

**EDUCATION SERVICE CENTER REGION 19
RFP AWARD SUMMARY**

RFP TITLE: Fuel Cards, Bulk Fuel, and Related – ESC Region 19 Allied States Cooperative
RFP NUMBER: 15-7109
RFP OPENING DATE: March 26, 2015
CONTRACT TERM: Date of award until March 31, 2016 with an option to extend a period of one (1) year with an option to renew annually for an additional four (4) years
(Extended by Region 19 until March 31, 2017)
(Extended by Region 19 until March 31, 2018)
(Extended by Region 19 until March 31, 2019)
(Extended by Region 19 until March 31, 2020)

FUNDING SOURCE: Various
RFP's ISSUED: 34
RESPONSES: 3
ADVERTISEMENT DATES: Washington Post & El Paso Times February 15 and February 22, 2015
BOARD MEETING DATE: March 26, 2015

RECOMMENDED FOR AWARD ~~Apex Petroleum Corp. (HUB) (as of August 10, 2017)~~
~~Texas Fleet Fuel, Ltd. (as of September 6, 2016)~~
FleetCor Technologies Operating Company, LLC. DBA Fuelman
TOTAL (estimated) \$100,000,000/ year

EXPLANATIONS:

Award of this contract will enable ESC Region 19 Purchasing Cooperative members to participate in a contract for Fuel Card, Bulk Fueling & Related Services. Respondents were encouraged to submit any offering on any and/or all products or services available they currently provide in their normal course of business. The vendors recommended for award have scored above 85% in the evaluation process. The vendors recommended for award complied with all conditions of the proposal and applicable federal, state, and local technical, performance standards, and specifications. Members of the cooperative will provide copies of all orders to ESC-Region 19 Allied States Cooperative for tracking purposes. The vendors recommended are in the best interest of ESC-Region 19 Allied States Cooperative and its members. A proposal from WEX Bank was submitted with exceptions not in compliance to contract terms and conditions and therefore it was not considered.

SPECIFICATIONS PROVIDED BY: Royce Cleveland
ESC Region 19 Allied States Cooperative

EVALUATION COMMITTEE: Royce Cleveland
ESC Region 19 Allied States Cooperative

Martin Camacho
ESC Region 19 Allied States Cooperative

Mary Jane Lopez
ESC Region 19 Allied States Cooperative

Apex Petroleum Corp. (HUB) (as of August 10, 2017)

Chris Naemeka
9500 Arena Dr. Suite 360
Upper Marlboro, MD 20774
301-773-9009
Fax: 301-773-9030
www.apexpetroleum.com / chrisn@apexpetroleum.com

APC operates a Fleet Fuel Card Program which is the ultimate tool for our customers to comprehensively manage and control their fuel and maintenance expenses. The APC Card Program is one of the most widely accepted in the industry. It provides extensive corporate fuel credit card solutions, services, and savings to businesses of all sizes. Our program is designed to save up to 15% per year on our customer's fuel and maintenance expenses. It ensures financial integrity with proper controls for direct and indirect procurements.

Fuel Card Program

The program allows drivers or vehicles to be assigned a card with a unique identifier to avoid incidences of fraud. It allows authorization level per card/driver—everyone buys no more than what they need, and allows a per transaction amount for purchases so no over the limit issues will arise. The card provides real time point of sale (POS) activity capture, and streamlines periodic account management process for the accounting purposes. It provides easy access to on-line account changes—add/remove card holder. Exception reports allow the decision maker to see unauthorized denied purchases. Through the system our customers can earn volume discounts on fuel with no cap on the savings. Our program is designed to save up to 15% per year on our customer's fuel and maintenance expenses. Apex Fleet Fuel Card, which is avowed to save users money with the guaranteed wholesale Fuel at retail price / "Cents off" program that lets users pay less than the posted pump price for Fuel

GPS Program

The program makes it possible for the fleet managers to know where their fleet is all times and where it is going. It allows them to know where their employees, vehicles and assets are 24/7 through Google with Satellite Imagery, Street View and traffic. The system provides up to 31 real-time alerts which can be customized by alert type, vehicle and recipient. APEX is willing to offer each GPS system at the discount rate of \$35.00 / unit to all members with no minimum purchase requirement. Dispatch monitoring extra.

Installed inside each vehicle is a device that reads GPS signals and transfers that data through cell towers or satellite networks to

Improve Efficiency, reduce wear & tear

Improve Safety—reduce insurance claims and losses, among others

Improve MPG and reduce fuel costs

Track Fuel Transactions

Eliminate Abusive Purchases

Buy Smarter

Simplify IFTA Reporting

Reconcile Fuel Purchases against Vehicle Odometer

Monitor Driver Behavior & Prevent Aggressive Driving

Meet Government Regulations & Provide Proof of Compliance through Reporting

Refute False Claims and Liability, etc.

Price over/under for unbranded bulk fuel delivery nearest OPIS city \$0.16 / gallon charge would be in addition to the rack city per gallon contract average price for the period for fuel cards and bulk in addition to all applicable taxes date of delivery. These prices are good at any and all in-network stations, which are same as Fuelman's, and could be your Exxon-Mobil, Shell, Citgo, Chevron, etc. for a list of card accepting stations click the following link to search an area using particular criteria: <http://sitelocator>

In the event, vendor wishes to provide multiple OPIS cities fuel weekly reports that will be considered acceptable in an effort to have fair pricing on a national basis. Rack price for Rack City from which fuel is supplied to the locations as reported by the Oil Price Information Service (OPIS) on the day of the delivery.

Aex proposes to only add a nominal across the board fee of \$0.16cents /Gallon to the widely accepted OPIS weekly or Contract average, in addition to all applicable taxes to arrive at the payable price per gallon, in order to allow members enjoy the cents-off per gallon. This way member are afforded the opportunity to pay wholesale price for retail Fuel at over 40,000 locations nationwide, only if they buy from within the network of accepting sites. What that means is that any and all purchases made without the network would be made at the posted pump price.
Accepted with No Exceptions

States Covered— All States

Texas Fleet Fuel, Ltd.

Marty Maxwell 4911-
East 7th Street Austin,
TX 78702
512-381-2800 / 888-311-3835
Fax: 512-381-2828
www.txfleetfuel.com / mmaxwell@txfleetfuel.com

FleetCor Technologies Operating Company, LLC. DBA Fuelman

Attn: **Mark Roberts, Director-Bids & Contracts**
2015 Ayrley Town Blvd., Suite 202 543 Cox Road, Suite C-2
Charlotte, NC 28273 Gastonia, NC 28054
704-853-2662 Office
704-674-6848 Mobile
678-350-9409
markroberts@fleetcor.com

Attn: ~~Dana Cobb (updated 8/15/2017)~~ **Jason Johnson**, Sales Operations Manager *as of 1/15/2019
5445 Triangle Parkway, Suite 400
Norcross, GA 30092
770-729-5017 O: (678) 350-9247
~~Dana.cobb@fleetcor.com / www.fleetcor.com~~
Jason.johnson@fleetcor.com

Attn: Kevin Tory *(added 4/9/2018))
Regional Sales Manager
Texas|Oklahoma|Louisiana|California
Dallas, TX
(469)352-7302 | Cell
kevin.tory@fleetcor.com

Please Remit Payments to: FUELMAN
PO Box 105080
Atlanta, GA 30348-5080

Effective September 6, 2016, FleetCor Technologies Operating Company, LLC. DBA Fuelman will be servicing any clients receiving services under this contract previously provided by Texas Fleet Fuel, Ltd. – There are a few amendments to the contract, listed below in ***Bold Print.***

TFF offers daily, weekly and monthly fleet management reports designed to be easy to read and manage showing all transactions purchased On and Off Site. This continuity in reporting gives fleet managers the ability to effectively manage fuel usage. These reports may be retrieved online or sent as an electronic file that can interface with in house maintenance software. TFF provides the Weekly Fleet Management Report (FN02) in a hard copy or electronic format to allow maximum fuel control and accountability by providing the following:

- Vehicle Description
 - Driver Name
 - Date and Time of Fueling
 - Location of Fueling Odometer Reading
 - Miles per Gallon per Vehicle
 - Gallons, current price per gallon, taxes per gallon and extended price Total Consumption for the Week (gallons and dollars)
 - Total Miles and Average MPG for the Period
 - Exception Transactions Flagged (with exceptions Legend)
- Report is organized by Department and Sub-Department with Sub-Totals at Department end
A quick Reference Departmental Summary Table is shown at the front of the report
Grand Summary Totals by Product are shown at the front of the report

Report Documentation

- Electronic Transaction File
- Real Time Transaction Data
- Exception Reporting Weekly
- Vehicle Management Monthly
- Vehicle Management Monthly
- Fleet Analysis Access Cards
- Pre-Purchase
- Controls Exception
- Reporting Online Access
- Ordering Access Cards
- Fuel Control Terminal Cards TFF Access Cards at the FCT- ***FleetCor reserves the right to not provide FCT equipment for sites receiving Memo Tracking Services***
- Manual Entry at the FCT
- Radio Frequency (RF) at the FCT –***FleetCor reserves the right to not offer this service or equipment sales to ASC members (Note- we are unaware of any ASC Member receiving these services to date.)***
- On-Site Memo Tracking Services- ***FleetCor reserves the right to charge a Memo Tracking Fee of 0.02 per gallon (Note that this changes would provide considerable savings to members versus price offered by TFF.)***
- Security, Loss, Theft or Unauthorized use of Card – ***All claims for defective Fuel or Maintenance must be made to the Merchant Operating the Merchant Location where such Fuel or Maintenance was purchased. Any claim for defective Fuel or Maintenance is waived by Client unless made in writing to Merchant, with a copy to Fuelman, within fifteen (15) days from the date of the purchase of the alleged defective Fuel or Maintenance giving rise to the claim.***
- Account Administration and Card Issuance

TFF agrees to price fuel to ASC members at the TFF Cost Plus locations according to the sum of the following:

Opis Based Cost Plus Pricing: Off Site

Unleaded Gasoline: <u>\$0.110</u>	Premium Gasoline: <u>\$0.110</u>
Mid-Grade Gasoline: <u>\$0.110</u>	Diesel Fuel: <u>\$0.140</u>

Convenience Network Locations: Off-Site

Unleaded Gasoline: <u>\$0.110</u>	Premium Gasoline: <u>\$0.110</u>
Mid-Grade Gasoline: <u>\$0.110</u>	Diesel Fuel: <u>\$0.140</u>

The current list of merchant’s with applicable Convenience Network Pricing includes the following locations: Chevron, Texaco, Sinclair, Arco, Pilot, Flying J, and Love’s Country Stores. – ***Pricing at Convenience Network locations. FleetCor reserves the right to charge the straight retail price (credit price where applicable) at Convenience Network Locations. (Note that this change is likely to provide members a lower price than the TFF price offer.)***

Effective September 6, 2016

Pricing On-Site

OPIS based cost plus pricing: On-site FCT with consignment fuel

TFF agrees to price fuel to On-Site Consigned fuel locations to ASC members according to the sum of the following:

1. Applicable unbranded Rack price for Rack City from which fuel is supplied to the locations as reported by the Oil Price Information Service (OPIS) on the day of the delivery. This rack price will remain in effect until the next delivery is made.
2. Actual freight charged TFF. TFF can provide back-up documentation.
3. All applicable taxes after TFF tax exemptions.
4. TFF’s cost plus service fee or mark-up (margin) per gallon shall be as follows:

All Fuel Grades **\$0.119**

TFF Supplied FCT with memotracking

All Fuel Grades **\$0.119**

ASC Member supplied FCT with memo tracking

All Fuel Grades ~~\$0.109~~

Pricing On-Site. FleetCor requests that this paragraph be deleted in its entirety and replaced by the following paragraph:

The applicable Unbranded Rack Average price for the Rack City used to supply the locations, as reported by the Oil Price Information Service (OPIS) each Thursday (hereafter "OPIS Newsletter Prices") for each product purchased that calendar week. The OPIS Newsletter Prices published each Thursday shall apply to fuel sold during the current week. Example: the price available on Thursday 9/8/16 would be effective for fuel sold from Monday 9/5/16 through Sunday 9/12/16. (Note that we are not aware of any ASC Member receiving onsite consigned fuel services under current contract, so this change should not impact any current members. FleetCor must align the Customer pricing for onsite fuel, with the Weekly Unbranded Average rack price that we are required to reimburse our fuel supplier. Whereas Texas Fleet Fuel preferred pricing the consigned fuel based on their day of delivery OPIS price, which remained in place until the next delivery. The price difference caused by the different methodology is insignificant.)

Training

TFF will interact initially by phone or email, but then would likely setup an appointment to meet with ASC Member to explain details of TFF reporting and card controls. Once the account is set up, TFF will hold trainings for ASC members so that employees are familiar with all aspects of the TFF program, including FCT fueling procedures, off-site fueling, reporting options and online fleet management.

In the Texas Fleet Fuel proposal, beginning on page 34, section entitled ON-SITE FUEL MANAGEMENT, Texas Fleet Fuel provided extensive explanations of this valuable service offering to ASC Members. A key difference with FleetCor operating the program versus TFF, is that we do not own the bulk fuel in customer's tanks receiving consigned fuel. We utilize a third party fuel supplier to provide the consigned fuel. This requires us to have slight differences in the service offering and additional conditions for providing this service. The Additional Terms for FleetCor providing On-Site Consignment Fuel Program to ASC Members in the attached Amendment 1 shall govern the on-site consigned services provided by FleetCor hereunder. In the event of a conflict between the terms and conditions set forth in Amendment 1 and the Terms and Conditions set forth in the TFF original RFP Proposal, the terms and conditions in Amendment 1 shall control. (Note that we are not aware of current ASC Members receiving on-site consigned fuel service under the contract, so no current members should be impacted by this change.)

Pricing of Compressed Natural Gas (CNG), Propane, E-85, and 820. In the proposal, Texas Fleet Fuel did not specifically address pricing of these alternative fuels. We propose that these fuels be priced based on the card accepting merchants Retail Price (credit price where applicable).

- **Note that OPIS based pricing of these fuels is difficult, often impossible since there is usually no valid OPIS rack posting for sake of determining the base cost.**
- **Should these products ever be required for an on-site consigned location, the pricing would need to be based on FleetCor's Cost to the fuel supplier, which would be determined and explained to the ASC Member at time of project.**

Accepted with No Exceptions

States Covered – Texas – (portion – 72 counties), *Oklahoma, Louisiana, and Southern California (added 4/9/18)

Aransas, Atascosa, Bandera, Bastrop, Bee, Bell Bexar, Blanco, Bosque, Brewster, Brooks, Burnet, Caldwell, Calhoun, Cameron, Colorado, Comal, Coryell, DeWitt, Dimmit, Duval, Edwards, Falls, Fayette, Frio, Gillespie, Goliad, Gonzales, Guadalupe, Hays, Hidalgo, Hill, Jackson, Jim Hogg, Jim Wells, Karnes, Kendall, Kennedy, Kerr, Kinney, Kleberg, LaSalle, Lampasas, Lavaca, Lee, Limestone, Live Oak, Llano, Matagorda, Maverick, McLennan, McMullen, Medina, Milam, Nueces, Presidio, Real, Refugio, Sn Patricio, Starr, Terrell, Travis, Uvalde, Val Verde, Victoria, Webb, Wharton, Willacy, Williamson, Wilson, Zapata, and Zavala. **Additionally, TFF agrees to expand services to any areas in Texas where members require coverage that is currently not in the 72 counties listed.**

Approved by: _____
(Armando Aguirre – Executive Director)
(Armando Aguirre – Executive Director)
(Armando Aguirre – Executive Director)
(Armando Aguirre – Executive Director)

Date: _____
(May 29, 2015)
(March 18, 2015)
(January 11, 2018)
(January 9, 2019)

