

# DEPARTMENTAL INPUT CONTRACT/PROJECT MEASURE ANALYSIS AND RECOMMENDATION

Rev 1

**New contract**  
  **OTR**  
  **CO**  
  **SS**  
  **BW**  
  **Emergency**  
 Previous Contract/Project No. N/A

**Re-Bid**  
  **Other**  
 LIVING WAGE APPLIES: \_\_YES  NO

Requisition/Project No: RFP-01195      TERM OF CONTRACT: Long-Term ground lease with options-to-renew up to 90 years

Requisition/Project Title: CAA Properties Development

Description: Revenue Generating RFP; Development of three (2) parcels of land in the City of Miami.  
 User Department(s): Internal Services Department - Real Estate

Issuing Department: Procurement      Contact Person: Manny Jimenez      Phone: 305-375-4425

Estimated Cost: \$0      Funding Source: N/A      REVENUE GENERATING: Yes

## ANALYSIS

Commodity/Service No: <u>925-61/909-03 Land Development &amp; Construction Companies</u>		SIC: _____	
<b>Trade/Commodity/Service Opportunities</b>			
Contract/Project History of Previous Purchases For Previous Three (3) Years Check Here <span style="background-color: yellow;">X</span> if this is a New Contract/Purchase with no Previous History			
	<u>EXISTING</u>	<u>2<sup>ND</sup> YEAR</u>	<u>3<sup>RD</sup> YEAR</u>
Contractor:	N/A		
Small Business Enterprise:			
Contract Value:			
Comments:			
Continued on another page (s): _____ Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>			

## RECOMMENDATIONS

SBE	Set-Aside	Sub-Contractor Goal	Bid Preference	Selection Factor
		%		
		%		
		%		
		%		

Basis of Recommendation:

Signed: Manny Jimenez

Date to SBD: 03-19-2010

Date Returned to PM: \_\_\_\_\_

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Miami-Dade County, Florida

RFP No. 01195

**SCOPE OF SERVICES  
CAA Properties Development**

**2.1 Introduction/Background**

Miami-Dade County hereinafter referred to as the County, as represented by the Internal Services Department, Strategic Procurement Division, is seeking Proposals from experienced developers with a proven track record of successfully completing Mixed-Use Development projects, for the development of two (2) parcels of land, both currently owned by Miami-Dade County. The parcels are located in the downtown area of the City of Miami. The two (2) parcels of land have the following addresses: 395 N.W. First Street and 25 N.W. North River Drive. Both of the parcels are offered in their existing "as-is" "where-is" condition, with any and all faults, and without further contribution from the County; hereinafter described as the "Site." This Solicitation is for the development of both parcels of land, and as such Proposers must submit Proposals for the simultaneous development of both parcels. Proposers must anticipate developing, operating, and maintaining the development Project that it proposes for the Project Site.

Miami-Dade County is seeking Proposals from experienced developers with a proven track record of successfully completing Mixed-Use Development projects, for the development of two (2) parcels of land, both currently owned by Miami-Dade County. The parcels are located in the downtown area of the City of Miami. The two (2) parcels of land have the following addresses: 395 N.W. First Street and 25 N.W. North River Drive. Both of the parcels are offered in their existing "as-is" "where-is" condition, with any and all faults, and without further contribution from the County; hereinafter described as the "Site." This Solicitation is for the development of both parcels of land, and as such Proposers must submit Proposals for the simultaneous development of both parcels. Proposers must anticipate developing, operating, and maintaining the development Project that it proposes for the Project Site.

Neighborhood Context:

A. Downtown Miami: Downtown Miami is where culture, arts, leisure, entertainment and business come together. Downtown Miami offers its residents and visitors entertainment and convenience unmatched anywhere else, such as the Adrienne Arsht Center (including the Knight Center Concert Hall) for the Performing Arts, the Miami Symphony Orchestra, the Florida Grand Opera, Maurice A. Ferre Park's (formerly Museum Park) panoramic bayfront garden housing the Perez Art Museum Miami, and the Patricia and Phillip Frost Museum of Science. Also, Bayfront Park, a 32-acre park, which has a baywalk that runs along the edge of Biscayne Bay, and throughout the park there are restaurants (such as Los Ranchos Steakhouse, Bubba Gump Shrimp, Largo Bar and Grill, and the Hard Rock Café) and retail stores (such as the Disney Store, Crocs, Victoria's Secret & Pink, The Gap, and Havana Nines), and a marina with boating events and day-cruises, all of which make up the Bayside Marketplace, along with an amphitheater, and the InterContinental Hotel. Bayfront Park also offers unique opportunities, from everything including The Flying Trapeze School to yoga classes. Other downtown entertainment features outstanding theater and dance performances, along with the home of the Miami Heat basketball team, at the AmericanAirlines Arena.

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Downtown Miami is experiencing a tremendous amount of growth, in residential and commercial construction, which has helped to drive up the price of real estate in the area. The Miami Worldcenter, which will occupy more than 20 acres in downtown Miami, is expected to have more than 2,000 hotel rooms, 300,000 square feet of retail space, 500,000 square feet of office space, 1,800 residential units, and 500 square feet of Expo Space.

Notably, downtown Miami has one of the largest concentrations of international banks in the United States. Downtown is also home to many other major banks, as well as other financial institutions, and courthouses. The PortMiami, also located in downtown Miami, is known as the "Cruise Capital of the World," is the number one cruise passenger port in the world. The Port of Miami accommodates some of the world's largest cruise ships, and is the busiest port in the world for both passenger traffic and cruise lines.

Downtown Miami is only a small portion of the City of Miami. Overall, the City of Miami is the economic, cultural, and financial center of Miami-Dade County. The City of Miami is the seat of Miami-Dade County, the most populous county in the State of Florida. The City of Miami is by far the largest urban economy in Florida, and the twelfth (12<sup>th</sup>) largest in the United States, and according to the Bureau of Economic Analysis, U.S. Department of Commerce. In 2017, Miami had a Gross Domestic Product of \$344.9 billion.

Downtown Miami is also home to the Miami Dade College (formerly the Miami Dade Community College), which is a public college, with eight (8) campuses throughout Miami-Dade County. Miami Dade College is the eighth-largest college in the United States, and is located approximately ten (10) blocks from the Site. The college confers more associate degrees than any other community college in the United States, and in the 2014-15 academic year it enrolled 92,085 students. Miami Dade College's enrollment also mirrors the influx of immigrants into Miami-Dade County, as its students come from at least 150 countries and speak approximately 76 different languages (Miami Dade College students reported 87 different native languages in the Fall of 2014).

The City of Miami is also a major television production center, and the most important city in the United States for Spanish language media. Univision, Telemundo, and UniMAS have their headquarters in the City of Miami or Miami-Dade County, along with their production studios. Miami is also a major music recording center, with the [Sony Music Latin](#) and [Universal Music Latin Entertainment](#) headquarters in the city. The City of Miami also attracts many artists for music videos, television, and video taping.

Tourism is one of the City of Miami's largest private-sector industries, accounting for more than 144,800 jobs in [Miami-Dade County](#), and is one of the city's largest industries. The City of Miami's frequent portrayal in music videos, television shows, and film have made the city and its landmarks recognizable worldwide. In 2016, the City of Miami attracted the second-highest number of foreign tourists of any city in the United States (second to New York City), and is one of the top-20 destination cities worldwide by international visitor spending. More than 15.9 million visitors arrived in Miami in 2017, adding \$26.1 billion to the economy.

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The Miami Marlins baseball team's home ballpark is Marlins Park, which is located across the Miami River, in Little Havana, approximately two (2) miles west of the Site.

B. Neighborhood Access: The Project Site is accessible primarily by automobile. However, a major hub of transportation for both the City of Miami and Miami-Dade County is four (4) blocks away, as the County's Metrobus system, Metromover, and Metrorail systems all have a bus stop at Miami-Dade County's Stephen P. Clark Center (also known as "Government Center") location, located at 111 N.W. First Street. For the County, there are fifteen (15) different bus routes that have a stop at Government Center (2, 7, 9, 11, 21, 51, 77, 95, S, 120, 207, 208, 246, 277, and 500). Additionally, there are two (2) exits (northbound and southbound) off of the I-95 interstate roadway, which are located within the vicinity of the Site. Further, the Brightline train, which is an express rail system that runs between Miami and West Palm Beach, with a stop in Fort Lauderdale, has its Miami station six (6) blocks from the Site. Eventually, the Brightline train will run from Miami to the City of Orlando, with the possibility of route being extended to Jacksonville and/or Tampa, Florida. Lastly, the South Florida Regional Transportation Authority is extending the Tri-Rail community rail service to downtown Miami, in order to provide a new direct service from Tri-Rail's northern most station at the Mangonia Park in Palm Beach County to the "*MiamiCentral Station*," which is located at the Brightline train station, six (6) blocks from the Site. The *MiamiCentral Station*, which is currently under construction, when finished, will span over six (6) downtown blocks, and will consist of a mixed-use urban experience containing the City of Miami's first food hall, retail shops, offices, residential units, and a major transit hub.

C. Demographics: Currently, the downtown Miami area has a total population of approximately \_\_\_\_\_.

**Commented [MS(1):** Currently awaiting demographic information.

D. Miami River: The Project Site is located across the street from the Miami River. The Miami River is a 5.5 mile natural river that drains out of the Florida Everglades, and runs through the City of Miami and empties into Biscayne Bay. In 1998, the Florida Legislature created the Miami River Commission to improve the waterway, and to be the official coordinating clearinghouse for all public policy and projects related to the Miami River (Chapter 163.06, Florida Statutes - Chapter 98.402, Laws of Florida). The Miami River Commission divides the Miami River into three (3) segments – the lower, middle, and upper river. The Site is located in the "lower river" portion, which includes the portion of the Miami River that bisects the Brickell area of downtown. More information about the Miami River Commission can be found on its website ([www.miamirivercommission.org](http://www.miamirivercommission.org)).

Properties that are located directly adjacent to the Miami River are generally zoned "D3" Waterfront Industrial District Zone, to preserve the space for marine and industrial related uses. Residential development is not allowed in the D3 zoning. In light of the Site being located across the street from the banks of the Miami River, currently having the zoning of T6-8-O (to be rezoned to T6-36A-O), the zoning for the Site allows for many different types of development and higher building heights and floor area ratios.

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Subject to approval by the Miami-Dade Board of County Commissioners, the County anticipates awarding a long-term lease agreement, with options to renew, up to a ninety (90) year total period, at the County's sole discretion. The terms of any agreement, will be negotiated with the Selected Proposer based on the proposed Total Development Costs, at the County's sole discretion.

**2.2 Minimum Qualification Requirement Requirements of Development Team s**

The Selected Proposer shall have a Development Team that meets and maintains all applicable licensing requirements and registration in the State of Florida, required for all phases of Project including design, development and operation of the Project Site.

**2.3 Preferred Qualification Requirements**

The Selected Proposer shall demonstrate the capabilities, expertise, and resources to pursue and obtain financing and successfully perform the Scope of Services for the Project Site and perform all other services required for the redevelopment of the Project in its entirety as indicated in this RFP.

**2.4 Project Requirements**

Any proposed redevelopment of the Project Site must consist of a simultaneous development of both parcels of land. Noticeably, Proposals that only offer to develop a portion of the Project Site (only one (1) of the two (2) parcels) will be automatically rejected. Further, Proposals that offer to develop the Project Site in phases will also be rejected.

All Proposals should envision the development of both parcels as one (1) development Project. Proposers are encouraged, but not required, to consider gaining authorization to vacate the street that runs in between the two (2) parcels, N.W. 1<sup>st</sup> Street, in an effort to have a larger footprint to develop.

Any Project envisioned for the Project Site must consist of a minimum of 25,000 square feet of office space, fully built-out (turnkey), which is set-aside, and to be utilized by the County, at no charge, for Miami-Dade County's Internal Services Department, and/or a County program, or other approved program or service, to be solely determined by the County.

**Commented [MS(2):** ISD – Need to confirm size of office space.

The Selected Proposer will be solely responsible for securing all necessary construction and permanent sources of financing, as well as any and all licenses and permits prior to, during, and after construction.

Should a Proposer elect to include in its Proposal a residential housing component, such component can be market-rate housing, however, such residential component must include a portion consisting of at least ten (10%) percent of affordable housing for individuals or families earning between eighty (80%) percent to one hundred forty (140%) percent of the Area Median Income for Miami-Dade County, otherwise known as Workforce Housing (*note*: There is no requirement for residential housing on the Site. However, should a Proposer elect to include in its Proposal a residential component for its planned Mixed-Use Development project, then there is a requirement that at least ten (10%) percent of the units must be set-aside for Workforce Housing). Such Workforce Housing must be spread throughout the residential component, and the units must be constructed similarly to

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any other residential unit in the Project. The Workforce Housing component shall remain as part of the Project throughout the term of the Selected Proposer's lease agreement with the County. Noticeably, Proposers may propose any type of residential housing component on the Site, including apartments, condominiums, or any other type of housing component which the Proposer reasonably believes will be acceptable to the residents in the neighborhood and the surrounding community, and will be consistent with the market for the downtown Miami area.

All Proposals must include a timetable or schedule for the proposed Project, including realistic timelines for securing construction drawings, as well as the start and completion of construction.

Further, the Project must be completed with an issued Certificate of Use and/or Certificate of Occupancy, as applicable, establishing final completion of the Project, within four (4) years of the date of execution of the lease agreement between the County and the Selected Proposer.

**2.5 Community Involvement and Resources**

The Selected Proposer should consider contacting various local agencies and governmental entities to determine the specific interests and desires of the downtown Miami area. Some community resources include the following:

- Miami Downtown Development Authority (DDA)  
200 South Biscayne Boulevard, Miami, Florida 33131
- City of Miami, Planning and Zoning Department  
444 S.W. 2<sup>nd</sup> Avenue, Third Floor, Miami, Florida 33130
- Miami River Commission  
1407 N.W. Seventh Street, Suite D, Miami, Florida 33125
- Greater Miami Convention & Visitors Bureau  
701 Brickell Avenue, Suite 2700, Miami, FL 33131

**2.5 Project Site**

The Project Site being offered pursuant to this Solicitation is comprised of approximately 45,948 square feet (based upon information from County records, not a survey). The Site consists of two (2) parcels of land, at both on N.W. North River Drive and adjacent to N.W. First Street, in the downtown area of the City of Miami, as described below, and located across the street from the Miami River, all as outlined in Attachment 1. The location of the Project Site offers a sizeable amount of visibility from both automobile and boat traffic. Additionally, the Site currently has a 27,572 square foot building built on it, which must be demolished, at the sole cost and expense of the Selected Proposer. The addresses and folio numbers comprising the Project Site are as follows:

Parcel 1 (improved with a building and surface parking) – Address, Folio Number, and Lot Size  
395 N.W. First Street – 01-0110-090-1120 (Lot Size 30,150 square feet)

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Parcel 2 (improved with a surface parking lot only) – Address, Folio Number, and Lot Size  
25 N.W. North River Drive - 01-0111-020-1080 (Lot Size 15,798 square feet)

**2.6 Mixed-Use Development**

The Project Site must be developed as a Mixed-Use Development Project (meaning, for example, a single building or cluster of buildings, that blends a combination of commercial, office, retail, hotel, residential, institutional, or cultural uses), or any other use permitted by the zoning for the Site, with an area consisting of at least 25,000 square feet set-aside of office space in a building for use by the County, as previously described in this Solicitation. However, there is no stipulated or stated requirement as to the exact location of the space inside of the Mixed-Use Development project (any floor within the Mixed-Use Development project may be proposed by Proposers, but shall be subject to negotiation with the County), so long as the minimum square footage is provided in a meaningful manner that is acceptable by the County for its intended uses. The set-aside space shall be in turnkey condition, including all furniture, fixtures, and equipment (please note that as part of the negotiations for the lease agreement, the County will provide details regarding the level of finishes and the requirements for the furniture, fixtures, and equipment).

Note: In meeting the requirements of a Mixed-Use Development Project for the Project Site, Proposers may propose a single building on either property that has a single use, such as a condominium tower, office building, or a hotel, so long as on the other property the proposed Project includes a mixed-use building, which contains several different components.

**2.7 Design and Development Guidelines**

Project must conform to the design guidelines outlined by the Florida Building Code, the City of Miami Planning Department, the City of Miami Zoning Code (Miami 21), the requirements imposed by this Solicitation, along with any negotiated lease agreement between the County and the Selected Proposer. It should be noted that required sustainable design elements will include at least the minimum of Leadership in Energy & Environmental Design (LEED) Silver certification for new construction (notably there is an aspirational goal for the Selected Proposer to develop the Project to meet the LEED Platinum certification for new construction). Additional information regarding sustainable or "green building standards" will be discussed and negotiated with the Selected Proposer during lease negotiations.

As mentioned above, all Proposals should envision the development of the entire Site, including the parcel on the south side of N.W. First Street and the north side of N.W. First Street being developed in a manner in which the façades of the buildings are consistent or otherwise complement one another.

As mentioned above, the Selected Proposer will be required, at its sole cost and expense, to construct and buildout to completion, for the benefit of the County, a minimum of 25,000 square feet of space. The buildout of the space by the Selected Proposer shall result in the space being delivered to the County in turnkey condition (ready for immediate use, including any and all flooring, furniture, fixtures, and equipment), meeting the exact specifications of the County. The timing of the buildout of the space shall be concurrent with the Selected Proposer building out the remainder of the Project.

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The benefit of having the Selected Proposer produce the space in turnkey condition is the technical coordination of tasks, timing of completion of the Project, the leverage the expertise and experience of the Selected Proposer, along with the timing and strategic purchasing of goods and equipment.

Further, as part of the Project, the Selected Proposer shall comply with the County's Art in Public Places requirements, as applicable. The requirements can be reviewed in Attachment 2, Section 2-11.15 of the County Code.

The Project must be visually appealing and welcoming to the entire community. It cannot be offensive or provide elements that can be determined to be obscene, annoying, degrading, distasteful, hideous, unpleasant, or hateful. The architectural design features must be a priority and include, but are not limited to, the following: 1) pedestrian safety, with sufficient lighting and open space; 2) clear and distinct entrances and egress; 3) residential units, if any, must be sensitive to the traffic on N.W. North River Drive; and 4) modern architectural creativity that enhances the neighborhood.

Further, Proposers should take into consideration that the Site is located across the street from the Miami River, and therefore some architectural consideration should be given for the potential of flooding, and a rise in the height of the river above the current height of the riverbank.

In addition, the County reserves the right to modify the design elements any of the Proposals submitted in response to this Solicitation. Such modifications can be to the façade, shape, and/or the interior space of any building included in the Mixed-Use Development project.

## **2.8 Parking and Open Space**

Parking and open space for all uses must comply with the City of Miami's zoning code (Miami 21), along with the Florida Building Code, and their various requirements. Additionally, Proposers should take into consideration that diagonally across the street from the Site is a park that is both owned and controlled by the City of Miami Parks Department, and that there may be an opportunity to work collaboratively with the City of Miami on the use of the park and/or a marina (or boat slip).

## **2.9 Art in Public Places**

This Project is subject to the Art in Public Places ("APP") provisions in Section 2.11.15 of the Miami-Dade County Code and Administrative Order 3-11, as managed by the Miami-Dade County Department of Cultural Affairs ("Department of Cultural Affairs") pursuant to Procedure 358 in the Miami-Dade County Procedures Manual ("Procedures Manual"). The Selected Proposer shall transmit 1.5% of the Project costs for all development on County land (as outlined in the Procedures Manual) to the Department of Cultural Affairs for the implementation of the APP program. The Selected Proposer is required to work collaboratively with the Department of Cultural Affairs on the implementation of the APP program pursuant to the requirements of said program. The referenced documents can be accessed at:

[https://library.municode.com/fl/miami\\_-\\_dade\\_county/codes/code\\_of\\_ordinances](https://library.municode.com/fl/miami_-_dade_county/codes/code_of_ordinances)

<http://www.miamidade.gov/ao/home.asp?Process=alphalist>

<http://intra.miamidade.gov/managementandbudget/library/procedures/358.pdf>



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**2.10 Zoning**

The parcels are located within the boundaries of the City of Miami and, therefore, they are subject to the development restrictions imposed and enforced by the City of Miami. According to the City of Miami's Zoning Code, both parcels are zoned T6-8-O (Urban Core Zone). However, notwithstanding the foregoing, it is important to note that the County has already submitted an application to rezone the parcels from T6-8-O (Urban Core Zone) to T6-36A-O (Urban Core Zone). Further, simultaneous to rezoning the property from T6-8-O to T6-36A-O, the County is seeking to change the land use designation for the property to \_\_\_\_\_. As a result, all Proposers are hereby advised to submit their Proposals as if the entire Site is zoned T6-36A-O, with the Selected Proposer securing, for its Project, any and all applicable or available bonuses (Miami 21 Zoning Code - Public Benefits program). Further, there are certain City of Miami landscaping requirements that the Proposers must take into consideration while planning any development project. Such landscaping requirements can be found by visiting the City of Miami website ([www.Miami21.org](http://www.Miami21.org)). In addition, according to the City of Miami, the Miami Comprehensive Neighborhood Plan (MCNP) represents a guide for existing and future development, which MCNP consists of certain standards and a land use pattern that must be adhered to, unless changed by the approval of the City of Miami. Information regarding the goals, objectives, and policies of the MCNP, including determining if any changes are necessary in order to develop a proposed Project, can be found by reviewing the MCNP Volume 1 guide, located on the City of Miami website ([http://www.miamigov.com/planning/docs/plans/MCNP\\_January2013.pdf](http://www.miamigov.com/planning/docs/plans/MCNP_January2013.pdf)). All of the foregoing information is provided for convenience and informational purposes only and should not be relied upon by Proposers.

**Commented [MS(3)]:** ISD – Deadline for rezoning application is April 15, 2019. The County should secure BCC approval prior to submitting the rezoning application.

**Copies of the City of Miami zoning information for T6-8-O (Urban Core Zone) and T6-36A-O (Urban Core Zone) are included in Appendices 3 and 4.**

Note: It is strongly recommended that Proposers visit the City of Miami's website for zoning information ([www.MiamiGis.com](http://www.MiamiGis.com)), and contact the City of Miami's Zoning Department, to determine specific development restrictions for the Site.

**2.11 Land Ownership, and Land Use**

Fee simple title ownership of the Site shall remain in the name of the County. The Site will be leased to the Selected Proposer under a long-term lease agreement. The County is amenable to having the leasehold interest collateralized by a mortgage that is for a Project on the Site. Further, the County is also amenable to entering into a 90-year Lease Agreement for the Site, but only if the Selected Proposer is going to have residential condominiums on the Site, and sell such condominiums directly to individual residents.

**2.12 Environmental**

It is the Selected Proposer's sole responsibility to determine if any environmental conditions exist on the Site, and to secure any environmental assessments and/or studies. The County will assist in the preparation and review of such assessments and/or studies. However, the Selected Proposer will be solely and fully responsible for providing any and all information and paying the cost of any and all studies and analyses required for completion of any such assessments and/or studies. The Selected

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Proposer will be solely responsible for any environmental remediation of the Site, if required. The County does not make or offer any representation or warranty, whatsoever, regarding the condition of the Site or its sustainability for the uses contemplated by this Solicitation.

Note: In an effort to expedite the start of the construction for the Project, the County may elect to have environmental assessments performed for the Site. Such environmental assessments may include a Phase I and Phase II, performed by a licensed County vendor. If the County elects to perform the environmental assessments, the Selected Proposer shall be required to immediately reimburse the County, in one (1) lump sum, for the amount expended to secure the environmental site assessments.

**2.13 Selected Proposer's Responsibilities**

The Selected Proposer will be required to perform the following:

- 1) The Project must contain 25,000 square feet of office space (delivered in turnkey condition, meaning fully built-out, including all furniture, fixtures, and equipment), for the sole use of the County.
- 2) Assemble a Development Team including the professional, technical, and construction entities (i.e., lead architect, general contractor, engineer, legal counsel, non-profit operator, if applicable, marketing agent, and managing agent). The Development Team will design, construct, and sell and/or lease the Project. The Selected Proposer will be responsible for the ongoing operation, maintenance, and management of the Site after the Project is completed.
- 3) Prepare conceptual site plans, floor plans, elevations, landscaping, samples of exterior building materials, and detailed specifications, and submit them to the County (specifically, the Internal Services Department) for review and approval, prior to submission to any other governmental entity.
- 4) Fund and undertake any environmental review, soil testing, and/or remediation on the Site.
- 5) Properly demolish the existing structure(s) on the Site, and remove the debris to an appropriate landfill or other approved waste disposal location.
- 6) Provide an equity contribution and any guarantees as required by the construction lender, secure construction financing, and meet any other terms and conditions required by the lease agreement between the County and the Selected Proposer, and all construction and permanent lenders.
- 7) Pay any and all taxes associated with the development of the Site, and all recording fees and taxes associated with filing a lease memorandum and project financing. After completion, pay any other taxes that may be associated with the Project and/or the Site.

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- 8) Should the Selected Proposer elect to sell condominium interests on the Site, the Selected Proposer shall be responsible for creating and filing any condominium documents.
- 9) Market any and all commercial and/or residential units in accordance with the requirements and policy as stated in the Selected Proposer's market guidelines, as approved by the County.
- 10) Submit upon execution of the lease agreement, and continuing until Certificate of Use and/or Occupancy, on a quarterly basis, status reports to the County regarding the Project's construction, financing, marketing, sales/leasing, and management.
- 11) Work with the business owners, community leaders, and residents in the downtown Miami area to help improve and revitalize the area. Proposals should indicate how the proposed development project would improve and revitalize the neighborhood, particularly for the benefit of the residents in the area.

**2.14 Payments to the County**

The Selected Proposer shall pay rent to the County for the use of the Site as follows:

1) Initial Rent

The Selected Proposer shall pay the County an agreed upon rate of rent (Initial Rent) for the period between commencement of the lease agreement with the County, after the approval by the Board of County Commissioners, and shall continue until the date that is six (6) months after the Date of Beneficial Occupancy of the Site, which Date of Beneficial Occupancy is the date that the Selected Proposer has secured a Certificate of Use and/or Occupancy for all or any portion of the Site (the "Date of Beneficial Occupancy"). The Selected Proposer can pay the Initial Rent monthly, or, if agreed upon by the County, in one (1) lump sum, at the commencement of the lease agreement.

2) Guaranteed Rent

Starting on the sixth (6<sup>th</sup>) month after the Date of Beneficial Occupancy and through the termination date of the lease agreement, the Selected Proposer shall pay the County a minimum Guaranteed Rent (including annual escalations) in accordance with the terms of this Solicitation and the resulting lease agreement.

3) Percentage Rent

In lieu of the Guaranteed Rent, the Selected Proposer shall pay the County a percentage of gross income, when such percentage has surpassed the negotiated Breakpoint for the Guaranteed Rent. Proposers must determine and propose/offer the amount of the percentage in their Proposals to the County (note, such percentage shall be negotiable by the parties). The Percentage Rent will not act as a supplemental or additional charge on top of the established Guaranteed Rent. Instead, the Percentage Rent replaces the Guaranteed Rent once the amount of the Percentage Rent, due to the County, surpasses the amount of Guaranteed Rent. Further, should any component of the Project be sold as a condominium or other fee simple ownership structure, then the County shall also receive a percent of the net proceeds received by the Selected Proposer from any and all such sales.

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Gross income shall include, but not be limited to:

- (a) All monies received for the use and/or occupancy of any space within the improvements and/or for any portion of the Site (including, but not limited to any parking space); and
- (b) Any monies realized in lieu of rents pursuant to claims asserted under any business interruption insurance, rental insurance proceeds, or excess property insurance; and
- (c) All monies received as a result of granting certain rights to a third-party such as the granting of easements and/or the right to install and/or use equipment in or on any part of the Site and/or improvements, including, but not limited to, advertising, directional signage, and antennae(s); and
- (d) All monies received by the Selected Proposer for the purpose of providing amenities, insurance coverage, security services, maintenance of common areas, equipment and facilities and replacement, betterments and/or additions to improvements, equipment and facilities located on the Site and all monies received by the Selected Proposer in the form of reimbursements for such services, amenities, fees received by the Selected Proposer on behalf of its sub-lessees, space lessees, subtenants or any other entity; and
- (e) All monies received by the Selected Proposer for the sale or transfer of any part of the Site; and
- (f) All monies collected by the Selected Proposer from any and all sources, including, but not limited to commercial retail, residential, and any other sources of income on the Site, exclusive of vacancy and collection loss.

**2.15 Lease Agreement**

The Site will be leased to the Selected Proposer under a long-term lease agreement, with options to renew, in accordance with the term of years as agreed to by the County and the Selected Proposer, up to ninety (90) years. The Site will be leased in its "as-is" "where-is" condition, with any and all faults, including without limitation, all then existing entitlements, easements, and any environmental conditions and hazards. The lease agreement will contain requirements to ensure that the Selected Proposer demolishes the existing building, and develops the Site in accordance with the plans and specifications reviewed and approved by the County (Internal Services Department), and that the development of the Project moves forward at a reasonable pace.

Note: Further, as mentioned above, the County is also amenable to entering into a 90-year lease agreement for the Site, but the straight 90-year term is only if the Selected Proposer is going to have residential condominiums on the Site, and sell such condominiums directly to individual residents.

**2.16 Financing**

It is the sole responsibility of the Selected Proposer to apply for and obtain construction and permanent financing from the lender(s) and other entities in amounts consistent with the lease

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agreement. At this point in time, Miami-Dade County will not be contributing any funding toward the Project Site. The Selected Proposer may use different and/or a combination of lenders for construction and/or permanent financing. The amount of the Selected Proposer's equity will be determined by the lender(s). Each Proposer will be required to submit a term sheet and a letter of intent (or a commitment letter) from a lender indicating willingness to lend an amount necessary for construction financing of the Project within one (1) year of selection of the Selected Proposer. Should the Selected Proposer fail, for any reason, to secure such term sheet and a letter of intent (or a commitment letter) from a lender, the County shall be free to terminate any agreement that it may have with the Selected Proposer regarding development of the Site.

Selected Proposer may use subsidy sources from the County. Selected Proposer must comply with all terms of any subsidy programs that are utilized. However, absent the receipt of a subsidy from the County, depending upon the type and amount of such subsidy, the Selected Proposer shall be required to complete the proposed development Project in a timely manner.

**2.17 Real Property Taxes and Charges**

As County-owned property, the Site is currently not subject to real estate taxes. However, such tax exemption may not be available during or after completion of any Project by the Selected Proposer. It is the responsibility of the Selected Proposer, in conjunction with its legal counsel, to determine any and all tax consequences which may arise due to the Selected Proposer developing the Project on County-owned land. The County makes no representations or warranties as to the continued availability of any exemption or tax benefit, or to the Selected Proposer's ability to receive any such exemption or benefit.

**2.18 Project Schedule**

The Project construction phase shall be completed, as evidenced by an issued Certificate of Use and/or Certificate of Occupancy, as applicable, obtained within four (4) years from the date of execution of the lease agreement. An exact schedule of completion, including milestones and any possible penalties for failure to adhere to the schedule shall be the subject of negotiation during the process of formulating a lease agreement with the Selected Proposer. As part of any Proposal, it is recommended that Proposers include a timeline of when various aspects of the Project will be completed. Such timeline should include completion dates for design, construction documents (plans and specifications), permitting, ground breaking, and securing a Certificate of Use and/or Certificate of Occupancy. Proposers should discuss any expected variances in the timeline, and must disclose of any issues, or potential matters, that might delay the Proposer from commencing with the Project as envisioned, or otherwise delay the Project, such as, but not limited to, other development projects undertaken by the Proposer.

**2.19 Services Applicable to All Phases of Work to be Provided**

The Selected Proposer shall:

- 1) Provide the County with a financing plan, including detailed development and operating budgets.

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- 2) Provide quarterly reports to the County on the progress of the Scope of Services and development efforts, including work completed, associated costs, schedule, and budgetary requirements.
- 3) Secure additional financing, as needed, to ensure overall Project completion, such as loans or grants from other governmental entities at the state or federal level.
- 4) Obtain a full financial credit underwriting/subsidy layering review to be paid for by the Selected Proposer prior to loan closing (loan closing will not occur without this step), when and if there are loans arranged for the Project.
- 5) Provide the design, construction, and quality control services for the development.
- 6) Execute and deliver to the County copies of certificates and policies of insurance prior to commencing any operations, which indicate that the Selected Proposer has insurance coverage in the type, amount, and classifications, pursuant to the lease agreement, and any other required document or agreement, including, but not limited to a Development Agreement and/or Restricted Covenant Agreement.

**2.20 Development Costs**

All development costs shall be the responsibility of the Selected Proposer. The Selected Proposer shall, at its sole cost and expense, secure any and all licenses, permits, and other governmental approvals required to construct and maintain the Project, along with any and all insurance and required payment and performance bond(s). The Selected Proposer shall obtain all necessary permits and pay all required permit fees and shall be responsible for all expenses incurred in connection with the development including, but not limited to, environmental assessments, remediation (if applicable), surveying, platting, application fees, etc. All on-site and off-site public improvements and/or infrastructure required for development of the Site (including, but not limited to streets, street widening, street lights, sidewalks, water/sewer infrastructure, landscaping, etc.) are the responsibility of the Selected Proposer. Extension, relocation and/or upgrading of utilities, including utilities serving existing County facilities, or connection of new utilities, if necessary, are the sole responsibility of the Selected Proposer. All development fees imposed in connection with the development by any municipality, the County or any other agency of appropriate jurisdiction are the sole responsibility of the Selected Proposer.

**2.21 Project Construction**

The construction phase of the Project shall be completed in accordance with the lease agreement, along with any and all applicable rules, regulations, ordinances and standards required by the City of Miami, and the County, and/or any other applicable regulatory agency or entity. As noted above, the Project construction phase shall be completed, as evidenced by an issued Certificate of Use and/or Certificate of Occupancy, as applicable, within four (4) years from the date of execution of the lease agreement. Notably, the County is seeking Proposals that have expedited timelines for completion of the construction for the Project, which offer a realistic schedule to both start and complete construction.

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The Selected Proposer shall obtain, at its sole cost and expense, certified, experienced, and reputable architectural and engineering services, and construction services including, but not limited to, a general contractor, project manager, and Subcontractors, and such services will need to be secured, at the Selected Proposer's sole cost and expense, and in accordance with the County's rules and regulations, including, as described above, but not limited to, the County's Community Business Enterprise Program and the Community Small Business Enterprise Program.

No construction will commence on the Project Site until the Selected Proposer has obtained all required insurance, payment and performance bonds, licenses, approvals, and permits from any and all appropriate entities, agencies, and/or jurisdictions. The County will issue a Notice to Proceed for the Selected Proposer to commence work, once all requirements are met.

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