Owner	
Utilities, Inc. - Sanlando Utilities	Utilities Inc. - Altamonte Springs, FL	
200 Weathersfield Ave.	200 Weathersfield Avenue	
Seminole	Seminole	
Altamonte Springs FL 32714	Altamonte Springs FL 32714	
+1 800 2721919	+1 800 2721919	



JDE Job Number	14202902	Role	Prime	Project Description	ST. PETE BEACH FL, RELEASE 2 WW SYSTEM PIPE LINING, REL.#2.	Project Status	JC	Contract Value	\$669,918.98	Final Contract Amount	\$646,331.55
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	STD	Total	SR's
8	13,988	13,988	0
10	1,567	1,567	
12	771	771	
21	345	345	
Total	16,671	16,671	

Project Manager	Gerber, Brandon Wayne	Bid Date	03-07-2017	Project Close Date	10-05-2017
Customer	City of Saint Petersburg Beach, FL 7701 Boca Ciega Drive Pinellas St. Petersburg Beach FL 33706-1731 +1 727 3639247	Owner	City of Saint Petersburg Beach, FL 7701 Boca Ciega Drive Pinellas St. Petersburg Beach FL 33706-1731 +1 727 3639247		

JDE Job Number	142031	Role	Prime	Project Description	BREVARD COUNTY, PC#4500093232 CIPP REHAB PORT ST. JOHNS&VAR.	Project Status	JC	Contract Value	\$1,652,412.10	Final Contract Amount	\$3,206,560.10
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	ILS	STD	Total	SR's
8	6,938	68,508	75,446	0
10		10,379	10,379	
12		517	517	
30		5,082	5,082	
Total	6,938	84,486	91,424	

Project Manager	Curvel, Brandt M	Bid Date	12-12-2016	Project Close Date	11-03-2017
Customer	Brevard County - *Main-Melbourne, FL 2725 Judge Fran Jamieson Way Building / Brevard Melbourne FL 32940-6602 +1 321 6332088	Owner	Brevard County - *Main-Melbourne, FL 2725 Judge Fran Jamieson Way Building / Brevard Melbourne FL 32940-6602 +1 321 6332088		

JDE Job Number	14203401	Role	Prime	Project Description	MIAMI-DADE CO, RPO#P0193, REL.1 ISSUANCE 1 CIPP PIPE LINING	Project Status	JC	Contract Value	\$885,413.45	Final Contract Amount	\$816,290.86
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	STD	Total	SR's
8	14,799	14,799	0
10	10,556	10,556	
15	507	507	
21	370	370	
Total	26,232	26,232	

Project Manager	Kendrix, Frank A	Bid Date	08-08-2017	Project Close Date	07-12-2018
Customer	Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753	Owner	Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753		



JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14203402	Prime	MIAMI-DADE CO.RPQP0193.REL.2 ISSUANCE 2 CIPP PIPE LINING	JC	\$922,284.20	\$816,880.10

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	10-25-2017	05-25-2018

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade	Miami-Dade
Miami FL 33173-2503	Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	STD	Total	SR's
8	27,019	27,019	0
10	312	312	
12	273	273	
Total	27,604	27,604	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
14203403	Prime	MIAMI-DADE CO.RPQP0193.REL.3 ISSUANCE 3 CIPP PIPE LINING	JC	\$754,946.40	\$539,978.69

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	01-01-2018	07-31-2018

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561	3071 SW 38 Avenue Suit 561
Miami-Dade	Miami-Dade
Miami FL 33173-2503	Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

	STD	Total	SR's
8	18,241	18,241	0
10	145	145	
Total	18,386	18,386	

JDE Job Number	Role	Project Description	Project Status	Contract Value	Final Contract Amount
142038	Prime	PINELLAS CO.FL.INTERCEPTOR.SS SEW.REHAB156-0551-CP.PID#2747A	JC	\$2,103,473.70	\$2,437,723.15

Project Manager	Bid Date	Project Close Date
Duncan, Lee G	12-20-2016	11-30-2017

Customer	Owner
Pinellas County Utilities	Pinellas County, FL-Sewers
14 South Ft. Harrison Ave.	14 South Fort Harrison Avenue
Pinellas	Pinellas
Cleawater FL 33756	Cleawater FL 33756-5146
+1 727 4644219	+1 727 4643588

	STD	Total	SR's
8	109	109	0
27	747	747	
30	3,785	3,785	
Total	4,641	4,641	

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JDE Job Number	142068	Role	Prime	Project Description	DEERFIELD BEACH FL, 2017 REHAB FY2017 SANIT. SEW.LIN,PO170170	Project Status	JC	Contract Value	\$1,190,751.00	Final Contract Amount	\$687,175.50
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Project Manager	Kendrix, Frank A	Bid Date	09-01-2016	Project Close Date	12-30-2017
Customer	City of Deerfield Beach, FL 290 Goolsby Boulevard Broward Deerfield Beach FL 33442-3002 +1 954 4804270				
Owner	City of Deerfield Beach, FL 290 Goolsby Boulevard Broward Deerfield Beach FL 33442-3002 +1 954 4804270				

	STD	Total	SR's
8	16,691	16,691	0
10	2,668	2,668	
12	829	829	
Total	20,188	20,188	



Contract Qualification Closed Projects (2013 - Present) - Detail Contract Value

Project JDE Job Number	Contract Value	Final Contract Amount
14169114	\$1,060,771.60	\$1,146,956.70
14172510	\$687,529.72	\$735,850.62
14172512	\$687,212.08	\$646,414.93
14173902	\$782,470.79	\$1,263,019.29
141745	\$768,729.69	\$772,725.30
141757	\$1,676,267.79	\$1,571,076.60
141759	\$1,816,113.49	\$1,744,113.23
141796	\$701,070.00	\$731,057.50
14179801	\$736,372.00	\$707,645.00
14179807	\$707,892.80	\$710,036.80
141804	\$1,191,113.20	\$1,138,354.47
141812	\$1,361,717.40	\$1,298,598.60
14182811	\$709,462.00	\$654,300.50
14184901	\$904,152.84	\$912,625.00
141856	\$825,449.20	\$800,339.30
14186328	\$1,475,987.04	\$1,567,398.35
14186331	\$657,822.28	\$788,670.82
14187202	\$731,242.48	\$760,802.17
14187203	\$1,287,661.25	\$1,182,349.92
14187204	\$882,834.11	\$601,591.79
14187903	\$871,055.30	\$1,146,817.03
141895	\$654,559.50	\$641,993.50
141899	\$3,213,066.97	\$3,408,864.55
141901	\$1,434,458.30	\$1,323,590.34
14190901	\$764,928.76	\$1,026,319.67
14191215	\$977,399.88	\$838,754.02
14191218	\$734,514.50	\$728,614.77
141928	\$2,719,477.00	\$2,081,026.11
141934	\$1,197,917.00	\$1,193,364.90
14193520	\$1,428,846.70	\$1,499,343.60
141944	\$662,726.60	\$685,047.80
141948	\$990,558.00	\$547,344.65
141954	\$744,348.25	\$730,547.25
14196402	\$672,421.60	\$674,638.59
14196403	\$687,938.04	\$806,184.68



Project JDE Job Number	Contract Value	Final Contract Amount
14197201	\$1,112,820.98	\$1,305,768.10
141973	\$652,562.90	\$647,192.70
141980	\$2,420,055.90	\$2,124,265.10
142010	\$718,969.40	\$727,327.70
14202902	\$669,918.98	\$646,331.55
142031	\$1,652,412.10	\$3,206,560.10
14203401	\$885,413.45	\$816,290.86
14203402	\$922,284.20	\$816,880.10
14203403	\$754,946.40	\$539,978.69
142038	\$2,103,473.70	\$2,437,723.15
142068	\$1,190,751.00	\$687,175.50
	\$50,489,697.17	\$51,021,871.90



Proprietary Property and Trade Secret of Aegion, Inc. Unauthorized Use, Dissemination and Disclosure Strictly Prohibited.

Contract Qualification Closed Projects (2013 - Present) - Parameter Summary

Month Ending Date	05-31-2019	
Reporting Entity		
JDE Company Code		
Region		
Owner State		
Project Material Family		
Project Manager		
Project Number	141759;14175910;14175911;14175912;14175913;14175914;14175915;14175916;14175920;14175921;14175922;14175923;14175	
Role		
Project Manager		
Value Range	Start	End
Project Value (\$)		
Bid Proposal Date		
Project Closed Date		
Diameter		
Linear Feet		

Contract Qualification Closed Projects (2013 - Present) - Summary

	AIS	ILS	STD	Total	SR's (laps)
8	4,546	11,926	102,109	118,581	2,132
10	1,967		7,439	9,406	
12	1,702		3,462	5,164	
15			1,111	1,111	
18	82		60	142	
			416	416	
Total	8,297	11,926	114,597	134,820	



Contract Qualification Closed Projects (2013 - Present) - Detail

JDE Job Number	Role	Project Description	Project Status	Contract Value
141759	Prime	OAKLAND PARK FL WW COLL.SYST.REH.P#WWCSR061112	JC	\$1,816,113.49

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	07-11-2012	09-06-2013

	STD	Total	SR's
8	29,596	29,596	454
10	2,506	2,506	
12	1,320	1,320	
15	335	335	
Total	33,757	33,757	

Customer	Owner
City of Oakland Park, FL	City of Oakland Park, FL
250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144	250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144
+1 954 5616296	+1 954 5616296

JDE Job Number	Role	Project Description	Project Status	Contract Value
14175912	Prime	OAKLAND PARK FL,WO#2,PHASE III WO#2,LINE 8"&10" GRAVITY MAINS	JC	\$178,375.50

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	02-07-2014	05-29-2014

	STD	Total	SR's
8	6,369	6,369	137
10	598	598	
Total	6,967	6,967	

Customer	Owner
City of Oakland Park, FL	City of Oakland Park, FL
250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144	250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144
+1 954 5616296	+1 954 5616296



JDE Job Number	Role	Project Description	Project Status	Contract Value
14175913	Prime	OAKLAND PARK FL,WO#2,PHASE III WW COLL. SYSTEM REHAB PROJECT	JC	\$159,792.20

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	03-03-2014	05-07-2014

	STD	Total	SR's
8	3,967	3,967	94
10	1,106	1,106	
15	317	317	
Total	5,390	5,390	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296

JDE Job Number	Role	Project Description	Project Status	Contract Value
14175914	Prime	OAKLAND PARK FL,WO#3,PHASE III WW COLL. SYSTEM REHAB PROJECT	JC	\$84,007.10

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	03-14-2014	06-06-2014

	STD	Total	SR's
8	10,730	10,730	172
10	597	597	
Total	11,327	11,327	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296

JDE Job Number	Role	Project Description	Project Status	Contract Value
14175916	Prime	OAKLAND PARK FL,WO#6,PHASE III WW COLL. SYSTEM REHAB PROJECT	JC	\$285,116.70

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-19-2014	01-31-2015

	STD	Total	SR's
8	17,928	17,928	351
10	511	511	
12	477	477	
15	459	459	
Total	19,375	19,375	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296



JDE Job Number	Role	Project Description	Project Status	Contract Value
14175921	Prime	OAKLAND PARK FL-WO#1 PHASE 4 WW COLL.SYST.REH.P#WWCSR061112	JC	\$196,269.86

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-01-2015	11-20-2015

	STD	Total	SR's
8	7,782	7,782	84
10	386	386	
Total	8,168	8,168	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296

JDE Job Number	Role	Project Description	Project Status	Contract Value
14175922	Prime	OAKLAND PARK FL-WO#1 PHASE IV BASIN D1 & D2 LINE LATERALS	JC	\$161,228.70

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	08-24-2015	04-22-2016

	STD	Total	SR's
8	4,419	4,419	30
10	220	220	
Total	4,639	4,639	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296

JDE Job Number	Role	Project Description	Project Status	Contract Value
14175924	Prime	OAKLAND PARK FL,BASIN D-1& D-2 LATERAL LININGS & CIPP LINING	JC	\$415,205.95

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	11-03-2016	11-14-2016

	STD	Total	SR's
12	240	240	0
Total	240	240	

Customer	Owner
City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296	City of Oakland Park, FL 250 NE 33rd Street Broward Fort Lauderdale FL 33334-1144 +1 954 5616296



JDE Jct Number	Role	Project Description	Project Status	Contract Value
141928	Prime	HILLSBOROUGH CO.,BCC#15-0231 PIPELINE REH,ITB-C-003402015ST	JC	\$2,719,477.00

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	01-20-2015	11-11-2016

Customer	Owner
County of Hillsborough, FL	County of Hillsborough, FL
925 East Twiggs Street Hillsborough Tampa FL 33602	925 East Twiggs Street Hillsborough Tampa FL 33602
+1 813 7445600	+1 813 7445600

	AIS	ILS	STD	Total	SR's
8	4,546	11,926	21,318	37,790	810
10	1,967		1,515	3,482	
12	1,702		1,425	3,127	
18	82		60	142	
Total	8,297	11,926	24,318	44,541	

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Contract Qualification Closed Projects (2013 - Present) - Detail Contract Value

Project JDE Job Number	Contract Value	Final Contract Amount
141759	\$1,816,113.49	\$1,744,113.23
14175912	\$178,375.50	\$185,906.60
14175913	\$159,792.20	\$143,501.20
14175914	\$84,007.10	\$337,345.24
14175916	\$285,116.70	\$560,548.30
14175921	\$196,269.86	\$205,948.98
14175922	\$161,228.70	\$240,203.91
14175924	\$415,205.95	\$247,929.07
141928	\$2,719,477.00	\$2,081,026.11
	\$6,015,586.50	\$5,746,522.64

Contract Qualification Report (2002 - 2013) - Parameter Summary

Report Date Range (Bid Date):	
Diameter:	
State:	
Project Status:	
Product:	
Project Number(s):	
Project Number Starts With:	141257
Project Manager:	
Report Date Range (Completion Date):	
Footage:	
Maximum Final Contract Value (< =):	
Minimum Final Contract Value (> =):	
Resin Type:	
Last Refresh Date:	06-19-2019
JDE Company Code:	

Contract Qualification Report (2002 - 2013) - Summary

	01 - CIPP - Standard	10 - CIPP- ILS		Total
0	1,049	0	0	1,049
8	131,952	10,838	2,228	145,018
10	10,675			10,675
12	6,611			6,611
15	692			692
18	523			523
21	813			813
24	320			320
Total	152,635	10,838	2,228	165,701

Contract Qualification Report (2002 - 2013) - Detail

Project JDE Job Number	Project Description	Project Status	Co
141257	Miami-Dade CO 2006 Term	Job Closed	

Project Manager	Bid Date	Completion Date
Kendrix, Frank A.	3/14/2006	3/24/2009

		Total	SR's (taps)
0	0	0	0
Total	0	0	

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125701	Miami-Dade CO, Issuance S800-1	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	12/19/2006

	01 - CIPP - Standard	Total	SR's (taps)
0	0	0	186
8	8,945	8,945	
10	889	889	
Total	9,834	9,834	

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125702	Miami-Dade CO, Issuance S800-2	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	11/15/2007

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

	01 - CIPP - Standard	Total
0	0	0
8	20,939	20,939
10	2,031	2,031
12	2,937	2,937
15	334	334
18	307	307
21	735	735
24	320	320
Total	27,603	27,603

SR's (taps)
475

Project JDE Job Number	Project Description	Project Status	Co
14125703	Miami-Dade CO. REL# 3, S800-3	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	8/6/2007

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

	01 - CIPP - Standard	Total
0	0	0
8	15,827	15,827
10	2,838	2,838
12	2,220	2,220
Total	20,885	20,885

SR's (taps)
475

Project JDE Job Number	Project Description	Project Status	Co
14125704	Miami-Dade CO. REL# 4, S800-4	Job Closed	\$

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	10/30/2008

	01 - CIPP - Standard	Total	SR's (taps)
0	0	0	491
8	14,802	2,228	
10	3,617		
12	996		
15	285		
18	216		
21	78		
Total	19,994	2,228	22,222

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125705	Miami-Dade CO. Emerg. S800-50	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	7/11/2008

	01 - CIPP - Standard	Total	SR's (taps)
0	0	0	39
8	2,359	2,359	
Total	2,359	2,359	

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125706	Miami-Dade CO.Issuanc#5,S800-5	Job Closed	\$1

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	3/24/2009

	01 - CIPP - Standard	10 - CIPP- ILS	Total
0	720	0	720
8	33,060	9,730	42,790
10	775		775
12	251		251
Total	34,806	9,730	44,536

SR's (taps)
690

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125707	Miami-Dade CO.Issu.#62, Emer	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	9/30/2008

	01 - CIPP - Standard	10 - CIPP- ILS	Total
0		0	0
8	8,451	1,108	9,559
10	125		125
Total	8,576	1,108	9,684

SR's (taps)
194

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

Project JDE Job Number	Project Description	Project Status	Co
14125708	Miami-Dade CO.Issu.#7	Job Closed	

Project Manager	Bid Date	Completion Date
Dalmau, Mark E	3/14/2006	10/24/2008

Customer	Owner
Miami-Dade Water And Sewer 3071 SW 38 Avenue Suit 561 Miami FL 33173-2503 (305) 669-7753	Miami-Dade County W & S Department

	01 - CIPP - Standard	Total	SR's (taps)
0	329	329	482
8	27,569	27,569	
10	400	400	
12	207	207	
15	73	73	
Total	28,578	28,578	

Contract Qualification Report (2002 - 2013) - Detail Contract Value

JDE Job Number	Contract Value	Final Contract Amount
141257	\$1.00	
14125701	\$317,194.80	\$247,756.03
14125702	\$842,778.80	\$745,719.30
14125703	\$825,306.90	\$528,783.71
14125704	\$1,153,605.30	\$585,846.11
14125705	\$111,038.00	\$52,652.00
14125706	\$1,340,640.75	\$1,067,674.06
14125707	\$259,022.12	\$262,278.11
14125708	\$882,867.80	\$752,238.31
	\$5,732,455.47	\$4,242,947.63



Proprietary Property and Trade Secret of Aegion, Inc. Unauthorized Use, Dissemination and Disclosure Strictly Prohibited.

Contract Qualification Closed Projects (2013 - Present) - Parameter Summary

Month Ending Date	05-31-2019	
Reporting Entity		
JDE Company Code		
Region		
Owner State		
Project Material Family		
Project Manager		
Project Number	142034;14203401;14203402;14203403;14203404;141964;14196401;14196402;14196403;141872;14187201;14187202;14187203;	
Role		
Project Manager		
Value Range	Start	End
Project Value (\$)		
Bid Proposal Date		
Project Closed Date		
Diameter		
Linear Feet		

Contract Qualification Closed Projects (2013 - Present) - Summary

	ILS	STD	Total	SR's (taps)
8	18,016	246,692	264,708	4,226
10		23,834	23,834	
12		4,454	4,454	
15		6,598	6,598	
18		9,740	9,740	
21		2,061	2,061	
24		3,858	3,858	
27		1,658	1,658	
Total	18,016	298,895	316,911	



Contract Qualification Closed Projects (2013 - Present) - Detail

JDE Job Number	Role	Project Description	Project Status	Contract Value
14180101	Prime	VENICE FL, WO#01R SANIT.SEW.PIPELINE PJ#,2962-13	JC	\$493,833.53

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	07-08-2013	10-09-2013

	STD	Total	SR's
8	8,636	8,636	111
10	160	160	
15	1,069	1,069	
18	2,593	2,593	
Total	12,458	12,458	

Customer	Owner
City of Venice,FL	City of Venice,FL
200 Warfield Avenue N Sarasota Venice FL 34292-2637	200 Warfield Avenue N Sarasota Venice FL 34292-2637
+1 941 4853311	+1 941 4853311

JDE Job Number	Role	Project Description	Project Status	Contract Value
14180102	Prime	VENICE FL, WO#02,VAR.LOC. SANIT.SEW.PIPELINE PJ#,2962-13	JC	\$536,658.60

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	08-06-2013	11-27-2013

	STD	Total	SR's
8	11,609	11,609	145
15	209	209	
18	1,911	1,911	
Total	13,729	13,729	

Customer	Owner
City of Venice,FL	City of Venice,FL
200 Warfield Avenue N Sarasota Venice FL 34292-2637	200 Warfield Avenue N Sarasota Venice FL 34292-2637
+1 941 4853311	+1 941 4853311



JDE Job Number	Role	Project Description	Project Status	Contract Value
14180103	Prime	VENICE FL, WO#03,VAR.LOC. SANIT.SEW.PIPELINE PJ#,2962-13	JC	\$394,588.20

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	10-07-2013	03-21-2014

	STD	Total	SR's
8	11,200	11,200	136
12	227	227	
18	383	383	
Total	11,810	11,810	

Customer	Owner
City of Venice,FL	City of Venice,FL
200 Warfield Avenue N Sarasota Venice FL 34292-2637	200 Warfield Avenue N Sarasota Venice FL 34292-2637
+1 941 4853311	+1 941 4853311

JDE Job Number	Role	Project Description	Project Status	Contract Value
14182201	Prime	SARASOTA FL,REL#1,VAR. LOC. CITY-WIDE GRAV.SEW.PO#PD511750	JC	\$587,544.20

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	03-26-2015	11-02-2015

	STD	Total	SR's
8	5,152	5,152	127
10	480	480	
12	275	275	
15	1,363	1,363	
18	2,314	2,314	
21	1,031	1,031	
24	26	26	
Total	10,641	10,641	

Customer	Owner
City of Sarasota, FL	City of Sarasota, FL
1750 12th Street Sarasota Sarasota FL 34236-2687	1750 12th Street Sarasota Sarasota FL 34236-2687
+1 941 9552325	+1 941 9552325

JDE Job Number	Role	Project Description	Project Status	Contract Value
14182203	Prime	SARASOTA FL,WA#2,CHEROKEE PARK YEAR 3 CHEROKEE PARK PH.II	JC	\$343,756.20

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	07-07-2016	11-22-2016

	STD	Total	SR's
8	9,651	9,651	176
10	401	401	
Total	10,052	10,052	

Customer	Owner
City of Sarasota, FL	City of Sarasota, FL
1750 12th Street Sarasota Sarasota FL 34236-2687	1750 12th Street Sarasota Sarasota FL 34236-2687
+1 941 9552325	+1 941 9552325



JDE Job Number	Role	Project Description	Project Status	Contract Value
14186501	Prime	PINELLAS CO.FL.REL#1,SANITARY SANI.SEW.REHAB,PO#415646	JC	\$88,313.00

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	09-02-2014	12-19-2014

	STD	Total	SR's
8	2,459	2,459	52
Total	2,459	2,459	

Customer	Owner
Pinellas County, FL-Clearwater,FL-Utilites	Pinellas County, FL-Clearwater,FL-Utilites
14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146	14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146
+1 727 4643588	+1 727 4643588

JDE Job Number	Role	Project Description	Project Status	Contract Value
14186502	Prime	PINELLAS CO.FL.REL#2,SANITARY SANI.SEW.REHAB,PO#415646	JC	\$248,962.00

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	02-11-2015	04-03-2015

	STD	Total	SR's
8	7,963	7,963	158
Total	7,963	7,963	

Customer	Owner
Pinellas County, FL-Clearwater,FL-Utilites	Pinellas County, FL-Clearwater,FL-Utilites
14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146	14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146
+1 727 4643588	+1 727 4643588

JDE Job Number	Role	Project Description	Project Status	Contract Value
14186503	Prime	PINELLAS CO.FL, BAY PINES AREA SANI.SEW.REHAB,BAY PINES AREA	JC	\$104,187.40

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	05-26-2015	05-09-2016

	ILS	STD	Total	SR's
8	2,830	73	2,903	22
10		690	690	
Total	2,830	763	3,593	

Customer	Owner
Pinellas County, FL-Clearwater,FL-Utilites	Pinellas County, FL-Clearwater,FL-Utilites
14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146	14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146
+1 727 4643588	+1 727 4643588



JDE Job Number	Role	Project Description	Project Status	Contract Value
14186504	Prime	PINELLAS CO.FL,VARI. LOCATIONS SANI.SEW.REHAB RELEASE#4	JC	\$498,571.80

Project Manager	Bid Date	Project Close Date
Gerber, Brandon Wayne	04-01-2016	07-20-2017

	STD	Total	SR's
8	16,304	16,304	300
10	613	613	
Total	16,917	16,917	

Customer	Owner
Pinellas County, FL-Clearwater,FL-Utilites	Pinellas County, FL-Clearwater,FL-Utilites
14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146	14 South Fort Harrison Avenue Pinellas Clearwater FL 33756-5146
+1 727 4643588	+1 727 4643588

JDE Job Number	Role	Project Description	Project Status	Contract Value
14187201	Prime	MIAMI-DADE CO.CONTR.P-0130 WO1 P0130-01 ISSUANCE CIPP REHAB	JC	\$539,198.58

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	07-01-2014	03-17-2015

	STD	Total	SR's
8	3,546	3,546	161
10	2,203	2,203	
24	673	673	
27	1,658	1,658	
Total	8,080	8,080	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami,FL	Miami-Dade Water and Sewer - *Main Office - Miami,FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14187202	Prime	MIAMI-DADE CO.CONTR.P-0130-02 P0130-02 ISSUANCE CIPP REHAB	JC	\$731,242.48

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	09-04-2014	04-24-2015

	STD	Total	SR's
8	9,202	9,202	158
10	416	416	
12	473	473	
15	1,208	1,208	
18	1,676	1,676	
21	312	312	
24	1,191	1,191	
Total	14,478	14,478	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami,FL	Miami-Dade Water and Sewer - *Main Office - Miami,FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753



JDE Job Number	Role	Project Description	Project Status	Contract Value
14187203	Prime	MIAMI-DADE CO.CONTR.P-0130-03 P0130-03 ISSUANCE CIPP REHAB	JC	\$1,287,661.25

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	11-02-2014	05-04-2015

	STD	Total	SR's
8	31,783	31,783	430
10	1,883	1,883	
12	1,703	1,703	
15	492	492	
24	1,384	1,384	
Total	37,245	37,245	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753	Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14187204	Prime	MIAMI-DADE CO.CONTR.P-0130-04 ISSUANCE CIPP REHAB, WO#4	JC	\$882,834.11

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	03-01-2015	05-22-2015

	STD	Total	SR's
8	9,515	9,515	215
10	1,309	1,309	
12	519	519	
15	621	621	
18	863	863	
21	348	348	
24	584	584	
Total	13,759	13,759	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753	Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14187205	Prime	MIAMI-DADE CO.CONTR.P-0130-05 ISSUANCE CIPP REHAB, WO#5	JC	\$398,718.98

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-26-2015	07-17-2015

	STD	Total	SR's
8	7,262	7,262	90
10	333	333	
15	331	331	
Total	7,926	7,926	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753	Miami-Dade Water and Sewer - *Main Office - Miami, FL 3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503 +1 305 6697753

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JDE Job Number	Role	Project Description	Project Status	Contract Value
14196401	Prime	MIAMI-DADE CO,RPQ#P0168,REL.1 SANIT. SEWER REHAB	JC	\$586,671.20

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	12-01-2015	03-12-2016

	STD	Total	SR's
8	16,760	16,760	274
10	1,380	1,380	
12	957	957	
15	403	403	
Total	19,500	19,500	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14196402	Prime	MIAMI-DADE CO,RPQ#P0168,REL.2 SANITARY SEWER REHAB	JC	\$672,421.60

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	01-25-2016	04-20-2016

	STD	Total	SR's
8	19,098	19,098	372
10	643	643	
12	27	27	
15	395	395	
Total	20,163	20,163	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14196403	Prime	MIAMI-DADE CO,RPQ#P0168,REL.3 SANITARY SEWER REHAB	JC	\$687,938.04

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	03-17-2016	06-13-2016

	ILS	STD	Total	SR's
8	15,186	8,910	24,096	431
10		377	377	
Total	15,186	9,287	24,473	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753



JDE Job Number	Role	Project Description	Project Status	Contract Value
14203401	Prime	MIAMI-DADE CO,RPQ#P0193,REL.1 ISSUANCE 1 CIPP PIPE LINING	JC	\$885,413.45

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	08-08-2017	07-12-2018

	STD	Total	SR's
8	14,799	14,799	205
10	10,556	10,556	
15	507	507	
21	370	370	
Total	26,232	26,232	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14203402	Prime	MIAMI-DADE CO,RPQ#P0193,REL.2 ISSUANCE 2 CIPP PIPE LINING	JC	\$922,284.20

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	10-25-2017	05-25-2018

	STD	Total	SR's
8	27,019	27,019	353
10	312	312	
12	273	273	
Total	27,604	27,604	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

JDE Job Number	Role	Project Description	Project Status	Contract Value
14203403	Prime	MIAMI-DADE CO,RPQ#P0193,REL.3 ISSUANCE 3 CIPP PIPE LINING	JC	\$754,946.40

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	01-01-2018	07-31-2018

	STD	Total	SR's
8	18,241	18,241	260
10	145	145	
Total	18,386	18,386	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753



JDE Job Number	Role	Project Description	Project Status	Contract Value
14203404	Prime	MIAMI-DADE CO,RPQ#P0193,REL.4 ISSUANCE 4 CIPP PIPE LINING	JC	\$248,260.40

Project Manager	Bid Date	Project Close Date
Kendrix, Frank A	05-14-2018	07-12-2018

	STD	Total	SR's
8	7,510	7,510	50
10	1,933	1,933	
Total	9,443	9,443	

Customer	Owner
Miami-Dade Water and Sewer - *Main Office - Miami, FL	Miami-Dade Water and Sewer - *Main Office - Miami, FL
3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503	3071 SW 38 Avenue Suit 561 Miami-Dade Miami FL 33173-2503
+1 305 6697753	+1 305 6697753

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Contract Qualification Closed Projects (2013 - Present) - Detail Contract Value

Project JDE Job Number	Contract Value	Final Contract Amount
14180101	\$493,833.53	\$496,244.30
14180102	\$536,658.60	\$517,419.30
14180103	\$394,588.20	\$407,318.30
14182201	\$587,544.20	\$609,029.50
14182203	\$343,756.20	\$335,041.00
14186501	\$88,313.00	\$87,088.60
14186502	\$248,962.00	\$241,700.90
14186503	\$104,187.40	\$103,224.40
14186504	\$498,571.80	\$520,161.00
14187201	\$539,198.58	\$580,100.62
14187202	\$731,242.48	\$760,802.17
14187203	\$1,287,661.25	\$1,182,349.92
14187204	\$882,834.11	\$601,591.79
14187205	\$398,718.98	\$265,646.43
14196401	\$586,671.20	\$586,905.86
14196402	\$672,421.60	\$674,638.59
14196403	\$687,938.04	\$806,184.68
14203401	\$885,413.45	\$816,290.86
14203402	\$922,284.20	\$816,880.10
14203403	\$754,946.40	\$539,978.69
14203404	\$248,260.40	\$281,017.62
	\$11,894,005.62	\$11,229,614.63

INSITUFORM TECHNOLOGIES, LLC

**PRESIDENT APPOINTMENT OF
CONTRACTING AND ATTESTING OFFICERS**

The undersigned, being the President of Insituform Technologies, LLC, a Delaware Limited Liability Company (the "Company"), and pursuant to the authority set forth in the Limited Liability Company Operating Agreement of the Company, hereby determines that:

1. Christlanda Adkins, Laura M. Andreski, Janet Hass, Jana Lause, Diane Partridge, Whitney Schulte, and Ursula Youngblood are appointed as Contracting and Attesting Officers of the Company, each with the authority, individually and in the absence of the others, subject to the control of the Board of Managers of the Company, to: (i) certify and attest to the signature of any officer of the Company; (ii) enter into and bind the Company to perform pipeline rehabilitation activities of the Company and all matters related thereto, including the maintenance of one or more offices and facilities of the Company; (iii) execute and to deliver documents on behalf of the Company; and (iv) take such other action as is or may be necessary and appropriate to carry out the project, activities and work of the Company.
2. Any person previously appointed or serving as a Contracting and Attesting Officer of the Company prior to the date hereof and who is not named above is hereby removed from any such appointment.

Dated: December 1, 2018



Charles R. Gordon
President

PRESCRIBED BID BOND

STATE OF FLORIDA)
)ss.:
COUNTY OF MIAMI-DADE)

KNOW ALL MEN BY THESE PRESENTS:

That we, Insituform Technologies, LLC (hereinafter called the "Principal")
and Travelers Casualty and Surety Company of America (hereinafter called the "Surety")
are held and firmly bound unto Miami Dade Water and Sewer Department of Miami-Dade
County, Florida, (hereinafter called the "County"), in the penal sum of
Five Percent of Amount Bid Dollars and _____ Cents
(\$ 5% of Amount Bid) lawful money of the United States,
which sum represents five percent (5%) of the Total Bid Price, and for the payment of which
sum well and truly to be made, we bind ourselves, our heirs, executors, administrators,
successors and assigns, jointly and severally, firmly by these presents.

THE CONDITION OF THIS OBLIGATION IS SUCH, that whereas the Principal has submitted
the attached bid, dated June 14, 20 19 for

**TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY
SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION
TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS
CONTRACT No. S-946**

NOW, THEREFORE, if the Principal shall not withdraw said Bid within one hundred twenty
(120) days after date of opening of the bid, and shall within five (5) calendar days after the
prescribed forms are presented to him for signature, enter into a written Contract with Miami-
Dade County, Florida, in accordance with the Bid as accepted, and give a Performance and
Payment Bond with good and sufficient surety or sureties and provide the necessary Insurance
Certificates, as may be required, for the faithful performance and proper fulfillment of such
Contract and for the prompt payment of all persons furnishing labor and materials in connection
therewith, then the above obligation shall be void and of no effect; otherwise, to remain in full
force and virtue, it being expressly understood and agreed that the liability of the Surety for any
and all claims hereunder shall in no event exceed the amount of this obligation as herein stated.

The Surety, for value received, hereby agrees that its obligations hereunder shall in no way be
impaired or affected by any extension of time within which said Miami-Dade County may accept
such bid, and said Surety does hereby waive notice of any such extension.

IN WITNESS WHEREOF, the above bounden parties have caused this Bond to be executed by
their appropriate officials as of the 14th day of June, 20 19.

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PRESCRIBED BID BOND

SURETY:

(Corporate Seal)

Travelers Casualty and Surety Company of America

Printed Name of Surety

One Tower Square

Hartford, CT 06183

Address of Surety

By:



*Signature of Attorney-in-Fact**

Andrew P. Thome, Attorney-in-Fact

Printed name of Attorney-in-Fact

J.W. Terrill a Marsh & McLennan Agency, LLC company

825 Maryville Centre Drive, Suite 200, St. Louis, MO 63017

Address of Attorney-in-Fact

314-594-2700

Telephone of Attorney-in-Fact

By:



Signature of Resident Florida Agent

Katherine Cronin, Resident Agent

Printed name of Agent

Travelers Casualty and Surety Company of America

2420 Lakemont Avenue, Suite 100, Orlando, FL 32814

Address of Agent

407-388-3264

Telephone of Agent

* Power of Attorney must be attached.

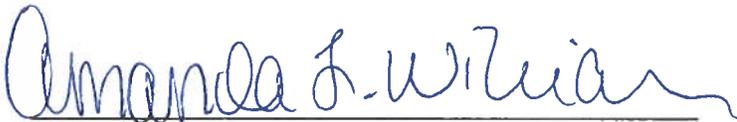
State of Missouri
County of St. Louis

On 6/14/2019, before me, a Notary Public in and for said County and State, residing therein, duly commissioned and sworn, personally appeared Andrew P. Thome known to me to be Attorney-in-Fact of

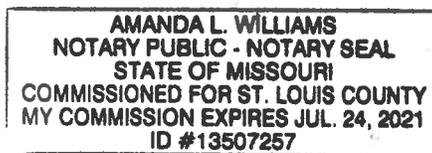
TRAVELERS CASUALTY AND SURETY COMPANY OF AMERICA

the corporation described in and that executed the within and foregoing instrument, and known to me to be the person who executed the said instrument in behalf of said corporation, and he duly acknowledged to me that such corporation executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year stated in this certificate above.



Amanda L. Williams, Notary Public



My Commission Expires: _____



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

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company are corporations duly organized under the laws of the State of Connecticut (herein collectively called the "Companies"), and that the Companies do hereby make, constitute and appoint **Andrew P. Thome, of Chesterfield, Missouri**, their true and lawful Attorney-in-Fact to sign, execute, seal and acknowledge any and all bonds, recognizances, conditional undertakings and other writings obligatory in the nature thereof on behalf of the Companies in their business of guaranteeing the fidelity of persons, guaranteeing the performance of contracts and executing or guaranteeing bonds and undertakings required or permitted in any actions or proceedings allowed by law.

IN WITNESS WHEREOF, the Companies have caused this instrument to be signed, and their corporate seals to be hereto affixed, this 3rd day of February, 2017.



State of Connecticut

City of Hartford ss.

By:
Robert L. Raney, Senior Vice President

On this the 3rd day of February, 2017, before me personally appeared **Robert L. Raney**, who acknowledged himself to be the Senior Vice President of Travelers Casualty and Surety Company of America, Travelers Casualty and Surety Company, and St. Paul Fire and Marine Insurance Company, and that he, as such, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing on behalf of the corporations by himself as a duly authorized officer.

In Witness Whereof, I hereunto set my hand and official seal.

My Commission expires the 30th day of June, 2021



Marie C. Tetreault
Marie C. Tetreault, Notary Public

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

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

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

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

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

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

Dated this 14th day of June, 2019



Kevin E. Hughes
Kevin E. Hughes, Assistant Secretary

**To verify the authenticity of this Power of Attorney, please call us at 1-800-421-3880.
Please refer to the above-named Attorney-in-Fact and the details of the bond to which the power is attached.**



ISD FORM NO. 1 – LOCAL BUSINESS PREFERENCE AFFIDAVIT

The evaluation of competitive solicitations is subject to Section 2-8.5 of the Miami-Dade County Code, which, except where contrary to federal or state law, or any other funding source requirements, provides that preference be given to local businesses. A local business, for the purposes of receiving the aforementioned preference above, shall be defined as a Proposer which meets all of the following:

- 1. Proposer has a valid Local Business Tax Receipt, issued by Miami-Dade County at least one year prior to proposal submission.

Proposer shall attach a copy of said Miami-Dade County Local Business Tax Receipt hereto. (Note: Current and past year licenses may need to be submitted as proof that it was issued at least one year prior to the proposal due date.)

- 2. Proposer has a physical business address located within the limits of Miami-Dade County from which the Proposer operates or performs business. (Post Office Boxes are not verifiable and shall not be used for the purpose of establishing said physical address.)

Proposer shall state its Miami-Dade County (or other County if applicable, see note below) physical business address

Insituform Technologies, LLC, 9001 NW 97th Terrace Suite F, Medley, Florida 33178

- 3. Proposer affirms that the local business address location has served as the place of employment for at least three full-time employees for a continuous period of one year prior to proposal submission or the proposer is a Small Business Enterprise and the local business address location has served as the place of employment for at least one full-time employee for a continuous period of one year prior to proposal submission.

Check box, if applicable:

- [x] a) Proposer is NOT a Small Business Enterprise and affirms that the local business address location has served as the place of employment for at least three full-time employees for a continuous period of one year prior to proposal submission. Write the number of full-time employees at the local business address location : 25
[] b) Proposer is a Small Business Enterprise and affirms that that the local business address location has served as the place of employment for at least one full-time employee for a continuous period of one year prior to proposal submission. Write the number of full-time employees at the local business address location :

- 4. Proposer contributes to the economic development and well-being of Miami-Dade County in a verifiable and measurable way. This may include but not be limited to the retention and expansion of employment opportunities and the support and increase in the County's tax base. To satisfy this requirement, the Proposer shall affirm in writing its compliance with any of the following objective criteria as of the proposal submission date:

Check box, if applicable:

- [] a) Retention and expansion of employment opportunities in Miami-Dade County.
[] b) Proposer contributes to the County's tax base by paying either real property taxes or tangible personal property taxes to Miami-Dade County.
[x] c) Proposer contributes to the economic development and well-being of Miami-Dade County by some other verifiable and measurable contribution by Maintaining a local business office in Miami-Dade County and paying business taxes to Miami-Dade County.

Proposer shall check the box if applicable and, if checking item "c", shall provide a written statement, above, defining how Proposer meets that criteria.

By signing below, Proposer affirms that it meets the above criteria to qualify for Local Preference and has submitted the requested documents.

Proposer: Insituform Technologies, LLC

Federal Employer Identification Number: 13-3032158

Address: 17988 Edison Avenue

City/State/Zip: Chesterfield, MO 63005

Telephone: (636) 530-8000 Fax: (636) 530-8701

I hereby certify that to the best of my knowledge and belief all the foregoing facts are true and correct.

Diane Partridge
Signature of Authorized Representative

Title: Diane Partridge
Contracting and Attesting Officer

Date: June 14, 2019

STATE OF MISSOURI

COUNTY OF: ST. LOUIS

SUBSCRIBED AND SWORN TO (or affirmed) before me on, June 14, 2019,
(Date)

by *Diane Partridge* He/She is personally known to me or has presented
Diane Partridge (Affiant)
Contracting and Attesting Officer
Personally Known as identification.
(Type of Identification)

Jana Lause 13805615
(Signature of Notary) (Serial Number)

Jana Lause Dec. 5, 2021
(Print or Stamp Name of Notary) (Expiration Date)

Notary Public: Missouri
(State)

Notary Seal:  My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

Note: Local preference is only applicable to the Prime consultant. If the County extends local preferences to other Counties, those Counties will participate in local preference considerations. The Prime consultant shall complete, sign and submit the Miami-Dade County ISD Form No. 1 "Local Business Preference Affidavit".

005046

Local Business Tax Receipt

Miami-Dade County, State of Florida
-THIS IS NOT A BILL - DO NOT PAY



1796524

BUSINESS NAME/LOCATION
INSTITUFORM TECHNOLOGIES LLC
DOING BUS IN DADE CO
MIAMI FL 33000

RECEIPT NO.
RENEWAL
4344354

EXPIRES
SEPTEMBER 30, 2018

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

OWNER
INSTITUFORM TECHNOLOGIES LLC

SEC. TYPE OF BUSINESS
196 SPECIALTY BUILDING CONTRACTOR
CGC061125

**PAYMENT RECEIVED
BY TAX COLLECTOR**
\$110.00 09/22/2017
CHECK21-17-092261

Worker(s) 17

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



Tax Collector
200 NW 2nd Avenue
Miami, FL 33128

107.01-222 1/16
005046

For information regarding Transfer
of Business/Owner, please visit
www.miamidade.gov/taxcollector/



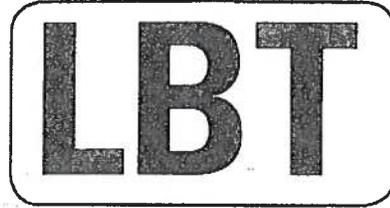
INSTITUFORM TECHNOLOGIES LLC
RICHARD T HOWTON
6972 BUSINESS PARK BLVD
JACKSONVILLE FL 32256

HLX-SP1 32256



Local Business Tax Receipt

Miami-Dade County, State of Florida
-THIS IS NOT A BILL - DO NOT PAY



1796524

BUSINESS NAME/LOCATION
INSTITUFORM TECHNOLOGIES LLC
DOING BUS IN DADE CO
MIAMI FL 33000

RECEIPT NO.
RENEWAL
4344354

EXPIRES
SEPTEMBER 30, 2019
Must be displayed at place of business
Pursuant to County Code
Chapter 8A - Art. 9 & 10

OWNER
INSTITUFORM TECHNOLOGIES LLC

SEC. TYPE OF BUSINESS
196 SPECIALTY BUILDING CONTRACTOR
CGC061125

PAYMENT RECEIVED
BY TAX COLLECTOR
\$110.00 09/05/2018
FPPU12-18-006728

Worker(s) 17

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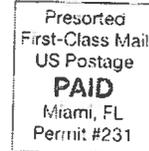
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For more information, visit www.miamidade.gov/taxcollector



Tax Collector
200 NW 2nd Avenue
Miami, FL 33128
09/05/2018 10:14
001576

For information regarding Transfer
of Business/Owner, please visit
www.miamidade.gov/taxcollector/



INSTITUFORM TECHNOLOGIES LLC
RICHARD T HOWTON
6972 BUSINESS PARK BLVD
JACKSONVILLE FL 32256

3P1 02256





SMALL BUSINESS DEVELOPMENT
CERTIFICATE OF ASSURANCE

SMALL BUSINESS PARTICIPATION ON COUNTY PROJECTS

This form must be submitted with bid documents by all bidders/proposers on a Miami-Dade County project with Small Business Enterprise ("SBE") program measure(s).

TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS

Project No.: S-946

Project Title: OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS

Bidder/Proposer: Insituform Technologies, LLC

Address: 17988 Edison Avenue City Brentwood State MO ZIP 63005

Phone Number: (636) 530-8000 Email address: dpartridge@aegion.com

The bidder/proposer is committed to meeting the established 0% SBE-A/E, 0% SBE-Construction, 0% SBE-G, and/or 0% SBE-S measure(s) assigned to this project.

Diane Partridge
Contracting and Attesting Officer
Print Prime Bidder's Name & Title

[Handwritten Signature of Diane Partridge]
Prime Bidder's Signature

June 14, 2019
Date

To satisfy the requirements for Step 1 - Bid Submittal and Compliance with Small Business Enterprise Program(s), the following are required:

- 1. Acknowledgement of the SBE-A/E, SBE-Construction, SBE-G and/or SBE-S measure(s) established for this project via this Certificate of Assurance.
2. Agree to engage in the solicitation of approved Miami-Dade County Small Business Enterprise firm(s) to achieve the established measure(s) as indicated in the Project Documents (specifications).
3. Agree to submit a list of certified SBEs to satisfy the measures via Miami-Dade County's Business Management Workforce System ("BMWS") within the specified timeframe, upon email notification from the Small Business Development ("SBD") Division or BMWS.

To satisfy the requirements for Step 2 - Bid Evaluation and Recommendation for Award, please attest that:

I understand that my company will be deemed non-compliant and not eligible for award if I fail to (1) submit this form with my bid documents via BMWS, and/or (2) submit my company's Utilization Plan which shall list all certified Miami-Dade County Small Business Enterprise firms whom will be subcontracted with to satisfy the project's established SBE measure(s) via BMWS, within the specified timeframe, upon email notification from SBD or BMWS. Each SBE subcontractor, subconsultant, and/or sub-vendor will also be required to confirm its contractual relationship via BMWS, within the specified timeframe, for final approval by SBD.

STATE OF MISSOURI
COUNTY OF ST. LOUIS

BEFORE ME, an officer duly authorized to administer oaths and take acknowledgement, personally appeared Diane Partridge, who being first sworn deposes and affirms that the provided information statements are true and correct to the best of his/her knowledge information and belief.

[Handwritten Signature of Diane Partridge]
Signature of Diane Partridge, Contracting and Attesting Officer

SWORN TO and subscribed before me this 14th day of June, 2019

[Handwritten Signature of Notary]
Signature of Notary Public-State of Missouri

My Commission Expires: 12/5/2021



JANA LAUSE
My Commission Expires December 5, 2021
St. Louis County
Commission # 13805615



Small Business Development Division

Project Worksheet

Project/Contract Title: TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH THE COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS

Received Date: 3/6/2019

Project/Contract No: S-946

Funding Source: OTHER

Department: WATER & SEWER

Estimated Cost of Project/Bid: \$7,769,999.60

Description of Project/Bid: This project consists of furnishing all labor, materials and equipment necessary for rehabilitating defects in 8 through 36-inch diameter gravity sanitary sewer pipes and 6-inch diameter service laterals by the cured-in-place pipe lining method under different work orders at different locations anywhere within the limits of Miami-Dade County, Florida, as ordered by WASD during a two year period.

Contract Measures

Measure	Program	Goal Percent
No Measure	SBE - Con	0.00%
No Measure	SBE - Goods	0.00%

Reasons for Recommendation

SMALL BUSINESS ENTERPRISE - CONSTRUCTION (SBE-Con)

An analysis of the factors contained in Implementing Order 3-22 indicates a No Measure is appropriate for this contract. Verification of Availability to Bid letters were sent to the SBE/Cons firms certified in the trade categories below for the prime and subcontractor. No firms responded to the Verification of Availability process as being able to satisfy the contract's requirements. Project was reviewed for Joint Venture (JV) participation. A JV requirement could not apply to the project due to the scope of work.

SMALL BUSINESS ENTERPRISE - GOODS and SERVICES (SBE-G&S)

An analysis of the factors contained in Implementing Order 3-41 indicates a No Measure is appropriate for this contract. This project was reviewed for SBE-G&S measures, and no SBE-G&S measures could apply as the currently no SBE Goods firms could provide the material needed for the project and no SBE Services firms.

CWP Not Applicable: All Work Orders less than 30 days in duration.

NAICS 237110 Water and Sewer Line and Related Structures Construction, NAICS 236220 Commercial and Institutional Building Construction, NAICS 237990 Other Heavy and Civil Engineering Construction, NAICS 237120 Oil and Gas Pipeline & Related Structures Construction.

Living Wages: YES NO

Highway: YES NO

Heavy Construction: YES NO

Responsible Wages: YES NO

Building: YES NO



Director Signature

3-13-19
Date

To continue with our highest level of rehabilitation services the County of Miami Dade has come to know and trust, we aim to employ much of the same successful processes, practices, and approaches that we used on the previous contract. Working safely and expeditiously, our aim is to lessen the impact of the rehabilitation work on the residents of the city, as well as to deliver the highest quality of installation at a competitive price, and in the fastest time frame possible.

Operations for all CIPP/rehabilitation projects in South Florida are handled out of our offices in Miami, which provide adequate resources for our current and estimated future workloads. Our crews are also some of the most efficient in the industry, all while maintaining industry leading quality standards, maintained by our ISO:9001 manufacturing, wetout, and installation processes – a rare combined offering in our industry.

As the largest provider of Cured-in-Place Pipe (CIPP) rehabilitation services in the world, one of our biggest strengths lies in our resources and crew capacity. In the State of Florida alone, Insituform employs six to seven experienced crews, three of which are based out of the South Florida office. Additional Insituform crews are located in Tampa, and Jacksonville, FL, throughout the Southeast United States, and around the country. Should the need for additional crews arise, we have the ability to rotate crews in and out, and shift resources to areas and projects that need them the most. Insituform’s crew count of over 65 nationwide, our vertically integrated material manufacturing, and wetout resources are hands down the most robust in the industry.

As a vertically integrated company, we employ the finest in-house resources for engineering/design, manufacturing, wetout, and installation and control every step of the process. So if a project needs to be expedited, we have the ability to speed liner manufacturing and wetout processes to ensure timely installation and project completion. When competitors have needs or issues, there are a variety of manufacturers, suppliers, wetout locations and installers involved to navigate through, which can be messy and involve a lot of finger pointing. If there is a need with Insituform, you have one point of contact, and a single source working in concert to solve problems and meet client needs.

In addition, we employ a vast network of subcontractor resources, should expedited needs arise, or additional/different subs be necessary to facilitate project completion speed or response time. With our in-house and subcontracted resources, there isn’t a job too big or too small for us to respond to. This combination allows us the ability to respond to planned projects, as well as emergencies that may arise. Our ability to respond to mainline CIPP lining projects is possible in a matter of a week’s notice, but larger projects tend to be planned about 3-4 weeks out. Emergencies do arise, and depending on the nature of the emergency, we have the ability to employ any one of our 65+ national in-house crews the same day, if needed by the city and circumstances.

Rest assured, our industry leading approaches will always incorporate our core values:

1. Zero Incidents are Possible
2. Do What’s Right
3. We Solve Problems
4. Results Matter
5. Be Better



Absolute Prohibition on the use of Asbestos Containing Materials (ACM)

EPG-41

12-17-18

The Department will not accept any ACM (i.e., caulking, mastics, components, or parts.) It shall be the Contractor's responsibility to verify that materials furnished to the Department contain no asbestos minerals. Any materials found to have asbestos and installed by the Contractor shall be removed at the contractor's expense and replaced with asbestos-free materials. The asbestos minerals to be avoided included but are not limited to:

Asbestos Type	CAS #	Formula
Chrysotile	12001-29-5	$Mg_3(Si_2O_5)(OH)_4$
Amosite	12172-73-5	$Fe_7Si_8O_{22}(OH)_2$
Crocidolite	12001-28-4	$Na_2Fe^{2+}3Fe^{3+}2Si_8O_{22}(OH)_2$
Tremolite	77536-68-6	$Ca_2Mg_5Si_8O_{22}(OH)_2$
Actinolite	77536-66-4	$Ca_2(Mg, Fe)_5(Si_8O_{22})(OH)_2$
Anthophyllite	77536-67-5	$(Mg, Fe)_7Si_8O_{22}(OH)_2$
Richterite	17068-76-7	$Na(Ca, Na)(Mg, Fe^{++})_5(Si_8O_{22})(OH)_2$
Winchite		$(Ca, Na)Mg_4(Al, Fe^{3+})(Si_8O_{22})(OH)_2$

The Contractor shall review the label, technical specification sheet or safety data sheet of every product submitted. These chemical names may not be used by the manufacture in an effort to disguise the actual asbestos containing material. Shop drawing approval shall not absolve the Contractor of the responsibility of using only asbestos-free materials and equipment.

I, being duly sworn, do attest under penalty of perjury that the entity I represent is aware of and in compliance with all restrictions prohibiting the use of Asbestos Containing Material. I also attest that I will enforce the above restrictions on all subcontractors and material suppliers throughout the course of this project.

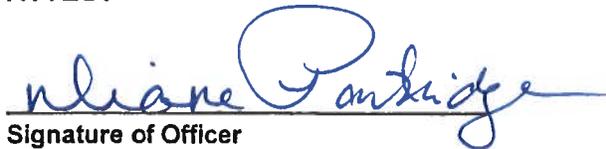
Contract Number S - 946

CORPORATE SEAL or Notary

Insituform Technologies, LLC

Name of Company

ATTEST



Signature of Officer

Diane Partridge

Contracting and Attesting Officer

Print or Type Name

By:



Signature of Notary

Jana Lause

Print or Type Name

Notary

Official Title



JANA LAUSE
My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

155

**Residents First Training and Employment Program
Responsible Contractor/Subcontractor Affidavit Form (RFTE 1)
(Miami-Dade County Code Section 2-11.17)**

In accordance with Section 2-11.17 of the Miami-Dade County Code, all contractors and subcontractors of any tier performing on a contract for (i) the construction, demolition, alteration and/or repair of public buildings or public works projects valued in excess of \$1,000,000 funded completely or partially by Miami-Dade County, or (ii) privately funded projects or leases valued in excess of \$1,000,000 for the construction, demolition, alteration or repair of buildings or improvements on County owned land, and which are subject to Section 2-11.16 of the Code of Miami-Dade County shall comply with the requirements of the Residents First Training and Employment Program.

If applicable, the undersigned Contractor / Subcontractor verifies that should they be awarded the contract, the undersigned understands their obligation to comply with the following:

- i. Prior to working on the project, all persons employed by the contractor / subcontractor to perform construction shall have completed, the OSHA 10 Hour Safety Training course established by the Occupational Safety & Health Administration of the United States Department of Labor. Such training does not need to be completed at the time of bidding but shall be completed prior to the date persons are employed on the project.
- ii. The contractor / subcontractor will make its best reasonable efforts to promote employment opportunities for local residents and seek to achieve a project goal of having fifty-one percent (51%) of all Construction Labor hours performed by Miami-Dade County residents. To verify workers' residency, firms shall require each worker to produce a valid driver's license or other form of government-issued identification.

<u>Diane Partridge</u>	<u>Contracting and Attesting Officer</u>	
Printed Name of Affiant	Printed Title of Affiant	Signature of Affiant
<u>Insituform Technologies, LLC</u>	<u>June 14, 2019</u>	
Name of Firm	Date	
<u>17988 Edison Avenue, Chesterfield</u>	<u>MO</u>	<u>63005</u>
Address of Firm	State	Zip Code

Notary Public Information

Notary Public – State of Missouri County of St. Louis

Subscribed and sworn to (or affirmed) before me this 14th day of June 2019

by Diane Partridge He or she is personally known to me or has produced identification

Type of identification produced _____

Jana Lause 13805615

Signature of Notary Public Serial Number

Jana Lause Dec. 5, 2021

Print or Stamp of Notary Public Expiration Date







Insituform®

An Aegion Company

CORPORATE BACKGROUND

Insituform Technologies, LLC is a diversified, international corporation specializing in trenchless reconstruction of municipal and industrial pipelines of all types - sewer, storm drain, water, gas oil, chemical process, slurry and nuclear power pipelines. Application sizes range from under 6-inches to over 96-inches in diameter. Based on size, experience, technology, capability and resources, INSITUFORM is the worldwide leader in full-spectrum piping reconstruction contracting.

Insituform's expertise is based on over 40 years of experience spent in the reconstruction of more than 25,000 miles (over 132,000,000 ft.) of pipe. Currently, INSITUFORM offers a full spectrum of trenchless rehabilitation products including Insituform's flagship cured-in-place pipe (CIPP), iPlus Infusion®, iPlus® Composite, Tite Liner® HDPE systems for industrial pipelines and our Insituform Blue® product line for potable water renewal including the InsituMain® System and InsituGuard® HDPE rehabilitation system for transmission and distribution mains, robotic service reinstatement.

The corporate history that encompasses today's worldwide Insituform Technologies, LLC organization derives from a host of resources, people, technology and experience merged from former licensees and affiliates of the original Insituform® pipe reconstruction process.

INSITUFORM is a leader in quality management, becoming the first specialty piping corporation to receive ISO 9000 quality installation certification in 1995

Insituform Technologies is one of the largest trenchless technology companies in the world, with annual revenues exceeding \$914 million in 2010. As of 2011, Insituform is now a wholly owned subsidiary of Aegion Corporation. Aegion stock is publicly held on the NASDAQ exchange under the symbol "AGN".

PERSONNEL

Insituform Technologies, LLC's worldwide organization consists of over 3,000 employees. Every specialty and function associated with an international, technology-driven business is incorporated. Outside of manufacturing operations, the predominance of INSITUFORM personnel engage in project crew duties for pipeline reconstruction.

INSITUFORM maintains and staffs an extensive Research and Development facility engaged in new product and technical installation development. Experts are available to assist operations units in developing specialized solutions to particular client needs for underground piping system analysis and reconstruction.

INSITUFORM maintains a centralized design team at the world headquarters in St. Louis, Missouri with responsibility for ensuring that service conditions are met by products in each application. When necessary, special industrial design considerations and constraints such as corrosion, abrasion, unusual loading, pressure, temperature, etc. are fully included in specific application designs. INSITUFORM has assigned technical market managers to specific segments who have intimate knowledge of process and facility operations and are able to provide advice and field technical assistance in special applications as may be required to meet critical or unusual client needs.

By nature, field applications of pipeline service, assessment and reconstruction activities are highly regionalized. In the United States, INSITUFORM meets the needs of local municipal, industrial and military clients for responsive service by deploying personnel at strategic locations to minimize the cost and burden to clients of extensive mobilization. As an integrated company, sharing of expert personnel and specialized equipment between locations in response to client and project needs is part of normal operations.

QUALITY ASSURANCE

A strategy goal of Insituform Technology is operational excellence. This goal of quality assurance is being achieved on two fronts.

Best Practices Program: First, INSITUFORM has completed its long-term goal of merging all licensees throughout the United States and solidifying relationships with worldwide subsidiaries and affiliates. Achieving uniform high standards of quality across all operating units is essential to ensure long-term service to client needs. In doing so, INSITUFORM has developed comprehensive bench-marking studies to identify the "Best Practices" of the most efficient and best quality manufacturing and installation procedures for each product line, and can therefore share these best practices with INSITUFORM's regional offices, subsidiaries, and licensees throughout the world. INSITUFORM believes that the only way to guarantee quality is to integrate product development, manufacturing and installation under a best practices program, coupled with ISO 9001 Quality Management Programs.

ISO 9001 Quality Assurance Program: INSITUFORM's second long-term goal is to maintain ISO 9001 quality certification for its manufacturing facilities. This certification process was completed in 1995. ISO certification is not only consistent with the goal of achieving operational excellence for the municipal market, it is an essential requirement for the industrial market, where ISO certification has become an increasingly greater requirement for acceptance as a qualified supplier.

Quality Assurance Inspection Program and Training: A pilot program for the detection and recording of internal non-conformance was established. Persons were selected and trained for conducting internal auditing, probably the most important aspect of ISO because it provides ongoing self-evaluation of the effectiveness of the quality system. Every member of the organization is familiar with, and fully committed to the company's "Quality Policy" and non-conformance identification program.

Internal Audit Findings: Predetermined elements of the quality system are audited each month, and at year's end every ISO 9001 requirement will have been reviewed at least once. Findings are reported to the manager responsible for the appropriate department for resolution.

Management Review and Client Review: At least twice a year, managers meet to review and assess the quality system as a whole. Quality objectives are evaluated and amended or increased as appropriate. Resource needs are identified and action plans formulated. Once a project is completed, the client receives a Customer Survey form. This comprehensive form is INSITUFORM's report card which identifies project success, as well as areas where improvement is suggested.

INSITUFORM

The rehabilitation processes offered by Insituform were developed to provide a means of reconstructing existing pipe, conduit or passageways without extensive excavation. Some typical applications include:

1. Halting settlement by stopping the infiltration of soil and bedding material which often accompanies groundwater infiltration and can cause soil voids and shifting ground in gravity pipelines.
2. Eliminating infiltration of groundwater through joints, breaks and missing sections of gravity pipeline.
3. Increasing the capacity of existing pipelines by smoothing the interior surface and providing smooth transitions over joints and protrusions.
4. Reducing maintenance and increasing capacity by reducing deposits and eliminating root intrusions into gravity pipelines.
5. Protecting the pipe from attack by corrosive chemical effluent and vapors.
6. Eliminating the exfiltration of pollutants and chemicals into surrounding groundwater aquifers through joints and cracks in pipelines.
7. Strengthening the existing pipe by the installation of a tight fitting Insituform® CIPP within the old, thereby bridging joints, cracks and disconnected pipes into a single continuous conduit.

Briefly, here are just a few of the benefits realized from the reconstruction of pipelines using the Insituform[®] cured-in-place pipe (CIPP) process:

Virtually eliminates excavation problems - Depending on the type of pipe or passageway to be reconstructed (sewers, drains, or conduits), excavation can virtually be eliminated. Existing access (sewer manholes) is usually sufficient. Side connections can generally be 'reinstated' by cutting out from within. Bends can be negotiated.

Restores full size capacity, reduces maintenance - These tight-fitting pipes are continuous over pipe joints, openings and faults, and the capacity is nearly always increased. The smoothness also reduces deposits because there are no places for deposits to form, thereby reducing maintenance.

Builds corrosion-resistant pipe, resists chemical attack - In the case of the Insituform process, various thermosetting resins can be selected to resist the corrosive effects of the effluent.

Builds a continuous pipe - (a new pipe within the old) - Insituform[®] CIPP bridges breaks and missing sections of pipe eliminating infiltration, exfiltration or loss of product in pressure pipes. Insituform fits tightly and bridges disconnected pipes into a single continuous pipe.

Reconstructs unusually shaped pipes without loss of capacity - Elliptical, egg-shaped, flat bottom horseshoe or rectangular conduits can be reinstated to their existing shape by the tight fitting Insituform process.

Accomplishes these things in sizes from 6- to 96-inches in diameter - Insituform[®] CIPP has been constructed in these sizes and may be applicable to those beyond.

Solves difficult jobs - In addition to negotiating bends, it is possible to reconstruct remote sections inaccessible to wheeled vehicles (e.g. inside building) with the Insituform process. In addition to being installed without excavation, Insituform[®] CIPP has been installed where access to only one end is feasible (vertical wells). Also, it is possible to reconstruct pipelines with reducers or only a portion of a pipeline.

Solves stringent time restraints - Preparation time is reduced by eliminating street openings and risk of damage to other utilities. Insituform[®] CIPP can generally be installed and completed in less on-the-job time than traditional open cut construction methods.

Offers more convenience to commerce and public - Little inconvenience is caused to the public, commercial business or existing utility operations because excavations are generally eliminated. Little work space is needed for installation. This alone means fewer restrictions on access to property and shops and greater assurance of safety.

Longevity - For normal applications, such as gravity sewers, the service life of Insituform[®] CIPP can be expected to approach fifty years. Service life of Insituform[®] CIPP is a function of the temperature, pressure, velocity, and chemical and abrasive properties of the materials being carried.

Custom-Engineered - Insituform[®] tubes are custom-engineered to optimize total life performance using time-proven formulas. These take into account requirements for diameter, length, condition of pipe, flow rates, temperature, pressure and corrosiveness of the materials being carried.

INSITUFORM, STANDARD INSTALLATION PROCESS

The standard Insituform[®] process has been used throughout the world for the rehabilitation of over 25,000 miles, of pipe ranging in size from 6" to 120". The process uses a resin-impregnated, flexible felt tube which is installed into and through an existing pipe using water or air pressure. While the liner is held tightly against the host pipe, hot water or steam is circulated through a heat exchanger to cure the thermostat resin.

The flexible resin tube can accommodate various pipe shapes - round, square, rectangular, oval or arched. The Insituform[®] tube can negotiate bends, elbows, missing sections, offset joints, misalignment and steep slopes. Standard applications include process and sanitary sewer, storm drains, process lines, slurry lines, force mains and siphons. Resin systems used include polyester, vinyl ester and epoxy, designed to meet service requirements. Installation lengths typically range from 250 feet to over 2,500 feet, depending on pipe size and condition. Service laterals are re-opened internally using robotic cutters.



Insituform Technologies, LLC
17988 Edison Avenue
Chesterfield, MO 63005
Tel: 636.530.8000
Fax: 636.530.8744
www.insituform.com

January 24, 2019

RE: Installer Certification

To Whom It May Concern:

Please be advised that Insituform Technologies, LLC is vertically integrated pipeline Rehabilitation Company. As such, Insituform is not only the manufacturer of the cured-in-place pipeline rehabilitation system of the same name, but also offers the benefits of the full research and development department, engineers on staff for design of products to suit each individual situation, and regional contracting offices that perform all field services including installation.

This letter shall serve to certify that Insituform Technologies, LLC is authorized to install Insituform products supplied by Insituform Technologies, LLC.

Sincerely,

INSITUFORM TECHNOLOGIES, LLC

Eugene Zaltsman

Eugene Zaltsman
Sr. Applications Engineer



Insituform Technologies, LLC
17988 Edison Avenue
Chesterfield, MO 63005
Tel: 636.530.8000
Fax: 636.530.8744
www.insituform.com

CERTIFICATE OF COMPLIANCE

January 24, 2019

To Whom It May Concern:

This letter certifies that INSITUFORM tubes are manufactured in Batesville, Mississippi, USA, by Insituform Technologies, LLC and meet all relevant specifications for a cured-in-place pipe product: ASTM D 5813, ASTM F 1216, and ASTM F 1743. Insituform tubes have been manufactured in the USA since 1981.

The finished tube is manufactured using multiple layers of polyester felt, with one layer coated with Polypropylene plastic. The layers are cut/slit to the desired width, and sewn concentrically to form the final tube. The coated layer is also sealed at the seam, using an extrusion or taping process. The extrusion process is used on the standard (inverted) tubes. The standard (inverted) tubes are manufactured with the coated layer on the outside.

Felt production is achieved by a non-woven needle punch process using Polyester fiber. The finished product is tested for thickness under a specified load and for tensile strength in accordance with ASTM D 5813. The fabric tube has a minimum tensile strength of 750 psi (5 MPa) in both the longitudinal and the transverse direction. The seam strength of the tube is also tested on a regular basis and also meets or exceeds the minimum tensile strength of 750 psi (5 MPa) in both longitudinal and transverse direction. For Quality Assurance purposes, the material is also tested for weight and thickness.

All standard (inverted) tubes are run through a dye bath prior to shipment to ensure there are no leaks. Following the inspection process all tubes (except InsituMain, which are used in water lines) are printed with yard marks.

All tubes with tapers, transitions, or any change in tube diameter or thickness are produced under the same specifications, with the same materials, and meet the same material testing requirements as the standard tube.

The quality system used by Insituform Technologies, LLC is ISO 9001:2015 certified.

The end use of the Insituform tube is to rehabilitate sewer and drainage pipes to increase the life of the pipe and prevent a dig and replacement of a pipe.

Please contact us directly with any questions you may have.

Sincerely,

INSITUFORM TECHNOLOGIES, LLC

Eugene Zaltsman

Eugene Zaltsman
Sr. Applications Engineer



CERTIFICATE OF REGISTRATION

This is to certify that

Insituform Technologies, LLC

Headquarters

17999 Edison Avenue Chesterfield, Missouri 63005 USA

Refer to Attachment to Certificate of Registration dated March 8, 2018 for additional certified sites
operates a

Quality Management System

which complies with the requirements of

ISO 9001:2015

for the following scope of certification

Design, development, manufacturing and installation of products for the rehabilitation of pipelines using trenchless technology. Certification of installation services is non-transferrable and applies only when performed directly by Insituform Technologies, LLC.

Certificate No.: CERT-0101077
File No.: 1650845
Issue Date: March 8, 2018

Original Certification Date: February 11, 2014
Certification Effective Date: March 15, 2017
Certification Expiry Date: March 14, 2020

Nicole Grantham
General Manager SAI Global Certification Services



ISO 9001



Registered by:
QM-SAI Canada Limited (SAI Global), 20 Carlson Court, Suite 200, Toronto, Ontario M9W7K8 Canada. This registration is subject to the SAI Global Terms and Conditions for Certification. While all due care and skill was exercised in carrying out this assessment, SAI Global accepts responsibility only for proven negligence. This certificate remains the property of SAI Global and must be returned to them upon request.
To verify that this certificate is current, please refer to the SAI Global On-Line Certification Register: www.qml-saiglobal.com/html_companies/



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CERTIFIED RESOLUTION

I, Janet Hass, ^{Contracting and Attesting Officer} ~~Secretary~~ of Insituform Technologies, LLC, the duly elected ~~Secretary~~ of Insituform Technologies, LLC, a Corporation organized and existing under the laws of the State of Delaware, do hereby certify that the following

Insituform Technologies, LLC, a Corporation organized and existing under the laws of the State of Delaware, do hereby certify that the following

Resolution was unanimously adopted and passed by a quorum of the Board of Directors of the said ^{Limited Liability Company} ~~Corporation~~ at a meeting held in accordance with law and the by-laws of the said Corporation:

"IT IS HEREBY RESOLVED that Diane Partridge, the duly elected Contracting and Attesting Officer of Insituform Technologies, LLC

be and is hereby authorized to execute and submit a **Contract, Surety Performance and Payment Bond** to Miami-Dade County, Florida, and the Miami-Dade Water and Sewer Department, respectively, for a certain Project entitled:

TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS CONTRACT No. S-946

and such other instruments in writing as may be necessary in behalf of the said Corporation, and that the Contract, Surety Performance and Payment Bond and other such instruments signed by him shall be binding upon the said Corporation as its own acts and deeds."

I further certify that the above Resolution is in force and effect and has not been revised, revoked or rescinded.

Given under my hand and the Seal of said corporation, this 14th day of June, 2019.

(Corporate Seal)

By:  Secretary
Janet Hass
Print or type name
Contracting and Attesting Officer
Corporate Title

NOTE: The above is a suggested form of the type of Corporation Resolution desired. Such form need not be followed explicitly, but the Certified Resolution submitted must clearly show that the person signing the Contract and the Performance and Payment Bond for the Corporation has been properly empowered by the Corporation to do so in its behalf.

**Residents First Training and Employment Program
Responsible Contractor/Subcontractor Affidavit Form (RFTE 1)
(Miami-Dade County Code Section 2-11.17)**

In accordance with Section 2-11.17 of the Miami-Dade County Code, all contractors and subcontractors of any tier performing on a contract for (i) the construction, demolition, alteration and/or repair of public buildings or public works projects valued in excess of \$1,000,000 funded completely or partially by Miami-Dade County, or (ii) privately funded projects or leases valued in excess of \$1,000,000 for the construction, demolition, alteration or repair of buildings or improvements on County owned land, and which are subject to Section 2-11.16 of the Code of Miami-Dade County shall comply with the requirements of the Residents First Training and Employment Program.

If applicable, the undersigned Contractor / Subcontractor verifies that should they be awarded the contract, the undersigned understands their obligation to comply with the following:

- i. Prior to working on the project, all persons employed by the contractor / subcontractor to perform construction shall have completed, the OSHA 10 Hour Safety Training course established by the Occupational Safety & Health Administration of the United States Department of Labor. Such training does not need to be completed at the time of bidding but shall be completed prior to the date persons are employed on the project.
- ii. The contractor / subcontractor will make its best reasonable efforts to promote employment opportunities for local residents and seek to achieve a project goal of having fifty-one percent (51%) of all Construction Labor hours performed by Miami-Dade County residents. To verify workers' residency, firms shall require each worker to produce a valid driver's license or other form of government-issued identification.

Diane Partridge	Contracting and Attesting Officer	
Printed Name of Affiant	Printed Title of Affiant	Signature of Affiant
Insituform Technologies, LLC	June 14, 2019	
Name of Firm	Date	
17988 Edison Avenue	MO	63005
Address of Firm	State	Zip Code

Notary Public Information

Notary Public – State of Missouri County of St. Louis

Subscribed and sworn to (or affirmed) before me this 14th day of, June 2019.

by Diane Partridge He or she is personally known to me or has produced identification

Type of identification produced _____

	Dec. 5, 2021	
Signature of Notary Public	Expiration Date	Notary Public Seal
Jana Lause		
Print or Stamp of Notary Public		

LABOR BURDEN FOR INSITUFORM

Total

FICA	Federal Insurance Contributions Act	is 6.2% limited to anyone making under \$117,000.	6.20%
MICA	Medicare	is 1.45%	1.45%
FUTA or SUTA	Federal Unemployment Tax	Min. 2.7% or Max 5.4% on first \$8,000.00 paid to employee)	7.65%
MUTA		2.6% should be met in first two quarters unless a new employee was hired (on first \$7,000.00 paid to employee)	2.60%
Health Insurance		5.43% -- actual cost, if employee chooses	4.84%
Workers Compensation		12.74 according to company size	8.30%
General Liability		6.26% according to company size & risk	4.50%

TOTAL

35.54%

MIAMI-DADE COUNTY DISCLOSURE AFFIDAVIT (ORDINANCE NO. 90-133)

THE SELECTED CONTRACTOR WILL BE REQUIRED TO SUBMIT THIS FORM WITHIN 72 HOURS AFTER RECEIPT OF NOTIFICATION THAT THEY ARE BEING CONSIDERED FOR CONTRACT AWARD

I, Diane Partridge, Contracting and Attesting Officer, being first duly sworn, state:

1. The full legal name and business address* of the person or entity contracting or transacting business with Miami-Dade County are:

Insituform Technologies, LLC

17988 Edison Avenue

Chesterfield, MO 63005

2. If the contract or business transaction is with a corporation, the full legal name and business address* shall be provided for each officer and director and each stockholder who holds directly or indirectly five percent (5%) or more of the corporation's stock. If the contract or business transaction is with a partnership, the full legal name and business address* shall be provided for each partner. If the contract or business transaction is with a trust, the full legal name and address* shall be provided for each trustee and each beneficiary. All such names and addresses are:

See attached List of Certain Stockholders

3. The full legal names and business address* of any other individual (other than subcontractors, materialmen, suppliers, laborers, or lenders) who have, or will have, any interest (legal, equitable, beneficial or otherwise) in the contract or business transaction with Miami-Dade County are:

Aegion Corporation (Parent Company)

17988 Edison Avenue

Chesterfield, MO 63005

* Post office box addresses not acceptable.

MIAMI-DADE COUNTY DISCLOSURE AFFIDAVIT (ORDINANCE NO. 90-133)

4. Does the entity (Prime Contractor) have a collective bargaining agreement with its employees?

No

5. As an attachment the Prime Contractor shall include a schedule of wage rates (including overtime) to be paid to employees performing work under this Contract. It shall also include the health care benefits to be paid to employees performing work under this Contract.

The submittal shall also include as an attachment, a current breakdown of their work force as to race, national origin and gender.

6. Any person who willfully fails to disclose the information required herein, or who knowingly discloses false information in this regard, shall be punished by a fine of up to five hundred dollars (\$500.00), or by imprisonment in the County jail for up to sixty (60) days, or both at the discretion of the Court.

Date June 14, 2019.

Diane Partridge
Contracting and Attesting Officer

NAME OF AFFIANT

Diane Partridge
Signature

Sworn to and subscribed before me

this 14th day of June, 2019.

Jana Lause

NOTARY PUBLIC, State of Florida at Large
Missouri

My Commission Expires: Dec.5 2021



JANA LAUSE
My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

Use separate attached pages if necessary.

Note: Items 4 & 5 above need only be complied with when the contract amount is \$10,000.00 or more.

INFORMATION CONCERNING CERTAIN STOCKHOLDERS

The table below sets forth certain information as of March 2, 2018 with respect to the number of shares of our common stock owned by:

- each of our Named Executive Officers,
- each of our directors,
- each person known by us to own beneficially more than 5% of the outstanding shares of our common stock, and
- all of our directors and executive officers as a group.

Name and Address of Beneficial Owner(1)	Amount and Nature of Beneficial Ownership(2)	Percent of Common Stock (%)
BlackRock, Inc. 55 East 52 nd Street New York, New York 10022	4,360,885 (3)	13.38%
The Vanguard Group, Inc. 100 Vanguard Blvd. Malvern, Pennsylvania 19355	3,062,798 (4)	9.40
T. Rowe Price Associates, Inc. 100 East Pratt Street Baltimore, Maryland 21202	3,034,238 (5)	9.31
Dimensional Fund Advisors LP Building One 6300 Bee Cave Road Austin, Texas 78746	2,796,021 (6)	8.58
SouthernSun Asset Management LLC 175 Toyota Plaza, Suite 800 Memphis, TN 38103	1,657,135 (7)	5.08
Charles R. Gordon	339,626 (8)	1.04
Stephen P. Callahan	20,364 (9)	— (10)
Stephen P. Cortinovis	81,971 (11)	— (10)
Stephanie A. Cuskley	54,879 (12)	— (10)
Walter J. Galvin	46,181 (13)	— (10)
Rhonda Germany Ballintyn	11,378 (14)	— (10)
Juanita H. Hinshaw	62,645 (15)	— (10)
John D. Huhn	7,379 (16)	— (10)
David A. Martin	46,817 (17)	— (10)
David F. Morris	246,163 (18)	— (10)
M. Richard Smith	48,315 (19)	— (10)
Alfred L. Woods	137,343 (20)	— (10)
Phillip D. Wright	48,858 (21)	— (10)
Michael D. White	17,280 (22)	— (10)
Directors and executive officers as a group (12 persons)	1,115,003 (23)	3.37

(1) The address for each of our directors and executive officers (current and former) is 17988 Edison Avenue, Chesterfield, Missouri 63005.

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- (2) Except as otherwise indicated, as of March 2, 2018, all shares are owned with sole voting and investment power. Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission. For the listed officers and directors, the number of shares beneficially owned includes shares of common stock that the individual had the right to acquire within 60 days after March 2, 2018, including through the exercise of stock options.

References to stock options in the footnotes to this table include only those options that are or will become exercisable within 60 days after March 2, 2018. Since deferred stock units are fully vested at award, all deferred stock unit grants to directors are included. Also included are shares of restricted stock and restricted stock units.

- (3) The information provided herein is based on Amendment No. 9 to Schedule 13G filed by BlackRock, Inc. with the Securities and Exchange Commission on January 19, 2018. The information in Amendment No. 9 to Schedule 13G indicates that, at December 31, 2017, BlackRock, Inc. possessed the sole power to vote 4,271,477 shares and sole power to direct the disposition of 4,360,885 shares.
- (4) The information provided herein is based on Amendment 7 to Schedule 13G filed by The Vanguard Group, Inc. with the Securities and Exchange Commission on February 8, 2018. The information in Amendment 7 to Schedule 13G indicates that, at December 31, 2017, The Vanguard Group, Inc. possessed the sole power to vote 35,090 shares, the shared power to vote 7,227 shares, the sole power to direct the disposition of 3,022,354 shares and the shared power to direct the disposition of 40,444 shares. The aggregate amount of shares beneficially owned by The Vanguard Group, Inc. is 3,062,798 shares.
- (5) The information provided herein is based on Amendment 6 to Schedule 13G filed by T. Rowe Price Associates, Inc. with the Securities and Exchange Commission on February 14, 2018. The information in Amendment 6 to Schedule 13G indicates that, at December 31, 2017, T. Rowe Price Associates, Inc. had sole voting power with respect to 910,766 shares of our common stock and sole dispositive power with respect to 3,034,238 shares of our common stock.
- (6) The information provided herein is based on Amendment 4 to Schedule 13G filed by Dimensional Fund Advisors LP with the Securities and Exchange Commission on February 9, 2018. The information in Amendment 4 to Schedule 13G indicates that, at December 31, 2017, Dimensional Fund Advisors LP had the sole power to vote 2,720,169 shares and sole power to direct the disposition of 2,796,021 shares. These securities are owned by various investment companies, commingled funds, group trusts and separate accounts, which Dimensional Fund Advisors LP or its subsidiaries, serve as an investment adviser with power to direct investments and/or sole power to vote the securities. For purposes of the reporting requirements of the Securities Exchange Act of 1934, Dimensional Fund Advisors LP is deemed to be a beneficial owner of these securities; however, Dimensional Fund Advisors LP expressly disclaims that it is, in fact, the beneficial owner of these securities.
- (7) The information provided herein is based on Schedule 13G filed by SouthernSun Asset Management LLC with the Securities and Exchange Commission on February 14, 2018. The information in Schedule 13G indicates that, at December 31, 2017, SouthernSun Asset Management LLC had sole voting power with respect to 1,540,789 shares of our common stock and sole dispositive power with respect to 1,657,135 shares of our common stock.
- (8) Charles Gordon. Represents 137,792 shares of common stock (of which 5,455 shares are held in Mr. Gordon's Individual Retirement Account), 76,686 shares of restricted stock, 117,779 restricted stock units and 7,369 deferred stock units.
- (9) Stephen Callahan. Represents 20,364 restricted stock units.
- (10) Less than one percent.
- (11) Stephen Cortinovis. Represents 50,332 shares of common stock (of which 10,200 shares are held in Mr. Cortinovis' Individual Retirement Account, 2,800 shares are held in Mr. Cortinovis' spouse's Individual Retirement Account and 26,677 shares are held in a trust in the name of Mr. Cortinovis' spouse pursuant to which Mr. Cortinovis is the primary beneficiary) and 31,639 deferred stock units.
- (12) Stephanie Cuskley. Represents 4,159 shares of common stock and 50,720 deferred stock units.
- (13) Walter Galvin. Represents 12,000 shares of common stock and 34,181 deferred stock units.
- (14) Rhonda Germany Ballintyn. Represents 5,800 shares of common stock and 5,578 deferred stock units.
- (15) Juanita Hinshaw. Represents 25,775 shares of common stock and 36,870 deferred stock units.
- (16) John Huhn. Represents 7,379 shares of common stock.
- (17) David Martin. Represents 36,981 shares of common stock (10,000 of which are held jointly with Mr. Martin's spouse) and 9,836 restricted stock units (representing 25/36th of his 2016 Restricted Stock Unit award of 14,254 shares, which will vest on March 31, 2018 pursuant to Mr. Martin's November 18, 2017 Transition Agreement).
- (18) David Morris. Represents the following direct holdings: (a) 135,592 shares of common stock, of which 3,500 are held in an IRA and 48,362 are pledged as collateral for certain personal loans with a third party; (b) options to purchase 39,663 shares of stock; and (c) 41,823 restricted stock units. Also represents: (a) 2,950 shares of common stock held by Mr. Morris' spouse in an IRA; and (b) 26,135 shares held by Mr. Morris' spouse, of which 23,000 are pledged as collateral for certain personal loans with a third party. Mr. Morris disclaims that he is the beneficial owner of the securities held by his spouse.

- (19) M. Richard Smith. Represents 30,175 shares of common stock (all of which shares are held by a family trust for the benefit of Mr. Smith and his spouse for which he and his spouse serve as trustees) and 18,140 deferred stock units.
- (20) Alfred Woods. Represents 81,696 shares of common stock (7,500 of which are held in Mr. Woods' Individual Retirement Account) and 55,647 deferred stock units.
- (21) Phillip Wright. Represents 21,693 shares of common stock (10,000 of which are held in Mr. Wright's Individual Retirement Account) and 27,165 deferred stock units.
- (22) Michael White. Represents 7,217 shares of common stock and 10,063 restricted stock units.
- (23) Includes 541,316 shares of common stock, options to purchase 39,663 shares of stock, 76,686 shares of restricted stock, 190,029 restricted stock units and 267,309 deferred stock units.



Miami-Dade County

VENDOR AFFIDAVITS FORM

(Uniform County Affidavits)

Internal Services Department (ISD) Procurement Management Services Division Vendor Services Section

111 NW 1st Street, Suite 1300, Miami, Florida 33128-1974
Telephone: 305-375-5773

www.miamidade.gov/procurement

The completion of the Vendor Affidavits Form allows vendors to comply with affidavit requirements outlined in Section 2-8.1 of the Code of Miami-Dade County. Vendors are required to have a complete Vendor Registration Package on file, including required affidavits, prior to the award of any County contract. **It is the vendor's responsibility to keep all affidavit information up to date and accurate by submitting any updates to the ISD, Procurement Management Services Division, Vendor Services Section.**

FEDERAL EMPLOYER IDENTIFICATION NUMBER (FEIN)

In order to establish a file for your firm, you must enter your firm's FEIN. This number becomes your "County Vendor Number". Please enter your Federal Employee Identification Number (FEIN) or if none, then enter the owner's Social Security Number (SSN).

FEIN 13-3032158

NORTH AMERICAN INDUSTRY CLASSIFICATION SYSTEM (NAICS)

The North American Industry Classification System (NAICS) is the standard used by the federal statistical agencies in classifying business establishments for the purpose of collecting, analyzing and publishing statistical data related to the U.S. business economy.

NAICS Code 237110

SECTION 2: VENDOR AFFIDAVITS FORM (pages 5-8)

Insituform Technologies, LLC

A) Name of Entity, Individual(s), Partners or Corporation

B) Doing Business As (If same as line A, leave blank)

17988 Edison Avenue

Chesterfield

MO

USA

63005

Street Address (P.O. Box Number is not permitted)

City

State (U.S.A.)

Country

Zip Code

1. MIAMI-DADE COUNTY OWNERSHIP DISCLOSURE AFFIDAVIT

(Sec. 2-8.1 of the Miami-Dade County Code)

Firms registered to do business with Miami-Dade County, shall require the person contracting or transacting such business with the County to disclose under oath his or her full legal name, and business address. Such contract or transaction shall also require the disclosure under oath of the full legal name and business address of all individuals having any interest (legal, equitable, beneficial or otherwise) in the contract other than subcontractors, materialmen, suppliers, laborers or lenders. Post office box addresses shall not be accepted hereunder. If the contract or business transaction is with a corporation the foregoing information shall be provided for each officer and director and each stockholder holding, directly or indirectly, five (5) percent or more of the outstanding stock in the corporation. If the contract or business transaction is with a partnership, the foregoing information shall be provided for each partner. If the contract or business transaction is with a trust, the foregoing information shall be provided for the trustee and each beneficiary of the trust. The foregoing disclosure requirements shall not apply to contracts with publicly-traded corporations, or to contracts with the United States or any department or agency thereof, the State or any political subdivision or agency thereof, or any municipality of this State. Use duplicate page if needed for additional names.

If no officer, director or stockholder owns (5%) or more of stock, please write "None" below.

PRINCIPALS				FULL LEGAL NAME		TITLE	ADDRESS							
None														
OWNERS						CHECK BOXES BELOW								
FULL LEGAL NAME	TITLE	% OF OWNERSHIP	ADDRESS	GENDER		RACE / ETHNICITY								
				M	F	White	Black	Hispanic	Asian/Pacific Islander	Native American/Alaskan Native	Other			
None														
If a percentage of the firm is owned by a publicly traded corporation or by another corporation, indicate below in the space "Other Corporations".														
OTHER CORPORATIONS				% OF OWNERSHIP										
Aegion Corporation		Parent	100	17988 Edison Avenue, Chesterfield, MO 63005		<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>							

2. MIAMI-DADE COUNTY EMPLOYMENT DISCLOSURE AFFIDAVIT

(County Ordinance No. 90-133, amending Section 2.8-1(d)(2) of the Miami-Dade County Code)

The following information is for compliance with all items in the aforementioned Section:

- 1. Does your firm have a collective bargaining agreement with its employees? Yes _____ No
- 2. Does your firm provide paid health care benefits for its employees? Yes No _____
- 3. Provide a current breakdown (number of persons) in your firm's work force indicating race, national origin and gender.

		NUMBER OF EMPLOYEES	
		Males	Females
White			
Black			
Hispanic			
Asian/Pacific Islander			
Native American/Alaskan Native			
Other			
Total Number of Employees			

Total Employees *See attached EEO-1

3. MIAMI-DADE COUNTY EMPLOYMENT DRUG-FREE WORKPLACE CERTIFICATION

(Section 2-8.1.2(b) of the Miami- Dade County Code)

All persons and entities that contract with Miami-Dade County are required to certify that they will maintain a drug-free workplace and such persons and entities are required to provide notice to employees and to impose sanctions for drug violations occurring in the workplace.

In compliance with Ordinance No. 92-15 of the Code of Miami-Dade County, the above named firm is providing a drug-free workplace. A written statement to each employee shall inform the employee about:

- 1. Danger of drug abuse in the workplace
- 2. The firms' policy of maintaining a drug-free environment at all workplaces
- 3. Availability of drug counseling, rehabilitation and employee assistance programs
- 4. Penalties that may be imposed upon employees for drug abuse violations

The firm shall also require an employee to sign a statement, as a condition of employment that the employee will abide by the terms of the drug-free workplace policy and notify the employer of any criminal drug conviction occurring no later than five (5) days after receiving notice of such conviction and impose appropriate personnel action against the employee up to and including termination. Firms may also comply with the County's Drug Free Workplace Certification where a person or entity is required to have a drug-free workplace policy by another local, state or federal agency, or maintains such a policy of its own accord and such policy meets the intent of this ordinance.

4. MIAMI-DADE COUNTY DISABILITY AND NONDISCRIMINATION AFFIDAVIT

(Article 1, Section 2-8.1.5 Resolution R182-00 Amending R-385-95 of the Miami-Dade County Code)

Firms transacting business with Miami-Dade County shall provide an affidavit indicating compliance with all requirements of the Americans with Disabilities Act (A.D.A.).

I, state that this firm, is in compliance with and agrees to continue to comply with, and assure that any subcontractor, or third party contractor shall comply with all applicable requirements of the laws including, but not limited to, those provisions pertaining to employment, provision of programs and services, transportation, communications, access to facilities, renovations, and new construction.

The American with Disabilities Act of 1990 (A.D.A.), Pub. L. 101-336, 104 Stat 327, 42 U.S.C. Sections 225 and 611 including Titles I, II, III, IV and V.

The Rehabilitation Act of 1973, 29 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

I, hereby affirm that I am in compliance with the below sections:

Section 2-10.4(4)(a) of the Code of Miami-Dade County (Ordinance No. 82-37), which requires that all properly licensed architectural, engineering, landscape architectural, and land surveyors have an affirmative action plan on file with Miami-Dade County.

Section 2-8.1.5 of the Code of Miami-Dade County, which requires that firms that have annual gross revenues in excess of five (5) million dollars have an affirmative action plan and procurement policy on file with Miami-Dade County. Firms that have a Board of Directors that are representative of the population make-up of the nation may be exempt.

5. MIAMI-DADE COUNTY DEBARMENT DISCLOSURE AFFIDAVIT

(Section 10.38 of the Miami-Dade County Code)

Firms wishing to do business with Miami-Dade County must certify that its contractors, subcontractors, officers, principals, stockholders, or affiliates are not debarred by the County before submitting a bid.

I, confirm that none of this firm's agents, officers, principals, stockholders, subcontractors or their affiliates are debarred by Miami-Dade County.

6. MIAMI-DADE COUNTY VENDOR OBLIGATION TO COUNTY AFFIDAVIT

(Section 2-8.1 of the Miami-Dade County Code)

Firms wishing to transact business with Miami-Dade County must certify that all delinquent and currently due fees, taxes and parking tickets have been paid and no individual or entity in arrears in any payment under a contract, promissory note or other document with the County shall be allowed to receive any new business.

I, confirm that all delinquent and currently due fees or taxes including, but not limited to, real and personal property taxes, convention and tourist development taxes, utility taxes, and Local Business Tax Receipt collected in the normal course by the Miami-Dade County Tax Collector and County issued parking tickets for vehicles registered in the name of the above firm, have been paid.

7. MIAMI-DADE COUNTY CODE OF BUSINESS ETHICS AFFIDAVIT

(Article 1, Section 2-8.1(i) and 2-11(b)(1) of the Miami-Dade County Code through (6) and (9) of the County Code and County Ordinance No 00-1 amending Section 2-11.1(c) of the County Code)

Firms wishing to transact business with Miami-Dade County must certify that it has adopted a Code that complies with the requirements of Section 2-8.1 of the County Code. The Code of Business Ethics shall apply to all business that the contractor does with the County and shall, at a minimum, require the contractor to comply with all applicable governmental rules and regulations.

I confirm that this firm has adopted a Code of business ethics which complies with the requirements of Sections 2-8.1 of the County Code, and that such code of business ethics shall apply to all business that this firm does with the County and shall, at a minimum, require the contractor to comply with all applicable governmental rules and regulations.

8. MIAMI-DADE COUNTY FAMILY LEAVE AFFIDAVIT

(Article V of Chapter 11, of the Miami-Dade County Code)

Firms contracting business with Miami-Dade County, which have more than fifty (50) employees for each working day during each of twenty (20) or more work weeks in the current or preceding calendar year, are required to certify that they provide family leave to their employees.

Firms with less than the number of employees indicated above are exempt from this requirement, but must indicate by letter (signed by an authorized agent) that it does not have the minimum number of employees required by the County Code.

I confirm that if applicable, this firm complies with Article V of Chapter 11 of the County Code, which requires that firms contracting business with Miami-Dade County which have more than fifty (50) employees for each working day during each of twenty (20) or more work weeks in the current or preceding calendar year are required to certify that they provide family leave to their employees.

9. MIAMI-DADE COUNTY LIVING WAGE AFFIDAVIT

(Section 2-8.9 of the Miami-Dade County Code)

All applicable contractors entering into a contract with the County shall agree to pay the prevailing living wage required by this section of the County Code.

I confirm that if applicable, this firm complies with Section 2-8.9 of the County Code, which requires that all applicable employers entering a contract with Miami-Dade County shall pay the prevailing living wage required by the section of the County Code.

10. MIAMI-DADE COUNTY DOMESTIC LEAVE AND REPORTING AFFIDAVIT

(Article 8, Section 11A-60 - 11A-67 of the Miami-Dade County Code)

Firms wishing to transact business with Miami-Dade County must certify that it is in compliance with the Domestic Leave Ordinance.

I confirm that if applicable, this firm complies with the Domestic Leave Ordinance. This ordinance applies to employers that have, in the regular course of business, fifty (50) or more employees working in Miami-Dade County for each working day during the current or preceding calendar year.

AFFIRMATION

I, being duly sworn, do attest under penalty of perjury that the entity is in compliance with all requirements outlined in these Miami-Dade County Vendor Affidavits.

I also attest that I will comply with and keep current all statements sworn to in the above affidavits and registration application. I will notify the Miami-Dade County, Vendor Services Section immediately if any of the statements attested hereto are no longer valid.

Diane Partridge

(Signature of Affiant)

June 14, 2019

(Date)

Diane Partridge, Contracting and Attesting Officer

Printed Name of Affiant and Title

NOTARY PUBLIC INFORMATION

Notary Public –
State of:

Missouri

State

St. Louis

County of

SUBSCRIBED AND SWORN TO (or affirmed) before me this 14th day of June 19

by Diane Partridge

He or she is personally known to me

Or has produced identification

Type of Identification Produced Personally Known

Jana Lause

Signature of Notary Public

13805615

(Serial #) 13805615 Commission # 13805615

Jana Lause

Print or Stamp of Notary Public

12/5/2021

Expiration Date



Notary Public Seal
(When applicable)
JANA LAUSE
My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

CO= R620720
 UI= R620720

EQUAL EMPLOYMENT OPPORTUNITY
 2017 EMPLOYER INFORMATION REPORT
 CONSOLIDATED REPORT - TYPE 2

SECTION B - COMPANY IDENTIFICATION

1. AEGION HQ EXECUTIVE OFFICE
 17988 EDISON AVE

SECTION C - TEST FOR FILING REQUIREMENT

2.a. AEGION HQ EXECUTIVE OFFICE
 17988 EDISON AVE

1-Y 2-Y 3-Y DUNS NO.:000000000 EIN :453117900

CHESTERFIELD, MO 63005

CHESTERFIELD, MO 63005
 SAINT LOUIS COUNTY
 c. y

SECTION E - ESTABLISHMENT INFORMATION

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS				
	***** MALE *****					***** FEMALE *****					WHITE	BLACK OR AFRICAN AMERICAN		NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES
	MALE	FEMALE	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN							
EXECUTIVE/SR OFFICIALS & MGRS	2	0	57	0	0	1	1	0	4	1	0	0	0	0	0	0	66
FIRST/MID OFFICIALS & MGRS	64	9	419	21	2	14	2	7	46	5	0	4	0	0	0	0	593
PROFESSIONALS	35	8	198	16	1	21	1	5	71	9	0	7	1	3	3	376	
TECHNICIANS	58	26	181	39	4	1	5	9	17	20	3	1	0	3	3	367	
SALES WORKERS	0	3	21	0	0	0	0	0	6	0	1	0	0	0	0	31	
ADMINISTRATIVE SUPPORT	18	41	54	16	1	3	1	2	164	17	5	8	0	10	340		
CRAFT WORKERS	602	10	789	145	48	17	3	49	21	4	1	0	1	1	1691		
OPERATIVES	98	2	238	135	1	11	14	10	7	18	0	1	0	1	536		
LABORERS & HELPERS	126	9	124	41	6	0	0	5	4	9	0	0	0	1	325		
SERVICE WORKERS	1	3	1	1	0	0	0	1	2	0	0	0	0	0	9		
TOTAL	1004	111	2082	414	63	68	27	88	342	83	10	21	2	19	4334		
PREVIOUS REPORT TOTAL	701	71	1871	326	24	53	23	64	315	73	2	16	1	14	3554		

SECTION F - REMARKS

DATES OF PAYROLL PERIOD: 10/01/2017 THRU 10/15/2017

SECTION G - CERTIFICATION

CERTIFYING OFFICIAL: BECKY FITZPATRICK
 EEO-1 REPORT CONTACT PERSON: BECKY FITZPATRICK
 EMAIL: BFITZPATRICK@AEGION.COM

TITLE: HRIS MANAGER
 TITLE: HRIS MANAGER
 TELEPHONE NO: 6365308090

CERTIFIED DATE[EST]: 01/26/2018 10:57 AM

184

CO= R620720
 U= GQ52333

EQUAL EMPLOYMENT OPPORTUNITY
 2017 EMPLOYER INFORMATION REPORT
 REPORT - TYPE 8

SECTION B - COMPANY IDENTIFICATION

1. AEGION HQ EXECUTIVE OFFICE
 17988 EDISON AVE

2.a. ITI MIAMI FL
 9001 NORTHWEST 97TH TERRACE
 SUITE F1
 MEDLEY, FL 33178
 MIAMI-DADE COUNTY
 c. Y

SECTION C - TEST FOR FILING REQUIREMENT

1-Y 2-Y 3-Y DUNS NO.:000000000 EIN :133032158

CHESTERFIELD, MO 63005

SECTION E - ESTABLISHMENT INFORMATION

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS			
	MALE	FEMALE	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	
EXECUTIVE/SR OFFICIALS & MGRS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
FIRST/MID OFFICIALS & MGRS	3	0	3	2	0	0	0	0	0	0	0	0	0	0	0	8
PROFESSIONALS	0	0	1	0	0	0	0	0	0	0	0	0	0	0	0	1
TECHNICIANS	2	0	0	0	0	0	0	0	0	0	0	0	0	0	0	2
SALES WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
ADMINISTRATIVE SUPPORT	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
CRAFT WORKERS	13	0	0	3	0	0	0	0	0	0	0	0	0	0	0	16
OPERATIVES	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
LABORERS & HELPERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
TOTAL	18	0	4	5	0	0	0	0	0	0	0	0	0	0	0	27
PREVIOUS REPORT TOTAL	16	0	4	5	0	0	0	0	0	0	0	0	0	0	0	25

SECTION F - REMARKS

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COLLUSION AFFIDAVIT

(Code of Miami-Dade County Section 2-8.1.1 and 10-33.1) (Ordinance No. 08-113)

BEFORE ME, A NOTARY PUBLIC, personally appeared Diane Partridge who being duly sworn states:
 (insert name of affiant)

I am over 18 years of age, have personal knowledge of the facts stated in this affidavit and I am an owner, officer, director, principal shareholder and/or I am otherwise authorized to bind the bidder of this contract.

I state that the bidder of this contract:

is not related to any of the other parties bidding in the competitive solicitation, and that the contractor's proposal is genuine and not sham or collusive or made in the interest or on behalf of any person not therein named, and that the contractor has not, directly or indirectly, induced or solicited any other proposer to put in a sham proposal, or any other person, firm, or corporation to refrain from proposing, and that the proposer has not in any manner sought by collusion to secure to the proposer an advantage over any other proposer.

OR

is related to the following parties who bid in the solicitation which are identified and listed below:

Note: Any person or entity that fails to submit this executed affidavit shall be ineligible for contract award. In the event a recommended contractor identifies related parties in the competitive solicitation its bid shall be presumed to be collusive and the recommended contractor shall be ineligible for award unless that presumption is rebutted by presentation of evidence as to the extent of ownership, control and management of such related parties in the preparation and submittal of such bids or proposals. Related parties shall mean bidders or proposers or the principals, corporate officers, and managers thereof which have a direct or indirect ownership interest in another bidder or proposer for the same agreement or in which a parent company or the principals thereof of one (1) bidder or proposer have a direct or indirect ownership interest in another bidder or proposer for the same agreement. Bids or proposals found to be collusive shall be rejected.

By: *Diane Partridge*
Signature of Affiant
Diane Partridge
Contracting and Attesting Officer
Printed Name of Affiant and Title
Insituform Technologies, LLC
Printed Name of Firm

July 11 20¹⁹
Date
1 / 3 - 3 / 0 / 3 / 2 / 1 / 5 / 8 /
Federal Employer Identification Number
17988 Edison Avenue
Chesterfield, MO 63005
Address of Firm

SUBSCRIBED AND SWORN TO (or affirmed) before me this 11th day of July, 2019

He/She is personally known to me or has presented Personally Known
as identification. Type of identification

Jana Lause
Signature of Notary

13805615
Serial Number

Jana Lause
Print or Stamp Name of Notary

12/5/2021
Expiration Date

Notary Public – State of Missouri



JANA LAUSE
My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

AFFIRMATIVE ACTION PLAN/PROCUREMENT POLICY AFFIDAVIT

Project Name:

**TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS
CONTRACT No. S-946**

State of Missouri)
County of St. Louis) SS

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared Diane Partridge, Contracting and Attesting Officer who after first being duly sworn, upon oath, deposes and says that he/she is an authorized representative of:

Insituform Technologies, LLC
(legal name, corporation, partnership, firm, individual)
hereinafter called the bidder or proposer located at:
17988 Edison Avenue, Chesterfield, MO 63005

(address city, state)
and that said bidder or proposer has a current Affirmative Action Plan and/or Procurement Policy, as required by Ordinance 87-32 and/or Ordinance 98-30, processed and approved for filing with the Miami Dade County Department of Business Development (DBD) under the file No. Nubia R. Jarquin and the expiration date of _____ 305-375-5637

Witness: Janet Hass *(Signature)* Christlinda Adkins *(Signature)*
By: Diane Partridge *(Signature)* Diane Partridge, Contracting and Attesting Officer *(Legal Name and Title)*

The foregoing instrument was acknowledged before me this 14th day of June, 2019.

FOR AN INDIVIDUAL ACTING IN HIS OWN RIGHT:
By: N/A

FOR A CORPORATION, PARTNERSHIP OR JOINT VENTURE:
By: Diane Partridge having the title of Contracting and Attesting Officer with Insituform Technologies, LLC.
 a corporation () partnership () joint venture
on behalf of the () corporation () partnership () joint venture
He/She is personally known to me, or () has produced _____ as identification.

Notary Seal:  Notary Signature: Jana Lause
Type or print name: Jana Lause

Please Note: Ordinance 98-30 requires that all properly licensed architectural, engineering, landscape architectural, and surveyors and mappers have an affirmative action plan on file with the County.

Ordinance 98-30 requires that firms that have annual gross revenues in excess of five (5) million dollars have an affirmative action plan and procurement policy on file with the County. Firms that have Board of Directors that are representative of population the make-up of the nation are exempt.

For questions regarding these requirements contact the Department of Business Development at 305-523-2100.

AFFIRMATIVE ACTION PLAN EXEMPTION AFFIDAVIT

Project Name:

**TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS
CONTRACT No. S-946**

State of _____)
County of _____) SS

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared _____ who after first being duly sworn, upon oath, deposes and says that he/she is an authorized representative of:

(legal name, corporation, partnership, firm, individual)
hereinafter called the bidder or proposer located at:

(address, city, state)
and that said bidder or proposer has a Board of Directors which is representative of the population make-up of the nation and hereby claims exemption in accordance with the requirements of Ordinance 98-30. Said bidder or proposer has a current Board of Directors Disclosure form, as required by Ordinance 98-30, processed and approved for filing with the Miami-Dade County Department of Business Development (DBD) under the file No. _____ and the expiration date of _____.

Witness: _____ (Signature) _____ (Signature)

By: _____ (Signature) _____ (Legal Name and Title)

The foregoing instrument was acknowledged before me this _____ day of _____, 20__.

FOR A CORPORATION, PARTNERSHIP OR JOINT VENTURE:

By: _____ having the title of _____ with _____.

() a corporation () partnership () joint venture
on behalf of the () corporation () partnership () joint venture
He/She is () personally known to me, or () has produced _____
as identification.

Notary Seal: _____ Notary Signature: _____

Type or print name: _____

*Please note:
Ordinance 98-30 requires that firms that have annual gross revenues in excess of five (5) million dollars have an affirmative action plan and procurement policy on file with the County. Firms that have Boards of Directors that are representative of the make-up of the nation are exempt.*

For questions regarding these requirements contact the Department of Business Development at 305-523-2100.

This affidavit must be properly executed by the bidder and included in the proposal/bid.

SCRUTINIZED COMPANIES LIST REQUIREMENT CERTIFICATION FORM

This completed and signed form must be submitted within five (5) days of the notice of award recommendation and is a condition of award of the Contract. The Contractor may be deemed non-responsive for failure to fully comply within stated timeframe.

Any company, principals, or owners on the Scrutinized Companies with Activities in Sudan List or on the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List is prohibited from submitting a response to a solicitation for goods or services in an amount equal to or greater than \$1 million.

The Vendor, by virtue of the signature below, certifies that:

- a. The Vendor, owners, or principals are aware of the requirements of Section 287.135, Florida Statutes, regarding Companies on the Scrutinized Companies with Activities in Sudan List or on the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List; and
- b. The Vendor, owners, or principals, are eligible to participate in this solicitation and are not listed on either the Scrutinized Companies with Activities in Sudan List or on the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List; and
- c. If awarded the Contract, the Vendor, owners, or principals will immediately notify the County in writing if any of its principals are placed on the Scrutinized Companies with Activities in Sudan List or on the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List.

Diane Partridge	Contracting and Attesting Officer	
Printed Name of Affiant	Printed Title of Affiant	Signature of Affiant
Insituform Technologies, LLC	June 14, 2019	
Name of Firm	Date	
17988 Edison Avenue, Chesterfield	MO	63005
Address of Firm	State	Zip Code

Notary Public Information

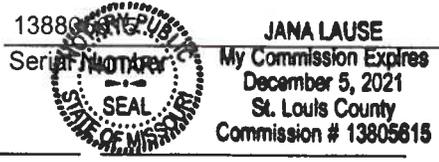
Notary Public – State of Missouri County of St. Louis

Subscribed and sworn to (or affirmed) before me this 14th day of, June 2019

by Diane Partridge He or she is personally known to me or has produced identification

Type of identification produced Personally Known

	13880	JANA LAUSE
Signature of Notary Public	Serial #	My Commission Expires
Jana Lause	12/5/2021	December 5, 2021
Print or Stamp of Notary Public	Expiration Date	Notary Public Seal



**MANDATORY CLEARINGHOUSE FOR POSTING NOTICE OF JOB OPPORTUNITIES
RESULTING FROM THE CONSTRUCTION OR IMPROVEMENTS ON COUNTY PROPERTY**

(RESOLUTION NO. R-937-98 as amended by RESOLUTION NO. R-1145-99)

Date: June 14, 2019

Contract Name:

**TWO-YEAR COUNTYWIDE CONTRACT FOR REHABILITATION OF SANITARY
SEWERS BY THE CURED-IN-PLACE PIPE LINING METHOD WITH COUNTY OPTION
TO RENEW FOR AN ADDITIONAL TWO YEARS ON A YEARLY BASIS
CONTRACT No. S-946**

Federal Employer Identification Number: 13-3032158

Before me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared: Diane Partridge, Contracting and Attesting Officer
who, after being first duly sworn, upon oath deposes and says that he/she is an authorized representative of: Insituform Technologies, LLC
(Legal Name, Corporation, Partnership, Firm, individual)

(hereinafter called bidder) located at 17988 Edison Avenue, Chesterfield, MO 63005
(Address, City, State)

and that said bidder or respondent has read the following information.

The procedures direct the contractor to forward a notice of job vacancy(ies) (form attached) created as a result of this construction work to the Director of the Employee Relations Department, located at Stephen P. Clark Center, 111 NW 1st Street, Suite 2110, Miami, Florida 33128. The job vacancy notices should be delivered within 10 working days following the award of the contract. (A contract is considered awarded effective ten days after the date of the Board of County Commissioners meeting.) The Director of the Employee Relations Department will in turn distribute said job announcements to all Miami-Dade County facilities participating in the notification requirements of this Resolution.

Witness: *Janet Hass* *Christlanda Adkins*
Janet Hass *(Signature)* Christlanda Adkins *(Signature)*

By: *Diane Partridge* Diane Partridge, Contracting and Attesting Officer
(Signature) *(Legal Name and Title)*

The foregoing instrument was acknowledged before me this 14th day of June, 2019.

FOR AN INDIVIDUAL ACTING IN HIS OWN RIGHT:
By: _____

FOR A CORPORATION, PARTNERSHIP OR JOINT VENTURE:
By: Diane Partridge having the title of Contracting and Attesting Officer with Insituform Technologies, LLC

a corporation (LLC) () partnership () joint venture
on behalf of the () corporation () partnership () joint venture
He/She is personally known to me, or () has produced _____
as identification.

Notary Seal:  **JANA LAUSE**
My Commission Expires
December 5, 2021
St. Louis County
Commission # 13805615

Notary Signature: *Jana Lause*
Type or print name: Jana Lause



Delivering Excellence Every Day

JOB CLEARINGHOUSE AFFIDAVIT
Notice of Construction Job Opportunities

Project /Contract Number: _____

Pursuant to Miami-Dade County Resolution No. R-1395-05, there are ___ open positions(s) to submit to the Job Clearinghouse for this project at this time. All open positions will be submitted to Career Source South Florida at [https://iapps.careersourcesfl.com/\[chcwp/\]](https://iapps.careersourcesfl.com/[chcwp/).

(Signature of Affiant)

(Date)

(Printed Name of Affiant, Title, and Firm Name)

(Witness)

Sworn to and subscribed before me this
_____ day of _____ 20____

By: _____

Signature of Notary Public

Notary's Name, Printed, Stamped or Typed

- Personally Known
- Produced ID

Type of ID produced _____

Miami-Dade County

Contractor Due Diligence Affidavit

Per Miami-Dade County Board of County Commissioners (Board) Resolution No. R-63-14, County Vendors and Contractors shall disclose the following as a condition of award for any contract that exceeds one million dollars (\$1,000,000) or that otherwise must be presented to the Board for approval:

- (1) Provide a list of all lawsuits in the five (5) years prior to bid or proposal submittal that have been filed against the firm, its directors, partners, principals and/or board members based on a breach of contract by the firm; include the case name, number and disposition;
- (2) Provide a list of any instances in the five (5) years prior to bid or proposal submittal where the firm has defaulted; include a brief description of the circumstances;
- (3) Provide a list of any instances in the five (5) years prior to bid or proposal submittal where the firm has been debarred or received a formal notice of non-compliance or non-performance, such as a notice to cure or a suspension from participating or bidding for contracts, whether related to Miami-Dade County or not.

All of the above information shall be attached to the executed affidavit and submitted to the Procurement Contracting Officer (PCO)/ AE Selection Coordinator overseeing this solicitation. The Vendor/Contractor attests to providing all of the above information, if applicable, to the PCO.

Contract No. : S-946 Federal Employer Identification Number (FEIN): 13-3032158
Contract Title: Two-Year Countywide Contract for Rehabilitation of Sanitary Sewers by the Cured-In-Place Pipe Lining Method with County Option-to- Renew on Yearly Basis

Diane Partridge Contracting and Attesting Officer *Diane Partridge*
Printed Name of Affiant Printed Title of Affiant Signature of Affiant
Insituform Technologies, LLC Name of Firm July 11, 2019 Date
17988 Edison Avenue Address of Firm Chesterfield, MO State 63005 Zip Code

Notary Public Information

Notary Public - State of Missouri County of St. Louis

Subscribed and sworn to (or affirmed) before me this 11th day of, July 2019

by Diane Partridge He or she is personally known to me or has produced identification

Type of identification produced _____

Jana Lause
Signature of Notary Public

Jana Lause
Print or Stamp of Notary Public

12/5/2021
Expiration Date

13805615 Serial Number
JANA LAUSE
My Commission Expires
December 5, 2021
ST. LOUIS COUNTY Public Seal
Commission # **13805615**



**SWORN STATEMENT UNDER SECTION 287.133(3)(a),
FLORIDA STATUTES, ON PUBLIC ENTITY CRIMES**

THIS FORM MUST BE SIGNED IN THE PRESENCE OF A NOTARY PUBLIC OR OTHER OFFICER AUTHORIZED TO ADMINISTER OATHS.

1. This sworn statement is submitted with Proposal Form for Project No. S-946
Two-Year Countywide Contract for Rehabilitation of Sanitary Sewers by the Cured-In-Place
for Pipe Lining Method with County Option to Renew for an Additional Two Years on a Yearly
Basis Contract No. S-946

2. This sworn statement is submitted by Insituform Technologies, LLC
(name of entity submitting sworn statement)

whose business address is 17988 Edison Avenue, Chesterfield, MO 63005

_____ and

(if applicable) its Federal Employer Identification Number (FEIN) is 13-3032158

(If the entity has no FEIN, include the Social Security Number of the individual signing this sworn statement: N/A.)

3. My name is Diane Partridge and my relationship to the
(please print name of individual signing)

entity named above is Contracting and Attesting Officer

4. I understand that a "public entity crime" as defined 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 with the United States, including, but not limited to, any bid 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.

5. 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, nonjury trial, or entry of a plea of guilty or nolo contendere.

6. 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.

7. 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 supplies a quote on contracts for the provision of goods or services let by a public entity, or which otherwise transacts or applies to

