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ADDENDUM No. 4

DATE: October 24, 2014
TO: ALL PROSPECTIVE PROPOSERS
SUBJECT: RFP No. 00133: JOINT DEVELOPMENT AT DOUGLAS ROAD METRORAIL STATION

Proposal Due Date: The Proposal Submission Due Date is January 12, 2015.

Attached are:

- 1) Attendance sheet from the October 3, 2014 Pre-proposal Conference
- 2) A corrected Development Site Data from Exhibit A.

Revisions to the Solicitation:

The language below replaces the second sentence in Section 1.1 of the solicitation:

- The County anticipates awarding a contract for a 30 year Ground Lease, with up to two (2) 30 year options to renew for a maximum of 90 years, which may be exercised by the tenant (provided the Tenant is not then in default under the Lease and is current with respect to all leasehold obligations), with the consent of the Landlord, which shall not be unreasonably withheld or delayed.

Section 2.2E: Replace with text below:

- To upgrade and/or update Metrorail facilities, including but not limited to, replacement of escalators, elevators, and surveillance systems, upgrading of station landscaping, hardscaping, site illumination, wayfinding signage, and enhancement of facilities which promote pedestrian accessibility. In an effort to harmoniously integrate the development with the Transit infrastructure (rail and bus), the flooring/hardscaping at the station ground floor and platform shall be replaced with flooring/hardscaping that will match or complement the flooring/hardscaping proposed for the development.

Section 2.3B5: Replace with text below:

- There are currently seven bus bays located at the Douglas Road Station site. Seven bus bays must remain and two of those seven bus bays must be reconstructed to accommodate 60 foot articulated buses. Relocation of the bays may be considered, but such relocation may not negatively impact transit operations and must be approved by MDT. Exhibit H contains the basic specifications for bus bays.

Section 2.12A: Additional text.

- Add conceptual plans and renderings showing the development and transit improvements

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Section 2.12G: Additional text.

- The County is supporting a plan to redevelop ten miles of land underneath the Metrorail guideway into a transformative 10-mile mobility/recreational corridor and greenway. The project limits are from the Miami River to the Dadeland South Metrorail station. The project is called the "Underline". Central to the Underline vision is a trail that serves as the spine connecting safe bicycle/pedestrian networks, transit, transit oriented development, recreational areas with the surrounding neighborhoods along the Metrorail corridor.
- Presently the plan to develop the Underline is being led by "Friends of The Underline" a 501(c)(3) non-profit organization. This group is presently working on advocacy, fundraising and public engagement. Their next step is to solicit the services of a consultant team to prepare the Underline master plan of the 10-mile corridor. The master plan is scheduled to be developed early next year. Since the Douglas Station and surrounding transit owned land is within the limits of the Underline corridor, the developer is required to coordinate the design and construction of the Douglas Station development with Miami Dade Transit to ensure integration and accommodation with the future Underline construction adjacent to the project site.

Questions and Answers:

- 1) **Question:** Section 1.1, Introduction, of the RFP states that, "The County anticipates awarding a contract for a 30 year Ground Lease, with up to two (2) 30 year options to renew, a maximum of 90 years, at the County's sole discretion." This does not provide adequate assurance to developers that are contemplating investing many millions of dollars in a development.

Response: The County agrees that this section of the RFP should be amended:
Section 1.1, Introduction, of the RFP shall be amended to read as follows:

Miami-Dade County, hereinafter referred to as the County, as represented by Miami-Dade Transit, is soliciting proposals from interested "Developers" for the joint development of a Site at the Douglas Road Metrorail Station on an "as is" basis. The property is located in the City of Miami, County of Miami-Dade, Florida. The County anticipates awarding a ground lease with an initial term of 30 years with two additional renewal terms of 30 years each which shall automatically renew upon expiration of the preceding terms, with the third and final term ending on the date which is 90 years from the commencement of the ground lease.

- 2) **Question:** Is there a survey of the property being offered for development available in electronic format?

Response: The County does not have a survey of the property being offered in electronic format. However, a copy of the plat is included in Exhibit A of the RFP.

- 3) **Question:** Will the County accept the required bid security in the form of a letter of credit?

Response: Yes, the County will accept bid security in the form of an irrevocable letter of credit.

- 4) **Question:** How will the proposer's financial strength and capability to obtain financing be evaluated?

Response: The County considers the proposer's financial strength and capability to obtain sufficient financing to complete the project to be a very important evaluation consideration, consequently, substantial weight is placed upon this factor. (See Section 4.2 Evaluation Criteria, of the Request for Proposals.) The financial information submitted by proposers will be carefully reviewed and evaluated by staff and/or consultants with extensive knowledge and experience in development financing. The information resulting from the reviews will be used by the Evaluation/Selection Committee in evaluating the proposals.

5) Question: Are plans for the Douglas Road Metrorail Station available?

Response: Plans are available. In accordance with Florida Statutes Section 119.071, all county facility building plans and records are exempt from public records laws. All requests for access to plans must be submitted in writing to the MDT Document Management Section. Document Management Section staff can be contacted at 786-469-5268.

6) Question: Can a proposer request that information submitted in response to the Request for Proposals (RFP) remain confidential?

Response: See Section 1.3, fourth paragraph, of the solicitation.

7) Question: Are there limitations regarding the resale of the improvements constructed in the air rights? For example, if condominiums are constructed, could they then be sold to multiple owners?

Response: Condominiums can be constructed. Normally the ground lease requires the developer to pay annual rent to the County in an amount which reflects the fair market value of the land. If condominiums are proposed, the County would be willing to negotiate a ground lease which is structured to cover this contingency as long as the County receives compensation which reflects the fair market value of the property on which the condominiums are constructed.

8) Question: Can the land owned by the Miami-Dade Water and Sewer Department be utilized for development under this RFP?

Response: No, as stated in Exhibit A, Douglas Road Metrorail Station Development Site Data, the property labeled Douglas W.A.S.D. on the plat (Folio No. 01-4120-058-0010) is not included in the property being offered for development.

9) Question: Please clarify what actions FDOT is planning to take as it relates to this development site.

Response: The Florida Department of Transportation (FDOT) is planning to remove the existing curve in US 1 between SW 37 Avenue (Douglas Road) and SW 42 Avenue (Le Jeune Road). To accomplish this, an arc shaped parcel of property will be conveyed to FDOT. The parcel, which contains approximately 18,430 square feet, abuts US 1 and lies between those two avenues. (See Property to be Conveyed to FDOT in Exhibit A). Currently, a tower supporting the pedestrian bridge which crosses US 1 near SW 37 Avenue is located on the property that will be conveyed to FDOT. The tower will be relocated onto the development site. The developer selected to develop the

Douglas Metrorail Station Road site will be required to coordinate with FDOT in all of these activities. The pedestrian bridge may not be eliminated. However, it may be possible to incorporate the bridge into the proposed development. As stated in Section 2.12 F of the RFP, the site plan of the proposed development must be designed so as to provide an effective barrier which channels development and Metrorail patrons to the pedestrian bridge.

10) Question: Is it possible to temporarily halt operations at this station in order for construction to take place?

Response: It will not be possible to halt operations at the Douglas Road Station. However, the Metrorail System does not operate between the hours of approximately 12:30 a.m. and 5 a.m. Arrangements can be made for construction activities, which cannot be undertaken during operating hours, to take place during the hours during which the system is not operating and Miami-Dade Transit will make every effort to reasonably accommodate construction activities.

11) Question: Will it be possible to plan a project with direct access from US 1?

Response: Access to and from US 1 is controlled by the FDOT. MDT staff contacted FDOT in an effort to obtain information regarding possible direct access between the Douglas Road Metrorail Station site and US 1. FDOT has responded that proposers would be required to apply for a permit through the FDOT access management process to obtain a permit for direct access. Though FDOT could not guarantee that such access would be granted, they encouraged prospective proposers to contact the FDOT District 6 Permits Office and committed to working with prospective proposers "to ensure safe and reasonable access". Mr. Ali Al-Said, P.E. is the FDOT District 6 Permits Engineer. He can be contacted at 305-470-5356. The FDOT District 6 Permits Office is located in the Adam Leigh Cann Building, 1000 NW 111 Avenue, Miami, Florida.

12) Question: Are proposers required to have previous experience working on transit related projects?

Response: Proposers are not required to have previous experience working on transit related projects, however, as stated in Section 4.2 of the RFP, relevant experience of the proposer and the proposer's key personnel are factors in the evaluation of proposals.

13) Question: Will the County be able to make additional parking available during the construction phase?

Response: There is a parking area southwest of the Development Site that will accommodate approximately fifty parking spaces. The area is currently in poor condition and is closed. As stated in Section 2.3 B(9) of the RFP, the Selected Proposer will be required to reconstruct this parking area which can then be used for parking during and after construction. Also, MDT staff contacted the Miami-Dade Water and Sewer Department which owns a parking garage adjacent to the Development Site to inquire if parking in that garage could be made available. Unfortunately, the parking in the garage is at capacity and it will not be possible to make parking spaces in the garage available. If necessary, the developer may temporarily provide convenient, off-site parking to transit patrons. However, such arrangements may be undertaken only with the written consent of the County

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and every effort must be made to minimize inconvenience to transit patrons.

This addendum becomes a part of the subject Request for Proposals (RFP No. 00133).

All other information remains the same.

Miami-Dade County

Fred Simmons, Jr.

Fred Simmons, Jr., CPPO
Senior Procurement Contracting Officer

cc: Clerk of the Board
Bruce Libhaber, Assistant County Attorney



ATTENDANCE SHEET

Stephen P. Clark Center 111 NW 1st Street, 10th Floor, CITT Conference Room,
 LOCATION: Miami FL 33128

RFP No. 00133, Joint Development at Douglas Road Metrorail Station

PURPOSE: Pre-Proposal Conference

DATE / TIME: 10/3/2014 at 9:00am

NAME / TITLE	COMPANY / DEPARTMENT	ADDRESS	PHONE	EMAIL
Tom Decker	WOLFBERG ALVAREZ	3225 AVIATION AVE	(305) 666-5474	TDECKER@WOLFBERGALVAREZ.COM
MANUEL MORALES	"	"	()	M.MORALES@WOLFBERGALVAREZ.COM
PATRICK BURKHEAD	ALPHA CORPORATION	5201 BLUE LAGOON DRIVE	(305) 269-7917	patrick.burkhead@alphacorporation.com
Seniifer Lopez	Eastern Engineering Group	3401 NW 82nd Ave	(305) 595-8133	Seniifer@Easterneng.com
ERIKET WATERS	E.L. WATERS: CO. LLC	8269 NW 195th TER.	(305) 785-9157	erikets@elwaters.com
OTTO ROUBET	THE TREE GROUP	2950 SW 27th Ave #100	(305) 418-7092	ORoubet@treegroup.com
Rosemary Canals	Bernello Ajami Partners	2600 S Bayshore Dr.	(305) 972-7882	rcanals@bernelloajami.com
Jonathan Raiffe	Adler Development	1400 NW 107th Ave	(305) 392-4194	JRaiffe@adlergroup.com
HAVEN READEN	STANTEC ARCHITECTURE INC	25001 BRICKMANE BLVD #1670	(305) 482-8768	haven.readen@stantec.com
Amelia Cachaloboa	OLES Structures	848 Rickell Ave #1130	(305) 213-4475	acachaloboa@oles.com
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Tim Gomez	Floridian Partners	235 Calhoun Ave	(305) 461-4260	tim.gomez@floridian.com
PETE HERNANDEZ	AECOM	800 S. DOUGLAS, 24th FLOOR, C.O.	(786) 255-5145	pete.hernandez@aecom.com
Guy Trusty	KHL Advisors	3109 Ponce de Leon Blvd	(305) 465-3229	GTrusty@khladvisors.net
ivie Zichella	P3 MANAGEMENT	2929 SW 3RD AVE	(786) 401-4000	www.p3miami.com



ATTENDANCE SHEET

Stephen P. Clark Center 111 NW 1st Street, 10th Floor, CITT Conference Room,

LOCATION: Miami FL 33128

RFP No. 001133, Joint Development at Douglas Road Metrorail Station

PURPOSE: Pre-Proposal Conference

DATE / TIME: 10/3/2014 at 9:00am

NAME / TITLE	COMPANY / DEPARTMENT	ADDRESS	PHONE	EMAIL
CHRIS COBB	GRASS RIVER PROPERTIES	(305) 338-0332	()	COBB@GRASSRIVER.COM
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ERIC SWANSON	OBERBECHT USA	305-341-8836	()	ESWANSON@adbrecht.com
JAMES C. BLACK	HUSTOE GROUP LLC	305-606-6469	()	CHIP@HUSTOE.COM
Andrea Molina	TERRANOVA CORP.	801 Arthur Godfrey Rd Suite 600 35140	(305) 779-8925	amolina@terranovalp.com
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JEFF BERCOV	Bercov Raddell + Fernald	305 377 6220	()	bercov@bercovraddell.com
ANDREW BERGENT	STANTEC ARCHITECTURE INC	2 South DIXIE BLVD #1670	(305) 462 8210	andrew.bergent@stantec.com
Arrind Kumbhajakar	HP CONSULTANTS INC	40820 SW 107th Ave Miami FL 33176	(305) 591-2857	hpconsultants@hp.com
Matt Fox	MILTD GROUP	2133 SW 15th Ave Miami FL 33135	(305) 460 5500	fox@miltd.com
Gus Alfonso	Florida Value Partners	15500 New Barn Rd, Suite 109	(305) 403 0110	galfonso@floridavaluepartners.com
George Gonzalez	Paragon Group	1200 Bruce Rd, 3rd Floor	(805) 445-4020	gonzalez@paragonst.com
Oliver Pfeiffer	Landmark Development	3050 Biscayne #300	305 5389552	oliver@landmarkca.net
MIKE CLARENDE	LSN Partners	801 Arthur Godfrey Rd #401	305-793-2810	mclarend@lsnpartners.com

Revised
Douglas Road Metrorail Station Development Site Data

Location: Four parcels of property located in the City of Miami, Miami-Dade County bounded by South Dixie Highway, Douglas Road (SW 37 Avenue), Peacock Avenue and SW 38 Avenue, excluding the 2.19 site (Folio No. 01-4120-058-0010) occupied by the Miami-Dade Water and Sewer administration building. One of the parcels is encumbered by the Douglas Road Metrorail Station and the Metrorail guideway.

Ownership: Miami-Dade Transit

Folio 01-4120-068-0010

Size: Approximately 2.44 acres
Shape: Irregular
Improved/Unimproved: Paved parking lot

Folio 01-4120-059-0010

Size: Approximately 16,293 square feet
Shape: Irregular
Improved/Unimproved: Paved parking area

Folio 01-4120-059-0020

Size: Approximately 85,086 square feet
Shape: Roughly trapezoidal
Improved/Unimproved: Encumbered by the Douglas Road Metrorail Station and the Metrorail guideway.

Folio 01-4120-068-0020

Size: Approximately 2.74 acres (Approximately 18,430 sq. ft. of this parcel of property is being conveyed to FDOT which will leave approximately 2.32 acres for development.)
Shape: Irregular
Improved/Unimproved: Mostly unimproved.

Restrictions:

- 1) Approximately 18,430 square feet of the portion of Folio No. 01-4120-068-0020 which fronts US 1 is being transferred to the Florida Department of Transportation (FDOT) for the purpose of realigning US 1 to remove a curve in the roadway. The parcel remaining available for development will be approximately 2.32 acres in size. The portion being transferred is encumbered by the pedestrian overpass spanning South Dixie Highway. The tower supporting the pedestrian overpass will be relocated onto the development site. The sidewalk leading to the overpass must remain but may be realigned or relocated.
- 2) There is an ingress/egress easement 22.4 feet wide along the west side of Folio 01-4120-068-0010.
- 3) Folio 01-4120-059-0020 is encumbered by the Douglas Road Metrorail Station and the Metrorail guideway, consequently, development at ground level under the guideway and around the station will be limited to such improvements as parking lots, pedestrian walkways or bicycle paths with landscaping, the height of which cannot exceed fourteen feet. However, development over the guideway and station (air rights) and development that incorporates the Douglas Road Metrorail Station may be considered.
- 4) The bus driveway and seven bus bays located in the front of the station must remain, however, it may be possible to relocate the driveway and bus bays if such relocation does not negatively impact transit services.
- 5) The M-Path pedestrian and bicycle path must remain but may be relocated.
- 6) The development must provide a minimum of 300 parking spaces for the exclusive use of transit patrons.
- 7) There may also be additional encumbrances as noted on page 2 of the plat.
- 8) The Art in Public Places, "Leaning Arches", can be relocated to another area of the Douglas Road Metrorail Station.
- 9) The property labeled Douglas W.A.S.D Plat (Folio No. 01-4120-058-0010) is **not** included.