

Official Notice No. 6437

REQUEST FOR PROPOSALS
FOR
REAL ESTATE MANAGEMENT CONSULTANT FOR
REDEVELOPMENT OF THE 440TH AIR RESERVE BASE AT
GENERAL MITCHELL INTERNATIONAL AIRPORT
MILWAUKEE, WISCONSIN

Sealed proposals from persons/firms capable of providing professional real estate management services for the leasing and redevelopment of the former 440th Air Force Reserve Base (440th) at General Mitchell International Airport (GMIA), including: (1) Assisting in Site Assessment and Infrastructure Investigation; (2) Developing a Market Study and Marketing plan; (3) Providing Lease Development and Negotiation services; (4) Performing Property Management, Security, Maintenance and Caretaker services; (5) Developing feasibility studies; (6) Developing Capital and Operating Budgets; (7) Negotiating with the City of Milwaukee regarding zoning matters; (8) Acting as the owner's representative in addressing tenant requests, including, but not limited to: remodeling, carpet replacement, painting, electrical work, initial cleaning, initial window washing, and frame and door installations; and, (9) Serving as GMIA's real estate management consultant on an as needed basis for three (3) years with two (2) additional one (1) year term options to be exercised solely at the discretion of the County; will be received in the office of the Milwaukee County Clerk, Room 105, Courthouse, 901 North 9th Street, Milwaukee, Wisconsin 53233 until 3:30 p.m. October 30, 2009.

Proposal submittal information and instructions may be obtained on the Airport's website www.mitchellairport.com or at the Airport Administration Offices at General Mitchell International Airport, 5300 South Howell Avenue, Milwaukee, Wisconsin 53207-6189 (414-747-5300) or from the County Clerk in Room 105, Courthouse, 901 North 9th Street, Milwaukee, Wisconsin 53233, between the hours of 8:00 a.m. and 3:30 p.m., Monday through Friday.

An optional pre-proposal meeting and a tour of the 440th grounds will be held on October 13, 2009 at 9:00 a.m. Please call Ted Torcivia at 414-747-5751 to register for the tour.

The selected proposer will also be expected to be capable of updating the Economic and Market Analysis of the 440th Redevelopment Plan, develop financial feasibility studies and provide on-going real estate management consultation on an as needed basis.

The solicitation of proposers shall in no manner be construed as a commitment on the part of the County to make an award. The right is reserved by the County to waive minor irregularities in any proposal, to reject any or all proposals, to solicit new proposals, or to accept any proposal which is deemed to be more advantageous to the needs of the County.

INTERIM DIRECTOR OF TRANSPORTATION AND PUBLIC WORKS
MILWAUKEE COUNTY

CONTENTS

- A. INTRODUCTION
- B. BACKGROUND
- C. PRE-PROPOSAL MEETING AND TOUR
- D. SCOPE OF PROJECT
- E. AIRPORT REAL ESTATE CONSULTANT SELECTION CRITERIA
- F. PREPARATION OF PROPOSALS
- G. PROPOSAL REVIEW
- H. EVALUATION CRITERIA
- I. CONTRACT
- J. PROPOSAL SUBMISSION
- K. SCHEDULE OF ACTIVITIES

ATTACHMENTS

- PROFESSIONAL SERVICE CONTRACT (EXHIBIT A)
- DISADVANTAGED BUSINESS ENTERPRISE MATERIALS (EXHIBIT C)

A. INTRODUCTION

Milwaukee County (hereinafter the "County") is requesting proposals from qualified persons/firms to provide professional real estate management consulting services for redevelopment of the 440th Air Force Reserve Base (440th) at General Mitchell International Airport (hereinafter the "Airport"), including: (1) Assisting in Site Assessment and Infrastructure Investigation; (2) Developing a Market Study and Marketing plan; (3) Providing Lease Development and Negotiation services; (4) Performing Property Management, Security, Maintenance and Caretaker services; (5) Developing feasibility studies; (6) Developing Capital and Operating Budgets; (7) Negotiating with the City of Milwaukee regarding zoning matters; (8) Acting as the owner's representative in addressing tenant requests, including, but not limited to: remodeling, carpet replacement, painting, electrical work, initial cleaning, initial window washing, and frame and door installations; and, (9) Serving as GMIA's real estate management consultant on an as needed basis for three (3) years with two (2) additional one (1) year term options to be exercised solely at the discretion of the Airport.

The County is seeking proposals from persons/firms who meet the minimum qualifications set forth in Section E of this Request for Proposals (RFP).

The solicitation of proposals shall in no way be construed as a commitment on the County's part to make an award. The County reserves the right, at its sole discretion, to waive irregularities in any proposal, to reject any or all proposals, or to solicit new proposals.

B. BACKGROUND

General Mitchell International Airport is a medium hub air carrier airport located in the southeastern part of Milwaukee County, Milwaukee, Wisconsin. The Airport is a division of the County's Department of Transportation & Public Works. The County has the legal authority to enter into contracts for the Managed Services to be provided at the Airport with the approval of the County Board of Supervisors and the County Executive.

In September 2005, the U.S. Department of Defense recommended the closure of the 440th Air Reserve Base, under the Federal Base Realignment and Closure Act (BRAC). The property is located in the City of Milwaukee adjacent to the County-owned Airport, at the intersection of South Howell Avenue and East College Avenue, south of the Airport terminal.

In response and in accordance with the BRAC, the City of Milwaukee and the County created the 440th Local Redevelopment Authority (LRA) to guide the redevelopment of the area. After issuing a Request for Proposals and going through a competitive selection process, the LRA contracted with consultants in April 2007 to prepare a reuse plan for the site. These consultants created a Preferred Reuse Plan and implementation strategy for the LRA regarding the 440th property. It should be noted that the preferred plan

recognizes and supports the documented need of the Airport for a future parallel runway to ensure safety and to provide capacity for future growth of Airport operations in the next 10 to 15 years.

The 440th property contains approximately 102 acres and is developed with approximately 465,000 square feet of built space in 93 buildings, along with supporting streets and parking areas, full utilities, and approximately 23 acres of aircraft parking apron with direct access to the Airport. The 440th site is composed of a campus of various building types, ages and uses. It is the stated goal of the 440th LRA, the County and the City of Milwaukee that economic development through job generation utilizing the existing base facilities and long term airport growth that critically supports the local and regional economy, be the focus of the base's redevelopment. Most of the existing buildings are in good condition which allows for their rapid reuse.

The County desires to award a contract to a Proposer to provide cost-efficient and effective Managed Services with a high level of customer service to the public.

The Proposer will have an original contract term of three (3) years, with two (2) additional one (1) year term options to be exercised solely at the discretion of the County. The Managed Services shall be operated in accordance with the Draft Contract (hereinafter the "Contract") provided as Attachment A.

Payment to the successful Proposer for its services under the Contract, will be made in monthly installments along with reimbursement for monthly expenses for any specifically requested services.

The County will reimburse the Proposer on a monthly basis in arrears. Each Proposer shall propose individual billing rates and/or mechanisms for the potential duties outlined in items 1 through 10 in Paragraph A "Introduction" of this RFP.

The County has established an overall participation goal of seventeen (17%) for certified Disadvantaged Business Enterprises (DBEs) for this Contract, applicable to goods and services, purchases, and subcontracts. Proposers must state how they will make good faith efforts to meet the 17% goal including a list of all the DBE firms that will be used, as well as identifying the percentage of minority participation. Information on DBE requirements, the specific forms to be used, and potential DBE participating firms may be obtained by contacting the Office of Community Business Development Partners at 414-278-5248. Copies of all potential DBE forms are attached to this RFP as Exhibit C.

C. PRE-PROPOSAL MEETING AND TOUR

1. An optional Pre-Proposal Meeting will be held October 13, 2009 at 9:00 a.m. CST in the Sijan Room located within the Gallery of Flight Museum at General Mitchell International Airport, 5300 South Howell Avenue, Milwaukee, WI 53207. The agenda for the Pre-Proposal Conference is as follows:

- Introductions
- Questions regarding the Request for Proposal (RFP)
- 440th Tour
- Return to Sijan Room to answer any additional questions

The tour of the 440th property shall depart from the Sijan Room. Proposers are encouraged to attend this meeting. Reservations are required in advance for the 440th tour by contacting Ted Torcivia at 414-747-5751 or by email at ttorcivia@mitchellairport.com.

2. The purpose of the Pre-Proposal Meeting, in addition to the tour, will be to answer any proposer questions and to discuss the County's perspective on the use of the 440th lands. The Proposal Manager for this RFP is:

Ted Torcivia
 Airport Business Manager
 Milwaukee County
 Dept. of Transportation and Public Works
 Airport Division
 5300 South Howell Avenue
 Milwaukee, WI 53207-6189
ttorcivia@mitchellairport.com
 414-747-5751 PHONE
 414-747-4525 FAX

Any questions Proposers have after the Pre-Proposal Conference must be submitted in writing to the Proposal Manager in order to facilitate an official response. All written questions must be submitted by October 20, 2009. Changes to the requirements of this RFP can only be made by written addendum no later than one week prior to the RFP's due date. Responses to written questions will be posted on www.mitchellairport.com in the form of an addendum to the RFP document. The County will not respond to any oral requests and will not be responsible for any oral communications or instructions of any kind.

D. SCOPE OF PROJECT

The scope of the managed services that are the subject of this RFP are as follows:

1. The consultant may be required to review, analyze and update:
 - Site Assessment and Infrastructure Investigations;
 - Forecasts of capital requirements for ongoing capital improvements and major maintenance efforts; and
 - Forecasts of annual operating and maintenance costs.

2. The consultant may be required to perform or provide the following marketing and management responsibilities, including:
 - a. Assisting in Site Assessment and Infrastructure Investigation;
 - b. Developing a Market Study and Marketing Plan;
 - c. Providing Lease Development and Negotiation Services;
 - d. Performing Property Management, Security, Maintenance and Caretaker services;
 - e. Developing feasibility studies;
 - f. Developing Capital and Operating Budgets;
 - g. Negotiating with the City of Milwaukee regarding zoning matters;
 - h. Acting as the owner's representative in accomplishing tenant requests, including, but not limited to: remodeling, carpet replacement, painting, electrical work, initial cleaning, initial window washing, and frame and door installations; and,
 - i. Serving as GMIA's real estate management consultant on an as needed basis for three (3) years with two (2) additional one (1) year term options to be exercised solely at the discretion of the County.

3. The consultant may be required to prepare a "cashflow/project-flow" analysis in order to recommend commencement and completion of projects in general accordance with the redevelopment plan.

4. The consultant may be required to assist in the analysis of the impact of capital projects on airline rates and charges. The consultant may be required to participate in Airport Airline Affairs Committee (AAAC) meetings;

5. The consultant will be required to provide a schedule of billing rates and/or billing mechanisms to be charged for the individual consultant services listed in items 1 through 10 in Paragraph A "Introduction" of this RFP.

E. AIRPORT REAL ESTATE CONSULTANT SELECTION CRITERIA

The selection of a firm to provide professional services for this contract will be based upon the following criteria:

50%

1. Qualifications of the firm and personnel for the specific type of work required for this contract to include the following:
 - a. The qualified firm should have experience in asset and property management of commercial office, retail, and industrial properties.
 - b. The qualified firm should have experience in self-performing or securing various construction, remodeling and maintenance specialties and in coordinating the maintenance and repair of building systems by third party professionals. The qualified firm should have a local presence and be able to immediately respond to on-site emergencies (if required).
 - c. The qualified firm should have experience evaluating the feasibility of,

managing and coordinating construction projects as follows:

- i. Tenant Improvements;
 - ii. Shell, base building, and infrastructure work;
 - iii. Building restoration and renovation; and
 - iv. Initial cleaning and building preparation for use or prospective tenants.
- d. The qualified firm should have experience in positioning, marketing, and leasing commercial office, retail, and industrial buildings in the greater Milwaukee area.
 - e. Qualified proposers must include the resumes of key individuals and explain how the team will work together to provide seamless, coordinated efforts to reduce the amount of time and effort the County will require to achieve its stated objectives.
 - f. The qualified firm should have experience working with contractors, cleaning, maintenance, caretaking, skilled trades, utility company(s) and landscaping entities.
 - g. The qualified firm should have experience working with government agencies, airports and airlines.
 - h. Because the site is located adjacent to an active airfield and contains aircraft hangars. The firm should have demonstrable aviation experience with a preference toward aviation experience at a similar sized airport.
 - i. Understanding of airfield operations and constraints;
 - ii. General understanding of airfield security;
 - iii. Understanding of aircraft maintenance operations and facilities;
 - iv. Understanding of aircraft hangar operations and facilities; and
 - v. Familiarization with the Airport Master Plan and aviation concepts.

15%

- 2. Client references for work performed on similar projects within the last 5 years.

15%

- 3. Quality of the proposal with regard to the firm's understanding of the project goals.

20%

- 4. The reasonableness of the proposed fees and the proposed fee arrangements, including, but not limited to: a) The proposed percentage of revenue collected from tenants to be retained as a Property Management Fee; b) The proposed Leasing commissions; and, c) The proposed Construction Management Fees. Proposers must recognize a contract will not be awarded solely on the basis of lowest bid.

- 5. Proposer's program for the direct involvement of Disadvantaged Business Enterprise (DBEs). The County has established a DBE participation goal of 17% for this contract.

As further described in this RFP, Respondents must submit an ACDBE Plan that (1) provides participation by certified ACDBEs in this contract equal to at least 17% or (2) demonstrates good faith efforts by Respondent to achieve the ACDBE participation goals. Failure to meet the goal, or to demonstrate good faith efforts to meet the goal, will constitute grounds for the County to determine that a Respondent's proposal is not responsive to this RFP and/or that the Respondent is not responsible. In either case, the

Respondent will not be eligible for contract award under this RFP.

ACDBEs identified in a proposal must be certified in accordance with County regulations as of the Proposal Due Date to meet the ACDBE participation goals set forth for this RFP.

F. PREPARATION OF PROPOSALS

Proposals should be submitted in sufficient detail to permit Airport staff to evaluate the Firm's understanding of the Scope of the Project. Further, the proposal should contain, as a minimum requirement, the following items:

1. Introduction and Executive Summary

Submit a letter of introduction and an executive summary of the proposal. The letter must be signed by a person authorized by the firm (or joint venture) to obligate the firm to perform the commitments contained in the proposal. Submission of the letter will constitute a representation by the firm that it is willing and able to perform the commitments contained in the proposal.

2. Statement of Minimum Qualifications

Submit a statement (two pages maximum) identifying how the Proposer meets each of the three minimum qualifications set forth in Section E of this RFP. This Section should also contain background information on the firm and its personnel which demonstrates that the firm possesses the experience to successfully complete this project.

3. A discussion of the specific services that will be performed by the firm during each of the elements of this project and a description of how those services will be performed and by whom, which should include, but are not limited to:

- a. Assisting in Site Assessment and Infrastructure Investigation;
- b. Developing a Market Study and Marketing plan;
- c. Providing Lease Development and Negotiation services;
- d. Performing Property Management, Security, Maintenance and Caretaker services;
- e. Developing feasibility studies;
- f. Developing Capital and Operating Budgets;
- g. Negotiating with the City of Milwaukee regarding zoning matters;
- h. Acting as the owner's representative in accomplishing tenant requests, including, but not limited to: remodeling, carpet replacement, painting, electrical work, initial cleaning, initial window washing, frame and door installations; and
- i. Serving as GMIA's real estate management consultant on an as needed basis for three (3) years with two (2) additional one (1) year term options to be exercised solely at the discretion of the Airport.

4. The Proposer should describe the services and activities that the firm proposes to provide including the plan for performing the scope of services. Include descriptions of proposed methods:

- a. Overall Scope of Work tasks;
- b. Assignment of work within your firm's work team; and

- c. A staffing level plan, which shall reflect the Proposer's Operating Plan for the current conditions.
- 5. A proposed fee and/or fee arrangements, including any labor rates for each category of work that may be assigned to the successful proposer.
- 6. Firm Qualifications
Provide the following information on the firm's background and qualifications in the following order:
 - a. The name, address, and telephone number of a contact person;
 - b. A brief description of the firm, as well as how any joint venture or association would be structured; and
 - c. The Proposer should highlight relevant historical experience for managing large operations comparable to the operations at the 440th. If a joint venture or LLC is proposed, provide the above information for each member as well as for proposed sub-proposers.
- 7. Team Qualifications
 - a. Provide a list identifying the proposed local and off-site management team. Include key management personnel, the role of each management member, and a written assurance that the key individuals listed and identified will be performing the work and will not be substituted with other personnel or reassigned to another project without the County's prior approval;
 - b. Provide a description of the experience and qualifications of the project manager, including examples of recent, relevant experience and references; and
 - c. Provide a description of other key team members, including resumes highlighting their specific, relevant experience.
- 8. Affiliate Relationships
The Proposer will disclose to the Airport the names and relationships of all co-proposers, sub-proposers, affiliates of the Proposer, and contractors and subcontractors who have agreements to provide goods or services or to acquire goods or services from the Proposer pursuant to the Proposer's performance under this Contract. As used herein, the word "affiliate" is defined as a person, business or other entity that Proposer, directly or indirectly and/or through one or more intermediaries, controls or is controlled by, or is under common control with, the Proposer and/or who has a business relationship with the Proposer with respect to the Proposer's performance under this Contract. As used herein, the word "control" means the right and/or power, directly or indirectly and/or through one or more intermediaries, to direct or cause the direction of any part of the management and policies of a person, business or other entity through ownership of voting securities and/or by contract and/or otherwise.

G. PROPOSAL REVIEW

Airport staff will screen the proposals to ensure that Proposers meet the qualification requirements as discussed in Section E, Paragraph 1. Proposals that meet the qualification requirements will then be evaluated by an evaluation committee. The County intends to evaluate the proposals in accordance with the criteria set forth in Section E. Firms with the highest scoring proposals may be interviewed by the

committee as part of the final selection process.

Following the evaluation of the written proposals, if interviews are to be conducted, the Proposers receiving the highest scores will be invited to an oral interview. The interview, if conducted, will consist of standard questions asked of each of the Proposers invited to the interview.

The maximum number of points for the evaluation process is 100. The scoring breakdown is described in Section E. All scoring will be cumulative.

H. EVALUATION CRITERIA

The descriptions following each evaluation criteria are provided as a guideline and are not intended to be a comprehensive statement of all of the criteria considered by the evaluation committee. The contract will commence only after conveyance of the former 440th ARS to Milwaukee County.

I. CONTRACT

Exhibit A is a draft contract that includes covenants and provisions that are required to be performed by the successful proposer. Proponents should review the contract and its requirements in preparing their responses to this Request For Proposals.

J. PROPOSAL SUBMISSION

Four (4) copies of the proposal must be received at the offices of the Milwaukee County Clerk no later than October 30, 2009 3:30 p.m., CST, in a sealed envelope clearly marked on the outside as follows:

OFFICIAL NOTICE NO. 6437
PROPOSAL FOR REAL ESTATE MANAGEMENT CONSULTING
SERVICES FOR THE REDEVELOPMENT OF THE 440TH AIR RESERVE
BASE AT GENERAL MITCHELL INTERNATIONAL AIRPORT

Proposals shall be addressed to:

County Clerk
County of Milwaukee
Room 105, Courthouse
901 North Ninth Street
Milwaukee, Wisconsin 53233

The County reserves the right to accept or reject any or all proposals and reserves the right to negotiate the terms and conditions of the proposal with the respondent which, in the County's sole judgment, submits the best proposal.

K. SCHEDULE OF ACTIVITIES

RFP issue date	
Pre-Proposal Conference	October 13, 2009
440th Site Visits	October 13, 2009
Final questions accepted	October 20, 2009
Proposal due date	October 30, 2009
Forecast award date	December 31, 2009

Any questions regarding the content of this Request For Proposals must be submitted in writing by October 20, 2009 to:

Ted Torcivia
Airport Business Manager
General Mitchell International Airport
5300 South Howell Avenue
Milwaukee, Wisconsin 53207-6189

Responses to all written questions shall be distributed to all proponents one week prior to the proposal due date.