

**REQUEST FOR QUALIFICATIONS
FOR
POITRAS REAL ESTATE SALE, LAND DEVELOPMENT AND MANAGEMENT SERVICES**

Issued by

Greater Orlando Aviation Authority

May 27, 2016

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FOR
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I. PURPOSE

The Greater Orlando Aviation Authority (“Aviation Authority”) operates, pursuant to its agreement with the City of Orlando, approximately 1,854 acres in Orange County located southeast of the Orlando International Airport known as the Poitras Property, as shown on the attached Exhibit “A”. It seeks to sell approximately 600 acres east of the Jim Branch River for aviation controlled residential development (“Residential Property”) and it seeks to have the approximately 600 acres west of the Jim Branch River developed (“Development Property”) commercially to produce income for the Aviation Authority. Attached hereto as Exhibit “B” is the conceptual Planned Development Land Use Plan for the Poitras Property which includes the Residential Property and the Development Property. Together the real estate sale and development shall be referred to as the “Project.” The Aviation Authority seeks to retain an experienced real estate developer and manager to provide these services and is issuing this Request for Qualifications (“RFQ”) to find the most qualified firm for the Project. Upon completion of the evaluation of the submissions received, the Aviation Authority will rank the submissions and intends to enter into an agreement with the highest ranked firm to include the sale of the Residential Property at Fair Market Value (“FMV”), as defined by the Federal Aviation Administration (“FAA”), as well as for the development and management services for the Development Property.

II. SCOPE OF SERVICES

If an agreement is executed for the Project, the firm(s) selected will be required to purchase the Residential Property at FMV, as determined by an appraisal of the Residential Property. Any contract issued will be subject to FAA review as the FAA must issue a release of airport property that is sold and requires that the sales price reflect the highest and best use of the land. The selected firm will be required to prepare a master development plan addressing the marketing of the parcels and development of the infrastructure for the Development Property. In addition, the selected firm will be required to plan, finance, and construct, at its own cost, infrastructure improvements for the Development Property including: 1) a transportation network with road access to each Property, 2) electric and fiber optic cable, 3) sewer and water lines, 4) potable water, and 5) a stormwater management system.

III. TERM

The term of the development and management of the Development Property shall be fifty (50) years.

IV. SUBMISSION REQUIREMENTS

Each submittal in response to this request must respond to each of the following items, individually. Any additional information or exhibits should be attached in a separate section. Failure to provide requested information may result in your response being deemed non-responsive and therefore eliminated from further consideration or downgraded accordingly, in the Aviation Authority’s sole discretion.

Letters of Qualification in response to this RFQ must be in printed form and shall include one (1) volume addressing each numbered subsection in the order requested, indexed, and clearly identified. Letters of Qualification that are not in compliance with the requirements may be downgraded accordingly.

A. Proposing Entity Structure - Firm’s Statement of the following:

1. The name and address of the legal entity that will contract with the Aviation Authority for the Project and the date established.

2. A statement declaring the type of business relationship the firm will use (i.e., a single company, joint venture or other form of business relationship. If the firm is a joint venture or partnership, the Qualifying Experience in Section C may be satisfied by the Joint Venture, Partnership entity, or any member entity thereof. Please state whether the Joint Venture or Partnership entity is currently in existence, is being formed specifically for this project, or whether it will be formed upon award. If it is formed specifically for this project or will be formed upon award, please provide a copy of the Joint Venture or Partnership Agreement. Each Joint Venture or Partnership entity submitted to be used must be the same joint Venture or Partnership entity recorded as policyholder of the insurance required in Section E below.
3. Name, address, email address and telephone/fax numbers of one (1) individual to whom all future correspondence and/or communications will be directed.
4. Provide information as to the proposer's experience and qualifications in real estate purchasing, development, property management and marketing of large scale residential, commercial and the types of uses permitted pursuant to the City of Orlando zoning Airport Support District ("Airport Support") development projects.
5. Based on the scope of services to be provided to the Aviation Authority, please provide a proposed staffing plan and organizational chart.
6. Any additional information or experience that is relevant to the Request for Qualifications that may provide additional benefit to the Authority.

B. Executive Brief - An executive brief which includes:

1. Submit a proposed plan for developing and marketing the Development Property.
2. Submit a proposed plan for purchase and development of the Residential Property.
3. A narrative on why the firm should be selected, including:
 - a) A brief overview of the specific experience and expertise of the proposed professional team explaining why this team should be selected, including prior experience in large scale commercial development and infrastructure construction.
 - b) Prior examples and experience where the proposed professional team has worked on other large scale residential, commercial and Airport Support development projects.
 - c) Prior examples and experience where the proposed professional team has worked on other large scale airport support land use development projects.
 - d) Discussion of similar projects referenced in Paragraph C below with particular reference to the master development planning process, business strategy, revenue performance and lessons learned.

C. Qualifying Experience. Each submittal in response to this RFQ should include an Organizational Chart with names and titles for reference. List not more than three (3) key personnel for each category and provide a resume showing the experience of each individual on similar projects.

1. It is preferred that the firm and its key personnel have prior experience as the prime developer and marketer for residential, commercial and Airport Support development projects within the Orlando Metropolitan Area.

2. It is preferred that the firm and its key personnel have prior experience as the prime developer and marketer for other large scale commercial and Airport Support land use development projects within the Orlando Metropolitan Area.
3. It is preferred that the firm and its key personnel have prior experience as the prime developer and marketer have local experience as the prime developer and marketer for other large scale residential, commercial and Airport Support land use development projects.
4. Provide additional information on other similar projects which best represent the proposer's skill and experience in working on projects of the size, type and complexity of the Project.

D. Financial Capability. Each firm must demonstrate that it has the financial capability to fund or obtain funding for the Project. The firm must indicate whether it is self-funding the Project or will obtain third party financing.

E. Consultants' Competitive Negotiation Act. All proposers are hereby notified that they must comply with Florida Statute 287.055, the Consultants' Competitive Negotiation Act, which requires selecting engineers, architects, contractors and consultants consistently with state laws and regulations applicable to public construction projects.

F. Insurance Requirements. Include evidence of the proposer's ability to provide the following insurance coverage, either by means of an existing policy or other verifiable proof (Agent/Broker commitment letter):

1. Commercial General Liability (CGL) – Minimum of \$1,000,000 per occurrence and annual aggregate, with maximum deductible or self-insured retention in an amount not exceeding \$100,000. Any deductible or self-insurance retention should be indicated on the proposer's certificate of insurance.
2. Automobile Liability – Minimum of \$1,000,000 per occurrence, with maximum deductible or self-insured retention in an amount not exceeding \$100,000 for contracts equal to or exceeding \$1,000,000. Any deductible or self-insurance retention should be indicated on the Consultant's certificate of insurance.
3. Pollution Liability – Minimum of \$1,000,000, with a maximum deductible or self-insured retention of \$100,000.
4. Worker's Compensation - (statutory limit)
5. Employer's Liability:
 - \$100,000 - each accident
 - \$500,000 disease - policy limit
 - \$100,000 disease - each agent/employee

Policy terms must be acceptable to the Aviation Authority and must comply with the Aviation Authority's requirements for insurance.

G. Financial Statements. Proposers must submit a copy of their most recent audited annual financial statements prepared in accordance with Generally Accepted Accounting Principles (GAAP) for the last two years in order to evaluate the proposer's ability to purchase and develop the Residential and Development Property. If audited annual GAAP financial statements are not available, provide unaudited balance sheets, income statements, and cash flow statements for the last two years prepared in accordance with GAAP. If third party financing is intended, the firm must submit a letter from the party providing the financing confirming the amount to be financed. This financial documentation shall be submitted in a sealed envelope, and included in only one copy of the printed Letter of Qualifications.

The sealed envelope should be clearly labeled as follows: "**Confidential Financial Records Submitted under Seal and Exempt from Florida Public Records Disclosure**". **Include the project title, "Poitras RFQ" and the proposer's firm name on the sealed envelope.** If the firm is a joint venture or partnership, the above-requested documentation shall be submitted from each entity of the joint venture or partnership.

H. Claim Information. Disclose all lawsuits, arbitrations and claims filed or raised by or against the firm over the last five (5) years, specifically identifying:

1. The project involved.
2. The parties involved.
3. The nature of the litigation or arbitration.
4. Amount at issue.
5. Disposition or status.
6. Litigation, case style, number, and jurisdiction.

I. Additional Information. Any additional information that may be requested by the Aviation Authority at the Pre-Submittal Conference.

V. EVALUATION AND AWARD CRITERIA

The Aviation Authority will establish an Ad-Hoc Committee appointed by the Executive Director to evaluate the submittals received in response to this Request for Qualifications. Following submission, the Aviation Authority's Ad Hoc Committee intends to rank the firms who respond based on their submittals. Among the factors that will be considered in ranking the firms are:

1. Experience and qualifications of the Firm,
2. Experience and qualifications of the personnel assigned to the project, as listed on the staffing plan and organizational chart,
3. Ability to provide marketing, development and management services for large scale residential, commercial, and Airport Support land use development.,
4. Past performance with other large scale residential, commercial and Airport Support lands use developments,
5. Proposed plan for marketing and developing the Development Property,
6. Proposed plan for the purchase and development of the Residential Property,
7. Financial capability for purchasing the Residential Property and marketing and developing the Development Property,
8. Other information available to the Aviation Authority regarding the proposer, including but not limited to the narrative described in paragraph IV(B)(3).

The Aviation Authority reserves the right to solicit from available sources any relevant information concerning any firm's past performance and may consider such information in its ranking of firm. The evaluation process will be conducted by the Aviation Authority's Ad Hoc Committee appointed by the Executive Director. Firms which submit qualifications will be evaluated by the Ad Hoc Committee on the basis of the considerations listed and in accordance with Aviation Authority Policy. Proposers will be scheduled for an interview, presentation or both. Late submittals will not be accepted and will be returned unopened. Following interviews or presentations, the Aviation Authority shall make a final ranking of firms based on the above information.

The Aviation Authority reserves the right to request clarification of any information submitted by any firm, to request any additional information from any firm, waive any informality in the Letters of Qualifications, to reject any and all Letters of Qualifications, to further negotiate any services, to re-advertise for Request for Qualifications or to elect not to proceed with the Project for any reason. All recommendations and decisions regarding award of the Project shall be made at open public meetings in accordance with the requirements of Florida Statute 286.011, and all interested parties are invited to attend such meetings. Proposers shall

have five (5) calendar days from the date of the ranking of submittals by the Ad Hoc Committee to appeal the decision. Appeals shall be in writing and addressed to:

Executive Director
Greater Orlando aviation Authority
One Jeff Fuqua Boulevard
Orlando, Florida 32827-4399

Firms may be disqualified if they have ex parte contacts with Aviation Authority Board Members, members of the Ad Hoc Committee and any Aviation Authority staff members responsible for providing review and comment of the proposals with respect to the RFQ from the time of Board approval for release of the RFQ through the date of award.

The Aviation Authority intends, but is not obligated, to enter into an agreement with the highest ranked firm for the Project. The extent and scope of the Project, along with the fees will be negotiated with the highest ranked firm but will be subject to approval by the Aviation Authority Board. Should the Aviation Authority be unable to negotiate a satisfactory contract with the highest ranked firm, at a price the Aviation Authority determines to be fair, competitive and reasonable, negotiations with that firm shall be terminated. The Aviation Authority shall then undertake negotiations with the second ranked firm, and if necessary, additional firms in accordance with the ranking. Upon successful completion of negotiations with a firm, the Aviation Authority shall have the right, but not the obligation, to award all or any portion of the Project.

VI. ADDITIONAL INFORMATION

Proposers are hereby advised that individuals who conduct lobbying activities with Aviation Authority employees or Board members, must register with the Aviation Authority each year prior to conducting any lobbying activities. A statement of expenditures incurred in connection with those lobbying instances should also be filed prior to April 1st of each year for the preceding year. As of January 16, 2013, lobbying any Aviation Authority Staff, who are members of any committee responsible for ranking Proposals, Letters of Interest, Statements of Qualifications or Bids and thereafter forwarding those recommendations to the Board and/or Board Members, is prohibited from the time that a Request for Proposals, Request for Letters of Interests, Request for Qualifications or Request for Bids is released to the time that the Aviation Authority Board makes an award. As adopted by the Aviation Authority Board on September 19, 2012, lobbyists are now required to sign-in at the Aviation Authority offices prior to any meetings with Staff or Board members. In the event a lobbyist meets with or otherwise communicates with Staff or an Aviation Authority Board member at a location other than the Aviation Authority offices, the lobbyist shall file a Notice of Lobbying (Form 4) detailing each instance of lobbying to the Director of Board Services within seven (7) calendar days of such lobbying. The policy, forms, and instructions are available in the Aviation Authority's offices and the web site. Please contact the Director of Board Services with questions at (407) 825-2032.

Pursuant to Section 287.133(2)(a), Florida Statutes, interested firms or individuals within a firm who have been placed on the convicted vendor list following a conviction for a public entity crime may not submit a proposal on a contract to provide services for a public entity, may not be awarded a consultant contract and may not transact business with a public entity for services in excess of the threshold amount set forth in Section 287.017, Florida Statutes, for Category Two, for a period of 36 months from the date of being placed on the convicted vendor list.

By submitting a Letter of Qualifications, the firm certifies that it is not included on the Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List.

Aviation Authority policy requires Contractors/Consultants to comply with the requirements of E-Verify. Contractor/consultants will be required to utilize the U.S. Department of Homeland Security's Employment Eligibility Verification System (e-verify), in accordance with the terms governing the use of the system, to confirm the employment eligibility of persons employed by the Contractor/Consultant, during the term of the Contract, to perform employment duties within Florida. Prime Contractors/Consultants are

required to include an express provision in their Sub-consultant/Subcontractor Agreements requiring the Sub-consultants/Subcontractor to do the same.

VII. MANDATORY PRE-SUBMITTAL CONFERENCE

A MANDATORY PRE-SUBMITTAL CONFERENCE WILL BE HELD ON JUNE 8, 2016 AT 2:00 P.M., EASTERN DAYLIGHT TIME "EDT," IN THE CARL T. LANGFORD BOARD ROOM, LEVEL 3 OF THE MAIN TERMINAL COMPLEX, AT ORLANDO INTERNATIONAL AIRPORT, ONE JEFF FUQUA BOULEVARD, ORLANDO, FLORIDA 32827-4399. A REPRESENTATIVE OF EACH PROSPECTIVE ENTITY IS REQUIRED TO ATTEND THE MANDATORY PRE-SUBMITTAL CONFERENCE AND TO SIGN THE AUTHORITY'S ATTENDANCE ROSTER ON BEHALF OF THE PROPOSING ENTITY PRIOR TO THE MANDATORY PRE-SUBMITTAL CONFERENCE ADJOURNING IN ORDER FOR A PROPOSAL TO BE CONSIDERED BY THE AUTHORITY. ITEMS OF IMPORTANCE WILL BE DISCUSSED AT THE MANDATORY PRE-SUBMITTAL CONFERENCE THAT WILL IMPACT PROPOSALS FOR THE POITRAS PROPERTY.

The Project Scope and the Submission Requirements for the Letters of Qualifications regarding the Project will be reviewed at the Pre-Submittal Conference.

VIII. SUBMITTAL OF QUESTIONS

All requests for information and questions related to this RFQ are required to be made in writing electronically, via e-mail to mcopoitrasrfq@goaa.org. **Due to time constraints, the Authority will not respond to any comments or questions regarding this Request for Qualifications or any documents submitted in response thereto after 5:00 PM EDT on June 15, 2016.** The Advertisement, Submission Requirements, Responses to inquiries and Pre-Submittal Conference minutes, will be made available on-line at the Authority's web site at <https://www.orlandoairports.net/airport-business/#business-opportunities>.

IX. DEADLINES FOR FINAL SUBMITTALS

Interested firms are requested to submit twelve (12) printed copies and one (1) electronic PDF version* on compact disk (or single-layer DVD) of a Letter of Qualifications **beginning on June 27, 2016 up to 2:00 p.m. Eastern Daylight Time on June 29, 2016 to the Receptionist Desk, Level 3 of the Main Terminal Complex, at Orlando International Airport, Greater Orlando Aviation Authority, One Jeff Fuqua Boulevard, Orlando, FL 32827.** Any Letters of Qualifications received after the time and date stated above will not be considered and will be returned unopened. Letters of Qualifications shall be submitted in sealed packages clearly labeled, "MCO POITRAS RFQ."

All submittals timely received will be publicly opened at the time and date stated above. Any submittals received after the time and date specified above will not be considered and will be returned unopened. The Aviation Authority has designated the U.S. Naval Observatory time as the official time for the receipt of submittals. The U.S. Naval Observatory time can be accessed by telephone at (202) 762-1401.

Submittals may be delivered by hand, by overnight delivery or by certified mail. Submittals may not be delivered in any other manner (including via email or facsimile). If a submittal or modification is delivered by hand it must be delivered to the Aviation Authority's reception desk on the Third Level of the Main Terminal Landside Building, Orlando International Airport, One Jeff Fuqua Boulevard, Orlando, Florida 32827-4399.

If a submittal is delivered by overnight delivery or by certified mail, it must be sent to the attention of Raymond Anderson, Greater Orlando Aviation Authority, Orlando International Airport, One Jeff Fuqua Boulevard, Orlando, Florida 32827.

No submittal may be withdrawn after it is submitted unless the firm makes a written request for withdrawal, and such request is received by the Aviation Authority prior to the deadline for receipt of

submittals. Once the deadline for receipt of submittals has occurred, no submittal may be altered or withdrawn for a period of ninety (90) days after such deadline.

GREATER ORLANDO AVIATION AUTHORITY

By: _____
Frank Kruppenbacher
Aviation Authority Chairman