Memorandum

MIAMI-DADE COUNTY

Date:	May 3, 2011
To:	Honorable Chairman Joe A. Martinez and Members, Board of County Commissioners
From:	Alina T. Hudak County Manager
Subject:	Amendment to Lease Agreement with The Children's Psychiatric Center Inc., a Florida Not-for-Profit Corporation, n/k/a Institute for Child and Family Health, Inc. for Property Located at 6100 N.W. 153 Street, Miami Lakes Property # 2024-00-01

Agenda Item No. 8(F)(1)(A)

RECOMMENDATION

It is recommended that the Board approve the attached resolution authorizing execution of an Amendment to Lease Agreement with The Children's Psychiatric Center Inc., now known as (n/k/a) Institute for Child and Family Health, Inc., a Florida Not-for-Profit Corporation, for Property Located at 6100 N.W. 153 Street, Miami Lakes. The attached Amendment to Lease Agreement has been prepared by General Services Administration.

PROPERTY:	6100 N.W. 153 Street, Miami Lakes
COMMISSION DISTRICT:	13
OWNER:	Miami-Dade County
TENANT:	The Children's Psychiatric Center, Inc., n/k/a Institute for Child and Family Health, Inc., a Florida Not-for-Profit Corporation,
COMPANY PRINCIPALS:	Executive Board of Directors Stephen J. Makar, President J. Bruce Irving, Vice President Estelle Wild, Vice President Terry M. Lovell, Treasurer Michael P. Connolly, Secretary
TENANT'S TRACK RECORD:	The County has no record of negative performance issues with The Children's Psychiatric Center, Inc., n/k/a Institute for Child and Family Health, Inc.
USE:	61,927 square feet of vacant land to be used to construct and operate a facility which will provide healthcare services to Miami-Dade County's children and their families, including prevention and treatment of health and behavioral health disorders.

JUSTIFICATION:	The Children's Psychiatric Center n/k/a Institute for Child and Family Health, Inc., has indicated that the construction of the facility is taking longer than initially anticipated as a result of economic downturn which inhibited their ability to secure the necessary construction funds.
PURPOSE OF AMENDMENT:	To reflect a change in the company's name from The Children's Psychiatric Center Inc. to Institute for Child and Family Health, Inc.; to change the Florida Statutes reference in Article III of the Lease from Section 287.055 to Section 255.05; and to modify Article XV, "Cancellation" of the lease agreement to extend the allotted time for construction of the facility from five years to ten years from the commencement date of the lease agreement dated March 30, 2006.
FINANCIAL IMPACT:	No funds will be spent by the County. The vacant land is leased to The Children's Psychiatric Center, Inc. n/k/a Institute for Child and Family Health, Inc. for one dollar ($1.00) per year. The County will not be impacted financially by the proposed amendment to the lease agreement.
EFFECTIVE DATES OF AMENDMENT:	This Amendment to Lease Agreement shall become effective upon the passage of the resolution of the Miami-Dade County Board of County Commissioners (the Board") approving this Amendment to Lease Agreement and shall terminate as stated in the Lease Agreement.
CURRENT LEASE:	The current lease agreement was approved by the Board on January 24, 2006 by Resolution No. R-44-06. The lease is for a fifty-year term with one additional twenty-five-year renewal option period. The initial lease term commenced on March 30, 2006 and expires March 29, 2056.
COMMENTS:	Attached for your information is a copy of the previously approved resolution and memorandum with data concerning the lease. The Children's Psychiatric Center, Inc., n/k/a Institute for Child and Family Health, Inc. has requested an extension to the construction deadline in order to secure total project funding.
MONITOR:	Tania Llado, Chief Real Estate Officer

DELEGATED AUTHORITY: Authorizes the County Mayor or County Mayor's designee to execute the Amendment to Lease Agreement and exercise the cancellation provision.

Wendi J. Norris, Director
General Services Administration

MEMORANDUM

(Revised)

TO: Honorable Chairman Joe A. Martinez and Members, Board of County Commissioners

DATE: May 3, 2011

FROM: R. A. Cuevas, Jr. County Attorney

SUBJECT: Agenda Item No. 8(F)(1)(A)

Please note any items checked.

_____ "3-Day Rule" for committees applicable if raised

_____ 6 weeks required between first reading and public hearing

_____ 4 weeks notification to municipal officials required prior to public hearing

_____ Decreases revenues or increases expenditures without balancing budget

_____ Budget required

_____ Statement of fiscal impact required

_____ Ordinance creating a new board requires detailed County Manager's report for public hearing

_____ No committee review

_____ Applicable legislation requires more than a majority vote (i.e., 2/3's ____, 3/5's ____, unanimous _____) to approve

_____ Current information regarding funding source, index code and available balance, and available capacity (if debt is contemplated) required

Approved_____ Mayor
Veto _____
Override _____

Agenda Item No. 8(F)(1)(A)
5-3-11

RESOLUTION NO. _____

RESOLUTION APPROVING AN AMENDMENT TO LEASE AGREEMENT AT 6100 N.W. 153 STREET, MIAMI LAKES, WITH THE CHILDREN'S PSYCHIATRIC CENTER, INC., N/K/A INSTITUTE FOR CHILD AND FAMILY HEALTH, INC., A FLORIDA NOT-FOR-PROFIT CORPORATION, FOR VACANT LAND TO BE UTILIZED FOR THE CONSTRUCTION AND OPERATION OF A FACILITY WHICH WILL PROVIDE HEALTHCARE AND BEHAVIORAL SERVICES TO MIAMI-DADE COUNTY'S CHILDREN AND THEIR FAMILIES; AND AUTHORIZING THE COUNTY MAYOR OR THE COUNTY MAYOR'S DESIGNEE TO EXECUTE SAID AMENDMENT AND EXERCISE ANY AND ALL OTHER RIGHTS CONFERRED THEREIN

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board hereby approves the Amendment to Lease Agreement between Miami-Dade County and The Children's Psychiatric Center, Inc., n/k/a Institute for Child and Family Health, Inc., a Florida Not-for-Profit corporation, for premises located at 6100 N.W. 153 Street, Miami Lakes, for premises to be utilized for the construction and operation of a facility which will provide healthcare and behavioral services to Miami-Dade County's children and their families, in substantially the form attached hereto and made a part hereof; authorizes the County Mayor or the County Mayor's designee to execute same for and on behalf of Miami-Dade County; and authorizes the County Mayor or the County Mayor's designee to exercise any and all other rights conferred therein.

The foregoing resolution was offered by Commissioner ,

who moved its adoption. The motion was seconded by Commissioner

and upon being put to a vote, the vote was as follows:

Joe A. Martinez, Chairman
Audrey M. Edmonson, Vice Chairwoman

Bruno A. Barreiro	Lynda Bell
Jose "Pepe" Diaz	Sally A. Heyman
Barbara J. Jordan	Jean Monestime
Dennis C. Moss	Rebeca Sosa
Sen. Javier D. Souto	

The Chairperson thereupon declared the resolution duly passed and adopted this 3rd day of May, 2011. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

HARVEY RUVIN, CLERK

By:_____
Deputy Clerk

Approved by County Attorney as
to form and legal sufficiency. MM

Monica Rizo

Memorandum

MIAMI-DADE COUNTY

Date: January 24, 2006

To: Honorable Chairman Joe A. Martinez
and Members, Board of County Commissioners

Agenda Item No. 8(F)(1)(B)

From: George M. Burgess
County Manager

Subject: Lease Agreement at 6100 N.W. 153 Street, Miami Lakes
with The Children's Psychiatric Center, Inc.
Property # 2024-00-01

The attached Lease Agreement has been prepared by General Services Administration and is recommended for approval.

PROPERTY:	6100 N.W. 153 Street, Miami Lakes
COMMISSION DISTRICT:	13
OWNER:	Miami-Dade County
PROPOSED TENANT:	The Children's Psychiatric Center, Inc. a Florida Not-for-Profit Corporation
USE:	61,927 square feet of unimproved vacant land
JUSTIFICATION:	Under the leadership of Commissioner Natacha Seijas, this property was identified as an ideal location for the development, construction and operation of a facility by the Children's Psychiatric Center, Inc. for the provision of healthcare services to Miami-Dade County's children and their families, to include prevention and treatment of health and behavioral disorders. The Children's Psychiatric Center, Inc. has been serving children in Miami-Dade County with psychiatric disorders for over sixty years. They plan to build an approximately 20,000 square foot state of the art facility on the property.
LEASE TERM:	Fifty years, with one automatic twenty-five year renewal period
RENTAL RATE:	Total rental of $50.00 payable in advance
LEASE CONDITIONS:	The tenant is responsible for development, construction, and operation of the facility along with all utilities, taxes, special assessments, maintenance and repair of all the improvements. The County shall have no obligation or financial responsibility for activities necessary to construct, maintain, repair, or operate the facility.

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EFFECTIVE DATES: Commencing upon the effective date of the resolution of the Board of County Commissioners approving this lease agreement and terminating fifty years thereafter.

CANCELLATION PROVISION: The County may cancel by giving ninety (90) days prior written notice should any of the following occur:

1. Construction of the facility has not commenced within five (5) years of the execution of the Lease Agreement.

2. A certificate of occupancy or temporary certificate of occupancy has not been obtained within six months of the building being completed.

3. Assignment by tenant of this Lease Agreement for the benefit of creditors.

4. Non-performance of any material covenant of this Lease Agreement and failure of the tenant to remedy such breach. Tenant shall have one hundred and eighty (180) days to cure any default after receiving written notice of same from landlord.

5. The tenant willfully abandons or vacates the demised premises or any improvements made thereto before the end of the term of this Lease, or any extension or renewal thereof, or willfully discontinues operations hereunder for a period of thirty (30) days or more.

6. If the demised premises are used by the tenant for any other purpose than for the development, construction and operation of a facility which will provide healthcare services to Miami-Dade County's children and their families, or if the tenant shall fail to maintain any required State of Florida licensing.

7. The conducting of any business or the merchandising of any product or service not specifically authorized herein.

8. A final judgment in favor of landlord as a result of any litigation between the parties.

Assistant County Manager

Approved _____ Mayor

Veto _____

Override _____

Agenda Item No. 8(F)(1)(B)

01-24-06

OFFICIAL FILE COPY
CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
DADE COUNTY, FLORIDA

RESOLUTION NO. R-44-06

RESOLUTION AUTHORIZING EXECUTION OF A LEASE AGREEMENT AT 6100 N.W. 153 STREET, MIAMI, WITH THE CHILDREN'S PSYCHIATRIC CENTER, INC., A FLORIDA NOT-FOR-PROFIT CORPORATION FOR UNIMPROVED VACANT LAND TO BE UTILIZED FOR THE CONSTRUCTION AND OPERATION OF A FACILITY WHICH WILL PROVIDE HEALTHCARE AND BEHAVIORAL SERVICES TO MIAMI-DADE COUNTY'S CHILDREN AND THEIR FAMILIES; AND AUTHORIZING THE COUNTY MANAGER TO EXERCISE ANY AND ALL OTHER RIGHTS CONFERRED THEREIN

WHEREAS, this Board desires to accomplish the purposes outlined in the accompanying memorandum, a copy of which is incorporated herein by reference,

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA, that this Board hereby approves the Lease Agreement between Miami-Dade County and The Children's Psychiatric Center, Inc., a Florida Not-for-Profit Corporation for premises to be utilized for the construction and operation of a facility which will provide healthcare and behavioral services to Miami-Dade County's children and their families, in substantially the form attached hereto and made a part hereof; authorizes the County Manager to execute same for and on behalf of Miami-Dade County; and authorizes the County Manager to exercise any and all other rights conferred therein.

The foregoing resolution was offered by Commissioner Jose "Pepe" Diaz, who moved its adoption. The motion was seconded by Commissioner Rebeca Sosa and upon being put to a vote, the vote was as follows:

Joe A. Martinez, Chairman
Dennis C. Moss, Vice-Chairman

Bruno A. Barreiro	Jose "Pepe" Diaz
Audrey M. Edmonson	Carlos A. Gimenez
Sally A. Heyman	Barbara J. Jordan
Dorrin D. Rolle	Natacha Seijas
Katy Sorenson	Rebeca Sosa
Sen. Javier D. Souto	

The Chairperson thereupon declared the resolution duly passed and adopted this 24th day of January, 2006. This Resolution and contract, if not vetoed, shall become effective in accordance with Resolution No. R-377-04.

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF COUNTY
COMMISSIONERS

HARVEY RUVIN, CLERK

Approved by County Attorney as
to form and legal sufficiency.

Hugo Benitez

By:_____
Deputy Clerk

AMENDMENT TO LEASE AGREEMENT

THIS AGREEMENT made this day of , 2011, by and between MIAMI-DADE COUNTY, a political subdivision of the State of Florida, herein sometimes designated or referred to as the "LANDLORD," and THE CHILDREN'S PSYCHIATRIC CENTER, INC., nka INSTITUTE FOR CHILD AND FAMILY HEALTH, INC. a Florida Not-for-Profit Corporation, hereinafter referred to as the "TENANT,"

WITNESSETH:

WHEREAS, by Resolution No. R-44-06, adopted by the Board of County Commissioners on January 1, 2006, the Board authorized a Lease between the above named parties which approved the lease agreement for 61,927 square feet of unimproved vacant land for property located at 6100 N.W. 153 Street, Miami Lakes, Florida; and

WHEREAS, the lease commenced on March 30, 2006 through March 29, 2056 for a fifty (50) year term; and

WHEREAS, the TENANT is to construct and operate a facility which will provide a continuum of healthcare and behavioral services to Miami-Dade County's children and their families, to include prevention and treatment of health and behavioral health disorders for children, adolescent and their families; and

WHEREAS, the lease requires the construction of the facility to commence within the first five years of the execution of the lease agreement; and

WHEREAS, both LANDLORD and TENANT are desirous of amending said Lease as set forth below; and

WHEREAS, by Resolution No. , adopted , 2011, the Board of County Commissioners has authorized the amending of said Lease;

NOW, THEREFORE, in consideration of the restrictions and covenants herein contained, it is agreed that the said Lease is hereby amended as follows:

1) Article III, "Improvements by Tenant" – TENANT shall be required to show the LANDLORD evidence of sufficient financing prior to any construction and shall obtain, and deliver, to

the LANDLORD for approval, a payment and performance bond in the full amount of the cost of construction and otherwise in compliance with the requirements of Section 255.05 of the Florida Statutes.

2) Article XV, "Cancellation" – Commencing upon the effective date of the Board of County Commissioners approving this Amendment to Lease Agreement, provision one (1) only of Article XV, "Cancellation" of the Lease Agreement shall be modified as follows:

The LANDLORD, through its County Mayor or the County Mayor's designee, shall have the right to cancel this Lease Agreement at any time by giving the TENANT at least ninety (90) days' written notice prior to its effective date, should any of the following occur:

1. Construction of the facility has not been completed within ten (10) years of the commencement date of the Lease Agreement dated March 30, 2006.

In all other respects said Lease shall remain in full force and effect in accordance with the terms and conditions specified therein.

IN WITNESS WHEREOF, the LANDLORD and TENANT have caused this Lease Agreement to be executed by their respective and duly authorized officers the day and year first above written.

(CORPORATE SEAL)

WITNESS

WITNESS

THE CHILDREN'S PSYCHIATRIC CENTER, INC.
a Florida Not-for-Profit Corporation

By:
Dr. Robert D. Nolan, PH.D.
Executive Director (TENANT)

(OFFICIAL SEAL)

ATTEST:

HARVEY RUVIN, CLERK

By:_____
Deputy Clerk

MIAMI-DADE COUNTY, FLORIDA
BY ITS BOARD OF
COUNTY COMMISSIONERS

By:_____
Carlos Alvarez
County Mayor (LANDLORD)

Approved by County Attorney as to
form and legal sufficiency: _____

MIAMI-DADE COUNTY
BOARD OF COUNTY COMMISSIONERS
OFFICE OF THE COMMISSION AUDITOR

Legislative Notes

Agenda Item:	8F1A
File Number:	110356
Committee(s):	Board of County Commissioners
Date of Analysis:	April 6, 2011
District:	13

Summary

This resolution approves an amendment to a Lease Agreement between Miami-Dade County and The Children's Psychiatric Center, Inc. (Tenant), n/k/a Institute for Child and Family Health, Inc. (ICFH), a Florida Not-for-Profit corporation, located at 6100 N.W. 153 Street, Miami Lakes. The 61,927 square feet of vacant land will be utilized for the construction and operation of a facility to provide healthcare and behavioral services to Miami-Dade County's children and their families.

The Children's Psychiatric Center Inc. has indicated that the construction of the facility is taking longer than initially anticipated as a result of the economic downturn, which inhibited their ability to secure the necessary construction funds

According to General Services Administration Department (GSA) staff, an appraisal of the property has not been conducted; however, the Property Appraiser's assessed value for the land is $928,905 for the year 2010.

Background and Relevant Information

On January 24, 2006, the BCC, through R-44-06, approved a Lease Agreement between Miami-Dade County and The Children's Psychiatric Center Inc. which included a fifty year, with an automatic twenty-five year renewal period. Pursuant to the terms of the Lease Agreement, the County can cancel the agreement if the construction of the facility had not commenced within five years of the agreement. Furthermore, pursuant to *Article III Improvements By Tenant,* at its sole cost and expense, the tenant, may have proceeded with improvements, and the construction of the healthcare facilities. The tenant was to submit all plans and scheduling for the erection of any buildings or improvements or landscaping to the GSA.

- Question: Were any improvement schedules/plans presented to GSA staff by the tenant within the five year period? *According to General Services Administration staff, they don't have anything right now, but the institute will be reviewing their plans with the County as they progress.*

On July 24, 2007, the BCC, through R-884-07, authorized the approval of thirty-seven grants from the Building Better Communities General Obligation Bond Program Not-For-Profit Community Organization Capital Fund-Program Number 223. Among the 74 proposals evaluated by a review committee, The Children's Psychiatric Center, Inc. was recommended for $2.5 million in funding.

The Children's Psychiatric Center, Inc. project submittal stated that the construction of a new facility would house a comprehensive pediatric psychiatric center for mental health, prevention and educational programs to serve youth and families of N.W. Miami-Dade including Hialeah, Hialeah Gardens, Miami Gardens, Opa-Locka and Miami Lakes as well as unincorporated N.W. Miami-Dade.

- Questions: Was the $2.5 million grant agreement fully executed? *According to Office of Capital Improvements (OCI) staff, OCI has not contracted with the ICFH. ICFH is in the process of establishing site control on County-owned property located at 6100 N.W. 153 Street, Miami Lakes, by asking for a five year lease extension. The organization will construct the new facility within those 5 years.*

- *In addition, with respect to availability of BBC/GOB funding in general, OCI makes every effort to provide funding to projects that are ready to go and meet other criteria; all within existing funding limitations. This particular stakeholder has not been ready to go.*

- Why does the Capital Improvements Information System show that the Institute is scheduled to receive the $2.5 million in FY 2011-12, when they were recommended this amount in 2007?

In response to questions from the Office of the Commission Auditor pertaining to whether residents in the N.W. portion of the County have access to similar services now, staff from the Office of Countywide Healthcare Planning provided the following information below:

Jackson North Community Mental Health Center (JNCMHC), founded in July 2003, is a Joint Commission-accredited, community-based, multi-service organization that provides a wide array of comprehensive behavioral healthcare services for co-occurring adults and children with severe persistent mental illness and substance abuse problems in the north and northwestern sections of Miami-Dade County.

JNCMHC provides services to more than 3,000 adults and children annually, including:

- *Psychosocial Rehabilitation Services*
- *Children's mental health and substance abuse services*
- *Children's case management*
- *Adult and child medication management*
- *Individual and group therapy*

The Children's Psychiatric Center, Inc., n/k/a Institute for Child and Family Health, Inc.

According to the Institute for Child and Family Health Inc.'s (ICFH) website - formerly the Children's Psychiatric Center (CPC) - is a private, not-for-profit organization that has been providing health, behavioral health, educational, and prevention services to the children, adolescents, and families of Miami-Dade County for over 60 years. It is one of the oldest and largest community health centers exclusively dedicated to the well being of children and families in the state of Florida. ICFH serves over 40,000 children, adolescents, and families per year.

- ICFH is classified as a 501(c)(3) organization under the IRS Code and is registered as a charitable organization in the State of Florida. ICFH is fully accredited by the Council on Accreditation (COA), accredited by the American Psychological Association (APA), and participates as a fully accredited pre-doctoral internship training facility recognized by the Association of Psychology Postdoctoral and Internship Centers (APPIC).

- ICFH has over 400 employees working throughout Miami-Dade County.

Additional Information for 6100 N.W. 153 Street Miami Lakes, Florida.

Although the memorandum states that this is vacant land, the OCA found a building value associated with this parcel on the Miami-Dade Office of the Property Appraiser's (PA) website and upon further research through the Town of Miami Lakes Building Department, OCA determined the following:

According to the Office of Property Appraiser's website:

Assessment Information for this address:		
Year:	**2010**	**2009**
Land Value:	$928,905	$1,114,686
Building Value:	$1,421,459	$1,459,046
Market Value:	$2,350,364	$2,573,732
Assessed Value:	$2,350,364	$2,573,73

The PA website shows a building at this location. However, according to the Town of Miami Lakes Building Department staff, the building was given a final inspection for demolition in 2005 (Permit B-2004-41-52).

On April 12, 2011, PA staff stated that they never received the demolition permit and therefore, had not removed the building from the website. However, their files have been corrected and the change will be reflected on their web page in a couple of weeks.

Prepared by: Michael Amador-Gil and Keith Connor