



**To Provide Remediation Services for  
Various Jefferson Parish Departments  
Proposal No. 0487**

**Proposal Receipt Date and Time: October 4<sup>th</sup>, 2024 – 3:30PM**

**To:**

**Jefferson Parish  
Department of Purchasing  
200 Derbigny Street, Suite 4400  
Gretna, LA 70053**

**Prepared By:**

**Matthew Brandt**  
Project Director  
First Onsite Property Restoration  
Email: [Matt.Brandt@FirstOnsite.com](mailto:Matt.Brandt@FirstOnsite.com)  
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Cell: 504-275-9132  
550 Elmwood Park Blvd.,  
Suite F  
New Orleans, LA 70123

## Cover Letter

Dear Ladies & Gentlemen:

It remains our honor to have the opportunity to continue serving both you and the wonderful people of our great Parish of Jefferson. As you may know, for more than a decade we have had the honor to provide Disaster Recovery Mitigation services through our legacy company Emergency Restoration, Inc. and more recently Interstate Restoration, LLC operating as First Onsite Property Restoration.

As far back as 2008, we have been called upon for various projects for many of your various buildings throughout the parish. We are proud to say that there has never been a project not successfully completed on or before schedule and at or below projected cost. For your convenience, I direct your attention to the attached list of references.

Following Hurricane IDA, we realized that our family run business model had to expand its operating capacity to best serve our longtime loyal clients. It was that decision that we found First Onsite Property Restoration. First Onsite is an independently owned company primarily made of independent restoration business owners brought together through acquisitions over time. The First Onsite model is not a franchise but a central operating company with standard and consistent practices that assure our client the very best and proven services.

First Onsite Property Restoration currently has 100+ brick and mortar locations around the globe with more than 3000+ full-time employees. Understanding the importance of documentation, First Onsite has invested millions into its very own proprietary software for daily tracking of all project locations. This is extremely valuable in today's world of disaster recovery cost reimbursements.

Although First Onsite is a global leader, our local branch office remains our original family members with additional members, all deeply rooted in our community. Jefferson Parish is our home, and we want to remain your partner in disaster recovery. With our local administration office and fully stocked warehouse centrally located in Elmwood, LA, we are ready and capable to rapidly respond to the needs of Jefferson Parish.

First Onsite acknowledges and assures Jefferson Parish in its willingness to perform the scope of work described within this request for proposal and to negotiate a contract with Jefferson Parish to provide these services.

On behalf of our Team, thank you for your consideration.

Authorized Signature: 

Authorized Signer's Name Printed: Brittany Orlando

Authorized Signature's Position: General Manager - First Onsite New Orleans

Date: 10/31/2024

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## Technical Proposal Elements

First Onsite acknowledges and agrees to perform and provide all services stated in Part II – Scope of Work/Services within RFP-0487. The following detailed breakdown explains the methods for providing these services. **We also acknowledge Addendum #1 & Addendum #2 to this RFP.**

- Communication
  - o First Onsite has a 24/7 call center that is company owned and operated by its employees. This keeps this essential service in-house and ensures that its own staff members are directly involved and responsible for handling customer inquiries and concerns around the clock. Following the receipt of the call, our local branch is instantly contacted and will begin the process set forth for response to Jefferson Parish properties.
  
- Plan of Action / Scheduling – “Life Cycle of a Project”
  - o Following receipt of request, a member of First Onsite’s operations team will mobilize to assess the scope of work to evaluate conditions within (1) hour throughout Jefferson Parish, (3) hours for Grand Isle.
  - o Following initial evaluation, within 6 hours, a First Onsite Project Director will provide a detailed scope of work along with labor, materials, and equipment needed to remediate. The rates within this RFP along with Xactimate (for non-listed items) will be used to develop price.
  - o Pricing procedures will be reviewed with Jefferson Parish within 7 hours of receiving request for work approval. First Onsite will await approval from Jefferson Parish representative before any work can begin.
  - o Following approval, First Onsite will mobilize and begin remediation work as approved in the scope of work within 10 hours of receiving request.
  - o Proper personnel and deliverables such as equipment and consumables as approved will be put into action to perform the remediation required. Evaluations and adjustments will be made and communicated, as well as required approval for pursuing any changes from the original scope. Constant and open communication and updating with onsite person of contact per facility and, or any other authorized decision makers to the project.
  - o During the duration of the project, Daily Field Reports will be delivered to persons whom it may concern for a given project as directed by Jefferson Parish. These will entail the day’s timeline, goals achieved, goals for the following day, goals for the project, site specific notes, photos, and equipment counts.
  - o All timesheets, data sheets, consumables breakdown, and equipment will be provided with billing to match contracted rates and requirements. Our proprietary software, BOLT, creates a seamless transition from job completion to billing and does not allow for any overlap or clerical error in labor, materials, or labor.

First Onsite has a fully stocked warehouse within Jefferson Parish with all equipment, consumables, transportation, and materials which may be required for restoration projects. This allows for rapid response for all forms of scope of work herein. Our 24/7 local staff of managers, supervisors, and technicians, who reside in Jefferson Parish are at the ready to respond day or night to the needs of the great parish we live and work in.

We pride ourselves in open communication with our clients to ensure no surprises with billing or work completed. It is the paramount of our core values to ‘Do the Right Thing’ for our clients.

## Our Technical Services

### Water

#### **Mitigation**

Contain the water source to stop the immediate flow of water and ensure the site is safe to operate in.

#### **Water Extraction**

Remove any excess water as well as any water-soaked and damaged materials.

#### **Moisture Mapping**

Deploy moisture-detection and drying equipment to remove water hidden within building materials or other areas.

#### **Dehumidification and Drying**

Begin the drying process to all affected areas with air movers & specialized dehumidifiers.

#### **Disinfect**

Apply an EPA-registered disinfectant per the manufacturer's guidance to protect the health and safety of the building's occupants from potential mold growth.

#### **Controlled Demolition**

Manage the controlled removal of damaged drywall, flooring, or insulation that was exposed or damaged.

#### **Restoration**

Restore the affected area to pre-loss condition by replacing damaged materials like drywall, flooring, and insulation.

### Fire

#### **Assess the Damage**

As soon as the property is safe to enter, we'll be able to assess any damage, including fire, soot, and water damage. This will allow us to build a roadmap that determines the size and scale of a project, providing a scope of work and an estimated timeline for completion.

#### **Secure the Property**

If the fire is extensive, we will secure all entrances to the property, board up windows, and cover any major gaps in the structure.

#### **Water Extraction**

Hundreds to thousands of gallons of water are used to put out the fire. For any standing water, we'll extract it and begin the drying process.

#### **Controlled Demolition**

Depending on the situation, we may demolish any major structural damage and remove the debris.

#### **Clean**

Clean every surface affected to remove any remaining soot, toxins, oils, and odor-causing residues.

#### **Reconstruction**

Depending on the extent of the damage, the property will be repaired and rebuilt back to its pre-fire condition.

## Mold

### **Eliminate the source**

We will first address the cause of the mold and make any necessary repairs. This may involve fixing a leak, addressing a plumbing issue, or correcting a ventilation problem.

### **Contain the mold**

It is vital to contain the affected area to prevent the spread of mold spores. This step may involve sealing off the area with plastic sheeting or other materials and establishing negative air pressure within the enclosure to prevent mold spores from escaping the work area.

### **Remove the mold**

Once mold is contained, it can be removed using specialized cleaning products and techniques. This may involve scraping or sanding the moldy surfaces or using a chemical agent to kill the mold.

### **Clean and apply disinfectant**

After removing the mold, we thoroughly clean and apply an appropriate disinfectant to the area, eliminating any remaining mold spores.

### **Repair any damage**

The final step in the process is to repair all existing damage from the source or damage caused by mold growth. The repair process may involve replacing drywall, repainting surfaces, or replacing damaged materials.

## General Contracting (GC)

### **Full-Service Construction**

First Onsite can provide top to bottom reconstruction, renovation, or new construction to our clients. Offering turnkey services in Mechanical, Electrical, Plumbing, Carpentry, Sheetrock, Painting, and much more. This can include routine make-ready painting, appliance installation, carpet replacement, and cabinetry to name a few.

## Specialty Services

### **Preparedness Planning**

### **HVAC Cleaning**

### **Content Restoration**

### **Infection Prevention / Disinfection**

### **Lead Based Paint & Asbestos Removal**

### **Bio-hazard Clean-up**

### **Containments or Temporary Walls**

### **Odor Removal**

### **Interior Washing Machine Cleaning**

### **Dryer Vent Cleaning**

### **Hoarding Management and Removal Services**

## **Proposer Qualifications and Experience**

First Onsite - New Orleans, has delivered successful emergency & scheduled projects to Jefferson Parish and surrounding parishes' government buildings, gymnasiums, municipality facilities, community centers, senior centers, department administration buildings, health units, and many other sensitive buildings throughout the area. Scope of work for these buildings included fire restoration, water mitigation, mold remediation, disinfecting, HVAC cleaning, and general construction to name a few. While our nationwide, independently owned, company provides exceptional service to municipalities across the country, First Onsite - New Orleans specializes in local government and has done so through our branch's legacy company for more than 20 years. Our success of these projects has led to numerous projects and strong relationships as listed below in municipalities throughout the area. Along with providing services for our clients, we have extensive experience successfully working with 3rd party consultants, insurance companies, and FEMA to ensure our client is rightfully compensated for the services provided. First Onsite rapidly responds to all emergencies our clients face in both times of calm and times of chaos. We utilize our internally built program known as BOLT to provide consistent daily field reports, time sheets, material logs, documentation, and photos allowing our client an in-depth and transparent project experience in an organized manner.

**A few of the many examples of our successful partnerships & projects within government entities across the Gulf South Region in this scope of work are listed below for reference:**

*Jefferson Parish General Services* – for nearly 12 years, First Onsite, as its legacy company, has serviced JPGS on countless fire, water, mold, and area wide disaster recovery events. Projects successfully completed range from mold and odor abatement in community centers & senior living facilities to the Ida damage recovery in JP Performing Art Center & Joe Yenni Building.

- Ryan Babcock
- 200 Derbigny St., Suite 3300, Gretna, LA 70053
- 504-884-4288
- [Rbabcock@jeffparish.net](mailto:Rbabcock@jeffparish.net)

*St. Bernard Parish Government* – from major sport complex fire restoration to Covid-19 disinfecting in their schools, First Onsite has been a partner to St. Bernard Parish Government and continues to provide high quality services to their facilities.

- John Lane
- 8201 W Judge Perez Drive, Chalmette, LA 70043
- 504-579-2173
- [Jlane@sbsp.net](mailto:Jlane@sbsp.net)

*References & Experience continued on the following page...*

*Jefferson Parish Public Schools* – among the chaos of Hurricane Ida damage recovery, we jumped to service the unexpected need for cost effective competitively priced disinfecting services for more than 150 schools throughout the expansive parish. Doing so within a 7-day turnaround, we were proud to have serviced our client with a value engineered delivery that far exceeded the savings of our nearest competitors. We actively hold the contract for disaster recovery for Jefferson Parish School Board and are currently providing Hurricane Francine response.

- Ryan Guthrie
- 501 Manhattan Blvd, Harvey, LA 70058
- 504-250-0265
- [Ryan.guthrie@jpschools.org](mailto:Ryan.guthrie@jpschools.org)

*St. John the Baptist Parish Government* – in the immediate aftermath of Hurricane Ida, we responded to the urgent request of our municipality partners in St. John the Baptist Parish to mitigate the damages to more than 30 facilities. The actions required included stabilization, isolation, mitigation of damages, daily reports, and daily planning. We proudly achieved all the goals set in front of us exceeding expectations and safely mitigated and disinfected successfully per 3rd party consultants' approval & reports. We actively hold the contract for disaster recovery for St. John the Baptist and are currently providing Hurricane Francine Response.

- Peter Montz
- 1811 W. Airline Hwy. Laplace, LA 70068
- 504-444-8700
- [P.montz@stjohn-la.gov](mailto:P.montz@stjohn-la.gov)

*City of Kenner* – as a result of the Covid-19 pandemic, we have held and continue to hold the disinfecting contract with our partners in the City of Kenner. We are entrusted and have provided professional services for Kenner's government facilities allowing them to occupy their facilities with a safe work environment.

- Aimee Vallot
- 1401 W Esplanade Ave, Kenner, LA 70065
- 504-682-7240
- [Avallot@kenner.la.us](mailto:Avallot@kenner.la.us)

*City of Harahan* – For many years, we have responded to unplanned emergency request to provide professional services for the buildings of the City of Harahan. Our services allow for uninterrupted operation for city leaders to continue to run their city government.

- Tim Baudier
- 6437 Jefferson Hwy. Harahan, LA 70123
- 504-343-7762
- [Tim.baudier@ci.harahan.la.us](mailto:Tim.baudier@ci.harahan.la.us)

## Related References

### State

Tim Temple	La. Commissioner of Insurance	225-333-1516
Bryan Adams	La. State Fire Marshal	504-884-0555
Robert Wooley	Former La. Commissioner of Insurance	225-336-5200
John Illg	La. State Representative	504-957-9970

### Municipality

Deano Bonano	Jefferson Parish Councilman	504-512-0070
Jennifer VanVrinken	Jefferson Parish Coucilmadam	504-615-9695
Ryan Babcock	Jefferson Parish General Services Director	504-884-4288
Don Robertson	Jefferson Parish Fire Services Chief	504-239-4231
Pat Bode	Jefferson Parish Facilities Property Mgr	504-782-3188
Richard Peart	Jefferson Parish Libraries Maintenance Mgr	504-218-3147
Steve Faust	Jefferson Parish School District	504-329-2197
Ryan Guthrie	Jefferson Parish School District	504-250-0265
Peter Montz	St. John the Baptist Parish Govt. CAO	504-444-8700
John Lane	St. Bernard Parish Govt. CAO	504-579-2173
Ronnie Alonzo	Port Authority of St. Bernard Parish	504-874-6252
Tim Baudier	City of Harahan Mayor	504-343-7762
Henry Guinn	City of Jennings Mayor	337-329-3189
David Camardelle	Town of Grand Isle Mayor	985-217-0888
Ronnie Scharwath	City of Kenner Councilman	504-908-3444
Brian Brennan	City of Kenner Councilman	504-559-3360
Randy Cormier	City of Breaux Bridge Facilities	337-254-9062

### Consulting

Tim Bonura	All South Consulting Engineers	504-400-7850
Stevie Smith	All South Consulting Engineers	985-852-3445
Vincent Orlando	Quality Engineering & Surveying	504-481-5512
Tommy L'houste	Ames Group Consultants	504-382-3659
James Clark	Technical Environmental Services	504-605-7433
Dale Holey	Elos Environmental	504-738-4569

### Insurance

Robert Page	Page Insurance	985-852-2223
Guy Chabert	Chabert Insurance	985-691-4040
John Faucheux	La. Insurance Services	985-652-2167
Ryan Daul	Daul Insurance	504-982-1566
Jordan Eagan	Eagan Insurance Agency	504-616-8605
Doug Adams	Hub International	225-939-2250
Chad Herrington	Hull & Co.	504-214-7909
Wayne Forest	Forest Insurance Services / RPS	504-228-2535
Patrick Blankenship	Engle Martin Insurance Adjusters	504-235-2014
Glen Gautreaux	Engle Martin Insurance Adjusters	504-352-8751
Tommy Lea	Sedgewick Insurance Services	225-485-0830
Patrick Fontenot	Sedgewick Insurance Services	337-580-3749
Ernie Bodie	Sedgewick Insurance Services	985-630-0943

## Large Past Projects through the Decades

Displaying our long-standing and continued dedication to serving Jefferson Parish and our surrounding communities.

### **May 2009 Louisiana Superdome**

In May of 2009, Interstate Restoration via it's local legacy company was called upon to perform a pre-renovation roof inspection for potential water intrusion points of origin. The client was a large insurance company that insured the chosen renovation contractor. The purpose of his assignment was to protect the contractor from any pre-existing roof damage prior to installing a very complex scaffold system on the lower roof. Our property damage specialist utilized GPS coordinates to identify any precise locations of suspect damages found. Our specialist also used thermal imaging, non-penetrating moisture meter & digital photography. This project has been featured in several educational presentations as well as our company case study.

### **September 2012 Jefferson Parish East & Westbank Complexes**

In September of 2012, Jefferson Parish & surrounding experienced extensive wind and rain as a result of Hurricane Isaac. Our Teams immediately responded to the request of Jefferson Parish General Services to provide damage assessments & emergency mitigation services to the three government buildings on the Westbank, the then new school board building on Manhattan Blvd., the Yenni building as well as several other Parish owned facilities. Our extensive experience and resources provided for our ability to satisfy the urgent needs to restore every facility in a timely manner. In addition to the JP projects, we also served the St. Bernard School district which consisted of approximately 12 campuses as well as many other large client facilities, all for Hurricane Isaac damages.

### **August 2016 Rouses Denham Springs, La.**

During the summer of 2016, Baton Rouge and the surrounding areas experienced severe flooding resulting from torrential rains in north Louisiana. Our local office responded to numerous requests from our commercial clients in the most impacted areas. One of the most highlighted projects was a very newly built Rouses grocery stores in the hardest hit area of Denham Springs. The store was more than 66K sf and received a flood level higher than 5' that remained for many days. Immediately when the water receded, our assessment team was deployed to do a site assessment along with store owners, their representatives and all insurance related representatives. Our assignment then was to turn the building back over in a safe and healthy condition to be rebuilt internally. This assignment included dry out, clean out of all contents, demo of all affected materials and decontamination. We were very proud to have satisfied our agreement, scope and all unforeseen contingencies ahead of schedule.

*Past Projects Continued...*

**January 2019**

**Jefferson Parish Westbank Clerk of Court**

In the early morning hours of one January Saturday of 2019, we received a frantic call from General Services describing an extremely extensive water damage. It was discovered that a floor mop had been left in the janitors closet sink over night with the water running. Upon entering the buildings first floor the GS representative witnessed water leaking down through the ceiling in the main lobby, elevator area and the immediately surrounding offices. The source was tract back to the janitor's closet located on the 6<sup>th</sup> floor. All floors from 6 down were heavily damaged. In addition to all the very sensitive things affected, so were the archived court records. Our teams immediately mobilized that early morning and went straight to work to best minimize the damages all while Parish employees continued to perform their own daily work. The computer room was isolated, and all equipment damage minimized, the records room was also isolated, and all documents dried in-place and re-boxed and labeled all while drying the building and removing drywall, insulation, carpeting, etc. This project remains one of our shing stars.

**September 2021**

**Jefferson Parish, St. Bernard Parish, St. John Parish**

In September of 2021, Hurricane Ida devastated our Louisiana coastline. At the time, we had Commitment contracts for disaster recovery mitigation throughout lower Louisiana including Jefferson Parish, St. Bernard, St. John, their included cities and many additional large commercial clients. Our total Ida assignments consisted of approximately 100 + large facilities affected to various magnitudes. Many areas were without power for several weeks which added to the demands of recovery. As a result, many of the projects become mold remediation scope of works in addition to either rising water or wind driven rain. The points of intrusion also varied from damaged roofing and/or compromised windows and flashings. These openings and absence of house power extended the term of these projects. However, we are very proud to state that all were completed beyond our client satisfaction to the point that all remain our clients today.

## **BRITTANY ORLANDO**

504-609-9261

General Manager

Brittany.orlando@firstonsite.com



### **JOB DESCRIPTION**

As the General Manager of First Onsite New Orleans, Brittany is responsible for overseeing all aspects of local business operations, including managing a team of restoration technicians, coordinating project timelines and budgets, ensuring quality control and adherence to safety regulations, and fostering strong relationships with clients and vendors alike.

### **EDUCATION & CERTIFICATIONS**

#### **2013-2017 Louisiana State University**

- B.S. Business Administration, Minor in Entrepreneurship

#### **Healthcare Renovation & Maintenance Best Practices - Certificate Holder**

### **RECENT PROJECT EXPERIENCE**

#### **Hurricane Ida- Jefferson Parish, St. John the Baptist Parish, St. Bernard Parish**

- Prepared & reviewed all daily reports for each job
- Prepared all invoicing documentation
- Effectively communicated with all clients in aftermath of Hurricane Ida
- Coordinated & mobilized area wide event team promptly servicing our clients

#### **Val Riess Complex Fire – St Bernard Parish Government**

- Coordinated & mobilized our large loss team
- Efficiently communicated with 3<sup>rd</sup> party claim administrator
- Implemented an efficiency-based strategy resulting in project coming in under budget

### **LEADERSHIP AND ASSOCIATIONS**

- **The Insurance Professionals of Greater New Orleans- *President (2024-Current)***
- **The Professional Insurance Agents of New Orleans- *Board Member (2021-2022)***
- **The Professional Insurance Agents, Northshore Chapter- *Member***
- **Independent Insurance Agents of Greater New Orleans- *Member***
- **New Orleans Claims Association- *Member***
- **Northshore Claims Association-*Member***
- **Greater New Orleans Hotel and Lodging Association-*Public Relations Committee***
- **International Facility Management Association, New Orleans Chapter- *Member***
- **The Apartment Association of Greater New Orleans- *Member***

**Michael Orlando**

(504)-481-5655

Regional Sales Manager

Michael.Orlando@firstonsite.com



- ✓ **HIGH-PERFORMING.** Unmatched range of services, coverage, resources and experience
- ✓ **STRONG RELATIONSHIPS.** Developed with Risk Managers, Brokers, Insurance Adjusters, Hospitals, Universities, and Property Management companies
- ✓ **CORPORATE BRAND DEVELOPMENT.** Developed a complete range of marketing tools to increase the effectiveness of corporate identity and messaging with key audiences
- ✓ **DETAIL-ORIENTED.** Strong understanding of people, communication, processes, and project management

## **ACCOUNT REFERENCES**

**Company: Jefferson Parish Government**

Contact: Ryan Babcock

Phone: 504-364-2675

Email: RBabcock@jeffparish.net

**Company: Jefferson Parish Public Schools**

Contact: Ryan Gunthrie

Phone: 504-349-8526

Email: r.gunthrie@jpschools.org

**Company: St Bernard Parish Government**

Contact: John Lane

Phone: 504-579-2173

Email: jlane@sbpg.net

**Company: St John Parish Government**

Contact: Peter Montz

Phone: 504-444-8700

Email: p.montz@stjohn-la.gov

## **EDUCATION, CERTIFICATIONS & LICENSES**

University of New Orleans (New Orleans, Louisiana)

- Bachelor of Science, Business Administration

### **Industry Credentials**

- Certified Restorer
- Water Loss Specialist
- Certified HVAC Cleaning Specialist
- Technical Management Certification
- Pricing & Estimating Certification
- Applied Structural Drying Certified
- Certified Indoor Environmental Consultant
- FEMA Certified National Flood Insurance Program Adjuster
- Moisture & Mold Remediation Certified
- ODOR Control Technician
- Fire & Smoke Damage Restoration Tech
- Commercial Drying Specialist

## **SPECIAL SKILLS & EXPERTISE**

- Author of numerous property damage reports & articles
- Presenter of numerous public speaking engagements
- 300 + CE hours in property damage issues
- 450 + classroom hours in property damage restoration
- Featured in Surplus Lines Reporter & Insurance News, Jan. 2002 & 09
- Featured on Cox TV "Rebuilding New Orleans", Oct. 2005
- La Department of Insurance Approved Continuing Education Instructor



# Matt Brandt

Project Director

504-275-9132

Matt.Brandt@FirstOnsite.com



- ✓ **CUSTOMER SERVICE.** Provides 24/7 reliable communications & assistance to clients.
- ✓ **STRONG RELATIONSHIPS.** Strives to earn the respect and trust of customers in a real way that ensures their projects are taken care of in the most efficient manner.
- ✓ **DETAIL-ORIENTED.** Practices extreme detail in documentation and communications to ensure that all interested parties are abreast of all facets of the project.

## WORK EXPERIENCE

2023 - 2024	First Onsite Project Director
2022 - 2023	First Onsite Project Manager
2018 - 2022	Orleans Properties (Historical Building Restoration GC) Project Manager

## EDUCATION, CERTIFICATIONS & LICENSES

Louisiana State University – Baton Rouge, LA  
• Construction Management & Business Development

Healthcare Renovation & Maintenance Best Practices – Certificate Holder

IICRC - WRT - Certificate Holder

Certified Occupational Safety Specialist (COSS)

## SPECIAL SKILLS & EXPERTISE

- Extensive Communication & Reporting Skills
- Strong Client Relationships
- Deep industry knowledge in Construction & Restoration
- Project & Contract Management

## RELEVANT PROJECT EXPERIENCE

Managed construction & restoration projects within

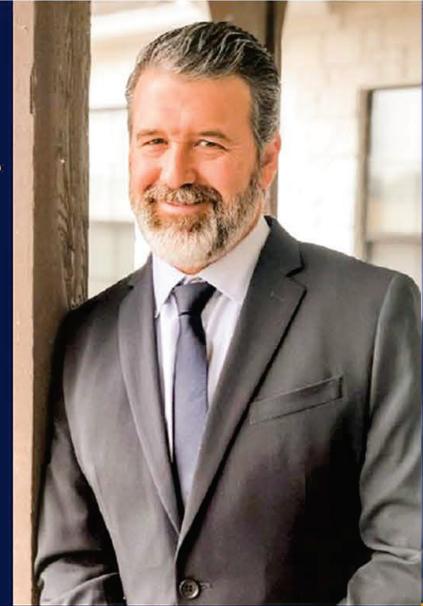
- K-12 facilities (Head Starts, Jefferson Parish Public Schools, Childhood Development Center, and more)
- Gymnasiums (St. Bernard's Val Riess Gym & Complex / City of Harahan Playground Gym)
- Slidell Memorial Hospital Cancer Center
- LCMC Children's Hospital / Ochsner Campuses



# HARLEY JEANISE

## Regional Vice President

214-808-6080  
Harley.Jeanise@FirstOnsite.com



- ✓ **HIGH-PERFORMING LEADER** - Unmatched leadership expertise of over 25 years as a top performing operator in the restoration industry.
- ✓ **RELATIONSHIP BUILDER**. Consistent delivery of restoration and reconstruction services for fortune 500 companies and beyond
- ✓ **REGIONAL DEVELOPMENT**. Development and implementation of top tier service centers providing restoration and reconstruction services across the Central Region.
- ✓ **DETAIL-ORIENTED LEADER**. Strong understanding of people, operational production, communication, project management, and project closure.

## NATIONAL ACCOUNT REFERENCES

**Company:** Lincoln Property Company  
**Contact:** Andrew Jones  
**Phone:** 601.201.7021  
**Email:** [Ajones@LPC.com](mailto:Ajones@LPC.com)

**Company:** Southern Methodist University  
**Contact:** Eric English  
**Phone:** 469.571.4838  
**Email:** [Eenglish@mail.smu.edu](mailto:Eenglish@mail.smu.edu)

**Company:** Crescent Real Estate  
**Contact:** Rick Flusche  
**Phone:** 214-478-2998  
**Email:** [rflusche@crescent.com](mailto:rflusche@crescent.com)

**Company:** C&W Services Global  
**Contact:** Scott Steele  
**Phone:** 972.835.7032  
**Email:** [scott.steele@cwservices.com](mailto:scott.steele@cwservices.com)

## WORK EXPERIENCE

- |                |  |
|----------------|--|
| 2016 – Current | <b>First OnSite</b><br>Regional Vice President         |
| 2000 – 2016    | <b>RestorX of Texas</b><br>President & General Manager |
| 1997- 2000     | <b>C&amp;B Services</b><br>Director of Operations      |

## EDUCATION, CERTIFICATIONS & LICENSES

- Lamar University (Beaumont, Texas)
- IBEW Local 479 (Port Arthur Texas)
- IAQA Industry Certification (Grapevine Texas)
- NADCA (Dallas Texas)
- Zenger-Folkman Leadership Top 1% Club (National)

## SPECIAL SKILLS & EXPERTISE

- Leadership Growth and Development
- Production
- Task Oriented
- Communication and Clarity
- Organization Development
- Collaboration with End-user
- Teamwork Captain
- Dynamic Personality

# JAYSON OTTENSAN

720.340.9360

Regional Director of Operations [Jayson.ottensman@FirstOnsite.com](mailto:Jayson.ottensman@FirstOnsite.com)



- ✓ **HIGH-PERFORMING.** Unmatched range of operational services and emergency response
- ✓ **STRONG RELATIONSHIPS.** With key vendor groups and supply partners for rapid response
- ✓ **OPERATIONAL DEVELOPMENT.** Leader in developing next-level operational leadership.
- ✓ **DETAIL-ORIENTED.** Thorough understanding of operations functions, training, development, communication, and delivery of final product

## RELEVANT PROJECT EXPERIENCE

### 2022 Texas Freeze

*Regional Operations Manager*

Damage Type: Statewide Freeze Event

Service Provided: Water Mitigation and Reconstruction

Services to over 500+ projects across the 4 state of Texas

600+ crew members, 30 Project Directors, 60 Project

Managers, 50 Supervisors, 400+ Technicians 7 Cat

Trailers, over 3500 units of equipment.

## WORK EXPERIENCE

2018 – Current

**Interstate Restoration/First Onsite**

Regional Director of Operations, Central Region

2014 – 2018

**BluSky Restoration**

Senior Project Director

## EDUCATION, CERTIFICATIONS & LICENSES

- Associate of Applied Sciences from Grand Valley State; Construction Management from Arapahoe Community College; Class A ICC; Certificate IICRC water, mold, commercial drying, fire and smoke damage restoration certified.
- Certified Healthcare Contractor through the American Society for Healthcare Engineering; (ASHE) 40hr HAZWOPER Certified National Exterior Finish and Siding Inspection Certified

## SPECIAL SKILLS & EXPERTISE

- Project Management
- Contract Negotiation/Management
- Client Relations
- Water Restoration
- Mold Restoration
- Fire Restoration
- General Construction

# SHAWN WORMAN

## Regional Director of Sales

469.952.7608  
Shawn.Worman@FirstOnsite.com

As Regional Director of Sales Shawn is responsible monitoring sales quotas for the Central Region, developing sales strategies, and adjusting existing techniques to increase revenues and achieve profitability goals. Additional responsibilities include leadership development, sales training, and onboarding to bring consistency and compliance across the regional sales platform.



## REGIONAL ACCOUNT REFERENCES

**Company: CBRE**  
Contact: Teri Garcia  
Phone: 214.477.4927  
Email: [teri.garcia@cbre.com](mailto:teri.garcia@cbre.com)

**Company: Transwestern**  
Contact: Jake Smith  
Phone: 314.616.7530  
Email: [jake.smith@transwestern.com](mailto:jake.smith@transwestern.com)

**Company: JLL**  
Contact: Tom Saldana  
Phone: 713.444.4577  
Email: [thomas.Saldana@jll.com](mailto:thomas.Saldana@jll.com)

**Company: Welltower**  
Contact: Mason Bodie  
Phone: 469.358.9911  
Email: [mbodie@welltower.com](mailto:mbodie@welltower.com)

## WORK EXPERIENCE

2020 – Current	<b>Interstate Restoration/First Onsite</b> Regional Director of Sales
2017 – 2020	<b>ABM Industries</b> Director of Enterprise Solutions Sales
2017 – 2020	<b>UBM</b> President

## EDUCATION, CERTIFICATIONS & LICENSES

Lindenwood University (St. Charles, MO)  
• BA, Marketing

## SPECIAL SKILLS & EXPERTISE

- Leadership Development
- Problem Solving
- Interpersonal Skills
- Organization Know-How
- Collaboration Talent
- Teamwork

## Innovative Concepts



BOLT is a living, breathing, and evolving tool that is built to simplify our day-to-day tasks and creates consistency across our operations to better serve our clients. This allows us to be proactive in our decision making, address time-sensitive issues sooner, and improve our responsiveness to deliver a level of service, value, and results that go above and beyond that of our competitors.

- Desktop and mobile platform designed to connect, share and update job information to-and-from Salesforce, Concur, ADP, and NetSuite instantly which allows for instantaneous communication and control between our business developers on the client side to our operations team in the field.
- To evolve with the industry, our company, and most importantly, our clients' needs.
- To collect real-time data to maximize our volume and work more efficiently in:

### **How BOLT helps our clients:**

- Budget management for labor and materials – no surprises from project infancy to completion.
- Scheduling tools and equipment in advance of any job – allows for active workflow and for our clients to track progress in real time.
- Improved responsiveness for sending invoices and billing – what happens in the field is invoiced properly with no overlap or error.
- Uploading pictures, video and job information in a central location – all photos, data, and documents are saved in one place and can be easily distributed to our clients.
- Moisture Mapping – allows for tracking of successful drying of building materials in a organized manner.



First Onsite Academy is an internal company wide tool that enhances our capabilities to perform for our clients. From training new technicians to providing continuing education for our most seasoned employees First Onsite Academy puts us one step ahead of our competitors by keeping its employees up to date with ever changing and advancing restoration industry.

### Project Schedule

- Respond within one (1) hour of request to evaluate conditions with exception of properties in Grand Isle. Respond within three (3) hours of request to evaluate properties in Grand Isle.
- Within six (6) hours – Provide detailed list of labor, materials, and equipment needed to remediate.
- Within seven (7) hours – review all pricing procedures with Jefferson Parish or parish representative for approval of work.
- Within ten (10) hours – schedule all work and start remediation procedures discussed.
- Provide daily field reports to whom it may concern per Jefferson Parish before 9AM of the following day of work.
- Perform post remediation inspection of facilities with 3<sup>rd</sup> party consultants and, or Jefferson Parish personnel.
- Provide Material Safety Data Sheets and descriptions of use following project.
- Invoice job per this contract's rates and protocols within 72 hours of completion.

**FIRSTSERVICE CORPORATION**  
**Parent Company of Interstate Restoration,**  
**LLC d/b/a First Onsite**  
**CONSOLIDATED FINANCIAL STATEMENTS**

**Year ended**  
**December 31, 2023**

# FIRSTSERVICE CORPORATION

## MANAGEMENT'S REPORT

### MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The accompanying consolidated financial statements and management discussion and analysis ("MD&A") of FirstService Corporation (the "Company") and all information in this annual report are the responsibility of management and have been approved by the Board of Directors.

The consolidated financial statements have been prepared by management in accordance with accounting principles generally accepted in the United States of America using the best estimates and judgements of management, where appropriate. The most significant of these accounting principles are set out in Note 2 to the consolidated financial statements. Management has prepared the financial information presented elsewhere in this annual report and has ensured that it is consistent with the consolidated financial statements.

The MD&A has been prepared in accordance with National Instrument 51-102 of the Canadian Securities Administrators, taking into consideration other relevant guidance, including Regulation S-K of the US Securities and Exchange Commission.

The Board of Directors of the Company has an Audit Committee consisting of three independent directors. The Audit Committee meets regularly to review with management and the independent auditors any significant accounting, internal control, auditing and financial reporting matters.

These consolidated financial statements have been audited by PricewaterhouseCoopers LLP, which have been appointed as the independent registered public accounting firm of the Company by the shareholders. Their report outlines the scope of their examination and opinion on the consolidated financial statements and the effectiveness of ICFR at December 31, 2023. As auditors, PricewaterhouseCoopers LLP have full and independent access to the Audit Committee to discuss their findings.

### MANAGEMENT'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for establishing and maintaining adequate internal control over financial reporting for the Company. Internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

Due to its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of its effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Management has excluded twelve individually insignificant entities acquired by the Company, including Roofing Corp of America, during the last fiscal period from its assessment of internal control over financial reporting as at December 31, 2023. The total assets and total revenues of the twelve majority-owned entities represent 4.8% and 2.6%, respectively, of the related consolidated financial statement amounts as at and for the year ended December 31, 2023.

Management has assessed the effectiveness of the Company's internal control over financial reporting as at December 31, 2023, based on the criteria set forth in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. Based on this assessment, management has concluded that, as at December 31, 2023, the Company's internal control over financial reporting was effective.

The effectiveness of the Company's internal control over financial reporting as at December 31, 2023, has been audited by PricewaterhouseCoopers LLP, the Company's independent registered public accounting firm as stated in their report which appears herein.

/s/ Scott Patterson  
Chief Executive Officer  
February 22, 2024

/s/ Jeremy Rakusin  
Chief Financial Officer

## Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors of FirstService Corporation

### **Opinions on the Financial Statements and Internal Control over Financial Reporting**

We have audited the accompanying consolidated balance sheets of FirstService Corporation and its subsidiaries (together, the Company) as of December 31, 2023 and 2022, and the related consolidated statements of earnings and comprehensive earnings, shareholders' equity and cash flows for the years then ended, including the related notes (collectively referred to as the consolidated financial statements). We also have audited the Company's internal control over financial reporting as of December 31, 2023, based on criteria established in *Internal Control – Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2023, based on criteria established in *Internal Control – Integrated Framework* (2013) issued by the COSO.

### **Basis for Opinions**

The Company's management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Report on Internal Control over Financial Reporting. Our responsibility is to express opinions on the Company's consolidated financial statements and on the Company's internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

As described in Management's Report on Internal Control over Financial Reporting, management has excluded 12 entities, including Roofing Corp of America, from its assessment of internal control over financial reporting as of December 31, 2023 because they were acquired by the Company in purchase business combinations during 2023. We have also excluded these 12 entities from our audit of internal control over financial reporting. These entities, each of which is majority-owned, comprised, in aggregate, total assets and total revenues excluded from management's assessment and our audit of internal control over financial reporting of approximately 4.8% and 2.6% of consolidated total assets and consolidated total revenues, respectively, as of and for the year ended December 31, 2023.

### **Definition and Limitations of Internal Control over Financial Reporting**

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Critical Audit Matters**

The critical audit matters communicated below are matters arising from the current period audit of the consolidated financial statements that were communicated or required to be communicated to the audit committee and that (i) relate to accounts or disclosures that are material to the consolidated financial statements and (ii) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matters below, providing separate opinions on the critical audit matters or on the accounts or disclosures to which they relate.

#### *Acquisition of Roofing Corp of America – Valuation of Customer Relationships*

As described in note 4 to the consolidated financial statements, on December 18, 2023, the Company completed the acquisition of Roofing Corp of America (the acquired business) for total purchase consideration of \$447.2 million. Of the acquired intangible assets of \$234.8 million, \$212.9 million related to customer relationships. Management recorded the customer relationships acquired at fair value on the date of the acquisition, and estimated the fair value using the income approach. Management applied significant judgment in estimating the fair value of the customer relationships acquired, which included the use of assumptions with respect to future earnings before interest, taxes, depreciation and amortization (EBITDA) margins, revenue attributable to returning customers, revenue growth rates, expected attrition rates of acquired customer relationships and the discount rate.

The principal considerations for our determination that performing procedures relating to the valuation of customer relationships acquired in the acquisition of Roofing Corp of America is a critical audit matter are (i) the significant judgment by management when developing the fair value estimate of the customer relationships acquired; (ii) a high degree of auditor judgment, subjectivity and effort in performing procedures and evaluating management's assumptions related to future EBITDA margins, revenue attributable to returning customers, revenue growth rates, expected attrition rates of acquired customer relationships and the discount rate; and (iii) the audit effort involved the use of professionals with specialized skill and knowledge.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to the acquisition accounting, including controls over management's valuation of the customer relationships acquired. These procedures also included, among others, (i) reading the purchase agreement; (ii) testing management's process for developing the fair value estimate of the customer relationships acquired; (iii) evaluating the appropriateness of the income approach used by management; (iv) testing the completeness and accuracy of the data used in estimating the fair value of the customer relationships; and (v) evaluating the reasonableness of assumptions used by management related to future EBITDA margins, revenue attributable to returning customers, revenue growth rates, expected attrition rates of acquired customer relationships and the discount rate. Evaluating the reasonableness of assumptions used by management related to future EBITDA margins, revenue attributable to returning customers, revenue growth rates and expected attrition rates of acquired customer relationships involved considering (i) the current and past performance of the acquired business; (ii) the consistency with external market and industry data; (iii) the consistency with prior acquisitions made by the Company; and (iv) whether the assumptions were consistent with evidence obtained in other areas of the audit. Professionals with specialized skill and knowledge were used to assist in evaluating (i) the appropriateness of the income approach used to estimate the fair value of the customer relationships; and (ii) the reasonableness of the discount rate assumption used.

#### *Qualitative Goodwill Impairment Assessment*

As described in notes 2 and 10 to the consolidated financial statements, the Company's goodwill balance was \$1.2 billion as of December 31, 2023. Goodwill is tested for impairment annually on August 1, or more frequently if events or changes in circumstances indicate that goodwill might be impaired, in which case the carrying amount of goodwill is written down to fair value. Impairment of goodwill is performed at the reporting unit level. The Company has seven reporting units. Impairment is tested by first assessing qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount (the qualitative goodwill impairment assessment). Where it is determined to be more likely than not its fair value is greater than its carrying amount, then no further quantitative impairment testing is required. As disclosed by management, management uses significant judgment in assessing the qualitative factors to be considered in the qualitative goodwill impairment assessment, including the financial performance of a reporting unit, changes in the business or economic environment of each reporting unit and the Company overall, or declines in the market value of the Company's own shares.

The principal considerations for our determination that performing procedures relating to the qualitative goodwill impairment assessment is a critical audit matter are the significant judgment by management in assessing the qualitative factors in the qualitative goodwill impairment assessment to determine whether it is more likely than not that the fair value of a reporting unit is less than the carrying amount; and a higher degree of auditor judgment, subjectivity and effort in performing procedures and evaluating audit evidence related to management's qualitative impairment assessment of the financial performance of a reporting

unit, changes in the business or economic environment of each reporting unit and the Company overall, or declines in the market value of the Company's own shares.

Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included testing the effectiveness of controls relating to management's qualitative goodwill impairment assessment. These procedures also included, among others, evaluating the reasonableness of management's qualitative impairment assessment related to the financial performance of each reporting unit, changes in the business or economic environment of each reporting unit and the Company overall, or declines in the market value of the Company's own shares by (i) considering current and past performance of the reporting units; (ii) considering consistency with external market and industry data, (iii) comparing share price trends and market capitalization for the Company to historical amounts, and (iv) considering consistency with evidence obtained in other areas of the audit.

**/s/PricewaterhouseCoopers LLP**

Chartered Professional Accountants, Licensed Public Accountants

Toronto, Canada  
February, 22, 2024

We have served as the Company's auditor since 2014.

**FIRSTSERVICE CORPORATION**  
**CONSOLIDATED STATEMENTS OF EARNINGS**  
(in thousands of US dollars, except per share amounts)

<b>Years ended December 31</b>	<b>2023</b>	<b>2022</b>
Revenues (note 3)	\$ 4,334,548	\$ 3,745,835
Cost of revenues (exclusive of depreciation and amortization shown below)	2,947,008	2,565,720
Selling, general and administrative expenses	993,197	846,429
Depreciation	73,696	61,415
Amortization of intangible assets	54,238	48,725
Acquisition-related items (note 4)	21,517	4,520
Operating earnings	244,892	219,026
Interest expense, net	47,364	25,191
Other income, net (note 6)	(5,810)	(146)
Earnings before income tax	203,338	193,981
Income tax (note 15)	56,317	48,974
Net earnings	147,021	145,007
Non-controlling interest share of earnings (note 12)	14,140	9,381
Non-controlling interest redemption increment (note 12)	32,490	14,552
Net earnings attributable to Company	\$ 100,391	\$ 121,074
<b>Net earnings per common share (note 16)</b>		
Basic	\$ 2.25	\$ 2.74
Diluted	\$ 2.24	\$ 2.72

The accompanying notes are an integral part of these financial statements.

**FIRSTSERVICE CORPORATION**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE EARNINGS**  
(in thousands of US dollars)

<b>Years ended December 31</b>	<b>2023</b>		<b>2022</b>	
Net earnings	\$	<b>147,021</b>	\$	145,007
Foreign currency translation gain (loss)		<b>1,546</b>		(7,882)
Comprehensive earnings		<b>148,567</b>		137,125
Less: Comprehensive earnings attributable to non-controlling shareholders		<b>46,630</b>		23,933
Comprehensive earnings attributable to Company	\$	<b>101,937</b>	\$	113,192

**The accompanying notes are an integral part of these financial statements.**

**FIRSTSERVICE CORPORATION**  
**CONSOLIDATED BALANCE SHEETS**  
(in thousands of US dollars)

<b>As at December 31</b>	<b>2023</b>	<b>2022</b>
<b>Assets</b>		
<b>Current assets</b>		
Cash and cash equivalents	\$ 187,617	\$ 136,219
Restricted cash	19,260	23,129
Accounts receivable, net of allowance of \$19,563 (December 31, 2022 - \$18,247) (note 2)	842,236	635,942
Income tax recoverable	8,809	20,894
Inventories, net (note 7)	246,192	242,341
Prepaid expenses and other current assets	56,888	50,347
	<b>1,361,002</b>	<b>1,108,872</b>
Other receivables	4,238	4,881
Other assets	28,428	31,972
Deferred income tax (note 15)	1,752	1,696
Fixed assets (note 8)	204,188	167,012
Operating lease right-of-use assets (note 5)	218,299	205,544
Intangible assets (note 9)	628,011	368,451
Goodwill (note 10)	1,179,825	886,086
	<b>2,264,741</b>	<b>1,665,642</b>
	<b>\$ 3,625,743</b>	<b>\$ 2,774,514</b>
<b>Liabilities and shareholders' equity</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 143,347	\$ 115,989
Accrued liabilities (note 7)	327,736	282,324
Income tax payable	1,470	2,787
Unearned revenues	178,587	125,542
Operating lease liabilities - current (note 5)	50,898	49,145
Long-term debt - current (note 11)	37,132	35,665
Contingent acquisition consideration - current (note 18)	31,604	25,537
	<b>770,774</b>	<b>636,989</b>
Long-term debt - non-current (note 11)	1,144,975	698,798
Operating lease liabilities - non-current (note 5)	183,923	168,557
Contingent acquisition consideration (note 18)	31,874	8,651
Unearned revenues	21,380	17,864
Other liabilities	62,684	51,663
Deferred income tax (note 15)	53,024	51,097
	<b>1,497,860</b>	<b>996,630</b>
Redeemable non-controlling interests (note 12)	332,963	233,429
Shareholders' equity	1,024,146	907,466
	<b>\$ 3,625,743</b>	<b>\$ 2,774,514</b>

Commitments and contingent liabilities (note 19)

**The accompanying notes are an integral part of these financial statements.**

**On behalf of the Board of Directors,**

*/s/Joan Sproul*  
Director

*/s/D. Scott Patterson*  
Director

**FIRSTSERVICE CORPORATION**  
**CONSOLIDATED STATEMENTS OF SHAREHOLDERS' EQUITY**  
(in thousands of US dollars, except share information)

	Common shares		Contributed surplus	Retained Earnings (Deficit)	Accumulated other comprehensive earnings (loss)	Total
	Issued and outstanding shares	Amount				
<b>Balance, December 31, 2021</b>	44,013,031	\$ 797,428	\$ 68,249	\$ (67,920)	\$ 1,965	\$ 799,722
Net earnings	-	-	-	121,074	-	121,074
Other comprehensive loss	-	-	-	-	(7,882)	(7,882)
Subsidiaries' equity transactions	-	-	17	-	-	17
Common Shares:						
Stock option expense	-	-	18,046	-	-	18,046
Stock options exercised	213,462	15,601	(3,305)	-	-	12,296
Dividends	-	-	-	(35,807)	-	(35,807)
<b>Balance, December 31, 2022</b>	44,226,493	\$ 813,029	\$ 83,007	\$ 17,347	\$ (5,917)	\$ 907,466
Net earnings	-	-	-	100,391	-	100,391
Other comprehensive earnings	-	-	-	-	1,546	1,546
Common Shares:						
Stock option expense	-	-	21,385	-	-	21,385
Stock options exercised	455,934	42,788	(9,172)	-	-	33,616
Dividends	-	-	-	(40,258)	-	(40,258)
<b>Balance, December 31, 2023</b>	44,682,427	\$ 855,817	\$ 95,220	\$ 77,480	\$ (4,371)	\$ 1,024,146

The accompanying notes are an integral part of these financial statements.

**FIRSTSERVICE CORPORATION**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(in thousands of US dollars)

<b>Years ended December 31</b>	<b>2023</b>	<b>2022</b>
<b>Cash provided by (used in)</b>		
<b>Operating activities</b>		
Net earnings	\$ 147,021	\$ 145,007
Items not affecting cash:		
Depreciation and amortization	127,934	110,140
Deferred income tax	(19,049)	7,436
Contingent acquisition consideration fair value adjustments	16,366	(594)
Gain on sale of building asset	(4,351)	-
Stock-based compensation and other	22,401	18,965
Changes in non-cash working capital:		
Accounts receivable	(93,822)	(69,671)
Inventories	22,240	(71,517)
Prepaid expenses and other current assets	(4,840)	266
Accounts payable	(17,063)	11,545
Accrued liabilities	25,910	(8,844)
Income tax payable	10,815	(13,819)
Unearned revenues	39,956	3,821
Other liabilities	11,176	(26,842)
Contingent acquisition consideration paid	(4,334)	-
<b>Net cash provided by operating activities</b>	<b>280,360</b>	<b>105,893</b>
<b>Investing activities</b>		
Acquisitions of businesses, net of cash acquired (note 4)	(547,182)	(51,994)
Disposal of building asset (note 6)	7,350	-
Purchases of fixed assets	(92,734)	(77,609)
Other investing activities	(13,763)	(31,197)
<b>Net cash used in investing activities</b>	<b>(646,329)</b>	<b>(160,800)</b>
<b>Financing activities</b>		
Increase in long-term debt	587,847	150,156
Repayment of long-term debt	(141,000)	(70,000)
Financing fees paid	-	(2,468)
Purchases of non-controlling interests	(5,310)	(21,794)
Sale of interests in subsidiaries to non-controlling interests	1,025	343
Contingent acquisition consideration paid	(15,802)	(6,806)
Proceeds received on exercise of stock options	33,616	12,296
Dividends paid to common shareholders	(39,055)	(34,884)
Distributions paid to non-controlling interests	(7,376)	(8,061)
<b>Net cash provided by financing activities</b>	<b>413,945</b>	<b>18,782</b>
Effect of exchange rate changes on cash	(447)	1,202
Increase (decrease) in cash, cash equivalents and restricted cash	47,529	(34,923)
Cash, cash equivalents and restricted cash, beginning of year	159,348	194,271
<b>Cash, cash equivalents and restricted cash, end of year</b>	<b>\$ 206,877</b>	<b>\$ 159,348</b>

**FIRSTSERVICE CORPORATION**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
(in thousands of US dollars, except share and per share amounts)

**1. Description of the business**

FirstService Corporation (the “Company”) is a North American provider of residential property management and other essential property services to residential and commercial customers. The Company’s operations are conducted in two segments: FirstService Residential and FirstService Brands. The segments are grouped with reference to the nature of services provided and the types of clients that use those services.

FirstService Residential is a full-service property manager and in many markets provides a full range of ancillary services primarily in the following areas: (i) on-site staffing, including building engineering and maintenance, full-service amenity management, security, concierge and front desk personnel; (ii) proprietary banking and insurance products; and (iii) energy conservation and management solutions.

FirstService Brands provides a range of essential property services to residential and commercial customers in North America through company-owned operations and franchise systems. The principal brands in this division include First Onsite Property Restoration, Paul Davis Restoration, Roofing Corp of America, Century Fire Protection, California Closets, CertaPro Painters, Floor Coverings International and Pillar to Post Home Inspectors.

**2. Summary of significant accounting policies**

The preparation of consolidated financial statements in accordance with accounting principles generally accepted in the United States of America (“GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. The most significant estimates are related to the determination of fair values of assets acquired and liabilities assumed in business combinations, and recoverability of goodwill and intangible assets. Actual results could be materially different from these estimates.

Significant accounting policies are summarized as follows:

**Basis of consolidation**

The consolidated financial statements include the accounts of the Company and its majority-owned subsidiaries where the Company is the primary beneficiary. Inter-company transactions and accounts are eliminated on consolidation.

**Cash and cash equivalents**

Cash equivalents consist of short-term interest-bearing securities, which are readily convertible into cash and have original maturities at the date of purchase of three months or less.

**Restricted cash**

Restricted cash consists of cash over which the Company has legal ownership but is restricted as to its availability or intended use, including funds held on behalf of clients and franchisees.

The Company’s restricted cash balance consists primarily of cash related to our marketing funds in the FirstService Brands segment, cash held for certain employees’ benefit plans, and cash held for insurance broker commissions owed in our FirstService Residential segment.

**Accounts Receivable**

In the ordinary course of business the Company extends non-interest bearing trade credit to its customers. Accounts receivable are carried at amortized cost and reported on the face of the consolidated balance sheets, net of an allowance for credit losses. The Company maintains an allowance for credit losses to

provide for the estimated amount of receivables that will not be collected. In determining the allowance for credit losses, the Company analyzes the aging of accounts receivable, historical payment experience, customer creditworthiness and current economic trends.

The allowance for credit losses is based on the Company's assessment of the collectability of customer accounts. The measurement of expected credit losses is based on relevant information about past events, including historical experience, credit quality, the age of the accounts receivable balances, and current economic conditions that may impact a customer's ability to pay.

#### **Inventories**

Finished goods and supplies and other inventories are carried at the lower of cost and net realizable value. Cost is determined using the weighted average method. Work-in-progress inventory relates to construction contracts and real estate project management projects in process.

#### **Fixed assets**

Fixed assets are carried at cost less accumulated depreciation. The costs of additions and improvements are capitalized, while maintenance and repairs are expensed as incurred. Fixed assets are reviewed for impairment whenever events or circumstances indicate that the carrying value of an asset group may not be recoverable. An impairment loss is recorded to the extent the carrying amount exceeds the estimated fair value of an asset group. Fixed assets are depreciated over their estimated useful lives as follows:

Buildings	20 to 40 years straight-line
Vehicles	3 to 5 years straight-line
Furniture and equipment	3 to 10 years straight-line
Computer equipment and software	3 to 5 years straight-line
Leasehold improvements	term of the lease to a maximum of 10 years straight-line

#### **Fair value**

The Company uses the fair value measurements framework for financial assets and liabilities and for non-financial assets and liabilities that are recognized or disclosed at fair value on a non-recurring basis. The framework defines fair value, gives guidance for measurement and disclosure, and establishes a three-level hierarchy for observable and unobservable inputs used to measure fair value. The classification of an asset or liability within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement. The three levels are as follows:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 – Observable market-based inputs other than quoted prices in active markets for identical assets or liabilities

Level 3 – Unobservable inputs for which there is little or no market data, which requires the Company to develop its own assumptions

#### **Financing fees**

Financing fees related to our second amended and restated credit agreement (the "Credit Agreement") with a syndicate of lenders, our \$60,000 of senior secured notes (the "Senior Notes"), and our \$60,000 of senior unsecured notes (the "Notes") are deferred and amortized to interest expense using the effective interest method.

#### **Leases**

The Company has lease agreements with lease and non-lease components, and has elected to account for each lease component (e.g., fixed rent payments) separately from the non-lease components (e.g., common-area maintenance costs). The Company has also elected not to recognize the right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less. Leases are recognized on the balance sheet when the lease term commences, and the associated lease payments are recognized as an expense on a straight-line basis over the lease term.

At lease commencement, which is generally when the Company takes possession of the asset, the Company records a lease liability and a corresponding right-of-use asset. Lease liabilities represent the present value

of minimum lease payments over the expected lease term, which includes options to extend or terminate the lease when it is reasonably certain those options will be exercised. The present value of the lease liability is determined using the Company's incremental collateralized borrowing rate at the lease commencement.

Minimum lease payments include base rent, fixed escalation of rental payments, and rental payments that are adjusted periodically depending on a rate or index.

Right-of-use assets represent the right to control the use of the leased asset during the lease and are initially recognized in an amount equal to the lease liability. In addition, prepaid rent, initial direct costs, and adjustments for lease incentives are components of the right-of-use asset. Over the lease term the lease expense is amortized on a straight-line basis beginning on the lease commencement date. Right-of-use assets are assessed for impairment as part of the impairment of long-lived assets, which is performed whenever events or changes in circumstances indicate that the carrying amount of an asset or asset group may not be recoverable.

#### **Goodwill and intangible assets**

Goodwill represents the excess of purchase price over the fair value of assets acquired and liabilities assumed in a business combination and is not subject to amortization.

Intangible assets are recorded at fair value on the date they are acquired. They are amortized over their estimated useful lives as follows:

Customer relationships	straight-line over 4 to 20 years
Franchise rights	by pattern of use, currently estimated at 2.5% to 15% per year
Trademarks and trade names	straight-line over 1 to 35 years
Management contracts and other	straight-line over life of contract ranging from 2 to 20 years
Backlog	straight-line over 6 to 12 months

The Company reviews the carrying value of finite life intangible assets for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset group may not be recoverable from the estimated future cash flows expected to result from their use and eventual disposition. If the sum of the undiscounted expected future cash flows is less than the carrying amount of the asset group, an impairment loss is recognized. Measurement of the impairment loss is based on the excess of the carrying amount of the asset group over the fair value calculated using an income approach.

Goodwill is tested for impairment annually, on August 1, or more frequently if events or changes in circumstances indicate the asset might be impaired, in which case the carrying amount of the asset is written down to fair value.

Impairment of goodwill is tested at the reporting unit level. The Company has seven reporting units determined with reference to business segment, customer type, service delivery model and geography. Impairment is tested by first assessing qualitative factors to determine whether it is more likely than not that the fair value of a reporting unit is less than its carrying amount. Where it is determined to be more likely than not that its fair value is greater than its carrying amount, then no further testing is required. Where the qualitative analysis is not sufficient to support that the fair value exceeds the carrying amount then a goodwill impairment test is performed. The Company also has an unconditional option to bypass the qualitative assessment for any reporting unit in any period and proceed directly to performing a quantitative goodwill impairment test. The Company may resume performing the qualitative assessment in any subsequent period. A quantitative goodwill impairment test is performed by comparing the fair value of each reporting unit to its carrying value, including goodwill. Fair value is estimated using a market multiple method, which estimates market multiples of earnings before interest, taxes, depreciation and amortization ("EBITDA") for comparable entities with similar operations and economic characteristics. Significant assumptions used in estimating the fair value of each reporting unit include the market multiples of EBITDA.

**Redeemable non-controlling interests**

Redeemable non-controlling interests ("RNCI") are recorded at the greater of (i) the redemption amount or (ii) the amount initially recorded as RNCI at the date of inception of the minority equity position. This amount is recorded in the "mezzanine" section of the balance sheet, outside of shareholders' equity. Changes in the RNCI amount are recognized immediately as they occur.

**Revenue recognition and unearned revenues**

The Company accounts for a contract with a customer when there is approval and commitment from both parties, the rights of the parties are identified, payment terms are identified, the contract has commercial substance and collectability of consideration is probable. The Company's revenues are measured based on consideration specified in the contract of each customer and revenue is recognized as the performance obligations are satisfied by transferring the control of the service or product to a customer.

*(a) Revenues from property and amenity management services*

Property and amenity management services represent a series of distinct daily services, that in nature are substantially the same, rendered over time. The Company is compensated for these services through monthly management fees and fees associated with ancillary services. Revenue is recognized for the fees associated with the services performed.

*(b) Revenues from construction contracts and service operations other than franchisor operations*

Revenues are recognized at the time the service is rendered. Certain services including but not limited to restoration and construction contracts, are recognized over time based on percentage of completion, based on a ratio of actual costs to total estimated contract costs. In cases where anticipated costs to complete a project exceed the revenue to be recognized, a provision for the additional estimated losses is recorded in the period when the loss becomes apparent. Amounts received from customers in advance of services being provided are recorded as unearned revenues when received.

*(c) Franchisor operations*

The Company operates several franchise systems within its FirstService Brands segment. Initial franchise fees are deferred and recognized over the term of the franchise agreement. Royalty revenues are recognized based on a contracted percentage of franchisee revenues, as reported by the franchisees. Revenues from administrative and other support services, as applicable, are recognized as the services are provided.

The Company's franchise systems operate marketing funds on behalf of franchisees. Advertising fund contributions from franchisees are reported as revenues and advertising fund expenditures are reported as expenses in our statements of earnings. To the extent that contributions received exceed advertising expenditures, the excess amount is accrued and offset as unearned revenue, whereas any expenditures in excess of contributions are expensed as incurred. As such, advertising fund contributions and the related revenues and expenses may be reported in different periods.

**Stock-based compensation**

For equity classified awards, compensation cost is measured at the grant date based on the estimated fair value of the award. The related stock option compensation expense is allocated using the graded attribution method.

**Notional value appreciation plans**

Under these plans, subsidiary employees are compensated if the notional value of the subsidiary increases. Awards under these plans generally have a term of up to fifteen years and a vesting period of five years. The increase in notional value is calculated with reference to growth in earnings relative to a fixed threshold amount plus or minus changes in indebtedness relative to a fixed opening amount. If an award is subject to a vesting condition, then graded attribution is applied to the intrinsic value. The related compensation expense is recorded in selling, general and administrative expenses, the current liability is recorded in accrued liabilities, and the non-current portion is recorded in other liabilities.

**Foreign currency translation**

Assets, liabilities and operations of foreign subsidiaries are recorded based on the functional currency of each entity. For certain foreign operations, the functional currency is the local currency, in which case the

assets, liabilities and operations are translated at current exchange rates from the local currency to the reporting currency, the US dollar. The resulting unrealized gains or losses are reported as a component of accumulated other comprehensive earnings. Realized and unrealized foreign currency gains or losses related to any foreign dollar denominated monetary assets and liabilities are included in net earnings.

#### **Income tax**

Income tax has been provided using the asset and liability method whereby deferred income tax assets and liabilities are recognized for the expected future income tax consequences of events that have been recognized in the consolidated financial statements or income tax returns. Deferred income tax assets and liabilities are measured using enacted income tax rates expected to apply to taxable income in the years in which temporary differences are expected to reverse, be recovered or settled. The effect on deferred income tax assets and liabilities of a change in income tax rates is recognized in earnings in the period in which the change occurs. A valuation allowance is recorded unless it is more likely than not that realization of a deferred income tax asset will occur based on available evidence.

The Company recognizes uncertainty in tax positions taken or expected to be taken in a tax return by recording a liability for unrecognized tax benefits on its balance sheet. Uncertainties are quantified by applying a prescribed recognition threshold and measurement attribute.

The Company classifies interest and penalties associated with income tax positions in income tax expense.

#### **Business combinations**

All business combinations are accounted for using the purchase method of accounting. Transaction costs are expensed as incurred.

The determination of fair values of assets and liabilities assumed in business combinations requires the use of estimates and judgement by management, particularly in determining fair values of intangible assets acquired.

The fair value of the contingent consideration is classified as a financial liability and is recorded on the balance sheet at the acquisition date and is re-measured at fair value at the end of each period until the end of the contingency period, with fair value adjustments recognized in earnings.

### **3. Revenue from contracts with customers**

Disaggregated revenues are as follows:

	<b>Year ended</b>	
	<b>December 31</b>	
<b>Revenues</b>	<b>2023</b>	<b>2022</b>
FirstService Residential	\$ 1,996,823	\$ 1,772,258
FirstService Brands company-owned operations	2,122,691	1,773,446
FirstService Brands franchisor	208,704	195,299
FirstService Brands franchise fee	6,330	4,832

The Company disaggregates revenue by segment. Within the FirstService Brands segment, the Company further disaggregates its company-owned operations revenue; these businesses primarily recognize revenue over time as they perform because of continuous transfer of control to the customer. As such, revenue is recognized based on the extent of progress towards completion of the performance obligation. The Company generally uses the percentage of completion method.

We believe this disaggregation best depicts how the nature, amount, timing and uncertainty of the Company's revenue and cash flows are affected by economic factors.

The Company's backlog represents remaining performance obligations and is defined as contracted work yet to be performed. As at December 31, 2023, the aggregate amount of backlog was \$838,335 (2022 -

\$631,660). The Company expects to recognize revenue on the majority of the remaining backlog over the next 12 months.

Within the FirstService Brands segment, franchise fee revenue recognized during the twelve months ended December 31, 2023 that was included in unearned revenues at the beginning of the period was \$5,752 (2022 - \$4,649). These fees are recognized over the life of the underlying franchise agreement, usually between 5 - 10 years.

The majority of current unearned revenues as at December 31, 2022 was recognized into income during 2023.

External broker costs and employee sales commissions in obtaining new franchisees are capitalized in accordance with the revenue standard and are amortized over the life of the underlying franchise agreement. Costs amortized during the twelve months ended December 31, 2023 were \$2,817 (2022 - \$2,014). The closing amount of the capitalized costs to obtain contracts on the balance sheet as at December 31, 2023 was \$11,610 (2022 - \$8,802). There were no impairment losses recognized related to those assets in the year.

#### **4. Acquisitions**

##### *2023 acquisitions:*

The Company completed twelve acquisitions during the year, three in the FirstService Residential segment and nine in the FirstService Brands segment. In the FirstService Residential segment, the Company acquired three property management firms operating in New York City, Toronto, Canada, and San Ramon, California, respectively.

Within the FirstService Brands segment, the Company acquired three Paul Davis franchises, headquartered in Houston, Texas, Denver, Colorado, and Boise, Idaho, respectively. The Company also acquired a fire protection company, located in Houston, Texas, a California Closets franchise operating in Reno, Nevada, two independent restoration companies located in Nashville, Tennessee and Cincinnati, Ohio, respectively, as well as a property services business in Orange County, California. On December 18<sup>th</sup>, the Company announced the acquisition of Roofing Corp of America, a commercial roofing company headquartered in Atlanta, Georgia and operating in 11 U.S. states spanning the Sun Belt, Mid-Atlantic, Midwest and West regions.

Details of these acquisitions are as follows:

	<u>Roofing Corp of America</u>	<u>All other acquisitions</u>	<u>Total</u>
Accounts receivable	\$ 83,943	\$ 27,919	\$ 111,862
Other current assets	26,362	5,089	31,451
Non-current assets	22,871	6,581	29,452
Accounts payable	(30,531)	(13,826)	(44,357)
Accrued liabilities	(14,171)	(4,592)	(18,763)
Other current liabilities	(13,364)	(5,507)	(18,871)
Non-current liabilities	(5,491)	(3,378)	(8,869)
Deferred tax liabilities	(5,062)	(14,243)	(19,305)
Redeemable non-controlling interest	(46,255)	(17,604)	(63,859)
	<u>\$ 18,302</u>	<u>\$ (19,561)</u>	<u>\$ (1,259)</u>
Cash consideration	\$ 445,160	\$ 146,265 <sup>(1)</sup>	\$ 591,425
Less: cash acquired	(19,883)	(9,735)	(29,618)
Acquisition date fair value of contingent consideration	21,902	10,669	32,571
Total purchase consideration	<u>\$ 447,179</u>	<u>\$ 147,199</u>	<u>\$ 594,378</u>
Acquired intangible assets	<u>\$ 234,770</u> <sup>(2)</sup>	<u>\$ 71,121</u>	<u>\$ 305,891</u>
Goodwill	<u>\$ 194,107</u>	<u>\$ 95,639</u>	<u>\$ 289,746</u>

(1) Included in the other amount is \$14,625 paid in escrow just prior to December 31, 2022.

(2) Intangible assets for Roofing Corp include \$212,890 of customer relationships and \$21,880 of trademarks.

“Acquisition-related items” included both transaction costs and contingent acquisition consideration fair value adjustments. Acquisition-related transaction costs for the year ended December 31, 2023 totaled \$5,151 (2022 - \$5,114). Also included in acquisition-related items was an increase of \$16,366 related to contingent acquisition consideration fair value adjustments (2022 – reversal of \$594).

The purchase price allocations for certain transactions completed in the last twelve months, including Roofing Corp of America, are not yet complete, pending final determination of the fair value of assets acquired, the corresponding deferred tax liabilities, and final working capital adjustments. The acquisitions referred to above were accounted for by the purchase method of accounting for business combinations. Accordingly, the accompanying consolidated statements of earnings do not include any revenues or expenses related to these acquisitions prior to their respective closing dates. There have been no material changes to the estimated purchase price allocations determined at the time of acquisition during the year ended December 31, 2023.

The amount of revenues and earnings contributed from the date of acquisition and included in the Company’s consolidated results for the year ended December 31, 2023, and the supplemental pro forma revenues and earnings of the combined entity had the acquisition date been January 1, 2022, are as follows:

	<u>Revenues</u>	<u>Net earnings</u>
Actual from acquired entities for 2023	\$ 111,915	\$ 6,820
Supplemental pro forma for 2023 (unaudited)	4,794,360	182,933
Supplemental pro forma for 2022 (unaudited)	4,450,194	198,381

Supplemental pro forma results were adjusted for non-recurring items.

*2022 acquisitions:*

The Company completed seven acquisitions in 2022, one in the FirstService Residential segment and six in the FirstService Brands segment. In the FirstService Residential segment, the Company acquired a regional firm operating in New York City. In the FirstService Brands segment, the Company acquired three independent restoration companies operating in Ontario, Alabama, and Louisiana. The Company also acquired two Paul Davis operations located in Nebraska and Utah, as well as a California Closets franchise located in Oregon.

Details of these acquisitions are as follows:

	<u>Aggregate Acquisitions</u>
Accounts receivable	\$ 11,478
Other current assets	11,764
Non-current assets	7,848
Accounts payable	(3,877)
Accrued liabilities	(3,305)
Other current liabilities	(7,114)
Non-current liabilities	(3,804)
Deferred tax liabilities	(2,008)
Redeemable non-controlling interest	(18,262)
	<u>\$ (7,280)</u>
Cash consideration, net of cash acquired of \$8,318	\$ 51,994
Acquisition date fair value of contingent consideration	8,933
Total purchase consideration	<u>\$ 60,927</u>
Acquired intangible assets	<u>\$ 28,201</u>
Goodwill	<u>\$ 40,006</u>

In all years presented, the fair values of non-controlling interests for all acquisitions were determined using an income approach with reference to a discounted cash flow model using the same assumptions implied in determining the purchase consideration.

The purchase price allocations of all acquisitions resulted in the recognition of goodwill. The primary factors contributing to goodwill are assembled workforces, synergies with existing operations and future growth prospects. For certain acquisitions completed during the year ended December 31, 2023, goodwill in the amount of \$160,831 is deductible for income tax purposes (2022 - \$15,797).

The determination of fair values of assets acquired and liabilities assumed in business combinations required the use of estimates and judgement by management, particularly in determining fair values of intangible assets acquired. Intangible assets acquired at fair value on the date of acquisition are recorded using the income approach on an individual asset basis. The assumptions used in estimating the fair values of intangible assets include future EBITDA margins, revenue growth rates, revenue attributable to returning customers, expected attrition rates of acquired customer relationships and the discount rates.

The Company typically structures its business acquisitions to include contingent consideration. Vendors, at the time of acquisition, are entitled to receive a contingent consideration payment if the acquired businesses achieve specified earnings levels during the one- to two-year periods following the dates of acquisition. The ultimate amount of payment is determined based on a formula, the key inputs to which are (i) a contractually agreed maximum payment; (ii) a contractually specified earnings level and (iii) the actual earnings for the contingency period. If the acquired business does not achieve the specified earnings level, the maximum payment is reduced for any shortfall, potentially to nil.

The fair value of the contingent consideration liability recorded on the consolidated balance sheet as at December 31, 2023 was \$63,478 (see note 18). The estimated range of outcomes (undiscounted) for these contingent consideration arrangements is determined based on the formula price and the likelihood of achieving specified earnings levels over the contingency period, and ranges from \$54,721 to a maximum of

\$64,378. These contingencies will expire during the period extending to November 2025. During the year ended December 31, 2023, \$20,136 was paid with reference to such contingent consideration (2022 - \$6,806).

**5. Leases**

The Company has operating leases for corporate offices, copiers, and certain equipment. Its leases have remaining lease terms of 1 year to 15 years, some of which may include options to extend the leases for up to 15 years, and some of which may include options to terminate the leases within 1 year. The Company evaluates renewal terms on a lease by lease basis to determine if the renewal is reasonably certain. The amount of operating lease expense recorded in the statement of earnings for the twelve months ended December 31, 2023 was \$53,906 (2022 - \$49,544).

Other information related to leases was as follows (in thousands, except lease term and discount rate):

<b>Supplemental Cash Flows Information, twelve months ended December 31</b>	<b>2023</b>
Cash paid for amounts included in the measurement of operating lease liabilities	\$ 48,690
Right-of-use assets obtained in exchange for operating lease obligation	\$ 64,240
Weighted Average Remaining Operating Lease Term	6 years
Weighted Average Discount Rate	5.4%

Future minimum operating lease payments under non-cancellable leases as of December 31, 2023 were as follows:

2024	\$ 56,460
2025	55,997
2026	45,963
2027	32,554
2028	24,096
Thereafter	63,541
Total future minimum lease payments	278,611
Less imputed interest	(43,790)
Total	234,821

**6. Other income, net**

	<b>2023</b>	<b>2022</b>
Gain on sale of building asset	(4,351)	-
Other income	(1,459)	(146)
	<b>\$ (5,810)</b>	<b>\$ (146)</b>

During the second quarter, the Company sold a building in South Florida for proceeds of \$7,350. The pre-tax gain on the sale was \$4,351. The sale was in the FirstService Residential segment.

**7. Components of working capital accounts**

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
<b>Inventories</b>		
Work-in-progress	\$ 181,751	\$ 177,134
Finished goods	26,350	32,340
Supplies and other	<u>38,091</u>	<u>32,867</u>
	<u>\$ 246,192</u>	<u>\$ 242,341</u>
<b>Accrued liabilities</b>		
Accrued payroll and benefits	\$ 176,921	\$ 146,852
Value appreciation plans <sup>(1)</sup>	4,874	9,403
Customer advances	7,149	6,397
Other	<u>138,792</u>	<u>119,672</u>
	<u>\$ 327,736</u>	<u>\$ 282,324</u>

(1) Non-current portion of value appreciation plans of \$62,268 is included in Other Liabilities

**8. Fixed assets**

<b>December 31, 2023</b>	<u>Cost</u>	<u>Accumulated depreciation</u>	<u>Net</u>
Land	\$ 26	\$ -	\$ 26
Buildings	4,554	589	3,965
Vehicles	156,900	94,937	61,963
Furniture and equipment	172,841	120,980	51,861
Computer equipment and software	213,309	152,607	60,702
Leasehold improvements	65,826	40,155	25,671
	<u>\$ 613,456</u>	<u>\$ 409,268</u>	<u>\$ 204,188</u>
<b>December 31, 2022</b>	<u>Cost</u>	<u>Accumulated depreciation</u>	<u>Net</u>
Land	\$ 1,279	\$ -	\$ 1,279
Buildings	9,277	3,620	5,657
Vehicles	128,047	84,041	44,006
Furniture and equipment	161,142	104,565	56,577
Computer equipment and software	175,544	130,542	45,002
Leasehold improvements	50,619	36,128	14,491
	<u>\$ 525,908</u>	<u>\$ 358,896</u>	<u>\$ 167,012</u>

Included in fixed assets are vehicles, office and computer equipment under finance lease at a cost of \$36,915 (2022 - \$32,207) and net book value of \$21,298 (2022 - \$12,712).

**9. Intangible assets**

<b>December 31, 2023</b>	Gross carrying amount	Accumulated amortization	Net
Customer relationships	\$ 683,006	\$ 198,911	\$ 484,095
Franchise rights	58,363	42,972	15,391
Trademarks and trade names	51,412	18,674	32,738
Management contracts and other	176,322	80,535	95,787
	<u>\$ 969,103</u>	<u>\$ 341,092</u>	<u>\$ 628,011</u>

December 31, 2022	Gross carrying amount	Accumulated amortization	Net
Customer relationships	\$ 451,970	\$ 163,913	\$ 288,057
Franchise rights	53,702	36,919	16,783
Trademarks and trade names	29,424	18,705	10,719
Management contracts and other	120,335	67,443	52,892
	<u>\$ 655,431</u>	<u>\$ 286,980</u>	<u>\$ 368,451</u>

During the year ended December 31, 2023, the Company acquired the following intangible assets:

	Amount	Estimated weighted average amortization period (years)
Customer relationships	\$ 224,940	19.5
Trademarks and trade names	21,880	15.0
Management Contracts and other	59,071	19.1
	<u>\$ 305,891</u>	19.1

The following is the estimated annual amortization expense for recorded intangible assets for each of the next five years ending December 31:

2024	\$ 61,092
2025	59,808
2026	58,134
2027	54,730
2028	51,969

**10. Goodwill**

	FirstService Residential	FirstService Brands	Consolidated
Balance, December 31, 2021	\$ 256,435	\$ 586,927	\$ 843,362
Goodwill acquired during the year	2,219	37,787	40,006
Other items	2,562	2,117	4,679
Foreign exchange	(1,412)	(549)	(1,961)
Balance, December 31, 2022	259,804	626,282	886,086
Goodwill acquired during the year	59,456	230,290	289,746
Other items	555	2,722	3,277
Foreign exchange	503	213	716
<b>Balance, December 31, 2023</b>	<u><b>\$ 320,318</b></u>	<u><b>\$ 859,507</b></u>	<u><b>\$ 1,179,825</b></u>

Goodwill represents the excess of purchase price over the value assigned to the net tangible and identifiable intangible assets of businesses acquired. A test for goodwill impairment is required to be completed annually, in the Company's case as of August 1, or more frequently if events or changes in circumstances indicate the asset might be impaired. Based on the qualitative assessment in 2023, the Company has concluded that goodwill is not impaired. There were no triggering events since the impairment test in August.

## 11. Long-term debt

	<u>December 31, 2023</u>	<u>December 31, 2022</u>
Credit Agreement	\$ 1,042,059	\$ 568,672
3.84% Senior Notes	60,000	90,000
4.53% Notes	60,000	60,000
Capital leases maturing at various dates through 2028	20,048	15,334
Other long-term debt maturing at various dates up to 2023	-	457
	<u>1,182,107</u>	<u>734,463</u>
Less: current portion	<u>37,132</u>	<u>35,665</u>
Long-term debt - non-current	<u>\$ 1,144,975</u>	<u>\$ 698,798</u>

The Company has \$60,000 of Senior Notes bearing interest at a rate of 3.84%. The Senior Notes are due on January 16, 2025, with five annual equal repayments which began on January 16, 2021.

In February 2022, the Company entered into a second amended and restated credit agreement providing for a \$1,000,000 revolving credit facility on an unsecured basis. The maturity date of the revolving credit facility is February 2027. The revolving credit facility bears interest at 0.20% to 2.50% over floating reference rates, depending on certain leverage ratios. The weighted average interest rate for 2023 was 6.29%. The Facility had \$155,450 of available un-drawn credit as at December 31, 2023. As of December 31, 2023, letters of credit in the amount of \$19,050 were outstanding (\$15,655 as at December 31, 2022). The current revolving credit facility replaced the Company's previous \$450,000 revolving credit facility and \$440,000 term loan (drawn in a single advance) that were set to mature in January 2023 and June 2024, respectively. The new revolving credit facility was used to repay the remaining term loan balance of \$407,000 under the prior credit agreement, and will continue to be utilized for working capital and general corporate purposes and to fund future tuck-under acquisitions. The Company assessed whether the repayment of the term loan balance and expansion of the revolving credit facility constituted a substantial change in the terms of the underlying debt agreements and as a result, this transaction has been treated as a debt extinguishment. In December 2023, the Company exercised the Credit Agreement's \$250,000 accordion feature to fund its acquisition of Roofing Corp of America.

The indebtedness under the Credit Agreement and the Senior Notes rank equally in terms of seniority. The Company has granted the lenders under the Credit Agreement and the holders of the Senior Notes various security, including an interest in all of our assets. The Company is prohibited under the Credit Agreement and the Senior Notes from undertaking certain acquisitions and dispositions, and incurring certain indebtedness and encumbrances, without prior approval of the lenders under the Credit Agreement and the holders of the Senior Notes.

In September 2022, the Company entered into two revolving, uncommitted financing facilities for potential future private placement issuances of senior unsecured notes (the "Notes") aggregating \$450,000 with its existing lenders, NYL Investors LLC ("New York Life") of up to \$150,000 and PGIM Private Capital ("Prudential"), of up to \$300,000, in each case, net of any existing notes held by them. The facilities each have a three-year term ending September 29, 2025. The Company has the ability to issue incremental Note tranches under the Facilities, subject to acceptance by New York Life or Prudential, with varying maturities as determined by the Company, and with coupon pricing determined at the time of each Note issuance. As part of the closing of the New York Life facility, the Company issued, on a private placement basis to New York Life, \$60,000 of 4.53% Notes, which are due in full on September 29, 2032, with interest payable semi-annually.

In January 2024, the Company issued, on a private placement basis to New York Life, \$50,000 of 5.48% Notes, which are due in full on January 30, 2029, as well as \$25,000 of 5.60% Notes, which are due in full on January 30, 2031, both with interest payable semi-annually. Also in January 2024, the Company issued, on a private placement basis to Prudential, \$50,000 of 5.64% Notes, which are due in full on January 30, 2031, with interest payable semi-annually.

The effective interest rate on the Company's long-term debt for the year ended December 31, 2023 was 5.97% (2022 – 3.78%). The estimated aggregate amount of principal repayments on long-term debt required in each of the next five years ending December 31 and thereafter to meet the retirement provisions are as follows:

2024	\$	37,132
2025		36,187
2026		3,578
2027		1,044,428
2028 and thereafter		60,782

## 12. Redeemable non-controlling interests

The minority equity positions in the Company's subsidiaries are referred to as redeemable non-controlling interests ("RNCI"). The RNCI are considered to be redeemable securities. The following table provides a reconciliation of the beginning and ending RNCI amounts:

	<u>2023</u>	<u>2022</u>
Balance, January 1	\$ 233,429	\$ 219,135
RNCI share of earnings	14,140	9,381
RNCI redemption increment	32,490	14,552
Distributions paid to RNCI	(7,376)	(8,061)
Purchases of interests from RNCI, net	(4,285)	(21,451)
RNCI recognized on business acquisitions	63,859	18,262
Other	706	1,611
Balance, December 31	<u>\$ 332,963</u>	<u>\$ 233,429</u>

The Company has shareholders' agreements in place at each of its non-wholly owned subsidiaries. These agreements allow the Company to "call" the non-controlling interest at a price determined with the use of a formula price, which is usually equal to a fixed multiple of average annual net earnings before extraordinary items, income taxes, interest, depreciation, and amortization. The agreements also have redemption features which allow the owners of the RNCI to "put" their equity to the Company at the same price subject to certain limitations. The formula price is referred to as the redemption amount and may be paid in cash or in Common Shares. The redemption amount as of December 31, 2023 was \$293,911 (2022 - \$208,946). The redemption amount is lower than that recorded on the balance sheet as the formula price of certain RNCI are lower than the amount initially recorded at the inception of the minority equity position. If all put or call options were settled with Common Shares as at December 31, 2023, approximately 1,800,000 such shares would be issued, and would have resulted in an increase of \$0.75 to earnings per share for the year ended December 31, 2023.

### 13. Capital stock

The authorized capital stock of the Company is as follows:

An unlimited number of Common Shares having one vote per share.

The following table provides a summary of total capital stock issued and outstanding:

	<i>Common Shares</i>	
	<u>Number</u>	<u>Amount</u>
Balance, December 31, 2023	44,682,427	\$ 855,817

### 14. Stock-based compensation

The Company has a stock option plan for certain officers and key full-time employees of the Company and its subsidiaries. Options are granted at the market price for the underlying shares on the date of grant. Each option vests over a four-year term, expires five years from the date granted and allows for the purchase of one Common Share. All Common Shares issued are new shares. As at December 31, 2023, there were 1,918,740 options available for future grants.

Grants under the Company's stock option plan are equity-classified awards. Stock option activity for the year ended December 31, 2023 is as follows:

	<u>Number of options</u>	<u>Weighted average exercise price</u>	<u>Weighted average remaining contractual life (years)</u>	<u>Aggregate intrinsic value</u>
Shares issuable under options -				
Beginning of period	2,337,573	\$ 120.06		
Granted	615,000	142.20		
Exercised	(455,934)	73.73		
Forfeited	<u>(75,890)</u>	<u>144.43</u>		
Shares issuable under options -				
December 31, 2023	<u>2,420,749</u>	<u>\$ 133.65</u>	<u>2.5</u>	<u>\$ 68,849</u>
Options exercisable - End of period	<u>1,044,891</u>	<u>\$ 120.60</u>	<u>1.6</u>	<u>\$ 43,351</u>

The Company incurred stock-based compensation expense related to these awards of \$21,385 during the year ended December 31, 2023 (2022 - \$18,046).

As at December 31, 2023, the range of option exercise prices was \$83.89 to \$162.25 per share.

The following table summarizes information about option exercises during year ended December 31, 2023:

	<u>2023</u>
Number of options exercised	<u>455,934</u>
Aggregate fair value	<u>\$ 66,499</u>
Intrinsic value	<u>32,883</u>
Amount of cash received	<u>33,616</u>

As at December 31, 2023, there was \$21,024 of unrecognized compensation cost related to non-vested awards which is expected to be recognized over the next 4 years. During the year ended December 31, 2023, the fair value of options vested was \$16,204 (2022 - \$12,623).

The fair value of each option grant is estimated on the date of grant using the Black-Scholes option pricing model, utilizing the following weighted average assumptions:

	<u>2023</u>
Risk free rate	4.0%
Expected life in years	4.20
Expected volatility	33.5%
Dividend yield	0.6%
Weighted average fair value per option granted	<b>\$44.19</b>

The risk-free interest rate is based on the implied yield of a zero-coupon US Treasury bond with a term equal to the option's expected term. The expected life in years represents the estimated period of time until exercise and is based on historical experience. The expected volatility is based on the historical prices of the Company's shares over the previous four years.

#### 15. Income tax

Income tax differs from the amounts that would be obtained by applying the statutory rate to the respective year's earnings before tax. Differences result from the following items:

	<u>2023</u>	<u>2022</u>
Income tax expense using combined statutory rate of 26.5% (2022 - 26.5%)	\$ 53,884	\$ 51,405
Permanent differences	2,075	584
Adjustments to tax liabilities for prior periods	111	230
Non-deductible stock-based compensation	5,667	4,782
Foreign, state and provincial tax rate differential	(5,420)	(8,043)
Other taxes	-	16
Provision for income taxes as reported	<u>\$ 56,317</u>	<u>\$ 48,974</u>

Earnings before income tax by jurisdiction comprise the following:

	<u>2023</u>	<u>2022</u>
Canada	\$ 34,600	\$ 32,125
United States	168,738	161,856
Total	<u>\$ 203,338</u>	<u>\$ 193,981</u>

Income tax expense (recovery) comprises the following:

	<u>2023</u>	<u>2022</u>
Current		
Canada	\$ 9,494	\$ 8,401
United States	64,267	32,585
	<u>73,761</u>	<u>40,986</u>
Deferred		
Canada	375	431
United States	(17,819)	7,557
	<u>(17,444)</u>	<u>7,988</u>
Total	<u>\$ 56,317</u>	<u>\$ 48,974</u>

The significant components of deferred income tax are as follows:

	<u>2023</u>	<u>2022</u>
Deferred income tax assets		
Loss carry-forwards	\$ 4,943	\$ 2,251
Expenses not currently deductible	37,225	31,353
Allowance for credit losses	8,125	4,779
Inventory and other reserves	1,836	3,357
	<u>52,129</u>	<u>41,740</u>
Deferred income tax liabilities		
Depreciation and amortization	97,896	86,175
Basis differences of partnerships and other entities	1,919	2,053
Prepaid and other expenses deducted for tax purposes	2,186	1,896
	<u>102,001</u>	<u>90,124</u>
Net deferred income tax asset (liability) before valuation allowance	(49,872)	(48,384)
Valuation allowance	1,400	1,017
Net deferred income tax asset (liability)	<u>\$ (51,272)</u>	<u>\$ (49,401)</u>

The recoverability of deferred income tax assets is dependent on generating sufficient taxable income before the 20 year loss carry-forward limitation. Although realization is not assured, the Company believes it is more likely than not that the deferred tax asset will be realized. The amount of the deferred tax asset considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry-forward period are reduced.

The Company has gross operating loss carry-forwards as follows:

	Loss carry forward		Gross losses not recognized		Net	
	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>	<u>2023</u>	<u>2022</u>
Canada	\$ 2,048	\$ 2,336	\$ -	\$ -	\$ 2,048	\$ 2,336
United	53,295	24,102	20,360	18,324	32,935	5,778

These amounts above are available to reduce future federal, state, and provincial income taxes in their respective jurisdictions. Net operating loss carry-forward balances attributable to the United States and Canada expire over the next 9 to 20 years.

Cumulative unremitted earnings of US and foreign subsidiaries approximated \$950,864 as at December 31, 2023 (2022 - \$842,671). Income tax is not provided on the unremitted earnings of US and foreign subsidiaries because it has been the practice and is the intention of the Company to reinvest these earnings indefinitely in these subsidiaries.

The gross unrecognized tax benefits are \$148 (2022 - \$148). Of this balance, \$148 (2022 - \$148) would affect the Company's effective tax rate if recognized. For the year ended December 31, 2023, there was no adjustment to interest and penalties related to provisions for income tax (2022 - nil). As at December 31, 2023, the Company had accrued \$38 (2022 - \$38) for potential income tax related interest and penalties.

The Company's significant tax jurisdictions include the United States and Canada. The number of years with open tax audits varies depending on the tax jurisdictions. Generally, income tax returns filed with the Canada Revenue Agency and related provinces are open for three to four years and income tax returns filed with the U.S. Internal Revenue Service and related states are open for three to five years.

The Company does not currently expect any other material impact on earnings to result from the resolution of matters related to open taxation years, other than noted above. Actual settlements may differ from the amounts accrued. The Company has, as part of its analysis, made its current estimates based on facts and circumstances known to date and cannot predict changes in facts and circumstances that may affect its current estimates.

**16. Net earnings per common share**

The following table reconciles the denominator used to calculate earnings per common share:

	<u>2023</u>	<u>2022</u>
Shares issued and outstanding at beginning of period	44,226,493	44,013,031
Weighted average number of shares:		
Issued during the period	<u>329,888</u>	<u>162,076</u>
Weighted average number of shares used in computing basic earnings per share	44,556,381	44,175,107
Assumed exercise of stock options, net of shares assumed acquired under the Treasury Stock Method	<u>238,593</u>	<u>318,900</u>
Number of shares used in computing diluted earnings per share	<u><u>44,794,974</u></u>	<u><u>44,494,007</u></u>

**17. Other supplemental information**

	<u>2023</u>	<u>2022</u>
<b>Cash payments made during the period</b>		
Income taxes	\$ 64,647	\$ 55,114
Interest	49,717	23,687

**18. Financial instruments***Concentration of credit risk*

The Company is subject to credit risk with respect to its cash and cash equivalents, accounts receivable and other receivables. Concentrations of credit risk with respect to cash and cash equivalents are limited by the use of multiple large and reputable banks. Concentrations of credit risk with respect to the receivables are limited due to the large number of entities comprising the Company's customer base and their dispersion across many different service lines.

During the year ended December 31, 2023, there were \$8,102 (2022 - \$2,172) of write-offs from the allowance for credit losses.

*Interest rate risk*

The Company maintains an interest rate risk management strategy that uses interest rate hedging contracts from time to time. The Company's specific goals are to: (i) manage interest rate sensitivity by modifying the characteristics of its debt and (ii) lower the long-term cost of its borrowed funds.

*Foreign currency risk*

Foreign currency risk is related to the portion of the Company's business transactions denominated in currencies other than U.S. dollars. A portion of revenue is generated by the Company's Canadian operations. The Company's head office expenses are incurred in Canadian dollars which is economically hedged by Canadian dollar denominated revenue.

*Fair values of financial instruments*

The following table provides the financial assets and liabilities carried at fair value measured on a recurring basis as of December 31, 2023:

	Carrying value at December 31, 2023	Fair value measurements		
		Level 1	Level 2	Level 3
Contingent consideration liability	\$ 63,478	\$ -	\$ -	\$ 63,478
Interest rate swap assets	2,127	-	2,127	-

The Company has two interest rate swaps in place to exchange the floating interest rate on \$182,500 of debt under its Credit Agreement for a fixed rate. The fair value of the interest rate swap asset was calculated through discounting future expected cash flows using the appropriate prevailing interest rate swap curve adjusted for credit risk. The inputs to the measurement of the fair value of contingent consideration related to acquisitions are Level 3 inputs using a discounted cash flow model; significant model inputs were expected future operating cash flows (determined with reference to each specific acquired business) and discount rates (which range from 8% to 10%). The range of discount rates is attributable to level of risk related to economic growth factors combined with the length of the contingent payment periods; and the dispersion was driven by unique characteristics of the businesses acquired and the respective terms for these contingent payments. Within the range of discount rates, there is a data point concentration at 9%. A 2% increase in the weighted average discount rate would not have a significant impact on the fair value of the contingent consideration balance.

	<u>2023</u>	<u>2022</u>
Balance, January 1	\$ 34,188	\$ 32,346
Amounts recognized on acquisitions	32,571	8,933
Fair value adjustments	16,366	(594)
Resolved and settled in cash	(20,136)	(6,806)
Other	489	309
Balance, December 31	<u>\$ 63,478</u>	<u>\$ 34,188</u>
Less: current portion	<u>\$ 31,604</u>	<u>\$ 25,537</u>
Non-current portion	<u>\$ 31,874</u>	<u>\$ 8,651</u>

The carrying amounts for cash and cash equivalents, restricted cash, accounts receivable, accounts payable and accrued liabilities approximate fair values due to the short maturity of these instruments, unless otherwise indicated. The inputs to the measurement of the fair value of long term debt are Level 2 inputs. The fair value measurements were made using a net present value approach; significant model inputs were expected future cash outflows and discount rates (which range from 4.5% to 5.0%). The following are estimates of the fair values for other financial instruments:

	<u>2023</u>		<u>2022</u>	
	<u>Carrying amount</u>	<u>Fair value</u>	<u>Carrying amount</u>	<u>Fair value</u>
Other receivables	\$ 4,238	\$ 4,238	\$ 4,881	\$ 4,881
Long-term debt	1,182,107	1,183,854	734,463	736,818

Other receivables include notes receivable from non-controlling shareholders and other non-current receivables.

#### **19. Contingencies**

In the normal course of operations, the Company is subject to routine claims and litigation incidental to its business. Litigation currently pending or threatened against the Company includes disputes with former employees and commercial liability claims related to services provided by the Company. The Company believes resolution of such proceedings, combined with amounts set aside, will not have a material impact on the Company's financial condition or the results of operations.

#### **20. Related party transactions**

The Company has entered into office space rental arrangements and property management contracts with senior managers of certain subsidiaries. These senior managers are usually also minority shareholders of the subsidiaries. The business purpose of the transactions is to rent office space for the Company and to generate property management revenues for the Company. The recorded amount of the rent expense for the

year ended December 31, 2023 was \$4,555 (2022 - \$4,350). These amounts are settled monthly in cash, and are priced at market rates. The rental arrangements have fixed terms of up to 10 years.

As at December 31, 2023, the Company had \$6,554 of loans receivable from minority shareholders (December 31, 2022 - \$2,374). The business purpose of the loans receivable was to finance the sale of non-controlling interests in subsidiaries to senior managers. The loan amounts are measured based on the formula price of the underlying non-controlling interests, and interest rates are determined based on market rates plus a spread. The loans generally have terms of 5 to 10 years, but are open for repayment without penalty at any time.

## 21. Segmented information

### *Operating segments*

The Company has two reportable operating segments. The segments are grouped with reference to the nature of services provided and the types of clients that use those services. The Company assesses each segment's performance based on operating earnings or operating earnings before depreciation and amortization. FirstService Residential provides property management and related property services to residential communities in North America. FirstService Brands provides company-owned and franchised property services to customers in North America. Corporate includes the costs of operating the Company's corporate head office. The reportable segment information excludes intersegment transactions.

2023	FirstService Residential	FirstService Brands	Corporate	Consolidated
Revenues	\$ 1,996,823	\$ 2,337,725	\$ -	\$ 4,334,548
Depreciation and amortization	33,114	94,729	91	127,934
Operating earnings (loss)	155,044	126,468	(36,620)	244,892
Other income, net				5,810
Interest expense, net				(47,364)
Income taxes				(56,317)
Net earnings				\$ 147,021
Total assets	\$ 939,586	\$ 2,679,848	\$ 6,309	\$ 3,625,743
Total additions to long lived assets	139,174	588,768	-	727,942

2022	FirstService Residential	FirstService Brands	Corporate	Consolidated
Revenues	\$ 1,772,258	\$ 1,973,577	\$ -	\$ 3,745,835
Depreciation and amortization	28,611	81,439	90	110,140
Operating earnings (loss)	138,873	111,638	(31,485)	219,026
Other income, net				146
Interest expense, net				(25,191)
Income taxes				(48,974)
Net earnings				\$ 145,007
Total assets	\$ 836,691	\$ 1,931,847	\$ 5,976	\$ 2,774,514
Total additions to long lived assets	56,354	152,960	1,848	211,162

*Geographic information*

Revenues in each geographic region are reported by customer locations.

	<u>2023</u>	<u>2022</u>
<b>United States</b>		
Revenues	\$ 3,771,219	\$ 3,279,533
Total long-lived assets	1,827,117	1,290,619
<b>Canada</b>		
Revenues	\$ 563,329	\$ 466,302
Total long-lived assets	403,206	336,474
<b>Consolidated</b>		
Revenues	\$ 4,334,548	\$ 3,745,835
Total long-lived assets	2,230,323	1,627,093

**22. Impact of recently issued accounting standards**

In November 2023, the FASB issued ASU 2023-07 – Improvements to Reportable Segment Disclosures. This ASU requires incremental disclosures about a public entity’s reportable segments but does not change the definition of a segment or the guidance for determining reportable segments. The new guidance requires disclosure of significant segment expenses that are (1) regularly provided to (or easily computed from information regularly provided to) the chief operating decision maker and (2) included in the reported measure of segment profit or loss. The new standard also allows companies to disclose multiple measures of segment profit or loss if those measures are used to assess performance and allocate resources. The guidance is effective January 1, 2024 and should be adopted retrospectively unless impracticable. The Company is currently assessing the impact of this ASU on its financial disclosures.

In December 2023, the FASB issued ASU 2023-09 – Improvements to Income Tax Disclosures. This ASU requires significant additional disclosures about income taxes, primarily focused on the disclosure of income taxes paid and the rate reconciliation table. The guidance will be applied prospectively and is effective January 1, 2025. The Company is currently assessing the impact of this ASU on its financial disclosures.

**Request for Proposal**

**AFFIDAVIT**

STATE OF Louisiana

PARISH/COUNTY OF Jefferson

BEFORE ME, the undersigned authority, personally came and appeared: Brittany Orlando, (Affiant) who after being by me duly sworn, deposed and said that he/she is the fully authorized General Manager of First Onsite (Entity), the party who submitted a proposal in response to RFP Number 0487, to the Parish of Jefferson.

Affiant further said:

Campaign Contribution Disclosures

**(Choose A or B, if option A is indicated please include the required attachment):**

**Choice A** \_\_\_\_\_ Attached hereto is a list of all campaign contributions, including the date and amount of each contribution, made to current or former elected officials of the Parish of Jefferson by Entity, Affiant, and/or officers, directors and owners, including employees, owning 25% or more of the Entity during the two-year period immediately preceding the date of this affidavit or the current term of the elected official, whichever is greater. Further, Entity, Affiant, and/or Entity Owners have not made any contributions to or in support of current or former members of the Jefferson Parish Council or the Jefferson Parish President through or in the name of another person or legal entity, either directly or indirectly.

**Choice B**  there are **NO** campaign contributions made which would require disclosure under Choice A of this section.

Affiant further said:

Debt Disclosures

**(Choose A or B, if option A is indicated please include the required attachment):**

**Choice A** \_\_\_\_\_ Attached hereto is a list of all debts owed by the affiant to any elected or appointed official of the Parish of Jefferson, and any and all debts owed by any elected or appointed official of the Parish to the Affiant.

**Choice B**  There are **NO** debts which would require disclosure under Choice A of this section.

Affiant further said:

Solicitation of Campaign Contribution Disclosures

**(Choose A or B, if option A is indicated please include the required attachment):**

**Choice A** \_\_\_\_\_ Attached hereto is a list of all elected officials of the Parish of Jefferson, whether still holding office at the time of the affidavit or not, where the elected official, individually, either by **telephone or by personal contact**, solicited a campaign contribution or other monetary consideration from the Entity, including the Entity's officers, directors and owners, and employees owning twenty-five percent (25%) or more of the Entity, during the two-year period immediately preceding the date the affidavit is signed. Further, to the extent known to the Affiant, the date of any such solicitation is included on the attached list.

**Choice B**  there are **NO** solicitations for campaign contributions which would require disclosure under Choice A of this section.

Affiant further said:

That Affiant has employed no person, corporation, firm, association, or other organization, either directly or indirectly, to secure the public contract under which he received payment, other than persons regularly employed by the Affiant whose services in connection with the construction, alteration or demolition of the public building or project or in securing the public contract were in the regular course of their duties for Affiant; and

That no part of the contract price received by Affiant was paid or will be paid to any person, corporation, firm, association, or other organization for soliciting the contract, other than the payment of their normal compensation to persons regularly employed by the Affiant whose services in connection with the construction, alteration or demolition of the public building or project were in the regular course of their duties for Affiant.

Affiant further said:

Subcontractor Disclosures

**(Choose A or B, if option A is indicated please include the required attachment):**

**Choice A** \_\_\_\_\_ Affiant further said that attached is a listing of all subcontractors, excluding full time employees, who may assist in providing professional services for the aforementioned RFP.

**Choice B**  There are **NO** subcontractors which would require disclosure under Choice A of this section.

Brittany Orlando  
Signature of Affiant

Brittany Orlando  
Printed Name of Affiant

SWORN AND SUBSCRIBED TO BEFORE ME

ON THE 3rd DAY OF October, 2024.

Sandy H. Schule  
Notary Public

Sandy H. Schule  
Printed Name of Notary

38352  
Notary/Bar Roll Number

**SANDY H. SCHULE**  
Notary Public  
Notary ID No. 38352  
Parish of Jefferson State of Louisiana

My commission expires at death.

**Request for Proposals #0487**

**To Provide Remediation Services for  
Various Jefferson Parish Departments**

**SIGNATURE PAGE**

The Jefferson Parish Department of Purchasing is soliciting Request for Proposals (RFP'S) from qualified proposers who are interested in providing **Remediation Services for Various Jefferson Parish Departments** for the for the Jefferson Parish Department of **General Services**.

**Request for Proposals will be received until 3:30 p.m. Local Time on: September 24, 2024**

Acknowledge Receipt of Addenda: Number: 1  
Number: 2  
Number: \_\_\_\_\_  
Number: \_\_\_\_\_  
Number: \_\_\_\_\_  
Number: \_\_\_\_\_

Name of Proposer: INTERSTATE RESTORATION, LLC dba FIRST ONSITE

Address: 550 ELMWOOD PARK BLVD., SUITE F, NEW ORLEANS, LA 70223

Phone Number: 504-609-9261 Fax Number —

Type Name of Person Authorized to Sign: Brittany Orlando

Title of Person Authorized to Sign: General Manager

Signature of Person Authorized to Sign: Brittany Orlando

Email Address of Person Authorized to Sign: Brittany.Orlando@FirstOnsite.com

Date: 10/3/2024

This RFP signature page must be signed by an authorized Representative of the Company/Firm for proposal to be valid. Signing indicates you have read and comply with the Instructions and Conditions.

Interstate Restoration, LLC d/b/a First Onsite  
**Mold Remediation License#250046**



Our technicians and managers are trained and certified in many restoration fields from various institutions including IICRC, RIA, and IAQ Association; as well as trained internally through our detailed First Onsite Academy.



October 3, 2024

Jefferson Parish  
Purchasing Department  
200 Debigny St., Suite 4400  
Gretna, LA 70053

Re: Signing Authority

To whom it may concern:

Interstate Restoration LLC operating as First Onsite Property Restoration ("First Onsite") is in the business of providing disaster restoration and mitigation services. The Parish of Jefferson would like to utilize these services.

I hereby give First Onsite employee Brittany Orlando (General Manager) the authority, for the purpose of signing documentation and executing approved Agreements between First Onsite and Jefferson Parish Purchasing Department.

Sincerely,

A handwritten signature in black ink, appearing to read 'MK' or similar initials.

Matthew Kristofco, Esq.  
Chief Legal Officer  
First Onsite

ATTACHMENT "C"

APPENDIX A: The ensuing contract for this RFP solicitation may be eligible for federal reimbursement. As such this appendix will be applicable accordingly and shall be considered a part of the RFP documents. All applicable certifications must be duly completed, signed and submitted prior to award.

Anti-Lobbying Form

CERTIFICATION OF RESTRICTIONS ON LOBBYING

I, Brittany Orlando, General Manager, hereby certify on  
(name and title of bidder's official)

behalf of First Onsite that:  
(name of bidder)

- (1) No Federal appropriated funds have been paid or will be paid by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal contract, grant, loan, or cooperative agreement.
- (2) If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit standard Form-L.L.L. "Disclosure Form to Report Lobbying," in accordance with its instructions.
- (3) The undersigned shall require that the language of this certification be included in the award documents for all sub awards at all tiers (including subcontracts, sub grants, and contracts under grants, loans, and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance is placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Executed this 3rd day of October, 2024

By Brittany Orlando  
(signature of authorized official)

General Manager  
(title of authorized official)

ATTACHMENT "C"

APPENDIX A: The ensuing contract for this RFP solicitation may be eligible for federal reimbursement. As such this appendix will be applicable accordingly and shall be considered a part of the RFP documents. All applicable certifications must be duly completed, signed and submitted prior to award.

Debarment/Suspension Form

DEBARMENT/SUSPENSION CERTIFICATION

Debarment:

Federal Executive Order (E.O.) 12549 "Debarment" requires that all contractors receiving individual awards, using federal funds, and all subrecipients certify that the organization and its principals are not debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded by any Federal department or agency from doing business with the Federal Government. By signing this document you certify that your organization and its principals are not debarred. Failure to comply or attempts to edit this language may disqualify your bid. Information on debarment is available at the following websites: [www.sam.gov](http://www.sam.gov) and <https://acquisition.gov/far/index.html> see section 52.209-6.

Your signature certifies that neither you nor your principal is presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from participation in this transaction by any federal department or agency.

Brittany Orlando, General Manager  
(Name and Title of bidder's official)

First Onsite  
(Name of bidder/company)

550 Elmwood Park Blvd. Ste. F  
(Address)

New Orleans, LA 70123  
(Address)

PHONE 504-609-9261 FAX —

EMAIL Brittany.Orlando@firstonsite.com

Brittany Orlando Signature 10/3/2024 Date





**ADDITIONAL REMARKS SCHEDULE**

AGENCY Willis Towers Watson Southeast, Inc.		NAMED INSURED Interstate Restoration, LLC dba First Onsite Property Restoration 6200 S. Syracuse Way Suite 230 Greenwood Village, CO 80111
POLICY NUMBER See Page 1		
CARRIER See Page 1	NAIC CODE See Page 1	EFFECTIVE DATE: See Page 1

**ADDITIONAL REMARKS**

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,  
 FORM NUMBER: 25 FORM TITLE: Certificate of Liability Insurance

Named Insureds: First Onsite Property Restoration is the go-to-market name of the North American platform of restoration businesses, which include the following:

- Interstate Restoration, LLC
- Interstate Restoration Hawaii, LLC
- Super Restoration Service Co., LLC
- Rolyn, LLC
- Perfection Property Restoration, Inc.
- Maxons Restorations, Inc
- Moore Restoration, Inc.
- Pro Construction, LLC
- Pro Contents, LLC.
- Insurance Restoration Specialists, Inc.
- Master Maintenance, Inc.
- Case Restoration Co.
- Dry Patrol LLC

Additional Insured(s) listed below is included as Additional Insured as respects General Liability, Pollution Liability and Automobile Liability (Excess follows form) as required by written contract with the Named Insured.

Additional Insureds:  
 Jefferson Parish Department of Purchasing, 200 Derbigny St., Suite 4400, Gretna, LA 70053.  
 The Parish of Jefferson, its Districts Departments and Agencies under the direction of the Parish President and the Parish Council

General Liability, Pollution Liability and Automobile Liability shall be Primary and Non-Contributory with any other insurance in force for or which may be purchased by Additional Insured.

Waiver of subrogation applies in favor of Additional Insured as respects General Liability, Pollution Liability, Automobile Liability and Workers' Compensation (Excess follows form) as required by written contract with the Named Insured and as permitted by law.



**ADDITIONAL REMARKS SCHEDULE**

AGENCY See Page 1		NAMED INSURED See Page 1	
POLICY NUMBER See Page 1			
CARRIER See Page 1	NAIC CODE See Page 1	EFFECTIVE DATE: See Page 1	

**ADDITIONAL REMARKS**

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,  
FORM NUMBER: \_\_\_\_\_ FORM TITLE: \_\_\_\_\_

Coverage	Policy Term	Policy Number	Carrier & NAIC #	Limits	Additional Remarks
Excess Liability - 1st Excess	12/31/2023-12/31/2024	0312-4766	Allied World Assurance Company US Inc NAIC # 19489	\$10,000,000 Each Occurrence \$10,000,000 Policy Aggregate	Follow Form over • Automobile Liability • General Liability • Contractor's Pollution Liability • Professional Liability • Employers Liability
Excess Liability - 2nd Excess	12/31/2023-12/31/2024	FFX203559512	Nautilus Insurance Company NAIC # 17370	\$5,000,000 Each Occurrence \$5,000,000 Policy Aggregate	Excess over Allied World Assurance Company US Inc Policy #0312-4766
Contractor's Pollution Liability	12/31/2023-12/31/2024	G24086446015	Westchester Surplus Lines Insurance Company NAIC # 10172	\$1,000,000 Each Occurrence	
3rd Party Premises Pollution Liability				\$1,000,000 Each Occurrence	
Professional Liability				\$1,000,000 Each Claim	Claims Made policy
Bailment Coverage				\$1,000,000 General Aggregate \$5,000 Deductible	Coverage applies to property damage to customer's property only
Crime/Fidelity	12/31/2023-12/31/2024	8262-2621	Federal Insurance Company NAIC # 20281	\$5,000,000 Employee Theft \$5,000,000 Client Property \$50,000 Retention	



**ADDITIONAL REMARKS SCHEDULE**

AGENCY See Page 1		NAMED INSURED See Page 1	
POLICY NUMBER See Page 1			
CARRIER See Page 1	NAIC CODE See Page 1	EFFECTIVE DATE: See Page 1	

**ADDITIONAL REMARKS**

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,

FORM NUMBER: \_\_\_\_\_ FORM TITLE: \_\_\_\_\_

Coverage	Policy Term	Policy Number	Carrier & NAIC #	Limits	Additional Remarks
Contractor's Equipment				\$10,000,000 Maximum Limit \$51,144,985 Scheduled \$500,000 Unscheduled Leased, Rented or Borrowed Equipment \$250,000 Unscheduled Tools and Contractor's Equipment \$1,000 Deductible except \$25,000 for Flood	<ul style="list-style-type: none"> <li>• Causes of loss: All Perils</li> <li>• Valuation: Replacement Cost (5 Years)</li> <li>• Coinsurance: 80%</li> <li>• Flood: Excluded in zone A, AE, D or V and on any island(s)</li> <li>• Policy does not include Overload, Theft and Earthquake exclusions</li> </ul>
Builder's Risk and Installation Floater	12/31/2023-12/31/2024	UM00090266MA23A	XL Specialty Insurance Company NAIC # 37885	\$5,000,000 Covered Property \$1,000,000 Transit \$2,500,000 Flood Per Occurrence \$2,500,000 Flood Annual Aggregate \$2,500,000 Earthquake and Volcanic Eruption Per Occurrence \$2,500,000 Earthquake and Volcanic Eruption Annual Aggregate  Deductibles: \$5,000 Covered Property 3% Named Storm / \$50,000 minimum \$25,000 Flood - Per Occurrence \$25,000 Earthquake and Volcanic Eruption - Per Occurrence	<ul style="list-style-type: none"> <li>• Valuation: Replacement Cost</li> <li>• Coinsurance: 0%</li> <li>• Flood coverage provided in FEMA Zones C/Unshaded X Only</li> <li>• Earthquake coverage excluded in California and Hawaii</li> </ul>



**ADDITIONAL REMARKS SCHEDULE**

AGENCY See Page 1		NAMED INSURED See Page 1	
POLICY NUMBER See Page 1			
CARRIER See Page 1	NAIC CODE See Page 1	EFFECTIVE DATE: See Page 1	

**ADDITIONAL REMARKS**

THIS ADDITIONAL REMARKS FORM IS A SCHEDULE TO ACORD FORM,

FORM NUMBER: \_\_\_\_\_ FORM TITLE: \_\_\_\_\_

<u>Coverage</u>	<u>Policy Term</u>	<u>Policy Number</u>	<u>Carrier &amp; NAIC #</u>	<u>Limits</u>	<u>Additional Remarks</u>
Workers Compensation - Employers Liability	12/31/2023-12/31/2024	34WCI8988701	Arch Indemnity Insurance Company NAIC # 30830	\$1,000,000 Bodily Injury by Accident - Each Accident \$1,000,000 Each Employee Bodily Injury by Disease \$1,000,000 Policy Limit Bodily Injury by Disease	Statutory Coverage  States Covered: AL, AR, AZ, CA, CO, CT, DC, DE, GA, HI, IA, ID, IL, IN, KS, KY, LA, MA, MD, MI, MN, MO, MS, MT, NC, NE, NH, NJ, NM, NV, NY, OK, OR, PA, SC, TN, TX, UT, VA, WI, WV  Stop Gap Coverage: ND, OH, WA, WY
Workers Compensation - Employers Liability	12/31/2023-12/31/2024	31WCI8988601	Arch Insurance Company NAIC # 11150	\$1,000,000 Bodily Injury by Accident - Each Accident \$1,000,000 Each Employee Bodily Injury by Disease \$1,000,000 Policy Limit Bodily Injury by Disease	Statutory Coverage  States Covered: FL



**ITEM 5. POLICY PREMIUM:**



**ITEM 6. NOTICE OF OCCURRENCE, CLAIM, SUIT, OR PROCEEDING:**

ALLIED WORLD ASSURANCE COMPANY (U.S.) INC.  
ATTN: ENVIRONMENTAL CLAIMS DEPT.  
199 WATER STREET, 24<sup>TH</sup> FLOOR  
NEW YORK, NY 10038  
[EnvCasClaims@awac.com](mailto:EnvCasClaims@awac.com)

**ALL OTHER NOTICES:**

ALLIED WORLD ASSURANCE COMPANY (U.S.) INC.  
ATTN: ENVIRONMENTAL CASUALTY  
199 WATER STREET, 24<sup>TH</sup> FLOOR  
NEW YORK, NY 10038

**ITEM 7. Representative of Insured:  
Address:**

CRC Insurance Services, Inc.  
6200 S. Syracuse Way, Suite 100  
Greenwood Village, CO 80111

**SURPLUS LINES LICENSEE:** CRC Corporate License 183767

This contract is delivered as a surplus line coverage under the 'Nonadmitted Insurance Act'. The insurer issuing this contract is not licensed in Colorado but is an ELIGIBLE nonadmitted insurer. There is no protection under the provisions of the 'Colorado Insurance Guaranty Association Act'.

ENV-XS 00001 00 (06/12)

Includes copyrighted material of Insurance Services Offices, Inc. with its permission.

IN WITNESS WHEREOF, the Insurer has caused this policy to be executed and attested, but this policy shall not be valid unless countersigned by one of our duly authorized representatives, where required by law.



President



Asst. Secretary



AUTHORIZED REPRESENTATIVE

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED – OWNERS, LESSEES OR CONTRACTORS – SCHEDULED PERSON OR ORGANIZATION**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART

**SCHEDULE**

Name Of Additional Insured Person(s) Or Organization(s)	Location(s) Of Covered Operations
As required by written contract.	As required by written contract.
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.	

**A. Section II – Who Is An Insured** is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury", "property damage" or "personal and advertising injury" caused, in whole or in part, by:

1. Your acts or omissions; or
2. The acts or omissions of those acting on your behalf;

in the performance of your ongoing operations for the additional insured(s) at the location(s) designated above.

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

**B.** With respect to the insurance afforded to these additional insureds, the following additional exclusions apply:

This insurance does not apply to "bodily injury" or "property damage" occurring after:

1. All work, including materials, parts or equipment furnished in connection with such work, on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the location of the covered operations has been completed; or
2. That portion of "your work" out of which the injury or damage arises has been put to its intended use by any person or organization other than another contractor or subcontractor engaged in performing operations for a principal as a part of the same project.

**C.** With respect to the insurance afforded to these additional insureds, the following is added to **Section III – Limits Of Insurance:**

If coverage provided to the additional insured is required by a contract or agreement, the most we will pay on behalf of the additional insured is the amount of insurance:

1. Required by the contract or agreement; or
2. Available under the applicable Limits of Insurance shown in the Declarations;

whichever is less.

This endorsement shall not increase the applicable Limits of Insurance shown in the Declarations.

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED – OWNERS, LESSEES OR CONTRACTORS – COMPLETED OPERATIONS**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART  
PRODUCTS/COMPLETED OPERATIONS LIABILITY COVERAGE PART  
**SCHEDULE**

Name Of Additional Insured Person(s) Or Organization(s)	Location And Description Of Completed Operations
Where required by written contract.	Where required by written contract.
Information required to complete this Schedule, if not shown above, will be shown in the Declarations.	

**A. Section II – Who Is An Insured** is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for "bodily injury" or "property damage" caused, in whole or in part, by "your work" at the location designated and described in the Schedule of this endorsement performed for that additional insured and included in the "products-completed operations hazard".

However:

1. The insurance afforded to such additional insured only applies to the extent permitted by law; and
2. If coverage provided to the additional insured is required by a contract or agreement, the insurance afforded to such additional insured

will not be broader than that which you are required by the contract or agreement to provide for such additional insured.

**B. With respect to the insurance afforded to these additional insureds, the following is added to Section III – Limits Of Insurance:**

If coverage provided to the additional insured is required by a contract or agreement, the most we will pay on behalf of the additional insured is the amount of insurance:

1. Required by the contract or agreement; or
  2. Available under the applicable Limits of Insurance shown in the Declarations;
- whichever is less.

This endorsement shall not increase the applicable Limits of Insurance shown in the Declarations.

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

## **PRIMARY AND NONCONTRIBUTORY – OTHER INSURANCE CONDITION**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE PART  
PRODUCTS/COMPLETED OPERATIONS LIABILITY COVERAGE PART

The following is added to the **Other Insurance** Condition and supersedes any provision to the contrary:

### **Primary And Noncontributory Insurance**

This insurance is primary to and will not seek contribution from any other insurance available to an additional insured under your policy provided that:

(1) The additional insured is a Named Insured under such other insurance; and

(2) You have agreed in writing in a contract or agreement that this insurance would be primary and would not seek contribution from any other insurance available to the additional insured.



Named Insured FirstOnSite USA Holdings, Inc.			Endorsement Number
Policy Symbol GLW	Policy Number G24086446 015	Policy Period 12/31/2023 to 12/31/2024	Effective Date of Endorsement 12/31/2023
Issued By (Name of Insurance Company) Westchester Surplus Lines Insurance Company			

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED ENDORSEMENT – PRODUCTS-COMPLETED OPERATIONS HAZARD  
PRIMARY & NON-CONTRIBUTORY**

**THIS ENDORSEMENT MODIFIES INSURANCE PROVIDED UNDER THE FOLLOWING:**

COMMERCIAL GENERAL LIABILITY COVERAGE PART  
CONTRACTOR'S POLLUTION LIABILITY COVERAGE PART

**SCHEDULE**

As required by contract.

(If no entry appears above, information required to complete this endorsement will be shown in the Declarations as applicable to this endorsement.)

**Section II – Who Is An Insured** is amended to include as an additional insured the person(s) or organization(s) shown in the Schedule, but only with respect to liability for **bodily injury** or **property damage** caused, in whole or in part, by **your work** performed for that additional insured and included in the **products-completed operations hazard**.

Furthermore, the coverage provided hereunder shall be primary and not contributing with any other insurance available to those designated above under any other third party liability policy.

All other terms and conditions remain the same.



Named Insured FirstOnSite USA Holdings, Inc.			Endorsement Number
Policy Symbol GLW	Policy Number G24086446 015	Policy Period 12/31/2023 to 12/31/2024	Effective Date of Endorsement 12/31/2023
Issued By (Name of Insurance Company) Westchester Surplus Lines Insurance Company			

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED ENDORSEMENT - OWNERS, LESSEES OR CONTRACTORS  
(PRIMARY AND NON-CONTRIBUTORY)**

This endorsement modifies insurance provided under the following:

COMMERCIAL GENERAL LIABILITY COVERAGE  
CONTRACTORS POLLUTION LIABILITY COVERAGE

**SCHEDULE:**

<p><u>Name of Person or Organization:</u> As required by contract .</p>
---

(If no entry appears above, information required to complete this endorsement will be shown in the Declarations as applicable to this endorsement.)

**SECTION II - WHO IS AN INSURED** is amended to include:

- A. **SECTION II - WHO IS AN INSURED** is amended to include as an insured the person or organization shown in the Schedule, but only with respect to liability arising out of your ongoing operations performed for that insured.
- B. With respect to the insurance afforded to these additional insureds, the following exclusion is added:

**2. Exclusions**

This insurance does not apply to **bodily injury or property damage** occurring after:

- (1) All work, including materials, parts or equipment furnished in connection with such work, on the project (other than service, maintenance or repairs) to be performed by or on behalf of the additional insured(s) at the site of the covered operations has been completed; or
- (2) That portion of **your work** out of which the injury or damage arises has been put to its intended use by any person or organization other than another contractor or subcontractor engaged in performing operations for a principal as a part of the same project.

C. The coverage provided hereunder shall be primary and not contributing with any other insurance available to those designated above under any other third party liability policy.



Named Insured FirstOnSite USA Holdings, Inc.			Endorsement Number
Policy Symbol GLW	Policy Number G24086446 015	Policy Period 12/31/2023 to 12/31/2024	Effective Date of Endorsement 12/31/2023
Issued By (Name of Insurance Company) Westchester Surplus Lines Insurance Company			

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**WAIVER OF TRANSFER OF RIGHTS OF RECOVERY AGAINST OTHERS TO US**

This endorsement modifies insurance provided under the following:

**COMMERCIAL GENERAL LIABILITY COVERAGE PART  
CONTRACTORS POLLUTION LIABILITY COVERAGE PART**

**SCHEDULE**

<u>Name of Person or Organization:</u> As required by written contract.
--

(If no entry appears above, information required to complete this endorsement will be shown in the Declarations as applicable to this endorsement.)

The **TRANSFER OF RIGHTS OF RECOVERY AGAINST OTHERS TO US Condition** is amended by the addition of the following:

We waive any right of recovery we may have against the person or organization shown in the Schedule above because of payments we make for injury or damage arising out of your ongoing operations or your work done under a contract with that person or organization and included in the **products-completed operations hazard**. This waiver applies only to the person or organization shown in the Schedule above.

All other terms and conditions remain the same.

## NOTICE TO OTHERS ENDORSEMENT

Named Insured FirstOnSite USA Holdings, Inc.			Endorsement Number
Policy Symbol GLW	Policy Number G24086446 015	Policy Period 12/31/2023 to 12/31/2024	Effective Date of Endorsement 12/31/2023
Issued By (Name of Insurance Company) Westchester Surplus Lines Insurance Company			

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**THIS ENDORSEMENT MODIFIES INSURANCE PROVIDED UNDER THE FOLLOWING:**

Commercial General Liability  
Contractor's Pollution Liability  
Professional Liability

### **FIRST NAMED INSURED'S REPRESENTATIVE**

Name of first **Named Insured's** representative: *(Enter the name and address of the Retail Agent)*

Willis Towers Watson Southeast, Inc.  
11311 McCormick Road, Suite 450  
Hunt Valley, MD 21031

- A. For purposes of this endorsement, the following definition is added:  
**Certificate Holder Schedule** – A list of persons or organizations requesting 30 day notice of cancellation of this Policy that is created by and maintained by the first **Named Insured** or the first **Named Insured's** representative.
- B. We will only be responsible for sending written notice of cancellation to the first **Named Insured** and the first **Named Insured's** representative identified above. This notice will be sent at least 35 days prior to the cancellation date applicable to the Policy. In turn, it will be the sole responsibility of the first **Named Insured's** representative to send notice to the persons or organizations listed in the **Certificate Holder Schedule** at least 30 days prior to the cancellation date applicable to the Policy.
- C. If we cancel this Policy prior to its expiration date by notice to the first **Named Insured** for any reason other than nonpayment of premium, we will also send written notice of cancellation to the first **Named Insured's** representative to enable such representative to send notice to such persons or organizations in the **Certificate Holder Schedule** upon receipt of written notice of cancellation from us. This notice to persons or organizations listed in the **Certificate Holder Schedule** will be the sole responsibility of the first **Named Insured's** representative, separate from and in addition to our notice to the first **Named Insured**, the first **Named Insured's** representative and any other party to whom we are required to notify by statute or in accordance with the cancellation provisions of the Policy.
- D. We will not receive or maintain a copy of the **Certificate Holder Schedule**. Sole responsibility for the accuracy and correctness of information in any **Certificate Holder Schedule** lies exclusively with the first **Named Insured** or the first **Named Insured's** representative.
- E. The notice to persons or organizations listed in the **Certificate Holder Schedule** referenced in this endorsement and provided by the first **Named Insured's** representative is intended only to be a courtesy notification to the person(s) or organization(s) named in the **Certificate Holder Schedule** in the event of cancellation of coverage. We have no legal

obligation of any kind to any such person(s) or organization(s). The failure to provide advance notification of cancellation to the person(s) or organization(s) listed in the **Certificate Holder Schedule** will impose no obligation or liability of any kind upon the insurance company, its agents and representatives, and will not extend any Policy cancellation date and/or negate any cancellation of the Policy.

- F. This endorsement does not apply in the event that the first **Named Insured** cancels the Policy or in the event of cancellation for nonpayment of premium.

All other terms and conditions of this Policy remain unchanged.

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**ADDITIONAL INSURED - BLANKET**

This endorsement modifies insurance provided under the following:

AUTO DEALERS COVERAGE FORM  
BUSINESS AUTO COVERAGE FORM  
MOTOR CARRIER COVERAGE FORM

Under **Covered Autos Liability Coverage**, the **Who is An Insured** provision is amended to include as an "insured" the person or organization who is required under a written contract to be included as an "insured" under this policy, but only with respect to their legal liability for your acts or omissions or the act or omissions of a person for whom **Covered Autos Liability Coverage** is afforded under this policy.

All other terms and conditions of this policy remain unchanged.

Endorsement Number:

Policy Number: 31CAB8988601

Named Insured: FirstOnsite USA Holdings, Inc.

This endorsement is effective on the inception date of this Policy unless otherwise stated herein:

Endorsement Effective Date: 12/31/2023

00 CA0115 00 10 13

**THIS ENDORSEMENT CHANGES THE POLICY. PLEASE READ IT CAREFULLY.**

**WAIVER OF TRANSFER OF RIGHTS OF RECOVERY  
AGAINST OTHERS TO US (WAIVER OF SUBROGATION)**

This endorsement modifies insurance provided under the following:

- AUTO DEALERS COVERAGE FORM
- BUSINESS AUTO COVERAGE FORM
- MOTOR CARRIER COVERAGE FORM

With respect to coverage provided by this endorsement, the provisions of the Coverage Form apply unless modified by the endorsement.

This endorsement changes the policy effective on the inception date of the policy unless another date is indicated below.

<p><b>Named Insured: FirstOnSite USA Holdings, Inc.</b></p> <p><b>Endorsement Effective Date: 12/31/2023</b></p>
--

**SCHEDULE**

<p><b>Name(s) Of Person(s) Or Organization(s):</b> Any person or organization where waiver of our right to recover is permitted by law and is required by written contract provided such contract was executed prior to the loss.</p>
<p>Information required to complete this Schedule, if not shown above, will be shown in the Declarations.</p>

The **Transfer Of Rights Of Recovery Against Others To Us** condition does not apply to the person(s) or organization(s) shown in the Schedule, but only to the extent that subrogation is waived prior to the "accident" or the "loss" under a contract with that person or organization.

**WAIVER OF OUR RIGHT TO RECOVER FROM OTHERS ENDORSEMENT**

We have the right to recover our payments from anyone liable for an injury covered by this policy. We will not enforce our right against the person or organization named in the Schedule. (This agreement applies only to the extent that you perform work under a written contract that requires you to obtain this agreement from us.)

This agreement shall not operate directly or indirectly to benefit anyone not named in the Schedule.

Schedule

Any person or organization where waiver of our right to recover is permitted by law and is required by written contract provided such contract was executed prior to date of loss.

This endorsement changes the policy to which it is attached and is effective on the date issued unless otherwise stated.

**(The information below is required only when this endorsement is issued subsequent to preparation of the policy.)**

Endorsement Effective: 12/31/2023  
Insured: FirstOnsite USA Holdings, Inc.

Policy No.: 34WCI8988701

Endorsement No.  
Premium: Incl

Insurance Company: Arch Indemnity Insurance Company      Countersigned by \_\_\_\_\_

**WAIVER OF OUR RIGHT TO RECOVER FROM OTHERS ENDORSEMENT**

We have the right to recover our payments from anyone liable for an injury covered by this policy. We will not enforce our right against the person or organization named in the Schedule. (This agreement applies only to the extent that you perform work under a written contract that requires you to obtain this agreement from us.)

This agreement shall not operate directly or indirectly to benefit anyone not named in the Schedule.

Schedule

Any person or organization where waiver of our right to recover is permitted by law and is required by written contract provided such contract was executed prior to date of loss.

This endorsement changes the policy to which it is attached and is effective on the date issued unless otherwise stated.

**(The information below is required only when this endorsement is issued subsequent to preparation of the policy.)**

Endorsement Effective: 12/31/2023  
Insured: FirstOnsite USA Holdings, Inc.

Policy No.: 31WCI8988601

Endorsement No.  
Premium: Incl

Insurance Company: Arch Insurance Company

Countersigned by \_\_\_\_\_



August 6, 2024

ADDENDUM # 1

RFP NO: 0487

Receipt Date: August 29, 2024  
Revised to: September 24, 2024

**Provide Remediation Services for Various Jefferson Parish Departments**

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**REVISION:** The pre-proposal meeting and proposal opening date have been revised.

**\*\*\*PLEASE SEE THE REVISED RFP PAGES THAT INCLUDE REVISED DATES\*\*\***

**\*\*\* PLEASE REMEMBER TO ACKNOWLEDGE THIS ADDENDUM ON YOUR PROPOSAL SUBMISSION \*\*\***

Sincerely,



Shanna Folse, Purchasing Specialist III  
Jefferson Parish Purchasing Department

**RFP SUBMISSION:**

Proposer must acknowledge all addenda on the signature page. Proposer acknowledges receipt of this addendum on the signature page by entering the number that has been assigned to this addendum.

This addendum is a part of the contract documents and modifies the original RFP documents and specifications. The contents of this addendum shall be included in the contract documents. Changes made by this addendum shall take precedence over the documents of earlier date.

REQUEST FOR PROPOSAL

To Provide Remediation Services for  
Various Jefferson Parish Departments



RFP No.: **0487**

Proposal Receipt Date: **September 24, 2024**

Proposal Receipt Time: **3:30 p.m.**

Jefferson Parish  
Department of Purchasing  
200 Derbigny Street, Suite 4400  
Gretna, LA 70053

(504) 364-2678

**Industry Standards/Tests/Recommendations:**

Proposer shall be a member and hold certifications from one or more of the following organizations:

- Restoration Industry Association
  - Certified Restorer
  - Water Loss Specialist
- Institute of Inspection, Cleaning & Restoration Certification
  - Commercial Drying Specialist
  - Applied Structural Drying
- Indoor Air Quality Association
  - Certified in Mold Remediation
  - Certified Indoor Environmental Consultant

Proposer can submit certifications after the RFP is awarded.

**References:**

Proposers must provide a minimum of three (3) references (governmental and private) for whom equal or more extensive scope of services are either currently being provided or have been provided in the recent past (department to define recent past but not to exceed past two years). Contact person(s), addresses, and telephone numbers for each reference shall be included.

**1.5 Schedule of Events**

	<u>Date</u>	<u>Time (CST)</u>
A. RFP posted online @ <a href="http://www.jeffparishbids.net">www.jeffparishbids.net</a>	7/31/2024	At least 30 days prior to the last day that proposals will be accepted
B. Pre-Proposal Conference (if required)	8/29/2024	9:00 a.m.
C. Deadline to receive written inquiries	9/12/2024	4:30 p.m.
D. Proposal Receipt Date and Time	9/24/2024	3:30 p.m.
E. RFP Evaluation Committee Meeting		TBD

Proposers are encouraged to check the general information board in the General Government Building located at 200 Derbigny St., Gretna and the Joseph S. Yenni Building located at 1221 Elmwood Park Blvd., Jefferson. Additionally, proposers may check for meeting information posted on the Jefferson Parish website, [www.jeffparish.net](http://www.jeffparish.net).

- |   |                 |
|---|-----------------|
| F. Council Selection via resolution     | To be scheduled |
| G. Contract Ratification via resolution | To be scheduled |

**NOTE: The Parish of Jefferson reserves the right to deviate from these dates**

## 1.6 Proposal Submittal

All proposals in accordance with Section 2-895 of the Jefferson Parish Code of Ordinances shall be received by the Jefferson Parish Purchasing Department **no later than date and time shown in the Schedule of Events in order to be considered responsive.**

**Important – Clearly mark outside of electronic envelope, with the following information and format:**

- Proposal Name: **To Provide Remediation Services for**
- **Various Jefferson Parish Departments**
- Proposal No. **0487**
- Proposal Receipt Date and Time: **September 24, 2024 3:30 p.m.**

**Proposals will only be received online through the Jefferson Parish e-Procurement site, Central Bidding.** Central Bidding can be accessed by visiting either [www.jeffparishbids.net](http://www.jeffparishbids.net) or [www.centralbidding.com](http://www.centralbidding.com). Registration is required and free for Jefferson Parish Proposers by accessing the following link: [www.centralauctionhouse.com/registration.php](http://www.centralauctionhouse.com/registration.php).

Proposer is solely responsible for the **timely submission** of its proposal. Late proposals will not be accepted.

Price Proposals and/or price schedules shall be submitted in a separate electronic sealed envelope as notated on the Central Bidding page as **“Pricing Attachments”**. Price Proposals will remain sealed and shall not be read until the completion of the scoring of the Technical Proposal Evaluation during the RFP Evaluation Committee Meeting. Once read, the Price Proposals will be evaluated and scored in accordance with Section 1.31. Price Proposals shall be worth twenty-five percent (25%) of the total scoring points assigned.

RFP Evaluation Committee Meetings are open to the public.

## 1.7 Proposal Response Format

Proposals submitted for consideration should follow the format and order of presentation described below:

### **Technical Proposals:**

- A. **Cover Letter:** Containing summary of proposer’s ability to perform the services described in the RFP and confirms that proposer is willing to perform those services and negotiate a contract with the Parish. The letter shall be signed by a person having authority to negotiate and to commit the proposer to a contract. If proposer is a sole-proprietorship, proposer must include a statement that the company is a sole-proprietorship signed by the owner.

The Price Proposal shall be worth twenty-five percent (25%) of the total scoring points assigned. The maximum price proposal points shall be calculated by multiplying the number of price proposal points assigned to price in the evaluation criterion multiplied by the number of evaluators scoring the proposal. Evaluation of Price Proposal shall take place after Technical Proposal Evaluation has been completed.

### **1.8 Number of Response Copies**

Each Proposer shall submit one (1) original **electronic** signed proposal. PDF files are preferred. Price Proposals **shall not** be included in the Technical Proposal of the proposal.

### **1.9 Legibility/Clarity**

Proposals submitted in response to the requirements of this RFP in the formats requested are desirable with all questions answered in as much detail as practicable. The proposal shall demonstrate an understanding of the requirements. Proposals shall be prepared simply and economically, providing straightforward, concise descriptions of the Proposer's ability to meet the requirements of the RFP. Each Proposer is solely responsible for the accuracy and completeness of its proposal.

#### **1.10 Pre-proposal Conference**

A pre-proposal conference will be held at **(9:00 a.m., August 29, 2024 at the General Government Bldg., 200 Derbigny Street, Suite 4400, Purchasing, Gretna, 70053).** Prospective Proposers may participate in the conference to obtain clarification of the requirements of the RFP and to receive answers to relevant questions thereto. Any Prospective Proposer intending to submit a proposal is encouraged to attend and should have at least one authorized representative attend the pre-proposal conference.

Although impromptu questions will be permitted and spontaneous answers will be provided during the pre-proposal conference, the only official answer or position of the Parish of Jefferson will be stated in writing in response to written questions in the form of addenda provided to all Prospective Proposers.

#### **1.11 Written Inquiries**

The Parish shall only consider written and timely communications from Prospective Proposers. No negotiations, decisions, or actions shall be binding as a result of any oral discussions with any Parish employee or Parish consultant. Answers to questions that materially change or substantially clarify the RFP shall be addressed by addendum and provided to all Prospective Proposers.

#### **1.12 Inquiry Periods**

An initial inquiry period is hereby firmly set for all Prospective Proposers to perform a detailed review of the RFP documents and to submit any written questions relative thereto. **Without exception, all questions MUST be** in writing (even if an answer has already been given to an oral question during the pre-proposal conference) and received

September 23, 2024

ADDENDUM # 2

RFP NO: 0487

Receipt Date: September 24, 2024 3:30 p.m.  
Postponed Date: October 4, 2024 3:30 p.m.

**Provide Remediation Services for Various Jefferson Parish Departments**

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**Questions & Answers:**

1) **QUESTION:** Have parish engineers considered the installation of full port backwater prevention valves at facilities most prone to black and graywater intrusion?

**ANSWER-** At this time the installation of backwater sewer valves is not part of this RFP.

2) **QUESTION:** Regarding scoring the submittals, if a submitter leaves any line-item blank, that would provide an unfair advantage to that company when scoring the Pricing portion, as it would produce a lower cost number. In years past, I have always been of the opinion, that all lines must be completed in their entirety and specifically as requested/directed?

**ANSWER-** All items must be bid on.

\*\*\* THE RFP RECEIPT DATE HAS BEEN POSTPONED UNTIL OCTOBER 4, 2024 \*\*\*

\*\*\* DEADLINE FOR INQUIRIES HAS BEEN REACHED \*\*\*

\*\*\* PLEASE REMEMBER TO ACKNOWLEDGE ALL ADDENDA BY NUMBER ON YOUR RFP SUBMISSION \*\*\*

Sincerely,



Shanna Folse, Purchasing Specialist III  
Jefferson Parish Purchasing Department

**RFP SUBMISSION:**

Proposer must acknowledge all addenda on the signature page. Proposer acknowledges receipt of this addendum on the signature page by entering the number that has been assigned to this addendum.

This addendum is a part of the contract documents and modifies the original RFP documents and specifications. The contents of this addendum shall be included in the contract documents. Changes made by this addendum shall take precedence over the documents of earlier date.