

AMENDMENT NO. 5

BY AND BETWEEN

GREATER ORLANDO AVIATION AUTHORITY
AND
CRYSTAL MOVER SERVICES, INC.

TO

PURCHASING CONTRACT 01-17

THIS AMENDMENT NO. 5 made and entered into as of the 11 day of March, 2022, by and between the GREATER ORLANDO AVIATION AUTHORITY (hereinafter referred to as "Authority") and CRYSTAL MOVER SERVICES, INC. (hereinafter referred to as "Contractor").

WITNESSETH:

WHEREAS, by Contract BP-S100, dated July 16, 2014, as amended by Amendment No. 1 dated June 6, 2018, Amendment No. 2 dated January 24, 2019, Amendment No. 3 dated August 18, 2020, and Amendment No. 4 dated January 19, 2021, the Contractor agreed to provide the Phase 2 Operations and Maintenance services of the Authority's Automated People Mover (APM) system for Airside 1, Airside 3, and the South APM Complex at Orlando International Airport, Orlando, Florida (Phase 2 of BP-S100 Contract renumbered as Purchasing Contract 01-17); and

WHEREAS, Authority desires and Contractor agrees to amend the Contract to revise **Year Five (5)** of the Five (5) Year Initial Term based on the percentage of change between the published: (1) Labor Index - Employment Cost Index (NAICS) for Wages and salaries for Private industry workers in Professional and related industries (Series ID CIU20200001200001); (2) and the Material Index Commodities for Electrical Machinery and Equipment Index (WPU 117) and the unadjusted Metal and Metal Products Index (WPU10), as published by the U.S. Bureau of Labor Statistics for the month of August 2021.

NOW, THEREFORE, for and in consideration of the premises and mutual covenants herein contained, the parties hereby amend the Contract as follows:

1. **Effective Date**: The effective date of this Amendment shall be September 26, 2021 through September 25, 2022.
2. **Compensation**. The Authority shall pay to Contractor compensation as shown in Attachment "A-5", Year Five Price Adjustment, upon satisfactory completion of the work authorized by the Authority. Compensation shall be paid pursuant to the terms and conditions as provided in the Contract.
3. **Suit/Proceedings**. The Contractor agrees that any suit or proceeding initiated for the purpose of interpreting or enforcing any provision of the Contract or any matter in connection therewith shall be brought only in a court of competent jurisdiction in Orange County, Florida, and Contractor waives any venue objection, including, but not limited to, any objection that a suit has been brought in an inconvenient forum. Contractor agrees to submit to the jurisdiction of the Florida courts and irrevocably agrees to accept service of process by U.S. mail.

4. **Public Entity Crimes Act.** The Contractor acknowledges the following notice: “A person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid on a contract to provide any goods or services to a public entity, may not submit a bid on a contract with a public entity for the construction or repair of a public building or public work, may not submit bids on leases of real property to a public entity, may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount set forth in s.287.017, Florida Statutes, for CATEGORY TWO for a period of thirty-six (36) months from the date of being placed on the convicted vendor list.”

5. **Whistle Blower Reporting Line.** The Authority is committed to the highest level of integrity in its operations and is fully committed to protecting the organization, its operations, and its assets against fraud, waste or abuse. The Authority has established a Whistle Blower Reporting Line with a third-party service provider as a means for employees, contractors, vendors, tenants and the general public to report suspected fraud, waste or abuse in connection with Authority operations. Should Contractor suspect any fraud, waste or abuse in connection with any work under this Contract, including any work of its subcontractors or laborers, it shall promptly report such activity at (877) 370-6354, through email: GOAA@integritycounts.ca, or through the online reporting form at www.integritycounts.ca/org/GOAA. The Contractor shall include this reporting requirement in all subcontracts and vendor agreements. The Contractor is further encouraged to report any suspected fraud, waste or abuse it suspects in connection with any other airport operation or project.

6. **Continuing Effect of Contract Provisions.** Except as amended by this Amendment No. 5, the Contract shall continue in full force and effect in accordance with its terms and conditions.

7. The Exhibits attached hereto and referred to herein, are hereby acknowledged to be true and accurate, and are hereby incorporated into the Contract and made a part hereof.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment No. 5 to be duly executed as of the date and year first above written.

"AUTHORITY"

ATTEST:



Assistant Secretary

[Official Seal]

GREATER ORLANDO AVIATION AUTHORITY

By: 

Thomas W. Draper
Acting Chief Executive Officer

"CONTRACTOR"

ATTEST:



Secretary

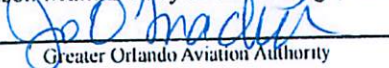
[CORPORATE SEAL]

CRYSTAL MOVER SERVICES, INC.

By: 

Its: Chief Executive Officer

James D. Lillie President and CEO
Print or Type Name and Title

Approved as to Form and Legality
this 18th day of February, 2022
Nelson Mullins Riley & Scarborough, LLP
By: 
Greater Orlando Aviation Authority



Databases, Tables & Calculators by Subject

Change Output Options: From: 2013 To: 2021 GO

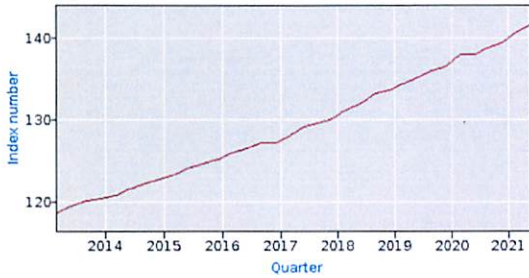
include graphs

[More Formatting Options](#) →

Data extracted on: September 1, 2021 (8:00:01 AM)

Employment Cost Index (NAICS)

Series Id: CIU20200001200001
 Not seasonally adjusted
Series Title: Wages and salaries for Private industry workers in Professional and related, Index
Ownership: Private industry workers
Component: Wages and salaries
Occupation: Professional and related occupations
Industry: All workers
Subcategory: All workers
Area: United States (National)
Periodicity: Index number



Download: [Excel](#)

Year	Period	Estimate Value	Standard Error
2013	Qtr1	118.8	-(A)
2013	Qtr2	119.5	-(A)
2013	Qtr3	120.2	-(A)
2013	Qtr4	120.5	-(A)
2014	Qtr1	120.9	-(A)
2014	Qtr2	121.7	-(A)
2014	Qtr3	122.3	-(A)
2014	Qtr4	122.8	-(A)
2015	Qtr1	123.4	-(A)
2015	Qtr2	124.2	-(A)
2015	Qtr3	124.7	-(A)
2015	Qtr4	125.2	-(A)
2016	Qtr1	126.0	-(A)
2016	Qtr2	126.6	-(A)
2016	Qtr3	127.2	-(A)
2016	Qtr4	127.2	-(A)
2017	Qtr1	128.2	-(A)
2017	Qtr2	129.3	-(A)
2017	Qtr3	129.6	-(A)
2017	Qtr4	130.2	-(A)
2018	Qtr1	131.3	-(A)
2018	Qtr2	132.1	-(A)
2018	Qtr3	133.2	-(A)
2018	Qtr4	133.7	-(A)
2019	Qtr1	134.4	-(A)
2019	Qtr2	135.2	-(A)
2019	Qtr3	136.0	-(A)
2019	Qtr4	136.6	-(A)
2020	Qtr1	138.1	-(A)
2020	Qtr2	138.0	-(A)
2020	Qtr3	138.9	-(A)
2020	Qtr4	139.5	-(A)
2021	Qtr1	140.8	-(A)
2021	Qtr2	141.7	-(A)

Base Bid

Aug-17 C.O.

Latest Published Index

A : Dashes indicate data not available.



Databases, Tables & Calculators by Subject

Change Output Options: From: 2013 To: 2021 [GO](#)
 include graphs include annual averages [More Formatting Options](#)

Data extracted on: September 15, 2021 (8:18:24 AM)

PPI Commodity Data

Series Id: WPU117
 Not Seasonally Adjusted
Series Title: PPI Commodity data for Machinery and equipment-Electrical machinery and equipment, not seasonally adjusted
Group: Machinery and equipment
Item: Electrical machinery and equipment
Base Date: 198200



Download: [xlsx](#)

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
2013	113.4	113.4	113.4	113.6	113.8	113.8	113.9	113.9	113.8	113.9	113.8	113.9
2014	113.8	113.8	113.7	113.6	113.6	113.6	113.7	113.7	113.8	113.8	113.8	113.8
2015	114.1	114.1	114.1	114.0	114.1	113.9	113.9	113.7	113.6	113.5	113.5	113.5
2016	113.3	113.2	113.3	113.2	113.2	113.1	113.2	113.1	113.0	112.8	112.7	112.7
2017	113.7	113.7	113.7	114.0	113.9	114.0	113.6	113.6	113.4	113.4	113.5	113.5
2018	114.0	114.5	114.9	115.0	114.9	115.0	115.6	115.4	115.8	115.7	115.8	115.8
2019	116.7	116.8	116.8	116.9	116.8	116.8	117.0	116.7	116.9	116.8	116.8	117.0
2020	118.0	118.0	118.0	117.7	117.7	117.6	117.7	117.7	117.8	117.3	117.5	117.7
2021	117.4	117.5	118.1	118.8	119.0(P)	119.5(P)	120.0(P)	120.6(P)				

Base Bid

Aug-17 C.O.

Latest Published Index

P : Preliminary. All indexes are subject to revision four months after original publication.

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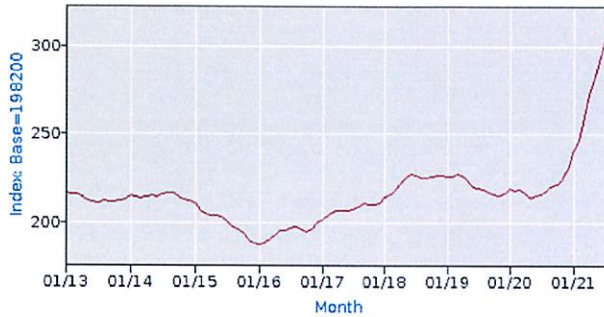
Databases, Tables & Calculators by Subject

Change Output Options: From: 2013 ▾ To: 2021 ▾ [GO](#)
 include graphs include annual averages [More Formatting Options](#) ➔

Data extracted on: September 15, 2021 (8:26:09 AM)

PPI Commodity Data

Series Id: WPU10
 Not Seasonally Adjusted
Series Title: PPI Commodity data for Metals and metal products, not seasonally adjusted
Group: Metals and metal products
Item: Metals and metal products
Base Date: 198200



Download: [xls](#)

Year	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
2013	216.7	216.5	216.2	214.9	212.4	211.7	211.3	212.5	211.8	211.8	212.7	213.5
2014	215.4	215.0	214.2	215.0	215.3	215.0	216.3	216.7	216.7	214.8	213.3	212.7
2015	211.3	206.9	205.4	204.2	204.0	203.3	200.6	197.6	196.4	193.9	190.7	188.8
2016	188.1	188.5	190.3	192.8	195.4	195.4	196.7	197.8	196.3	194.9	196.5	199.5
2017	202.2	204.4	206.2	206.6	207.0	207.3	207.8	208.9	211.2	210.4	210.3	211.3
2018	214.6	216.4	219.3	222.6	225.5	227.4	226.9	225.5	225.3	225.9	226.6	227.2
2019	226.1	225.9	227.5	226.0	223.5	220.5	220.1	219.1	217.9	216.2	215.5	216.9
2020	219.8	218.5	219.2	215.9	214.3	215.3	216.3	218.7	221.4	222.2	224.4	232.8
2021	241.5	246.6	260.0	273.4	283.8(P)	294.2(P)	304.4(P)	310.4(P)				

Base Bid

Aug-17 C.O.

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**GREATER ORLANDO AVIATION AUTHORITY
AGENDA**

DATE: NOVEMBER 10, 2021

DAY: WEDNESDAY

TIME: 2:00 P.M.

PLACE: CARL T. LANGFORD BOARD ROOM, ORLANDO INTERNATIONAL AIRPORT, ONE JEFF FUQUA BOULEVARD

The Aviation Authority is subject to federal mask mandates. Federal law requires wearing a mask at all times in and on the airport property. Failure to comply may result in removal and denial of re-entry. Refusing to wear a mask in or on the airport property is a violation of federal law; individuals may be subject to penalties under federal law.

Currently, seating inside the Board Room is limited to 25 and lobby seating is limited to 10 seats. Attendance is on a first-come, first-served basis. No standing in the lobby will be permitted.

Individuals who wish to speak at the Board meeting on an item being considered on the agenda will be asked to fill out a speaker request card. GOAA live streams the meeting over Orange TV and its own You Tube channel (OrlandoAirports) so that the public can monitor the proceedings. The meeting can also be streamed through the GOAA website, www.OrlandoAirports.net.

I. CALL TO ORDER

II. INVOCATION

III. PLEDGE OF ALLEGIANCE

IV. ROLL CALL

V. CONSIDERATION OF AVIATION AUTHORITY MINUTES FOR SEPTEMBER 15, 2021

VI. CONSENT AGENDA

(These items are considered routine and will be acted upon by the Aviation Authority in one motion. If discussion is requested on an item, it will be considered separately. Items under this section are less than \$325,000 dollars)

- A. Recommendation to Accept Committee Minutes
- B. Recommendation of the Construction Committee to Approve No-Cost Addenda to the Continuing Horizontal Construction Services Agreements to Exercise the Second and Final One-Year Renewal Option
- C. Recommendation of the Construction Committee to Approve a Job Order Construction Services Addendum to the Continuing Electrical Construction Services Agreement with Transportation Systems, Inc. (LDB) for Project ES-00012, South Terminal C (STC) Roadway Lighting, at the Orlando International Airport
- D. Recommendation to Accept Public Transportation Grant Agreement (PTGA) for Orlando International Airport from the Florida Department of Transportation (FDOT)
- E. Recommendation of the Concessions/Procurement Committee to Approve Amendment No. 1, First Renewal Option, for Purchasing Contract 02-19, Holiday Decoration Services, with D & K Design LLC, d/b/a Danken
- F. Recommendation of the Chief Executive Officer to Nominate Candidate for the Position of Director of Construction

VII. PROCUREMENTS

(Notification for release of documents for different services at the Aviation Authority in excess of \$500,000)

- A. Request for Proposal for North and South Terminal Complex ATM-Bank Concession

VIII. CHIEF EXECUTIVE OFFICER'S REPORT

IX. NEW BUSINESS

(Pursuant to Florida Statute 332.0075, contracts in excess of \$325,000 are listed under this section as separate line items)

- A. Recommendation of the Construction Committee to Approve (1) the Change in the Procurement Method to Sole Source for Stanchions, Gates and Posts, and Panel System; and (2) the Sole Source Purchase and Installation of Stanchions, Gates and Posts, and Panel System, in support of the South Terminal C, Phase 1, Program, at the Orlando International Airport, from Lavi Industries

NOTE: Any person who desires to appeal any decision made at these meetings will need record of the proceedings and for that purpose may need to ensure that a verbatim record of the proceedings is made which includes the testimony and evidence upon which the appeal is to be based.

**GREATER ORLANDO AVIATION AUTHORITY
AGENDA FOR ITS NOVEMBER 10, 2021 MEETING
PAGE 2**

IX. NEW BUSINESS (cont'd)

- B. Recommendation to Approve Amendment No. 5, Contract Adjustment for Purchasing Contract 01-17, Automated People Mover (APM) Operation and Maintenance, with Crystal Mover Services, Inc. ("CMSI")
- C. Recommendation to approve publication of Chief Executive Officer Recruitment Specification prepared by Korn Ferry

X. INFORMATION SECTION

(No action is required on the item(s). Board members should feel free to ask questions on the item(s).)

- A. Notification of Committee Recommendations to the Chief Executive Officer for Approval for November 10, 2021, Aviation Authority Board Meeting
- B. Notification of the Professional Services Committee's Approval of the Lists of Pre-Qualified Subcontractors/Suppliers for Major Trade Packages for the South Terminal C, Phase 1, Program, at the Orlando International Airport
- C. Notification of Construction Committee's Action regarding the Approval of a Job Order Construction Services Addendum to the Continuing Low Voltage Construction Services Agreement with Orion Management Services, LLC for Construction Services for Project
- D. Update on Utilization of Federal Funding to Defease Multiple Series of Outstanding Bonds
- E. Construction Progress Report

For individuals who conduct lobbying activities with Aviation Authority employees or Board members, registration with the Aviation Authority is required each year prior to conducting any lobbying activities. A statement of expenditures incurred in connection with those lobbying instances should also be filed prior to April 1 of each year for the preceding year. Lobbying any Aviation Authority Staff who are members of any committee responsible for ranking Proposals, Letters of Interest, Statements of Qualifications or Bids and thereafter forwarding those recommendations to the Board and/or Board Members is prohibited from the time that a Request for Proposals, Request for Letters of Interests, Request for Qualifications or Request for Bids is released to the time that the Board makes an award. The lobbyist shall file a Notice of Lobbying (Form 4) detailing each instance of lobbying to the Aviation Authority within 7 calendar days of such lobbying. Lobbyists will also provide a notice to the Aviation Authority when meeting with the Mayor of the City of Orlando or the Mayor of Orange County at their offices. The policy, forms, and instructions are available on the Aviation Authority's offices web site. Please contact the Chief Administrative Officer with questions at (407) 825-7105.

NEXT SCHEDULED AVIATION AUTHORITY BOARD MEETING IS ON WEDNESDAY, DECEMBER 15, 2021



GREATER ORLANDO AVIATION AUTHORITY

Orlando International Airport
One Jeff Fuqua Boulevard
Orlando, Florida 32827-4399

MEMORANDUM

TO: Members of the Aviation Authority

FROM: Brad Friel, Chairman, Concessions/Procurement Committee

DATE: November 10, 2021

ITEM DESCRIPTION

Recommendation to Approve Amendment No. 5, Contract Adjustment for Purchasing Contract 01-17, Automated People Mover (APM) Operation and Maintenance, with Crystal Mover Services, Inc. ("CMSI")

BACKGROUND

The Contract requires CMSI to furnish all repair parts, materials, consumables, tools, manuals, training, management, supervision, and skilled labor as necessary for the Operation and Maintenance of the Aviation Authority's Automated People Mover (APM) system for Airside 1, Airside 3 and the South APM Complex located at the Orlando International Airport. The Operation and Maintenance services shall be provided on a twenty-four (24) hour per day, seven (7) day per week basis throughout the term of the Contract and in accordance with the Contract specifications.

The initial term of the Contract is for sixty (60) months, effective September 26, 2017, expiring September 25, 2022, with the Aviation Authority having two (2) options to renew the Contract for an additional period of five (5) years each.

Contract terms allow for additional work related to the APM system but not covered under the fixed price portion of the Contract, such as vandalism, misuse or third-party damage to equipment. The Contract specifies the number of hours that each train shall operate in each twenty-four (24) hour period, and additional run time, if desired, is available at a per-hour/month rate in the Contract. The fee structure also includes penalties for not meeting the required runtimes.

At the time of the award a 1.75% Minority and Women Business Enterprise and 4.6% Local Developing Business/Veteran Business Enterprise participation goal was established. The Small Business Development Department certifies that the vendor is in good standing as it relates to small business participation. The same small business participation requirement will apply to this amendment.

ISSUES

On July 16, 2014, the Aviation Authority Board approved the award of Bid Package No. S100 (BP-S100), Automated People Mover (APM) Operating System (OS) for Airside 1, Airside 3, and the South Airport APM Complex (Design-Build-Operate-Maintain), to Mitsubishi Heavy Industries America, Inc. (MHIA). This award included an Economic Price Adjustment and the Operation and Maintenance of the APM with CMSI ("Phase 2 Contract").

The APM Operations and Maintenance Contract when Bid in September of 2013 provided yearly constant unadjusted/non-escalated lump sum fixed pricing for each year of the Contract and each year of the renewal options. It was stipulated that the provided pricing would be escalated per year per the Operations and Maintenance Specifications (OMS).

Based on OMS 3.22.1 Economic Price Adjustment, the annual lump sum fixed prices for Labor and Parts and Materials shall be adjusted for inflation at the beginning of each year of the Operations and

Maintenance Contract. Labor shall be adjusted to the latest published Employment Cost Index (NAICS), Series ID CIU2020000120000I and Parts and Materials shall be adjusted according to the ratio of the latest Machinery and Equipment Index, WPU117, and Metal Products Index, WPU10. Both indices are adjusted as published by the U.S. Bureau of Labor Statistics. Based on this information, Amendment No. 5 reflects an Employment Cost Index factor of 1.1789, and a Machinery and Equipment and Metal Products Producer Price Index factor of 1.2598. These Index factors adjust the Contract base bid to current year values resulting in a Contract adjustment of \$867,407.

The Aviation Authority has evaluated, and accepted this calculation and price adjustment for Year Five of the Phase 2 Contract. All authorized deductions and penalties allowed under the Contract remain in full force and effect. Contractor has performed satisfactorily during the initial term of the Contract.

On October 18, 2021, the Concessions/Procurement Committee approved Amendment No. 5, Economic Price Adjustment for Purchasing Contract 01-17, Automated People Mover (APM) Operation and Maintenance and authorized funding in the not-to-exceed amount of \$867,407 at the Orlando International Airport, with Crystal Mover Services, Inc.

ALTERNATIVES

None.

FISCAL IMPACT

Fiscal impact for the proposed Amendment No. 5 is a not-to-exceed amount of \$867,407. Funds expected to be spent under the Contract in the current fiscal year are within budget. Funding required in current and subsequent fiscal years will be allocated from the Operations and Maintenance Fund, as approved through the budget process and when funds become available.

RECOMMENDED ACTION

It is respectfully requested that the Aviation Authority Board resolve to accept the recommendation of the Concessions/Procurement Committee and (1) approve Amendment No. 5, the Economic Price Adjustment for Purchasing Contract 01-17, Automated People Mover (APM) Operation and Maintenance with Crystal Mover Services, at the Orlando International Airport for the total not-to-exceed amount of \$867,407 with funding from the Operations and Maintenance Funds; and, (2) authorize an Aviation Authority Officer or the Chief Executive Officer to execute the necessary documents following satisfactory review by legal counsel.