



MIAMI-DADE EXPRESSWAY AUTHORITY

MIAMI-DADE EXPRESSWAY AUTHORITY (MDX)
POLICY FOR RECEIPT, SOLICITATION AND
EVALUATION OF PUBLIC PRIVATE PARTNERSHIP PROPOSAL

BACKGROUND

Miami-Dade County Expressway Authority (“MDX”) finds that there is a public need for the rapid construction of safe and efficient transportation facilities for travel within the jurisdiction of MDX. MDX further finds that it is in the best interest of MDX and the public to provide for public-private partnerships to effectuate the design, construction, operation, ownership or financing of transportation facilities (hereinafter, “Public Private Partnership Projects”). Therefore, MDX adopts this Policy for the receipt, solicitation and evaluation of proposals for Public-Private Partnership Projects.

SOLICITED PUBLIC PRIVATE PARTNERSHIP PROPOSAL

1. Upon finding that a project is suitable for consideration as a Public Private Partnership Project, at its sole and absolute discretion, the MDX Board may direct MDX staff to seek proposals for a public private partnership.
2. MDX shall advertise such a request in accordance with the requirements of applicable law and the MDX Procurement Policy. At any time prior to such advertisement, MDX may hold a public workshop with all interested parties in order to determine potential industry response to a request for proposals for a Public Private Partnership Project and to develop criteria for the Public Private Partnership Project.
3. MDX shall set forth in each such request for proposals the criteria to be evaluated and how such private partner shall be selected from the proposals submitted.

UNSOLICITED PROPOSALS

1. Any person or legal entity may submit an unsolicited proposal to MDX for transportation facilities or related projects.
2. MDX shall charge a fee to the private entity to cover the costs of processing, reviewing, and evaluating any unsolicited proposal, including a fee to cover the costs of attorneys, engineers, consultants, and financial advisors. The fee charged for review of the proposal shall be based on the level of expertise deemed necessary by MDX and required to review the proposal, and will not be greater than the direct costs associated with evaluating the unsolicited proposal. “Direct costs” may include, but are not limited to, (i) the cost of staff time required to process, evaluate, review and respond to the proposal and (ii) the costs of attorneys, engineers, financial advisors and other consultants. Should the project proceed beyond the initial review, and be published for competition, additional fees for review and evaluation may be charged as agreed to by the parties.



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3. MDX shall require an initial processing fee of \$20,000 to be applied to the cost of evaluation. Additional fees may be charged based on the nature of the proposal and the complexity of the review required. All requested fees shall be paid prior to MDX's further evaluation of the proposal. MDX shall refund any portion of the initial processing fee paid in excess of its direct costs associated with evaluating the proposal.
4. Upon receipt of an unsolicited proposal or group of proposals and payment of any required fees by the proposer or proposers, MDX shall note the date and time of receipt of such proposal and shall determine within 90 days whether to accept the unsolicited proposal solely for the purpose of proceeding to publication as described below. Following such determination, MDX shall respond to the proposer in writing as to the acceptance or rejection of the unsolicited proposal. The initial review time may be extended by mutual agreement of the Authority and the proposer.
5. In its sole and absolute discretion, the MDX Board may reject or return an unsolicited proposal. It is not the intention or obligation of MDX to correct and/or assist in the preparation of an unsolicited proposal in any manner.
6. In determining whether to accept the unsolicited proposal for publication, MDX shall take into consideration such factors as: whether the Public Private Partnership Project is in the public's best interest; whether the Public Private Partnership Project would require state funds to be used; whether the Public Private Partnership Project is on or provides increased mobility on the State Highway System; whether the Public Private Partnership Project would have adequate safeguards to ensure that no additional costs or service disruptions would be realized by the traveling public and citizens of the State of Florida in the event of default or cancellation of the agreement by MDX; the need for the proposed Public Private Partnership Project; the scientific, technical, or socioeconomic merits of the proposal; the contribution of the proposal to MDX's overall mission; the qualifications, technical and management capabilities and experience of the proposer considered as a whole and considered in terms of the legal entities who may comprise the proposer or who may be serving as subcontractors to the proposer; the general reputation and financial condition of the proposer and its team members; the proposer's financial capacity to perform its obligations in the Public Private Partnership Project; the financial viability and feasibility of the submitted proposal; the cost, if any, to MDX to proceed with implementation of the proposal; and any other information MDX deems appropriate for such initial evaluation.
7. Any unsolicited proposal shall include sufficient detail and information for MDX to evaluate the proposal in an objective and timely manner and to determine if the proposal meets the above criteria and benefits MDX. If such proposal is not deemed by MDX to be complete or in sufficient detail, it may be rejected at the sole discretion of MDX. The proposer shall be informed that MDX has determined that the proposal is not sufficiently complete for evaluation.

It is not the intent or obligation of MDX to assist the proposer in completing the proposal and MDX shall bear no responsibility to itemize or advise the proposer of the incomplete items or terms of the proposal.

8. Any unsolicited proposal shall provide to MDX at a minimum:
 1. Information and supporting documentation necessary for MDX to evaluate the factors listed in paragraph 6 above.
 2. A topographic map (1:2000 or other appropriate scale) indicating the location of the Public Private Partnership Project proposed.
 3. A description of the Public Private Partnership Project, including the conceptual design of such facility and all proposed interconnections with other transportation facilities.
 4. The proposed schedule for development and construction of the proposed Public Private Partnership Project and/or the proposed term for operation of the proposed Public Private Partnership Project, along with an estimate of the life cycle cost of the proposed Public Private Partnership Project.
 5. A statement setting forth a method by which the private entity proposes to secure any property interests required for the proposed Public Private Partnership Project.
 6. Information relating to potential impacts of the proposed Public Private Partnership Project on the current transportation plan adopted by the state, the Miami-Dade MPO and MDX.
 7. A list of all permits and approvals required for developing, constructing, or operating the improvements comprising the Public Private Partnership Project from local, state, or federal agencies, a schedule for obtaining such permits and approvals and a delineation of responsibilities for obtaining such permits and approvals.
 8. A list of all public utilities, railroad lines, navigable waters and flight paths, if any, that will be crossed or affected by the proposed Public Private Partnership Project and a statement of the plan to accommodate such crossings or effects.
 9. A statement setting forth the proposer's plans for developing, financing, constructing and/or operating and maintaining the Public Private Partnership Project, including identification of any revenue, public or private or proposed debt or equity investment proposed by the proposer.

The financing plan shall address means to ensure that all reasonable costs to the State related to Public Private Partnership Projects that are not part of the State Highway System are to be borne by the private entity. The financing plan shall also address means to ensure that all reasonable costs to the State and substantially affected local governments and utilities related to the Public Private Partnership Project are borne by the private entity for Public Private Partnership Projects that are owned by private entities.

10. Names and addresses of persons who may be contacted for further information concerning the request.
11. Information on how the proposal will address the needs identified in any appropriate state, regional or local transportation plan by improving safety, reducing congestion, increasing capacity, and/or enhancing economic efficiency.
12. A detailed financial plan for the entire time period of the proposed private entity involvement in the Public Private Partnership Project.
13. Performance guarantees if any and any proposed bonding to be provided by the proposer.
14. The names, addresses, and biographical information of companies that will be principals in the proposal.
15. A list of all engineering or construction firms to be proposed on the Public Private Partnership Project and their qualifications and a description of their role in the proposal.
16. A listing of all proposed obligations and requirements of MDX and any other governmental agencies, including, but not limited to, contributions to the Public Private Partnership Project, financing, staffing and permitting.
17. A listing of all Small Business Enterprises (as defined by the MDX Small Business Participation Policy) that will participate in the Public Private Partnership Project and the proposed scope of work of each. (The Public Private Partnership Project may be subject to the MDX Small Business Participation Policy. A copy of this policy is available from MDX upon request and is posted on the MDX website at www.mdxway.com.)
18. Such additional material and information that a responsible public entity may reasonably expect, in order to review and evaluate such proposal.



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9. MDX may seek the advice of internal staff or outside advisors, attorneys or consultants, or any combination thereof, with relevant experience in determining whether to accept the unsolicited proposal for publication and/or whether to enter into an agreement with the private entity or any competing proposer. At its option, MDX may seek further clarification of the proposal.
10. If MDX accepts the unsolicited proposal for publication, then MDX shall, pursuant to law, publish a notice in the Florida Administrative Weekly and a newspaper of general circulation in Miami-Dade County at least once a week for two (2) weeks, stating that MDX has received a proposal and will accept, for 60 days after the initial date of the publication, other proposals for the same project purpose (the "Response Period"). MDX shall identify the procedures that will be used for evaluating the proposals in the notice or in a subsequent publication. Once MDX decides to receive competing proposals, it may utilize its existing procedures for evaluating the proposals or may adopt project-specific procedures.
11. Proposal documents submitted by private entities are public records under Chapter 119, Florida Statutes (Florida's Public Records Law), subject to any exemption otherwise provided by law. Any competing proposer may request and receive a copy of such proposal, and MDX reserves the right to post such unsolicited proposal on its website and solicit competing proposals within the Response Period. Proposers are advised to familiarize themselves with the provisions of the Public Records Law and to seek legal advice regarding any proprietary or intellectual property rights which they may have in the proposal. In no event shall MDX be liable to a proposer for the disclosure of all or a portion of a proposal submitted under these guidelines. MDX is obliged under the Public Records Law, upon request from a member of the public, to allow inspection and copying of any public record in its possession.
12. When the private entity requests that MDX not disclose information that is exempt from the disclosure requirements of the Public Records Law, the private entity must (i) invoke the exemption when the data or materials are submitted to MDX or before such submission, (ii) identify the data and materials for which protection from disclosure is sought, and (iii) state why the exclusion from disclosure is necessary, citing the specific exemption to Chapter 119, Florida Statutes that the proposer believes applies. A private entity may request and receive a determination from MDX as to the anticipated scope of protection prior to submitting the Proposal. MDX's determination as to confidentiality shall be final and binding upon the proposer. The proposer shall bear all attorneys' fees and costs associated with litigation for public access to claimed confidential documents. MDX is authorized to protect only exempt information, and thus will not protect any portion of a proposal from disclosure if the entire proposal has been designated confidential or exempt by the proposer without reasonably differentiating between the exempt proprietary and non-proprietary information contained therein.



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13. After the Response Period has expired, MDX shall within 45 days, or longer, as specified in the advertisement, evaluate all the competing proposals and rank them in order of preference utilizing the criteria published for the specific project. In addition to any other criteria, MDX shall consider professional qualifications of the personnel and companies proposed, general business terms, innovative engineering or cost reduction, terms, financing plans and the need for State, MDX, or other government funds to deliver the proposal or other such requirements as MDX specifies prior to acceptance of any competing proposals.
14. MDX may negotiate with the top-ranked proposers in the order of their ranking, and may, through such negotiations, aim to arrive at a mutually satisfactory agreement for a public private partnership. The parties may modify the terms of the original proposal in finalizing the terms of the agreement.
15. If MDX is not satisfied with the results of the first negotiations, it may, at its sole discretion, terminate negotiations with the first-ranked proposer and proceed to negotiate with the next-ranked firms, in order of ranking, provided, however, that upon termination of negotiations with any proposer, the Authority may, at its option, re-open negotiations with any of the proposers with whom it held previous negotiations in order to arrive at a mutually satisfactory agreement.
16. If only one proposal is received, MDX may negotiate in good faith and if it is not satisfied with results, may at its sole discretion terminate negotiations with the proposer.
17. No proposer is guaranteed the award of a contract as a result of being favorably-ranked for this project. MDX, at its discretion, reserves the right to reject all proposals at any point in the process prior to the full execution of a contract with a proposer.