

MEMORANDUM

Agenda Item No. 11(A)(10)

TO: Honorable Chairman Jose "Pepe" Diaz
and Members, Board of County Commissioners

DATE: July 20, 2021

FROM: Geri Bonzon-Keenan
County Attorney

SUBJECT: Resolution amending Resolution No. R-332-20 relating to financial relief plans at the airports due to the effects of coronavirus disease 2019 (COVID-19); extending the term of relief for certain business partners at Miami International Airport on a month-to-month basis from August 1, 2021 to no later than September 30, 2021 for a total amount of \$37,495,820.00, subject to termination upon a finding of a change in circumstances; authorizing the County Mayor to execute amendments to agreements with certain airport business partners and to execute any subsequent agreements necessary to effectuate the extension of the Financial Relief Plan and exercise all provisions contained therein, including termination, provided that any relief extended shall be subject to approval by the Federal Aviation Administration and compliance with the Airport Amended and Restated Trust Agreement and Bond Covenants

A substitute was presented and forwarded to the BCC with a favorable recommendation at the 7-13-21 Airports and Economic Development Committee. This substitute differs from the original in that it corrects the dollar amount in relief for the concessionaires.

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



Geri Bonzon-Keenan
County Attorney

GBK/jp



MEMORANDUM

(Revised)

TO: Honorable Chairman Jose "Pepe" Diaz
and Members, Board of County Commissioners

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Gen Bonzon-Keenan
County Attorney

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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
- ☐ Statement of social equity 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 present ____, 2/3 membership ____, 3/5's ____, unanimous ____, CDMP 7 vote requirement per 2-116.1(3)(h) or (4)(c) ____, CDMP 2/3 vote requirement per 2-116.1(3)(h) or (4)(c) ____, or CDMP 9 vote requirement per 2-116.1(4)(c)(2) ____ 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. 11(A)(10)
7-20-21

RESOLUTION NO. _____

RESOLUTION AMENDING RESOLUTION NO. R-332-20 RELATING TO FINANCIAL RELIEF PLANS AT THE AIRPORTS DUE TO THE EFFECTS OF CORONAVIRUS DISEASE 2019 (COVID-19); EXTENDING THE TERM OF RELIEF FOR CERTAIN BUSINESS PARTNERS AT MIAMI INTERNATIONAL AIRPORT ON A MONTH-TO-MONTH BASIS FROM AUGUST 1, 2021 TO NO LATER THAN SEPTEMBER 30, 2021 FOR A TOTAL AMOUNT OF \$14,998,328.00, SUBJECT TO TERMINATION UPON A FINDING OF A CHANGE IN CIRCUMSTANCES; AUTHORIZING THE COUNTY MAYOR OR COUNTY MAYOR'S DESIGNEE TO EXECUTE AMENDMENTS TO AGREEMENTS WITH CERTAIN AIRPORT BUSINESS PARTNERS AND TO EXECUTE ANY SUBSEQUENT AGREEMENTS NECESSARY TO EFFECTUATE THE EXTENSION OF THE FINANCIAL RELIEF PLAN AND EXERCISE ALL PROVISIONS CONTAINED THEREIN, INCLUDING TERMINATION, PROVIDED THAT ANY RELIEF EXTENDED SHALL BE SUBJECT TO APPROVAL BY THE FEDERAL AVIATION ADMINISTRATION AND COMPLIANCE WITH THE AIRPORT AMENDED AND RESTATED TRUST AGREEMENT AND BOND COVENANTS

WHEREAS, in December 2019, a novel coronavirus causing an infectious disease, named coronavirus disease 2019 (COVID-19) emerged; and

WHEREAS, with the illness spreading and the death toll rising around the world, on March 11, 2020, the World Health Organization (WHO) declared the outbreak a pandemic; and

WHEREAS, on March 13, 2020, President Donald J. Trump declared a national emergency and imposed travel restrictions between the United States and several countries around the world; and

WHEREAS, the United States Centers for Disease Control and Prevention (CDC) along with healthcare professionals worldwide have consistently stated that the best way to prevent illness is to avoid close person-to-person contact; and

WHEREAS, the travel restrictions along with the general public's adherence to the CDC's guidelines on physical distancing have resulted in a great reduction in passenger travel to and through Miami International Airport (MIA); and

WHEREAS, thereafter, many of the airport business partners requested deferrals or reductions in their monthly payments; and

WHEREAS, in response to these requests, on April 7, 2020, this Board passed Resolution No. R-332-20, which approved the adoption and implementation of financial relief plans for the County's business partners at MIA and the County's aeronautical business partners at the General Aviation Airports due to the effects of COVID-19 for a period of three months from March 1, 2020 through May 31, 2020, with one option to extend for an additional three months from June 1, 2020 through August 31, 2020, revocable upon a finding of a change in circumstances; and

WHEREAS, this Board then passed Resolution No. R-749-20, which amended Resolution No. R-332-20 extending the term of relief for certain concessionaires and one fixed-based operator at Miami International Airport, on a month-to-month basis from September 1, 2020 not to exceed December 31, 2020, subject to termination upon a finding of a change in circumstances; and

WHEREAS, thereafter, this Board enacted Resolution No. R-1254-20, which amended Resolution No. R-332-20 extending the term of relief for 64 business partners at MIA on a month-to-month basis from January 1, 2021 to no later than April 30, 2021 and directing the County Mayor or County Mayor's designee to strategize and develop a forward-looking long-term plan to provide financial assistance to concessionaires at MIA; and

WHEREAS, because MDAD's development of a forward-looking long-term plan to provide financial assistance to concessionaires required more time, this Board enacted Resolution No. R-379-21, extending term of relief for 63 business partners at MIA on a month-to-month basis from May 1, 2021 to no later than July 31, 2021; and

WHEREAS, Miami-Dade Aviation Department (MDAD) continues to develop its forward-looking long-term plan to provide financial assistance to concessionaires but requires more time and may not be ready by July 31, 2021; and

WHEREAS, MDAD continues to submit monthly reports to this Board detailing the circumstances that persist at MIA; and

WHEREAS, for example, MDAD's most recent April 2021 Relief Report provided a cumulative comparative analysis that showed an average decline of 60.2 percent in passenger flow levels at MIA from March 2019 through April 2020 as compared to the months of March 2020 through April 2021, with the total number of domestic and international passengers falling from 48,530,340 passengers to 19,327,592 passengers, as well as a decline in total gross revenues for MIA concessionaires (including car rental agencies) of 66 percent, with revenues falling from \$518,866,784.00 to \$176,376,907.00 for the same time period; and

WHEREAS, should concessionaires' short term relief waiving rent end and MDAD's forward-looking long term plan not be instituted, the County's business partners would be left with no relief as the circumstances surrounding COVID-19 persist; and

WHEREAS, continued short term relief must be provided to assist certain business partners at MIA while MDAD continues its development of the forward-looking plan,

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

Section 1. Amends Resolution No. R-332-20 relating to financial relief plans at Miami-Dade County's airports due to the effects of coronavirus disease 2019 (COVID-19), and extends the term of relief for 63 business partners at Miami International Airport (MIA) as listed in Exhibit A attached, on a month-to-month basis from August 1, 2021 to no later than September 30, 2021, for a total amount of ~~[[\$37,495,820.00]]~~¹ >>\$14,998,328.00<<, subject to termination upon a finding of a change in circumstances. During the extended term, the Financial Relief Plan shall waive the Minimum Annual Guarantee (MAG) monthly payments, monthly rent, and other related fees for 63 business partners at MIA listed in Exhibit A, while still requiring payments based on a percentage of gross revenues. Notwithstanding its term, the Financial Relief Plan shall be subject to termination upon a finding of a change in circumstances, with such change fully set forth in monthly reports to this Board, detailing, at a minimum, passenger traffic and business productivity at MIA.

Section 2. Authorizes the County Mayor or County Mayor's designee to execute amendments to the agreements with the County's airport business partners listed in Exhibit A and to execute subsequent agreements necessary to effectuate the financial relief plans, provided that any relief authorized is (1) approved by the Federal Aviation Administration, and (2) in compliance with the Airport Amended and Restated Trust Agreement and Bond Covenants. Such amendments and subsequent agreements shall maintain their current provisions, including those enforcing releases of claims and requiring business partners to provide similar relief received to their subtenants and/or subcontractors.

¹ The differences between the substitute and the original item are indicated as follows: Words stricken through and/or ~~[[double bracketed]]~~ shall be deleted, words underscored and/or >>double arrowed<< are added.

Section 3. Directs the County Mayor or County Mayor’s designee to continue to provide monthly reports to this Board regarding section 1 above, and to place the completed reports on an agenda of the Board pursuant to Ordinance No. 14-65. Each report shall, at a minimum, detail the passenger traffic and level of business productivity at Miami International Airport since COVID-19’s impact.

The Prime Sponsor of the foregoing resolution is Commissioner Keon Hardemon. 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:

Jose “Pepe” Diaz, Chairman	
Oliver G. Gilbert, III, Vice-Chairman	
Sen. René García	Keon Hardemon
Sally A. Heyman	Danielle Cohen Higgins
Eileen Higgins	Joe A. Martinez
Kionne L. McGhee	Jean Monestime
Raquel A. Regalado	Rebeca Sosa
Sen. Javier D. Souto	

The Chairperson thereupon declared this resolution duly passed and adopted this 20th day of July, 2021. 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.

APP

Altanese Phenelus

Miami-Dade Aviation Department
(Amounts shown are monthly)
Exhibit A

Company	Total Co.	Total Relief Offered
Concessionaires		
Airball Sports II LLC		7,887
Airport Subway II LLC		1,940
Alclear LLC		5,565
Areas USA, Inc. - 003022/005275		276,937
Concessions Miami LLC		214,966
Duty Free Americas Miami, LLC		2,774,496
Dade County Federal Credit Union (Rent plus transaction fee)		143
Marlins Airport Retail Operator LLC		1,552
Miami Airport Concession LLC		425,416
Smarte Carte Inc		31,344
URW Airports, LLC		99,658
	11	3,839,903
Concessionaires		
27 Entrepreneurs Miami International Airport LLC		12,784
305 Pizza At MIA LLC		15,605
Air Sun JV - #5355 #4942		13,774
AMS of South Florida SGH JV (Hudson Group)		24,893
AMS-TEI Miami Joint Venture		287,858
ATM OPS INC DBA BITSTOP		1,000
BFC Airport Stores LLC		13,586
Bijoux Nouveau Inc - 003173/003174		58,836
Bongos Cuban Cafe Miami Inc dba Estefan Kitchen Ex		14,102
Brookstone Stores Inc		10,123
Carrie Concessions Inc - 011261 (Replace Lease 000283)		14,187
Chef Creole Airport LLC		8,731
Chefs of the Caribbean LLC		13,711
Communitel Inc - 002231/003759		9,050
Cuban Crafters MIA LLC		6,469
Duty Free Americas Beauty, LLC		141,459
Exactta LLC		24,347
FCG of FL Inc Optg as Faber MIA LLC		115,962
Fig & Fennel at Mia, LLC		31,319
Global Concessions Inc		520,592
Half Moon Empanadas at MIA LLC		9,858
Holiday CVS, LLC (CVS #10731-01)		19,547
Host International Inc - 000197/005812		624,631
Icebox Cafe at MIA LLC		24,116
InMotion Entertainment Group LLC		9,543
Lenlyn Limited dba ICE Currency Services USA - 004192/010449		209,112
Master ConcessionAir LLC		55,439
Miami Concepts LLC		23,558
MSI Foods and Services Inc. - 011182/011297		4,167
Newslink of South Florida LLC		538,404
NewZoom LLC dba ZoomSystems		19,812
Perry Ellis Menswear LLC		6,692
Safe Wrap of Florida JV, LLC		318,162
Taxco Sterling Company Inc		21,614
WDFG North America LLC - 007913		180,473
	35	3,403,514
Other Concessionaires		
94th Spirit Grill, LLC		6,212
AC Holdings Inc dba CNN Airport Network		12,500
American Airlines Federal Credit Union		18,058
American Express Travel Related Services Company I		103,600
American Shuttle Inc		21,261
Electronic Media Systems Inc (WIFI)		45,833
Global Lounge AV MIA LLC - 010028/011031		831
Global Lounge LA MIA LLC (LATAM) - 010323/011094		720
Global Lounge TK MIA Term E, LLC (Turkish Airlines) - 011093/011		2,296
Hilton Miami Airport		60
IMCMV MIA Airport, LLC.		31,035
Pfeffer & Marin Holdings LLC dba Comfort Suites Mi		60
Resorts World Omni LLC		60
Robert Abraham Shoeshine		100
Sherry Frontenac Resort Inc dba Sherry Frontenac H		60
Travelers Partners LLC dba Days Inn Miami Airport		60
	16	242,747
Other		
Goodwill		13,000
	1	13,000
Totals	63	7,499,164