

# MEMORANDUM

Agenda Item No. 11(A)(12)

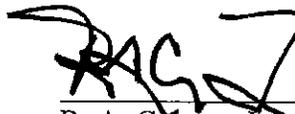
**TO:** Honorable Chairman Jean Monestime  
and Members, Board of County Commissioners

**DATE:** November 3, 2015

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

**SUBJECT:** Resolution prohibiting the presentation of any legislative item(s) seeking approval of any contract, agreement, memorandum of understanding or similarly legally binding document or seeking to direct the negotiation of such contract, agreement, memorandum of understanding or similarly legally binding document regarding commercial and/or non-traditional port development to the Board of County Commissioners until the County has successfully negotiated an agreement with the City of Miami and the State of Florida to resolve uncertainties regarding scope and effect of any potential restrictions, conditions, and/or reversionary clauses in deeds and any other conveyance instruments regarding county-owned property used by the County for the construction and operation of the Port of Miami

The accompanying resolution was prepared and placed on the agenda at the request of Prime Sponsor Commissioner Rebeca Sosa.



R. A. Cuevas, Jr.  
County Attorney

RAC/jls



# MEMORANDUM

(Revised)

**TO:** Honorable Chairman Jean Monestime  
and Members, Board of County Commissioners

**DATE:** November 3, 2015

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

**SUBJECT:** Agenda Item No. 11(A)(12)

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

Agenda Item No. 11(A)(12)

Veto \_\_\_\_\_

11-3-15

Override \_\_\_\_\_

RESOLUTION NO. \_\_\_\_\_

RESOLUTION PROHIBITING THE PRESENTATION OF ANY LEGISLATIVE ITEM(S) SEEKING APPROVAL OF ANY CONTRACT, AGREEMENT, MEMORANDUM OF UNDERSTANDING OR SIMILARLY LEGALLY BINDING DOCUMENT OR SEEKING TO DIRECT THE NEGOTIATION OF SUCH CONTRACT, AGREEMENT, MEMORANDUM OF UNDERSTANDING OR SIMILARLY LEGALLY BINDING DOCUMENT REGARDING COMMERCIAL AND/OR NON-TRADITIONAL PORT DEVELOPMENT TO THE BOARD OF COUNTY COMMISSIONERS UNTIL THE COUNTY HAS SUCCESSFULLY NEGOTIATED AN AGREEMENT WITH THE CITY OF MIAMI AND THE STATE OF FLORIDA TO RESOLVE UNCERTAINTIES REGARDING SCOPE AND EFFECT OF ANY POTENTIAL RESTRICTIONS, CONDITIONS, AND/OR REVERSIONARY CLAUSES IN DEEDS AND ANY OTHER CONVEYANCE INSTRUMENTS REGARDING COUNTY-OWNED PROPERTY USED BY THE COUNTY FOR THE CONSTRUCTION AND OPERATION OF THE PORT OF MIAMI

**WHEREAS**, the State of Florida (the "State") conveyed certain lands to the City of Miami (the "City") in three separate conveyances (the "State Conveyances") located in and along Biscayne Bay in an area east of downtown Miami (the "City Properties"); and

**WHEREAS**, in 1960, the City subsequently conveyed certain portions of the City Properties to the County (the "City Conveyance") for the purpose of constructing, operating, and/or supporting seaport facilities (the "Port Property"); and

**WHEREAS**, the County has constructed the seaport facilities now known as the Dante B. Fascell Port of Miami ("Port of Miami") on the Port Property, which is owned and operated by the County through the County's Seaport Department; and

**WHEREAS**, the State and City conveyance documents purport to contain certain restrictions, conditions, and reversionary interests ("Deed Restrictions"); and

**WHEREAS**, the County submits that the Deed Restrictions lack sufficient precision to avoid uncertainty as to their remaining effect, if any, with respect to development that is not traditionally associated with the operation of a proprietary seaport in which the County contracts with Port of Miami customers to operate cargo terminal yards, cruise terminals, and ancillary support functions; and

**WHEREAS**, the County seeks to collaboratively resolve any uncertainty regarding the enforceability and scope of the Deed Restrictions in order to confirm concurrence among the City, the County, and the State regarding the scope of uses of Port of Miami Property in order to expand upon the scope of traditional uses of the Port of Miami by its customers,

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA**, that:

**Section 1.** The foregoing recitals are incorporated in this resolution and are approved.

**Section 2.** Neither the County Mayor, any Commissioner, nor any other person authorized to sponsor items on a Commission Agenda shall present to this Board, or any of the Board's Committees, any proposal, contract, agreement, memorandum of understanding, and/or other similar legally binding document, or present any resolution directing negotiations for any contract, agreement, memorandum of understanding, and/or other similar legally binding document pertaining to any commercial development or other non-traditional port development – as opposed to traditional port development such as a cruise terminal development agreement or a cargo terminal development agreement – at the Port of Miami unless and until negotiations between the County, the City of Miami, and the State of Florida are successfully concluded which collaboratively resolve any uncertainty regarding the remaining effect and scope of the Deed Restrictions.

The Prime Sponsor of the foregoing resolution is Commissioner Rebeca Sosa. It 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:

Jean Monestime, Chairman	
Esteban L. Bovo, Jr., Vice Chairman	
Bruno A. Barreiro	Daniella Levine Cava
Jose "Pepe" Diaz	Audrey M. Edmonson
Sally A. Heyman	Barbara J. Jordan
Dennis C. Moss	Rebeca Sosa
Sen. Javier D. Souto	Xavier L. Suarez
Juan C. Zapata	

The Chairperson thereupon declared the resolution duly passed and adopted this 3<sup>rd</sup> day of November, 2015. This resolution shall become effective upon the earlier of (1) 10 days after the date of its adoption unless vetoed by the County Mayor, and if vetoed, shall become effective only upon an override by this Board, or (2) approval by the County Mayor of this Resolution and the filing of this approval with the Clerk of the 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.



Richard Seavey