

Memorandum



Date: February 4, 2014

To: Honorable Chairwoman Rebeca Sosa
and Members, Board of County Commissioners

From: Carlos A. Gimenez
Mayor 

Subject: Zoo Miami
Negotiation to develop and operate the Zoo Miami Entertainment Area

Agenda Item No. 8(H)(2)

Recommendation

It is recommended that the Board adopt the attached Resolution terminating the solicitation authorized by Resolution R-157-12 and rejecting all proposals submitted in response to the solicitation (ITN – ZMEA), waiving bid protest procedures pursuant to Section 2-8.4 of the Miami-Dade County Code, and directing the County Mayor or Mayor’s designee to enter into negotiations with the two developers who submitted complementary proposals for the Invitation to Negotiate – Zoo Miami Entertainment Area project.

Scope

Miami-Dade County’s Zoo Miami, a park of County-wide significance, is located at 12400 SW 152 Street, Miami, FL 33177, in Commission District 9. This item focuses on negotiating certain development agreements to develop and operate the Zoo Miami Entertainment Area and allow County-earned revenue to support expanded operational, conservation and educational efforts at Zoo Miami.

Fiscal Impact

This item will have no fiscal impact to the County as it is rejecting both proposals received in response to ITN – ZMEA and directing the County Mayor or Mayor’s designee to negotiate with the two developers to develop the Zoo Miami Entertainment Area. Once a final deal is negotiated with these two developers, the negotiated agreements will be brought to this Board for approval along with the fiscal impact of those agreements.

Track Record/Monitor

Jack Kardys, Director, Miami-Dade County Parks, Recreation and Open Spaces Department (PROS), will monitor all Agreements between the County and Proposers.

Background

In November, 2006, pursuant to Resolution No. R-820-06 and an Article 7 referendum, the voters authorized the County to develop and operate commercial uses and structures such as a water park, family entertainment center, related retail concessions, food and beverage establishments, and a hotel on Metrozoo ("Zoo Miami") property. After additional action, and a failed solicitation effort in 2011, the Board of County Commissioners (R-157-12) authorized a two-step solicitation process for the development of the Zoo Miami Entertainment Area. The two-step solicitation process was developed in light of Florida Statute 125.045, pursuant to which the County is authorized to negotiate contracts to enhance, improve and expand economic activity and development. The first step of the solicitation process for the Zoo Miami Entertainment Area involved seeking Expressions of Interest ("EOI") from various attractions, amusements, cultural institutions and developers to allow the County to better

understand how the Entertainment Area could be best improved through conventional industry approaches. The County received six proposals, of which four proposals for further development of the Zoo Miami Entertainment Area directly addressed future development and were deemed responsive to the request for information. The County used the information from these proposals to prepare and advertise the second step of the solicitation, an Invitation to Negotiate ("ITN").

The second step of the solicitation process, the ITN, sought both large-scale developers interested in developing the entire Zoo Miami Entertainment Area site as well as smaller developers interested in developing only a part of the area. The County received two complementary proposals ("Miami Wilds, LLC" as the larger master developer and "Dinosaur Park Miami, Corp." as the smaller minor developer), which together provide the County with a project plan, development/operations teams, demonstration of financial capacity and financial return to the County that is consistent with requirements of the solicitation.

Preliminarily, the two initial proposals suggest a Zoo Miami Entertainment Area comprised of over 200 acres, establishing a series of thematically integrated attractions, amusements, museums, retail and dining areas and related infrastructure, with a proposed developer investment of almost \$1 billion within the site. Based solely on financial information provided by the respective proposers, the combined impact of the overall project is likely to create over 14,000 direct and indirect jobs during construction and add over \$500 million in construction wages. Once operational, proposers suggest that the overall project will create over 2,750 new full-time equivalent jobs, generating over \$400 million in new sales and bed tax over the first ten years and providing over \$4 million in County revenues annually from land and participation rents committed to offset Zoo Miami and Zoo Miami Entertainment Area expenses.

During the ITN negotiation process, the Negotiation Committee encountered certain required competitive selection processes that prevented the County from successfully being able to negotiate with Miami Wilds, LLC and Dinosaur Park Miami, Corp. due to:

- Collusion prohibitions that prevented the two proposers from coordinating a complete site plan because they could not interact outside of noticed public meetings;
- Code of Silence requirements that prevented Negotiating Committee members from receiving critical guidance and direction from senior administrative staff; and
- Lack of policy framework establishing how staff could make certain public subsidies available to the project in order to incentivize economic development.

In order to effectively engage in negotiations for this very large and complex public/private partnership, the County's best interests are served by cancelling the current competitive solicitation process while retaining only the two proposals from the two proposers as the basis for completing formal negotiations. Furthermore, the County Mayor or the Mayor's designee and other senior members of the administration must have the ability to negotiate directly with the two development groups to complete the project plan, approve development/operations

teams, confirm financial capacity and provide for a minimum financial return that is in the best interest of the County.

In order to successfully complete this effort, it is recommended that the Board:

1. Authorize the rejection of all proposals received in response to ITN - ZMEA ("Zoo Miami Entertainment Area") to develop and operate improvements for the ZMEA.
2. Waive the bid protest procedures, in Section 2-8.4 of the Miami-Dade County Code, by a two-thirds (2/3's) vote of the Board members present.
3. Authorize the County Mayor or the County Mayor's designee to directly manage and conduct negotiations between only Miami Wilds, LLC and Dinosaur Park Miami, Corp. for the development of the Zoo Miami Entertainment Area.
4. Present final agreements to the Board for approval.



Lisa M. Martinez, Senior Advisor
Office of the Mayor



MEMORANDUM
(Revised)

TO: Honorable Chairwoman Rebeca Sosa
and Members, Board of County Commissioners

DATE: February 4, 2014

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

SUBJECT: Agenda Item No. 8(H)(2)

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 Mayor'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(H)(2)

2-4-14

RESOLUTION NO. _____

RESOLUTION REJECTING ALL BIDS FOR THE INVITATION TO NEGOTIATE ZOO MIAMI ENTERTAINMENT AREA; WAIVING THE REQUIREMENTS OF SECTION 2-8.4 OF THE MIAMI-DADE COUNTY CODE PERTAINING TO BID PROTEST PROCEDURES, BY A TWO-THIRDS VOTE OF THE BOARD MEMBERS PRESENT; AUTHORIZING THE COUNTY MAYOR OR THE MAYOR'S DESIGNEE TO ENTER INTO NEGOTIATIONS WITH THE MIAMI WILDS, LLC AND DINOSAUR PARK MIAMI, CORP., WHO SUBMITTED COMPLEMENTARY PROPOSALS IN RESPONSE TO ITN-ZMEA ISSUED PURSUANT TO RESOLUTION NO. R-157-12

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:

Section 1. This Board authorizes the rejection of all proposals received in response to ITN - ZMEA ("Zoo Miami Entertainment Area") for the development and operations of improvements at the Zoo Miami Entertainment Area and further waives the bid protest procedures, pursuant to the requirements of Section 2-8.4 of the Miami-Dade County Code, by a two-thirds vote of the Board members present.

Section 2. This Board directs the County Mayor or the County Mayor's designee to enter into negotiations with Miami Wilds, LLC and Dinosaur Park Miami, Corp., consistent with the proposals they submitted to ITN – ZMEA and in accordance with Resolution No. R-157-12 and the criteria set forth therein, and to present the final negotiated agreements to the Board for approval.

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:

- | | | |
|----------------------|-------------------------|----------------------|
| | Rebeca Sosa, Chairwoman | |
| | Lynda Bell, Vice Chair | |
| Bruno A. Barreiro | | Esteban L. Bovo, Jr. |
| Jose "Pepe" Diaz | | Audrey M. Edmonson |
| Sally A. Heyman | | Barbara J. Jordan |
| Jean Monestime | | Dennis C. Moss |
| Sen. Javier D. Souto | | Xavier L. Suarez |
| Juan C. Zapata | | |

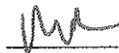
The Chairperson thereupon declared the resolution duly passed and adopted this 4th day of February, 2014. This resolution shall become effective ten (10) days after the date of its adoption unless vetoed by the Mayor, and if vetoed, shall become effective only upon an override by this Board.

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.



Monica Rizo