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CLERK OF THE BOARD
OF COUNTY COMMISSIONERS
MIAMI-DADE COUNTY, FLORIDA

Memorandum

MIAMI-DADE COUNTY

Date: December 4, 2007

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

To: Honorable Chairman Bruno A. Barreiro
and Members, Board of County Commissioners

From: George M. Burgess
County Manager

R-1292-07

Subject: Resolution approving Assignment of Lea + Elliott, Inc.'s Technical Services Agreement Relating to the MIC/MIA Connector Project from Dade Aviation Consultants to the County MIA Mover Automated People Mover System Project, Project Number J104A, in the amount of $13,900,832.00

Recommendation

It is recommended that the Board approve the Resolution authorizing the assignment from Dade Aviation Consultants (DAC) to the County of the DAC Technical Services Agreement (TSA) relating to the MIC/MIA Connector Project (as amended) with Lea+Elliott, Inc. (L+E), to provide technical consulting services in the selection and post contract award oversight of a contractor to design, build, operate and maintain the MIA Mover Automated People Mover (APM) system at Miami International Airport (MIA), and authorize the Mayor or his designee to execute the Assignment attached hereto.

Scope

Miami International Airport (MIA) is located within Commission District 6. However, the impact of this agenda item is countywide in nature as MIA is a regional asset.

Fiscal Impact/Funding Source

Funding for this project in the amount of $13,900,832.00, comes from the MIA Capital Improvement Program (CIP) and the Florida Department of Transportation (FDOT).

Track Record/ Monitor

According to Miami-Dade Aviation Department (MDAD) Project Managers Franklin Stirrup (MIA Mover), Juan Carlos Arteaga (North Terminal Development/NTD), and Arthur Buck (E-Satellite), L+E has been involved in the MIA Mover, and North Terminal Automated People Mover (APM) projects since the planning stage. L+E has assisted MDAD throughout the Procurement, Award, Design, Manufacturing and Installation phases of the North Terminal APM project and the programming and ongoing procurement phase of the MIA Mover project. L+E is a professional organization that has performed exemplary services for MDAD on these projects. Staff is well respected by MDAD, and considered essential to the successful completion of the MIA Mover Project and the North Terminal Development Program. MDAD Project Manager Franklin Stirrup will monitor this contract.

Background

The MIA Mover will be an elevated automated people mover landside system approximately one and a quarter (1.25) miles in total length (dual-lane guideway), with passenger service expected to begin by late December 2011. The system will provide a convenient and reliable means for transporting passengers between a centrally located MIA station and the Miami Intermodal Center (MIC). At the MIC, MIA Mover riders will have easy access to the consolidated rental car facility and other

transportation modes including Metrorail, Metrobus, and Tri-Rail. The County's Metrorail system will connect to the MIC through a Metrorail Extension from the Earlington Heights Station.

MDAD determined in the planning phase of this project that it needed specialized technical knowledge of automated people mover systems in order to:

- Develop Request for Proposal (RFP) documents,
- Assist in evaluating the technical aspects of the proposals once they were received,
- Provide the technical expertise to assure that the selected contractor designs and implements the automated people mover system in accordance with the submitted proposal and that the work conforms to the contract requirements.

As the general consultant to MDAD in the Capital Improvement Program, DAC was asked to assist in this effort. DAC, not having the in-house technical expertise needed for such a project, sought outside assistance through a public solicitation process similar to the County's own consultant solicitation and selection process. The respondents to the solicitation were evaluated with the advice, assistance, direction, and counsel of MDAD staff. L+E was selected from among those responding to the solicitation as it is a well-known international transportation consultant considered one of the industry's technology leaders in automated transit systems with extensive experience in airport transit projects.

In July 2000, after successful negotiations with a Negotiation Committee comprised of MDAD, Miami-Dade Transit (MDT), DAC, and oversight from the Inspector General's Office, DAC entered into a Technical Services Agreement with L+E, which included an assignment clause for the agreement to be assumed by the County. The Agreement was subsequently amended on April 23, 2003, and August 17, 2005, which included a revision to the scope of work of basic services (with a reduction in fees), to reflect the post-9/11 adoption of the Center Alignment for the MIA Mover, and the decision to implement through a single design, build, operate and maintain contract.

L+E is experienced in all modes of transit, including rapid, commuter and light-rail transit; monorail; and automated guideway transit (AGT) systems. The firm brings its extensive experience not only to the planning and technical issues related to alignment, vehicles, guidance, power, train control and communications, but also to the integration of operating system components with fixed facilities to include track-work and guideway structures, stations and maintenance facilities.

Lea+Elliott, Inc. has more than 34 years of experience, and has conducted more than 200 planning/feasibility studies of various kinds of automated and manual transportation systems at more than 60 airports worldwide. L+E has planned procured and/or implemented 26 systems now in operation, are currently in the process of implementing 10 new systems and are in the planning and/or procurement stages of 14 new systems. A few of Lea+Elliott's airport APM projects include:

- Phoenix Sky Harbor International Airport APM
- Dallas/Fort Worth International Airport Skylink APM
- San Francisco International Airport AirTrain APM
- Washington Dulles International Airport APM
- Hartsfield Atlanta International Airport APM
- Singapore Changi International Airport APM
- Dubai International Airport APM
- Las Vegas McCarran International Airport T3 APM
- George Bush Intercontinental Airport/Houston TerminaLink APM

- Minneapolis/St. Paul International Airport Hub Tram
- Minneapolis/St. Paul International Airport Concourse Tram
- Seattle-Tacoma International Airport STS Refurbishment
- Chicago O'Hare International Airport ATS
- Kuala Lumpur International Airport Aerotrain

MDAD staff renegotiated the terms and conditions of the Technical Service Agreement as part of the process for this recommendation of assignment to the County. The renegotiations resulted in the incorporation of specific MDAD terms and conditions into a First Amendment to the TSA, which is an accompanying item on today's agenda.

The Lea+Elliott agreement has four main phases of service:

- Programming
- Procurement
- Implementation
- Project Management and Project Controls

The Programming phase is complete. The Procurement phase is nearly complete. Proposals in response to the RFP for a proposer to design, build, operate and maintain the MIA Mover are under evaluation and a separate recommendation from the County Manager will be forthcoming. Lea+Elliott has been tasked to provide technical assistance through the proposal evaluation process to the County's Evaluation/Selection and Negotiating Committee.

After the MIA Mover contract is awarded to the successful proposer, Lea+Elliott will (as part of the Implementation phase), assist in the design review of the fixed facilities (the guideways, stations, and maintenance facility), and perform the management and oversight of the design, manufacture, installation, acceptance and testing and commissioning of the operating system (the train). In the Project Management and Project Controls phase, Lea+Elliott will be involved in coordination meetings, tracking and reporting on the budget and schedule, configuration and interface management control, and quality assurance, among other things detailed in the contract.

L+E will provide appropriate support to MDAD and the County for the MIA Mover project including specialized technical knowledge of automated guideway transit systems in support of planning (which is completed), procurement (which is ongoing), and implementation, project management, and control of the project. Specific tasks include developing the technical requirements for the project and the contract documents, assisting MDAD and the County in evaluating the technical aspects of the proposals received, and providing the technical expertise to oversee and confirm that the selected contractor designs and implements the system in accordance with the submitted proposal and that the work conforms to the contract requirements.

Acceptance of the assignment of this agreement from DAC will be in the best interest of the County because MDAD will be in control of the management of the MIA Mover APM system design, build, operate and maintain contract and will need to utilize the services of Lea+Elliott to make the MIA Mover project a success. Additionally, the MIA Mover project is not scheduled to be completed until 2011, long after the DAC contract with the County would have expired in December 2007. Therefore, assigning the L+E contract will make the Lea+Elliott services immediately available to MDAD for support.

PROJECT: MIC-MIA Connector System Consultant for the MIA Mover Automated People Mover System

PROJECT NO.	J104A, MDAD L+E Agreement-07-07
PROJECT LOCATION:	Miami International Airport ("MIA")
COMPANY NAME:	Lea + Elliott, Inc.
AMOUNT OF AGREEMENT:	$13,900,832.00 which includes $137,632 for IPSIG and the Inspector General Audit Account.
TERM OF AGREEMENT:	This term of this Agreement shall be in effect until all Services are completed.
CONTRACT MEASURES:	The original solicitation by DAC and subsequent contract with L+E included Women, Hispanic and Black Business Enterprise (WBE, HBE and BBE, respectively) contract measures. As the County was prohibited from continuing with the B/H/W Programs, Lea+Elliott has voluntarily agreed to continue working with their subconsultants.
SUBCONSULTANTS:	Carney Neuhaus, Inc., Ronald E. Frazier & Associates, LKG-CMC, Inc., PACO Group, Inc., and PB Americas, Inc.
COMPANY PRINCIPAL(S):	Jack Norton – President, Philip Castellana – Chairman of the Board, David M. Casselman, AIA – Executive Vice President
LOCATION OF COMPANY:	7200 Corporate Center Drive, Suite 510, Miami, Florida 33126
YEARS IN BUSINESS:	34 years (since 1973)
GENDER, ETHNICITY & OWNERSHIP BREAKDOWN:	Corporation – Employee Stock Ownership Program Male – 71% Female – 29%
PREVIOUS EXPERIENCE WITH COUNTY (PAST FIVE YEARS):	1998 was the Original agreement with American Airlines which was an Agreement for NTD assigned from American Airlines to MDAD in 2005, total $11,196,299.
USING DEPARTMENT:	Miami-Dade Aviation Department

Assistant County Manager

MEMORANDUM

(Revised)

TO: Honorable Chairman Bruno A. Barreiro and Members, Board of County Commissioners

DATE: December 4, 2007

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

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

Please note any items checked.

_____ "4-Day Rule" ("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

_____ Bid waiver requiring County Manager's written recommendation

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

_____ Housekeeping item (no policy decision required)

_____ No committee review

5

Approved _____ Mayor
Veto _____
Override _____

Agenda Item No. 8(A)(1)(A)
12-04-07

RESOLUTION NO. R-1292-07

RESOLUTION APPROVING THE ASSIGNMENT AGREEMENT FROM DADE AVIATION CONSULTANTS TO MIAMI-DADE COUNTY, FOR SERVICES OF LEA + ELLIOTT, INC. FOR AGREEMENT NO. DAC TSC-0018, "TECHNICAL SERVICES AGREEMENT RELATING TO THE MIC/MIA CONNECTOR PROJECT AT MIAMI INTERNATIONAL AIRPORT", IN THE TOTAL MAXIMUM AMOUNT OF $13,900,832; AUTHORIZING COUNTY MAYOR OR HIS DESIGNEE TO EXECUTE SAME, AND TO EXERCISE CANCELLATION PROVISIONS THEREOF

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 Assignment Agreement from Dade Aviation Consultants to Miami-Dade County, for professional services of Lea + Elliott, Inc. for Agreement No. DAC TSC-0018 "Technical Services Agreement Relating to the MIC/MIA Connector Project at Miami International Airport", in the total maximum amount of $13,900,832, said Assignment Agreement being in substantially the form attached hereto and made a part hereof; authorizes County Mayor or his designee to execute same and to exercise cancellation and termination provisions thereof.

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:

Bruno A. Barreiro, Chairman **absent**
Barbara J. Jordan, Vice-Chairwoman **aye**

Jose "Pepe" Diaz	**aye**	Audrey M. Edmonson	**aye**
Carlos A. Gimenez	**aye**	Sally A. Heyman	**absent**
Joe A. Martinez	**nay**	Dennis C. Moss	**aye**
Dorrin D. Rolle	**nay**	Natacha Seijas	**absent**
Katy Sorenson	**aye**	Rebeca Sosa	**aye**
Sen. Javier D. Souto	**aye**		

The Chairperson thereupon declared the resolution duly passed and adopted this 4th day of December, 2007. 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 **Kay Sullivan**
Deputy Clerk

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

Deborah Bovarnick Mastin

ASSIGNMENT AGREEMENT

THIS AGREEMENT, made and entered into as of the ____ day of ____, 2007 by and among DADE AVIATION CONSULTANTS hereinafter referred to as "DAC", the BOARD OF COUNTY COMMISSIONERS OF MIAMI-DADE COUNTY, FLORIDA hereinafter referred to as the "County", and LEA+ELLIOTT, INC. hereinafter referred to as the "Consultant".

WITNESSETH

WHEREAS, the County determined in the planning, procurement, implementation and project management and controls phases for the MIC/MIA Connector project (aka MIA Mover) that it needed specialized technical knowledge of automated guideway transit systems, and requested DAC to assist in the effort; and

WHEREAS, DAC not having in-house technical expertise needed for such a project sought outside assistance with County approval through a public solicitation process similar to the County's own consultant solicitation and selection process; and

WHEREAS, the respondents to the solicitation were evaluated with the advice and counsel of MDAD and MDT staff, who participated on the Selection and Negotiating Committee; and

WHEREAS, the firm of Lea+Elliott, Inc., an internationally well-known transportation consultant considered one of the industry's leaders in automated transit systems with extensive experience in airport transit projects, was selected and an agreement negotiated with oversight from the Inspector General's office; and

WHEREAS, DAC and the Consultant have heretofore entered into Agreement No. DAC-TSC-0018 Entitled, TECHNICAL SERVICES AGREEMENT RELATING TO THE MIC/MIA CONNECTOR PROJECT at Miami International Airport, dated as of the 20th day of July, 2000, and amended through Amendment Number 1, effective as of the 23rd day of April, 2003 and Amendment Number 2, effective as of the 17th day of August, 2005, in the total Not to Exceed sum of $13,900,832.00, which this Assignment Agreement is attached thereto and made a part of; and

WHEREAS, the Agreement includes provisions for the assignment of the Agreement (as amended) by DAC to Miami-Dade County when so requested by Miami-Dade County (Article 2.3); and

WHEREAS the services to be provided by the Consultant will extend beyond the term of DAC's contract with the County; and

WHEREAS, the County seeks to exercise its rights to have DAC assign the Agreement (as amended) to the County.

NOW THEREFORE, for and in consideration of the premises and the mutual covenants herein contained, the parties hereto agree as follows:

1. DAC hereby assigns Agreement No. DAC TSC-0018 Entitled, TECHNICAL SERVICES AGREEMENT RELATING TO THE MIC/MIA CONNECTOR PROJECT at Miami International Airport, dated as of the 20th day of July, 2000 and as amended through Amendment Number 1, effective as of the 23rd day of April 2003 and Amendment Number 2, effective as of the 17th day of August 2005, to the County.

2. The County hereby accepts the said assignment, and hereby assumes all obligations and liabilities of DAC to the Consultant, accruing after the date hereof, under the same terms and conditions as contained in the said Agreement (amended)

3. The Consultant hereby consents to the said assignment and hereby binds himself to the County, and warrants to perform all the terms and conditions contained in the said Agreement (amended) with DAC, for the County.

4. The Consultant hereby agrees to look only to the County, and not to DAC, for satisfaction of all obligations and liabilities of DAC under said Agreement (amended), accruing after the date hereof.

IN WITNESS WHEREOF, the parties heretofore have caused this Assignment Agreement to be executed by their appropriate officials as of the date first above written.

CONSULTANT:

DADE AVIATION CONSULTANTS

BY: Paul J Franco
Program Manager

Attest: Gary E. Galliher

NOTARY PUBLIC STATE OF FLORIDA
(407) 698-0153
GARY E GALLIHER
MY COMMISSION # DD525833
EXPIRES: Mar. 6, 2010
Florida Notary Service.com

ACCEPTED:
BOARD OF COUNTY COMMISSIONERS
OF MIAMI-DADE COUNTY, FLORIDA (COUNTY SEAL)

BY: _____
Mayor

ATTEST: Clerk

BY: _____
Deputy Clerk

Approved as to Form and Legal Sufficiency

_____
Assistant County Attorney

IN WITNESS WHEREOF, the parties heretofore have caused this Assignment Agreement to be executed by their appropriate officials as of the date first above written.

CONSULTANT:

LEA+ELLIOTT, INC.

BY: _____ (CORPORATE SEAL)
President

Attest: _____
Secretary

ACCEPTED:
BOARD OF COUNTY COMMISSIONERS
OF MIAMI-DADE COUNTY, FLORIDA (COUNTY SEAL)

BY: _____
Mayor

ATTEST: Clerk

BY: _____
Deputy Clerk

Approved as to Form and Legal Sufficiency

_____
Assistant County Attorney