



**OFFICE OF THE
COMMISSION AUDITOR**

MEMORANDUM

TO: Honorable Chairman Oliver G. Gilbert, III
and Members, Board of County Commissioners

FROM: Adeyinka Majekodunmi, CPA
Commission Auditor

A handwritten signature in blue ink, appearing to read "Adeyinka Majekodunmi".

DATE: July 13, 2023

SUBJECT: New Hotel at Miami International Airport Lease Agreement

Pursuant to [Resolution No. R-129-22](#), adopted on February 1, 2022, and the new requirements per Implementing Order (I.O.) 8-4, the Office of the Commission Auditor (OCA) is directed to independently and simultaneously review and comment on the proposed leasing and conveyance of County property prior to the submission of an agenda item to the Board of County Commissioners (BCC). The OCA is providing this report as a Supplement to BCC Agenda File Item No. 230935.

Commission Auditor's Observations:

The OCA completed a comprehensive review of the intended recipient of the lease agreement, "FDR Miami Hotel, LLC" and the two entities by which the joint venture was formed, "Fontainebleau Development, LLC" and "The Related Companies L.P." This review extended to the affiliated entities of key personnel, subcontractors, and consultants related to the project. The results yielded the following:

- A. Background research performed on FDR Miami Hotel, LLC, Fontainebleau Development, LLC, The Related Companies L.P., and the key personnel of the entities yielded no material findings.
- B. FDR Miami Hotel, LLC, Fontainebleau Development, LLC, The Related Companies L.P., its affiliated entities, and key personnel related to the entity were not previously leased or conveyed County properties for Infill, Affordable, or Workforce Housing, as authorized through BCC resolution.

Scope of Review:

The OCA's review of the subject lease agreement is based on the Mayoral Memorandum dated June 14, 2023, and information provided by the registered lobbyist for the recipient – LSN Partners, LLC, and the Strategic Procurement Department (SPD), which includes the documents listed under the *Source Documents* section below.

As part of OCA's due diligence procedures, OCA identifies all entities and persons having a disclosed or observed interest in the BCC approval of the lease agreement, such as the recipient,

principal owners, key personnel, authorized decision-makers, subcontractors, and consultant firms (see Exhibits 1, 2, and 3).

Methodology:

OCA's review of the individuals and entities listed included the following procedures:

- A. A review of Board-approved conveyances to external parties for Infill, Affordable, and Workforce Housing as authorized through BCC resolution.
- B. A search of the Miami-Dade Property Appraiser's records to ascertain any evidence of risk factors, including entities with a history of previously conveyed or leased County-owned property that was later the subject of an involuntary reverter or lease termination by the County.
- C. A search of the Miami-Dade County Commission Legislation and Miami-Dade Clerk of the Courts (COC) database for previous leases and sales.
- D. A search of Miami-Dade County internal procurement applications and past County contracts for the lease recipient and principal owners.
- E. Background research into corporate records, business affiliations, and registrations.

Source Documents:

The documents listed below were used during our review:

1. July 18, 2023, Memorial Memorandum, File Number [230935](#) *Recommendation for Approval to Award the New Hotel at Miami International Airport*
2. July 10, 2023, The Related Realty Group, Inc. *Certification of Officers*
3. March 10, 2023, The Related Companies, L.P., a certified copy of the original *Certificate of Limited Partnership of The Related Companies, L.P.*, and related documents, in the custody of the Secretary of the Department of State in the State of New York
4. June 5, 2022, FDR Miami Hotel, LLC Proposal, *New Miami International Airport Hotel RFP-01677 – Design Drawings and Plans*
5. October 16, 2020, FDR Miami Hotel, LLC Proposal, *New Miami International Airport Hotel RFP-01677*

Exhibit 1: FDR Miami Hotel, LLC Related Entities (Past, Current, Direct, and Indirect)

| # | Entity Name | Relation to FDR Miami Hotel, LLC |
|----|--|--|
| 1 | Fontainebleau Development, LLC | Principal |
| 2 | The Related Companies, L.P. | Principal |
| 3 | FDR Miami Hotel Holdings, LLC | Manager |
| 4 | Related MIA Airport Member, LLC | FDR Miami Hotel Holdings, LLC - Principal |
| 5 | FB Management, LLC | FDR Miami Hotel Holdings, LLC - Principal, Facility Operator |
| 6 | Arquitectonica GEO Corporation | Architect |
| 7 | Arquitectonica International Corporation | Architect |
| 8 | Perez & Perez Architects Planners, Inc. | Architect |
| 9 | Moss & Associates, LLC | Construction |
| 10 | Bliss & Nyitray, Inc. | Consultant |
| 11 | Botas Engineering, Inc. | Consultant |
| 12 | David Plummer & Associates | Consultant |
| 13 | EAC Consulting, Inc. | Consultant |
| 14 | HNGS Engineers | Consultant |
| 15 | One Line Design Studio, LLC | Consultant |
| 16 | SDM Consulting Engineers, Inc. | Consultant |
| 17 | Sequil Systems, Inc. | Consultant |
| 18 | SLS Consulting, Inc. | Consultant |

Exhibit 2: Fontainebleau Development, LLC Key Personnel (Past, Current, Direct, and Indirect)

| # | Entity Name | Relation to Fontainebleau Development, LLC |
|---|-------------------------|---|
| 1 | Stephen M. Ross | Chairman and Founder |
| 2 | Jeffrey Soffer | Chairman and Chief Executive Officer |
| 3 | Brett Mufson | President, Partner, and Chief Information Officer |
| 4 | Eric Cohen | Executive Vice President |
| 5 | Seth Goldman | Executive Vice President |
| 6 | Joon Oh | Senior Vice President Capital Markets |
| 7 | Robert "Bobby" Courtney | Vice President (Aviation Division) |
| 8 | Philip Goldfarb | President and Chief Operations Officer (Hospitality Division) |

Exhibit 3: The Related Companies, L.P. Key Personnel and Related Entities (Past, Current, Direct, and Indirect)

| # | Entity Name | Relation to The Related Companies, L.P. |
|----|--------------------------------|---|
| 1 | The Related Realty Group, Inc. | Principal |
| 2 | Stephen M. Ross | Chairman and Founder; The Related Realty Group, Inc. - Chairman |
| 3 | Jeff T. Blau | Chief Executive Officer; The Related Realty Group, Inc. - Chief Executive Officer |
| 4 | Bruce A. Beal, Jr. | President; The Related Realty Group, Inc. - President |
| 5 | Emad Lotfalla | Executive Vice President |
| 6 | Jordan Bargas | Vice President |
| 7 | Justin Holtzman | Vice President |
| 8 | David K. Zussman | The Related Realty Group, Inc. - Executive Vice President, Chief Financial Officer, Treasurer |
| 9 | Richard L. O'Toole | The Related Realty Group, Inc. - Executive Vice President, Assistant General Counsel, Assistant Secretary |
| 10 | Bryan Cho | The Related Realty Group, Inc. - Executive Vice President |
| 11 | Glenn A. Goldstein | The Related Realty Group, Inc. - Executive Vice President |
| 12 | Gregory H. Gushee | The Related Realty Group, Inc. - Executive Vice President |
| 13 | David Distaso | The Related Realty Group, Inc. - Senior Vice President |
| 14 | Jennifer Tuhy | The Related Realty Group, Inc. - Senior Vice President |
| 15 | Brian Dethlefsen | The Related Realty Group, Inc. - Vice President, Controller |
| 16 | Tara M. Herrera | The Related Realty Group, Inc. - Vice President, Assistant Treasurer |
| 17 | David Katz | The Related Realty Group, Inc. - Vice President |
| 18 | Kenneth P. Wong | The Related Realty Group, Inc. - Vice Chairman, Chief Operating Officer |
| 19 | Jeffrey Brodsky | The Related Realty Group, Inc. - Vice Chairman |
| 20 | Jonathan Callahan | The Related Realty Group, Inc. - Fair Housing Officer |
| 21 | Alexis Kremen | The Related Realty Group, Inc. - General Counsel, Secretary |
| 22 | Lisette Hernandez | The Related Realty Group, Inc. - Assistant Secretary |

This report will be placed on the corresponding BCC meeting agenda. Should you have any questions or need additional information, please contact me at (305) 375-4354.

cc: Honorable Mayor Daniella Levine Cava
Geri Bonzon-Keenan, County Attorney
Gerald K. Sanchez, First Assistant County Attorney
Jess McCarty, Executive Assistant County Attorney
Felix Jimenez, Inspector General, Office of the Inspector General
Ofelia Tamayo, Director, Audit and Management Services
Alex Muñoz, Director, Internal Services Department

Namita Uppal, Director, Strategic Procurement Department
Basia Pruna, Director, Clerk of the Board
Jennifer Moon, Chief, Office of Policy and Budgetary Affairs
Eugene Love, Agenda Coordinator
OCA Staff