



Miami-Dade Board of County Commissioners
Office of the Commission Auditor

Parks and Cultural Affairs Committee (PCAC) Meeting

July 17, 2018
9:30 A.M.
Commission Chambers

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Research Notes**

**Item No. 3A
File No. 181665**

Researcher: PGE Reviewer: TD

RESOLUTION AUTHORIZING WAIVER OF FORMAL BID PROCEDURES PURSUANT TO SECTION 5.03(D) OF THE HOME RULE CHARTER AND SECTION 2-8.1(B) OF THE MIAMI-DADE COUNTY, FLORIDA CODE BY A TWO-THIRDS VOTE OF THE BOARD MEMBERS PRESENT TO APPROVE AMENDMENT NO. 7 TO THE OPERATING MANAGEMENT AGREEMENT BETWEEN MIAMI-DADE COUNTY AND THE ADRIENNE ARSHT CENTER TRUST, INC. AND APPROVING THE THIRD AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE TRUST; WAIVING RESOLUTION NO. R-130-06; AND AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE SUCH CONTRACT AND TO EXERCISE ALL PROVISIONS CONTAINED THEREIN

ISSUE/REQUESTED ACTION

Whether the Board should approve waiver of formal bid procedures by a two-thirds vote of the members present to authorize (1) Amendment No. 7 to the Operating Management Agreement between the County and the Adrienne Arsht Center Trust (Trust) and (2) the Third Amended and Restated Articles of Incorporation of the Trust.

APPLICABLE LEGISLATION/POLICY

Section 5.03D of the Home Rule Charter requires contracts for public improvements and purchases of supplies, materials and services other than professional shall be made whenever practicable on the basis of specifications and competitive bids. However, the Board, upon written recommendation of the Mayor, may by resolution adopted by two-thirds vote of the members present waive competitive bidding when it finds this to be in the best interest of the County. <http://www.miamidade.gov/charter/library/charter.pdf>

Section 2-8.1 of the County Code (Contracts and Purchases Generally) applies to all contracts for public improvements and purchases of all supplies, materials and services other than professional services and (1) requires formal sealed bids for purchases over \$250,000; (2) describes the circumstances under which non-competitive purchases may be approved; (3) establishes requirements for legacy purchases, designated purchases, and single vehicle leases; and (4) provides that procurement procedures shall be established by I.O. and approved by the Board. https://library.municode.com/fl/miami-dade-county/codes/code_of_ordinances?nodeId=PTIICOOR_CH2AD_ARTIINGE_S2-8.1COPUGE

Resolution No. R-130-06, adopted by the Board on January 24, 2006, clarifies that proposed agenda items seeking approval of a contract or conveyance and authority to execute same shall not be placed on any committee or commission agenda unless the underlying contract or conveyance is completely negotiated, in final form, and executed by all non-County parties. <http://intra/gia/matter.asp?matter=060239&file=false&yearFolder=Y2006>

PROCEDURAL HISTORY

Prime Sponsor: N/A
Department/Requester: Department of Cultural Affairs

FISCAL IMPACT

The revised agreement includes a provision for the County to obtain gap insurance in the amount of \$5 million, the County's deductible for all perils excluding windstorm. The revised agreement also restructures the construction loan that the Trust is responsible for repaying to the County and requires that annual payments be deducted automatically from the County subsidy to the Trust. The repayment amount due by year is set forth below.

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Year	Amount
2018	\$250,000
2019	\$500,000
2020	\$500,000
2021	\$750,000
2022	\$1,000,000
2023	\$1,250,000
2024	\$1,250,000
2025	\$1,500,000
2026	\$2,000,000
2027	\$2,000,000
2028	\$2,000,000
2029	\$2,000,000
2030	\$2,000,000
2031	\$2,000,000
2032	\$2,000,000
2033	\$2,925,000

Amendment No. 7 provides that the Trust shall not rely upon revenues from the County’s General Fund to help pay for the programming, marketing, management, operations, maintenance and improvements to the Arsht Center. The Trust shall apply for available State, federal, local and private corporate grants, as well as engage in fundraising, to pay the expenses.

ANALYSIS

This item authorizes execution of Amendment No. 7 to the Operating Management Agreement between the County and the Trust as well as revisions to the Articles of Incorporation of the Trust. Moreover, the item is waiving the County’s policy barring contracts from being placed on any committee or commission agenda unless the underlying contract is completely negotiated, in final form, and executed by all non-County parties. Waiver of the policy is being requested as the individuals required to sign the documents on behalf of the Trust are currently out-of-town.

The County and the Trust entered into the original Operating Management Agreement on July 13, 1993 to set forth the County’s and Trust’s respective obligations with respect to the planning, design, construction, furnishing and operations of the proposed performing arts facilities to be owned by the County on County property. In the ensuing years, the County issued bonds and incurred debt to finance the construction of the County-owned facilities previously known as the Performing Arts Center and now known as the Adrienne Arsht Center for the Performing Arts of Miami-Dade County. The original agreement has been amended six times, with the last amendment executed on February 5, 2008.

The primary changes under Amendment No. 7 are as follows:

- The term of the agreement renewal period has been changed from one, 10-year term to three, 25-year terms.
- Section B has been revised to outline the remaining funding obligation for the Trust and the repayment terms of the \$30 million construction loan that the County entered into in 2007 to complete the building with the commitment of the Trust for repayment of the loan. The agreement now includes a revised repayment schedule that is structured on a graduated scale that will better enable the Trust to increase its fundraising to meet this obligation over the next 15 years, extending the repayment period from the originally scheduled end date of

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2027 to 2033. The annual payment will be deducted by the County from the County's annual budget allocation to the Trust.

- The prior agreement required that the Trust create an endowment capitalized at \$16 million. The updated agreement does not specify a minimum required amount for the endowment. The Trust's funding for the endowment currently stands at \$10 million, with a capital campaign underway with a goal to raise it to \$15 million.
- Insurance requirements have been updated based on current standards and to include additional coverages: (1) property insurance in the amount of \$5 million as gap insurance; (2) property insurance for 100 percent of the replacement value of the contents; and (3) business interruption insurance in an amount sufficient to adequately cover continuing expenses.

The primary changes under the Third Amended and Restated Articles of Incorporation of the Trust are as follows:

- The name of the Trust is changed from Performing Arts Center Trust, Inc. to the Adrienne Arsht Center Trust, Inc.
- The Board of Directors is expanded from 41 to 51 members.

ADDITIONAL INFORMATION

See the link below for more information regarding the Trust's membership and meeting schedule.

<http://www.arshtcenter.org/About-Us/Board-Lists/>

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**Item No. 3B
File No. 181609**

Researcher: JFP Reviewer: TD

RESOLUTION AUTHORIZING THE ACCEPTANCE OF A SPECIAL WARRANTY DEED FROM CENTURY GARDENS AT TAMIAMI COMMUNITY DEVELOPMENT DISTRICT (CDD), A LOCAL UNIT OF SPECIAL-PURPOSE GOVERNMENT ESTABLISHED PURSUANT TO CHAPTER 190, FLORIDA STATUTES AND ORDINANCE NO. 14-72 AMENDED TO ORDINANCE NO. 08-64 CONVEYING APPROXIMATELY 33,305 SQUARE FEET OF LAND AND PARK IMPROVEMENTS, LOCATED AT THE SW CORNER OF SW 112 STREET AND HAMMOCKS BOULEVARD; APPROVING EXECUTION OF A MAINTENANCE AGREEMENT FOR THE AFOREMENTIONED PARCEL WITH THE CDD AND AUTHORIZING THE COUNTY MAYOR TO EXECUTE SAME AND EXERCISE ALL RIGHTS CONFERRED HEREIN

ISSUE/REQUESTED ACTION

Whether the Board should authorize the acceptance of a Special Warranty Deed from Century Gardens at Tamiami Community Development District (CDD), a local unit of special purpose government, conveying approximately 33,305 square feet of land and park improvements located in District 11, and approving execution of a Maintenance Agreement for the subject property with the CDD.

APPLICABLE LEGISLATION/POLICY

Chapter 190, Florida Statutes governs Community Development Districts
http://www.leg.state.fl.us/Statutes/index.cfm?App_mode=Display_Statute&URL=0100-0199/0190/0190ContentsIndex.html

Ordinance No. 14-72, adopted by the Board on July 15, 2014, amends Ordinance No. 08-64 relating to Amerifirst Park first addition multipurpose maintenance special taxing district expanding the district's boundary to include contiguous property to the west
<http://intra/gia/matter.asp?matter=141190&file=true&yearFolder=Y2014>

Ordinance No. 08-64, adopted by the Board on June 3, 2008, creates AND establishes a special taxing district in Miami-Dade County, Florida, known and described as Amerifirst park first addition multipurpose maintenance special taxing district
<http://intra/gia/matter.asp?matter=081017&file=true&yearFolder=Y2008>

PROCEDURAL HISTORY

**Prime Sponsor: Commissioner Joe A. Martinez, District 11
Department/Requester: Internal Services Department**

The proposed resolution has no procedural history.

FISCAL IMPACT

There will be no fiscal impact to the County. The County will receive the land as a donation at no cost and the maintenance of the park will be funded and managed by the CDD. There are no outstanding assessments or taxes for the property.

ANALYSIS

The proposed resolution authorizes the acceptance of a Special Warranty Deed from Century Gardens at Tamiami Community Development District (CDD), a local unit of special purpose government, conveying approximately 33,305

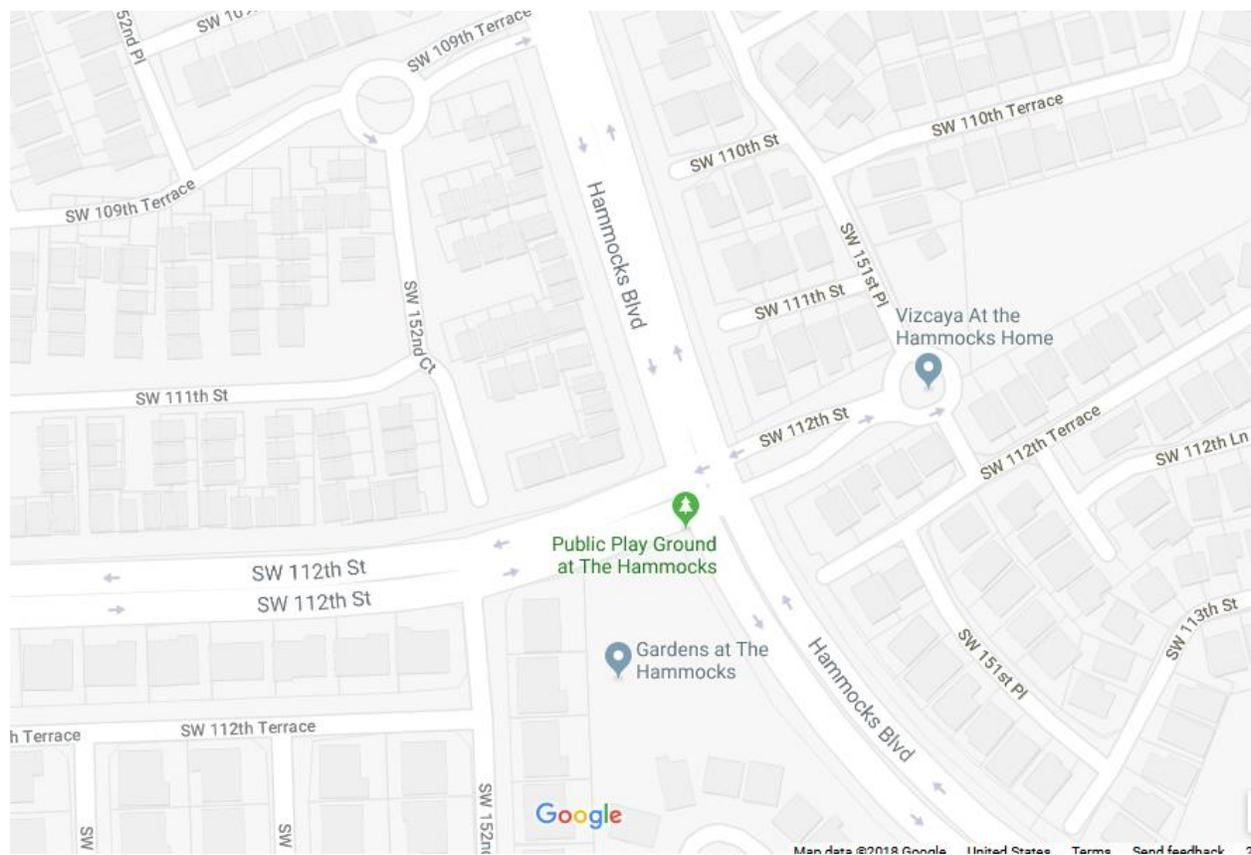
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square feet of land and park improvements located in the Unincorporated Municipal Service Area in District 11 at the Southwest Corner of SW 112 Street and Hammocks Boulevard, and approving execution of a Maintenance Agreement for the subject property with the CDD.

The subject property was conveyed to the CDD on June 29, 2015 and is now being donated to the County via Special Warranty Deed for the purposes of a public park. The park, developed according to plans approved by Parks, Recreation, and Open Spaces, includes a playground, walking path, lighting, site furniture and landscaping. The park lies in a densely populated residential area and will serve the residents of The Hammocks and the surrounding area.

Landscaping and lawn maintenance, funded and managed by the CDD, will include turf maintenance, trimming, edging, pruning shrubs and ground cover plants, tree care, weed control, irrigation, and litter control.

The subject property is highlighted below, delineated as *Public Play Ground at the Hammocks*.



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**Item No. 3C
File No. 181452**

Researcher: JFP Reviewer: TD

RESOLUTION AUTHORIZING THE ACCEPTANCE OF A WARRANTY DEED FROM WAL-MART STORES EAST, LP, CONVEYING TO THE COUNTY AN 811 SQUARE FOOT PARCEL OF LAND, LOCATED AT 21151 SOUTH DIXIE HIGHWAY, UNINCORPORATED MIAMI-DADE COUNTY, ALONG WITH THE IMPROVEMENTS REQUIRED TO CONNECT TO THE BLACK CREEK TRAIL SEGMENT A GREENWAY; DIRECTING THE COUNTY MAYOR OR THE COUNTY MAYOR'S DESIGNEE TO TAKE ALL ACTIONS NECESSARY TO ACCOMPLISH THE ACCEPTANCE OF THE PROPERTY; DIRECTING THE CLERK OF THE BOARD TO PERMANENTLY STORE A COPY OF THIS RESOLUTION AND THE RECORDED INSTRUMENT OF CONVEYANCE

ISSUE/REQUESTED ACTION

Whether the Board should authorize the acceptance of a Warranty Deed from Wal-Mart Stores East, LP, conveying to the County an 811 square foot parcel of land located in District 9 at 21151 South Dixie Highway, unincorporated Miami-Dade County, along with the improvements required to connect to the Black Creek Trail Segment A Greenway.

APPLICABLE LEGISLATION/POLICY

Resolution No. R-974-09, adopted by the Board on July 21, 2009, directs that any resolution authorizing the execution of instruments creating a County interest in real property shall require such instruments to be recorded in the public records of Miami-Dade County and attached by the Clerk of the Board to the authorizing resolution.

<http://intra/gia/matter.asp?matter=091900&file=true&yearFolder=Y2009>

Resolution No. R-614-13, adopted by the Board on July 6, 2013, approves the plat of Walmart Goulds.

<http://intra/gia/matter.asp?matter=131091&file=true&yearFolder=Y2013>

PROCEDURAL HISTORY

Prime Sponsor: Commissioner Dennis C. Moss, District 9

Department/Requester: Internal Services Department

The proposed resolution has no procedural history.

FISCAL IMPACT

The land is being conveyed to the County at no cost. The cost to maintain the property is estimated at \$56 per year, for which the funding source is the County's General Fund, so budgeted by the Parks, Recreation, and Open Spaces Department. There are no outstanding assessments or taxes for the property.

ANALYSIS

The proposed resolution authorizes the acceptance of a Warranty Deed from Wal-Mart Stores East, LP, conveying to the County an 811 square foot parcel of land located in District 9 at 21151 South Dixie Highway, unincorporated Miami-Dade County, along with the improvements required to connect to the Black Creek Trail Segment A Greenway.

When the Board approved zoning for the construction of Wal-Mart Store #5912-00 located at 21151 South Dixie Highway, Miami, Florida in October 2011, the Regulatory and Economic Resources Department, Zoning Evaluation Unit, recommended that the owner of the property, Wal-Mart Stores East, LP, convey an 811 square foot parcel, with improvements.

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The intended purpose of the parcel was to serve as a greenway, as memorialized in Resolution No. R-614-13 wherein the Board approved the Wal-Mart Goulds plat. The parcel serves as a critical connection to the 8.46 mile Black Creek Trail Segment A greenway, providing the only exclusive non-motorized dedicated trail crossing that links the greenway trail on the south side of the canal to the greenway trail on the north side of the canal.

Highlighted below is the subject property.



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**Item No. 3D
File No. 181616**

Researcher: MF Reviewer: TD

RESOLUTION APPROVING TERMS OF AND AUTHORIZING EXECUTION BY THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE, OF A RETROACTIVE SECOND AMENDMENT TO LEASE AGREEMENT BETWEEN MIAMI-DADE COUNTY AND REAL SUB, LLC, A FLORIDA LIMITED LIABILITY COMPANY, FOR THE PREMISES LOCATED AT 10785 NW 58 STREET, SPACE B-11, DORAL, FLORIDA (FOLIO NO. 35-3018-015-0010), TO BE UTILIZED BY THE MIAMI-DADE PUBLIC LIBRARY SYSTEM, AS ITS DORAL ISLE BRANCH LIBRARY, FOR A ONE YEAR TERM, FROM JUNE 3, 2018 THROUGH JUNE 2, 2019, WITH A TOTAL RENTAL EXPENSE TO THE COUNTY ESTIMATED TO BE \$115,136.75, FOR THE ONE-YEAR TERM; AUTHORIZING THE AMENDMENT OF ARTICLE IV, OF THE LEASE, TRANSFERRING CERTAIN MAINTENANCE RESPONSIBILITIES TO THE COUNTY; AND AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE, TO EXERCISE ANY AND ALL RIGHTS CONFERRED THEREIN, AND TO TAKE ALL ACTIONS NECESSARY TO EFFECTUATE SAME; AND DIRECTING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE, TO PROVIDE AN EXECUTED COPY OF SUCH AGREEMENT TO THE PROPERTY APPRAISER'S OFFICE WITHIN 30 DAYS OF ITS EXECUTION

ISSUE/REQUESTED ACTION

Whether the Board should approve the terms of and authorize execution by the County Mayor of a Retroactive Second Amendment to the Lease Agreement between Miami-Dade County and Real Sub, LLC, for the premises located at 10785 NW 58th Street, Space B-11, Doral, to be utilized by the Miami-Dade Public Library System, as its Doral Isle Branch Library, for a one-year term, from June 3, 2018 through June 2, 2019, with a total rental expense to the County estimated to be \$115,136.75, for the one-year term; and authorize the amendment of Article IV of the Lease, transferring certain responsibilities to the County.

APPLICABLE LEGISLATION/POLICY

Miami-Dade County Code, Section 2-8.6.5, entitled "Purchase, sale, lease of real property," provides that "Prior to the County's entering into any contract, agreement or lease relating to the purchase, sale or leasing of real property by, to or from the County, all individuals, corporations, partnerships, joint ventures or other legal entities having any interest of any kind in the property to be purchased, sold or leased, shall file with the County a document identifying the extent of its ownership interest in the subject real property".

https://library.municode.com/fl/miami-dade-county/codes/code_of_ordinances?nodeId=PTIICOOR_CH2AD_ARTIINGE_S2-8.6.5PUSALEREPR

Resolution No. R-1310-02, adopted by the Board on November 19, 2002, authorized the County to enter into a Lease Agreement with U.S. Retail Income Fund VI, LP, to allow the Library System to operate the Doral Branch Library in the premises located at 10785 NW 58th Street, Space B-11, in Doral. (See attached copy).

Resolution No. R-635-08, adopted by the Board on June 3, 2008, authorized the execution of a Lease Agreement at 10785 NW 58th Street, Doral between the County and U.S. Retail Income Fund VI, LP, for library and office space to be occupied by Miami-Dade Pubic Library System. (See attached copy).

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PROCEDURAL HISTORY

Prime Sponsor: None

Department/Requester: Internal Services

This proposed Resolution has no procedural history.

FISCAL IMPACT

According to the Fiscal Impact Statement, the Amendment adjusts the current annual rent from \$88,000 to 89,760, and adjusts the additional rent for common area maintenance from \$24,990 to \$25,377. The total amount that the County will be obligated to pay for the one-year term, from June 3, 2018 to June 2, 2019, is \$115,137, paid by Library District revenues.

ANALYSIS

Resolution No. 1310-02, adopted by the Board on November 19, 2002, authorized the County to enter into a Lease Agreement with U.S. Retail Income Fund VI, LP, to allow the Library System to operate the Doral Branch Library in the premises located at 10785 NW 58th Street, Space B-11, in Doral.

Resolution No. R-635-08, adopted by the Board on June 3, 2008, authorized the County to enter into a new Lease Agreement with U.S. Retail Income Fund IV, LP, in order to continue its operation of the library at the same location. According to the lease, the annual base rent for the first year of the initial lease term would remain unchanged; the annual rent for the second through fifth lease years and any renewal thereof would increase each year by the Consumer Price Index, but in no event would the rental increase exceed five percent.

On September 30, 2014, the U.S. Retail Income Fund VI, LP transferred the lease to the current landlord, Real Sub, LLC. The current lease expired on June 2, 2018, and Real Sub, LLC has agreed to extend the term of the lease for one year, from June 3, 2018 through June 2, 2019, contingent upon certain modifications to the lease. The Amendment increases the base rent to \$89,760.00. In addition, the rent for the Common Area Maintenance will be increased to a fixed rate of \$25,376.75, for the one year term. Further, Article IV, Maintenance of the Lease, will be amended to transfer certain responsibilities pertaining to the maintenance for the air conditioning and heating equipment, from the Real Sub, LLC to the County.

The County acknowledges that the proposed increase in rent and modifications to the lease are reasonable. Accordingly, it is recommended that the Board authorize execution of the Retroactive Second Amendment to the Lease Agreement between Real Sub, LLC and the County for the premises to be utilized by the Miami-Dade Public Library System, as its Doral Isle Branch Library, for a one-year term, from June 3, 2018 through June 2, 2019. In addition, it is recommended that the County

- Authorizes adjustment to the annual base rent to \$89,760, effective June 3, 2018;
- Authorizes adjustment to the additional rent for common area maintenance to \$25,377, effective June 3, 2018; and
- Authorizes the amendment of Article IV of the Lease, transferring the maintenance for the air-conditioning and heating equipment from the landlord to the County.

ADDITIONAL INFORMATION

According to the Florida Department of State Division of Corporations website (Sunbiz.org), Real Sub, LLC, has an active status as a Florida Limited Liability Company and first filed and registered on 11/15/2000. The principal address

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is registered as 3300 Publix Corporate Parkway, Lakeland, FL 33811. Its registered agent is John Attaway, 3300 Publix Corporate Parkway, Lakeland, FL 33811.

<http://search.sunbiz.org/Inquiry/CorporationSearch/ByName>

Below is an aerial view of the property located at 10785 NW 58th Street, Space B-11, Doral:

