

City of Miami



April 27, 2016

RE: Addendum VII, Offering Memorandum (“OM”) No. **15-16-008** for the sale of the Miami Riverside Center and Request for Proposals (“RFP”) No. **15-16-009** for the development of a new City of Miami administrative facility (collectively the “OM/RFP”)

Attention Registered Proposers:

This mailing is “Addendum VII” and becomes an official addendum to the OM/RFP document. All future questions must be sent in writing to the below Broker, with a copy to the Project Designee on or before the revised question deadline May 2, 2016 at 2:00PM. Questions will be answered in this same manner and forwarded as Addenda until the proposal due date, May 17, 2016.

Enclosed please find the following items:

- OM/RFP Questions and Answers
- OM/RFP Revisions

Any written questions received shall be answered within fifteen (15) days of their receipt, unless additional time is required by the City to provide an acceptable answer. When sending correspondence, please address the original to CBRE | Brokerage Services, the City’s broker (“Broker”) for this project, with a copy to the attention of the project designee at the City of Miami. Failure to follow these requirements may result in your question not being answered or replied to.

Should you have any questions, please do not hesitate to write:

Broker

Shay Pope
CBRE | Brokerage Services
200 East Las Blvd, Suite 1620
Fort Lauderdale, FL 33301
shay.pope@cbre.com

Project Designee

Jacqueline Lorenzo
City of Miami | Real Estate & Asset Management
444 SW 2nd Avenue, 3rd Floor
Miami, FL 33130
jlorenzo@miamigov.com

cc: Todd B. Hannon, City Clerk

**ADDENDUM VII
OFFERING MEMORANDUM 15-16-008 &
REQUEST FOR PROPOSALS 15-16-009**

OM/RFP Revisions: The following revisions have been made to the OM/RFP document as indicated below. Added text is underlined and deleted text is stricken.

The following sections of the OM/RFP have been changed as follows:

Page 51:

Proposal Due Date and Event Schedule

The following dates are tentative and subject to change

Process	Date
Final Solicitation Posted	Tuesday, February 2, 2016
MRC Site Tour	Thursday, March 3, 2016
Proposer's Questions Due to CBRE	Tuesday, April 5 <u>Monday, May 2</u> , 2016 by 2:00 PM
Proposals Due	Wednesday, May 17, 2016 by 2:00 PM
Presentations to Selection Committee	Wednesday, June 1, 2016
Selection Committee Evaluation	Thursday, June 2, 2016
<u>Notice of Short-Listed Proposers</u>	<u>Monday, June 6, 2016</u>
<u>Negotiations</u>	<u>Monday, June 6, 2016 – Friday, June 10, 2016</u>
<u>Selection Committee Recommendation based on BAFOs</u>	<u>Thursday, June 16, 2016</u>
Recommendation from City Manager to City Commission	Thursday, July 28, 2016
Final Ballot Resolution	Thursday, July 28, 2016
Election	Tuesday, November 8, 2016

Page 53:

1. Administrative Review

City staff shall conduct an initial administrative review of the proposals received for completeness and compliance with all content requirements set forth in the solicitation (“Administrative Review”). During this Administrative Review, and prior to the start of deliberations by a Selection Committee, in their sole discretion, City staff may contact Proposers to cure non-material, non-substantive defects in any Proposals. If notified of such a deficiency, the Proposer shall correct such deficiency within five (5) business days of notification. Those proposals that comply with all requirements will be deemed responsive.

Proposers may elect to submit proposals on either the OM or RFP, or may elect to bid on both the OM and RFP. All proposals for both the OM and the RFP shall be considered, evaluated, and reviewed independently and separately of one another to determine whether each such proposals is compliant with the OM requirements and whether compliant with the RFP requirements. The City reserves the right to accept only one of the two proposals submitted, accept both proposals, reject either the OM or RFP or portions thereof, or reject all of the submitted proposals, at the option of the City. The Proposers by their submission of proposals acknowledge and accept the foregoing options to be exercised at the discretion of the City. No Proposer shall have any rights against the City arising from the above referenced decisions made by the City

Page 54:

Evaluation Criteria and Negotiation Process

Evaluation

Based upon the Evaluation Criteria provided in the OM/RFP, the Selection Committee (“Committee”) will evaluate and rank proposals, in accordance with the requirements of the OM/RFP, using the Scoring Guidelines provided by the City. Each proposal will be reviewed to determine if the proposal is responsive to the submission requirements outlined in the OM/RFP. Proposals that deviate from the City’s “Must”, “Shall” or “Mandatory” requirements may be found “non-responsive” without further evaluation.

Short Lists

Upon completion of the technical criteria evaluation, the Committee will recommend the top three ranked, responsive and responsible Proposers (“Short-listed Proposers”) who best meet the criteria of each the OM and RFP for negotiations. Two separate short-lists shall be provided, one for each the OM and the RFP.

The Short-listed Proposers for the OM will each be invited to negotiate a Purchase and Sale Agreement (“PSA”) in substantially the form as provided in Miami Riverside Center Appendix E for the purchase of the MRC. Short-listed Proposers for the RFP will also each be invited to negotiate an agreement appropriate for the new administrative center. The agreement for the RFP shall be in a form provided by the City.

The City reserves the right to forego the short-listing process if the City receives less than three (3) proposals for either the OM or RFP, and proceed directly to the request for best and final offers, as indicated below. In such an event, the oral presentations and the Committee’s ranking and recommendation shall occur after submission of the best and final offers.

Negotiations

Negotiations will take into consideration terms most beneficial to the City (from a monetary and technical standpoint) until a PSA or other agreement, as applicable to the OM or RFP, acceptable to the City is agreed upon.

The City reserves the right to request from the Short Listed Proposers: written clarifications; non-material revisions to proposals, if deemed necessary by the City; and any supplemental information, such as additional references, deemed necessary for proper evaluation of proposals.

Oral Presentations

As a part of the negotiations, the City may choose to conduct an oral presentation with the Proposers. In the event the Committee conducts oral presentations, all three Short Listed Proposers will be afforded the same time limits, and will be asked the same questions, if relevant, so as not to place one firm at an advantage.

Best and Final Offers

At the City's sole discretion, the City/Broker may request best and final offers ("BAFO") to be provided. However, the BAFOs shall not reduce the amounts to be paid to the City and shall not increase the amounts paid by the City, as applicable to the OM or RFP, which were originally submitted with the Proposers' proposals.

Following receipt of the BAFOs, the Committee will hold a separate meeting to review the BAFOs received. The responsive and responsible Short Listed Proposer, meeting the technical requirements of the OM and/or RFP, respectively, and whose price offer represents the best price for the City (which shall not reduce the amounts to be paid to the City and shall not increase the amounts paid by the City, as applicable to the OM or RFP originally submitted with the proposal), will be recommended for further negotiations. The discussions during these final negotiations may include price and conditions attendant to price.

Notwithstanding the foregoing, if the City and said Proposer cannot reach an agreement on the contract, the City reserves the right to terminate negotiations and may, at the City's sole discretion, begin negotiations with the next Proposer, who offered the next best price. This process will continue until a contract(s), acceptable to the City has been negotiated, or all proposals are rejected.

Selection Committee's Recommendation

The Committee will makes its final ranking and recommendation to award a contract to the City Manager, based on successful negotiations in accordance with this OM/RFP, based upon the evaluation criteria as

defined in the OM/RFP, and pursuant to applicable laws and regulations. No other factors or criteria shall be used in the evaluation. Such recommendation is subject to compliance with the applicable provisions of the City Charter and Code.

~~The Selection Committee shall make its recommendation to the City Manager based upon the evaluation criteria specified below.~~

The City reserves the right to cease all contract negotiation activities at any time and reject all proposals if such action is determined by the City to be in its best interest. The City further reserves the right to waive minor irregularities or technicalities in Proposals. No Proposer shall have any rights against the City arising from such negotiations or terminations or cessation thereof.

~~Proposals will be evaluated according to the following evaluation criteria. Proposals that significantly deviate from the City's requirements may be found "non responsive" without further evaluation.~~

Page 55:

A. City Manager

The ~~Selection~~ Committee, appointed by the City Manager, shall elect a Chairperson ~~chair~~ at its first meeting. At the Committee meeting, the Committee members will evaluate, score, and rank proposals based upon the criteria listed in the OM/RFP, the requirements of the solicitation, and following the Committee instructions and Scoring Guidelines. The Committee will complete and execute the evaluation forms and the Chairperson will prepare a written recommendation memo addressed to the City Manager, with the results of the evaluation and requesting authorization to negotiate.

The City Manager or his/her designee reserves the right to (1) reject the Committee's recommendation, (2) approve the Committee's recommendation, (3) instruct the Committee to re-evaluate and make another recommendation, and (4) recommend to the City Commission that they reject any and/or all proposals.

Thereafter, upon approval of the City Manager, the Short-Listed Proposers will be invited to negotiate the terms of the PSA, Development Agreement, or Lease, as applicable. Upon successful negotiations, the Short Listed Proposers will then be asked to submit their BAFOs, provided, however, that the submittal of a BAFO must equal or exceed the price offer the Proposer originally submitted. The BAFO shall not reduce the amounts originally submitted to be paid to the City.

Following the review of the BAFOs submitted on behalf of the Short-Listed Proposers, the Committee will prepare a written recommendation to award ~~The members shall render the evaluation forms and the chair will prepare a written recommendation memo~~ addressed to the City Manager. ~~If the City Manager accepts the Committee's recommendation to negotiate, a final contract will be~~

negotiated and the final recommendation of award, approved by the City Manager, will be presented to the City Commission for their review and approval.

~~The City Manager or his/her designee reserves the right to approve the recommendation of the Selection Committee, and/or to reject any and/or all proposals.~~

B. City Commission

The City Commission may (1) approve the City Manager's award recommendation and negotiated contract, (2) reject all proposals, and/or instruct the City Manager to reissue a solicitation, or (3) reject all proposals and instruct the City Manager to enter into competitive negotiations with firms possessing the ability to perform such services and obtain information from said individuals or firms relating to experience, qualifications and the proposed cost or fee for said services, and make a recommendation to the City Commission. All applicable Charter and Code provisions will be followed. The decision of the City Commission shall be final.

~~accept the recommendation of the City Manager, may reject any or all proposals, or may seek a recommendation directly from the Selection Committee.~~

Page 29:

K. Purchase and Sale Agreement

The Successful Proposer will be required to execute a Purchase and Sale Agreement ("PSA") in substantially the form attached as Miami Riverside Center Appendix E. The Short-Listed Proposers must, in writing, and without exception, affirm they will sign this PSA prior to consideration of an award by the City Commission. The PSA must be executed and provided as part of the proposal.

Certain terms including, without limitation, indemnity/hold harmless, insurance, cancellation, ethics and conflicts clauses are long standing city policies and will not be altered, negotiated, or modified by the City.