

**GREATER ORLANDO AVIATION AUTHORITY  
CONCESSIONS/PROCUREMENT COMMITTEE**

**DATE:** August 29, 2022

**DAY:** MONDAY

**TIME:** 1:30 P.M.

**PLACE:** CARL T. LANGFORD BOARD ROOM, ORLANDO INTERNATIONAL AIRPORT, ONE JEFF FUQUA BOULEVARD

**I. CALL TO ORDER**

**II. ROLL CALL**

**III. ANNOUNCEMENTS - Appeal Process**

*NOTE: If a bidder or proposer is aggrieved by any of the proceedings of today's meeting and wishes to appeal the results of actions made by this Committee, they must file an appeal stating the item they wish to appeal and the basis for which they wish to appeal. Any decision made at these meetings will need record of the proceedings and for that purpose may need to ensure that a verbatim record of the proceeding is made which includes the testimony and evidence upon which the appeal is to be based. Any appeal must be received in writing by the Chief Executive Officer, Mr. Kevin J. Thibault, via email [kevin.thibault@goaa.org](mailto:kevin.thibault@goaa.org) with copy to [gail.musselwhite@goaa.org](mailto:gail.musselwhite@goaa.org) by September 6, 2022, by 4:00 p.m.*

*For individuals who conduct lobbying activities with Aviation Authority employees or Board members, registration with the Aviation Authority is required 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 1 of each year for the preceding year. 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 Board makes an award. The policy, forms, and instructions are available on the Aviation Authority's offices web site. Please contact the Chief Administrative Officer with questions at (407) 825-7105.*

**IV. NEW BUSINESS**

- A. Recommendation to Review/Rank/Recommend Request for Proposal PS-713 Concessions Consulting Services
- B. Recommendation to Review/Rank/Recommend Proposals for the Display Advertising Management Concession

NEXT SCHEDULED CONCESSIONS/PROCUREMENT COMMITTEE MEETING IS ON SEPTEMBER 12, 2022



**GREATER ORLANDO AVIATION AUTHORITY**

Orlando International Airport  
One Jeff Fuqua Boulevard  
Orlando, Florida 32827-4399

**MEMORANDUM**

TO: Members of the Concessions/Procurement Committee

FROM: Tracy Conner Harris, Assistant Director, Concessions

DATE: August 29, 2022

**ITEM DESCRIPTION**

Recommendation to Review/Rank/Recommend Request for Proposal PS-713 Concessions Consulting Services

**BACKGROUND**

This Contract award will include the performance of concessions planning and implementation services and professional services related directly to new and existing facilities at Orlando International Airport, to include, but not limited to, the North Terminal Complex, South Airport APM/ITF Complex (Train Station), South Terminal C, Phase 1, Orlando Executive Airport, and other facilities operated by the Aviation Authority.

The term of the Contract will be for thirty-six (36) months with the initial service to commence on or about November 1, 2022, with the Aviation Authority having two (2) additional option periods of one (1) year each.

The Proposer awarded this Agreement will be required to advise the Aviation Authority, or its representatives, in matters involving concessions, including, but not limited to, food and beverage, news and sundries, specialty retail, and duty free/duty paid.

**ISSUES**

On May 29, 2022, the Aviation Authority issued a Request for Proposals (RFP) for Concessions Consulting Services. The Aviation Authority notified 918 Suppliers through Merrell Source-to-Contract of the solicitation opportunity. Four (4) Suppliers downloaded the solicitation documents. On June 28, 2022 two proposals were received:

1. AirProjects, Incorporated
2. Unison Consulting, Incorporated

Award, if made, will be to the responsible and responsive Proposer submitting the Proposal which is deemed by the Aviation Authority, in its sole discretion, to be the most advantageous to the Aviation Authority, price and other factors being considered.

The Agreement includes a Minority and Women Business Enterprise (MWBE) goal. The participation goal for this contract is 5% for MWBE. The Small Business Development Department recommends that both firms be deemed responsive to this solicitation. It is worth mentioning that both proposers are currently certified small businesses.

## **FISCAL IMPACT**

The fiscal impact for this agreement will be negotiated with the first ranked Proposer. Upon reaching an agreement, staff will present the final agreement terms to the Aviation Authority Board for consideration.

## **RECOMMENDED ACTION**

It is respectfully requested that the Concessions/Procurement Committee (1) review the proposals received for Request for Proposals (RFP) PS-713 for Concessions Consulting Services; (2) rank the proposals in accordance with the Evaluation Criteria established for the RFP; and (3) make a recommendation for award to the Aviation Authority Board.

### Attachments

A – Award Criteria

B – Proposal Requirements

**ATTACHMENT A**  
**Award Criteria**

The following is the evaluation criteria the Aviation Authority will use in determining which Proposal is most advantageous to the Aviation Authority:

**A. Proposer's Minimum Requirements - Section 3.1 Page 13**

1. Proposer shall submit a complete and responsive proposal. Refer to the Section 4.0. Proposal Submission Requirements.
2. Proposer must be registered/qualified to do business in the State of Florida. Provide a copy of such registration/qualification to the Aviation Authority with the Proposal submission.
3. Proposer shall have a minimum of five (5) years of continuous and recent experience providing services of the type described in the Scope of Services above, prior to the deadline of this RFP. Proposer shall provide an affirmative statement and/or documentary proof of such experience with the Proposal submission.
4. Proposer shall provide an affirmative statement that it is independent of the Aviation Authority.
5. Proposer shall affirm their willingness to execute an agreement substantially in the form attached hereto as Exhibit 1.

**B. Evaluation Criteria Section 3.2 Page 13**

1. Proposer's demonstrated knowledge and experience providing concession consulting services as described in Section 2.0, Scope of Services.
2. Qualifications and experience of Proposer's key personnel relative to the Scope of Services described in Section 2.0.
3. Examples and experience where the proposed professional team has worked together on similar airport projects.
4. Proposer's Operational Plans.
5. Proof of Insurance.
6. Prior or Pending Convictions, Indictments, Investigations, Fines or Regulatory Investigations, and Claims Information.
7. Financial Strength.
8. Proposer's Schedule of Fees.

**ATTACHMENT B**  
**Proposal Requirements**

Each Proposer was required to provide with its Proposal the following information:

- 1. Table of Contents**
- 2. Executive Summary**
  - A. Cover Letter
  - B. Company Information
- 3. Proposer's Knowledge and Experience**
  - A. Proposer's knowledge and experience.
  - B. Key Personnel.
  - C. References.
- 4. Operational Plans**
  - A. Work Plan
  - B. Communication Plan
  - C. Staffing Plan
  - D. MWBE Participation Plan
- 5. Proof of Insurance**
- 6. Prior or Pending Convictions, Indictments, Investigations, Regulatory Investigations, and Conflicts Of Interest, and Claims Information**
- 7. Financial Background Information**
- 8. Additional Information**
- 9. Forms to be turned in with Proposal**
  - A. Proposer's Certification Form.
  - B. Fee Schedule.
  - C. Addendum Receipt Verification Form.
  - D. Scrutinized Company Certification Form.
  - E. Conflict of Interest Disclosure Form.
  - F. MWBE Form(s)
  - G. Proposer's W-9.



**GREATER ORLANDO AVIATION AUTHORITY**

Orlando International Airport  
One Jeff Fuqua Boulevard  
Orlando, Florida 32827-4399

**MEMORANDUM**

TO: Members of the Concessions/Procurement Committee

FROM: Frank Browne, Assistant Manager, Concessions

DATE: August 29, 2022

**ITEM DESCRIPTION**

Recommendation to Review/Rank/Recommend Proposals for the Display Advertising Management Concession

**BACKGROUND**

On May 23, 2022, the Aviation Authority issued a Request for Proposals (RFP) for the operation of the Display Advertising Management Concession (the "Concession") at Orlando International Airport.

The successful Proposer will be granted the non-exclusive right and obligation to (1) install new advertising display units in Terminals A, B, and C, (2) clean, operate, and maintain all Display Units throughout the Term, and (3) to sell commercial display advertising on all display unit as approved by the Aviation Authority and in accordance with the Aviation Authority's Advertising Policy.

The term of the concession is seven years.

**ISSUES**

The Aviation Authority's objective for this concession is to provide innovative, modern, and visually appealing advertising displays which maximize revenue to the Aviation Authority while remaining true to The Orlando Experience® and advancing Orlando and the surrounding region as the premier intermodal transportation gateway for global commerce.

On July 20, 2022, the Aviation Authority received the following proposals in response to the RFP, listed in alphabetical order:

- In-Ter-Space Services, Inc., D/B/A Clear Channel Airports (Clear Channel)
- JCDecaux Airport, Inc. (JCDecaux)

Staff reviewed the submittals provided from the two Respondents as well as the memos received from the reviewing departments.

This agreement includes a 3% Airport Concessions Disadvantaged Business Enterprise participation goal. Please refer to Attachment E for the Small Business Development Department's participation analysis.

## **FISCAL IMPACT**

The Aviation Authority will receive a Concession Fee in an amount equal to the greater of a minimum annual concession fee of \$4,250,000 or 65% of gross receipts.

## **RECOMMENDED ACTION**

It is respectfully requested that the Concessions/Procurement Committee (1) review the proposals received for the Display Advertising Management Concession RFP; (2) rank the proposals in accordance with the Evaluation Criteria established for the RFP; and (3) make a recommendation for award to the Aviation Authority Board.

### Attachments

- A - Award Criteria
- B - Eligibility & Proposal Form
- C - Finance Memo
- D - General Consultant's Review
- E - Small Business Memo

## ATTACHMENT A

### Award Criteria

It is the Aviation Authority's intent to recommend award to the responsible and responsive Proposer with the Proposal that is most favorable to the Aviation Authority. The criteria used for evaluation are as follows:

#### **Evaluation Criteria Rated as Satisfactory or Unsatisfactory**

**Financial Capability:** Proposer's financial information must show the financial ability to meet its existing obligations and those to be undertaken if successful in being awarded the Concession. In the event the information provided is deemed insufficient, then the successful Proposer may be required to post a 100% contract bond or letter of credit for the Minimum Annual Concession Fee.

Proposers were to provide a description of business and management's discussion and analysis of financial condition and results of operations for each Proposer along with any guarantor, general partner and joint venture partner and also provided the following from the two prior fiscal years, unless such item is not available to the Proposer, in which case the Proposer indicated as such:

- Independent Auditors' Report
- Consolidated Balance Sheet
- Consolidated Statement of Operations
- Consolidated Statement of Cash Flows
- Consolidated Statement of Shareholder's Equity and Comprehensive Income
- Notes to Consolidated Financial Statements

**Reputation:** Reputation will be considered based upon the information provided by Proposers' references, or as otherwise determined by the Aviation Authority. A poor reference or multiple non-responsive references may result in an Unsatisfactory rating.

Proposers were to provide four (4) references for operations similar to the Concession being proposed.

**ACDBE Participation:** ACDBE participation should meet or exceed the Aviation Authority's goal, with legitimate participation in the management and operation of the Concession. If unable to reach the goal, such Proposer(s) must state that it cannot meet or exceed the ACDBE participation and provide sufficient evidence of Good Faith Efforts to reach the goal with its proposal.

The Aviation Authority established an ACDBE participation goal for this Concession opportunity of three (3%) of the total anticipated concession revenues.

#### **Evaluation Criteria Rated According to Strength Demonstrated In Proposal**

**Demonstrated Experience and Qualifications:** Ranking for this criterion will be based upon the information submitted for the experience and qualifications of the Proposer in operating an advertising concession. Material litigation and investigation will be considered in this criterion.

The Proposer, or an Affiliate, were required to have a minimum of three (3) years' experience in the direct management and operation of a single advertising management concession generating at least One Million Dollars in annual gross receipts for all display units combined. The experience requirement had to be within the five (5) years immediately preceding the release of the Invitation to Submit Competitive Proposals.

**Proposed Advertising Program:** Ranking for this criterion will be based upon the information submitted for operating the concession, and proposed advertising plan to represent the quality desired by the Aviation



Authority and maximize appeal to the traveler while remaining true to The Orlando Experience® and the Advertising Policy.

**A. Base Advertising Plan** – Proposers were to describe an innovative, modern, and visually appealing Advertising Program and Improvements within the Base Advertising Plan parameters. The Aviation Authority will consider variations to the Base Advertising Plan it deems, in its sole judgement, to be in the Aviation Authority's best interest. Proposers were required to spend a minimum of \$2,500,000.00 in furnishing and installing new Display Units in all areas indicated on the Base Advertising Plan and all fixtures, equipment, cabling, improvements, and furnishings related thereto. The proposed Improvements and Display Units will be considered for evaluation purposes only, and will be subject to further review and approval by the Aviation Authority after award.

**B. Supplemental Advertising Plan** - Proposers were permitted to propose innovative, creative, and modern solutions to airport advertising in additional locations not included in the Base Advertising Plan. The Proposer should consider that it will be evaluated on the following regarding the Supplemental Advertising Plan:

- (a) Proposing innovative advertising solutions the Proposer has successfully employed in airports and other settings, such as stadiums and shopping malls;
- (b) Offering advertising locations, other than those in the Base Advertising Plan, which are consistent with The Orlando Experience®
- (c) Recognizing that the Aviation Authority's goal is to harmonize The Orlando Experience® with creative advertising solutions;
- (d) Understanding that over-utilization or saturation of advertising is inconsistent with the Aviation Authority's customer experience goals;
- (e) Developing an advertising program which maximizes revenue to the Aviation Authority and to the Proposer; but, which is delivered in a balanced method within the goals stated above; and
- (f) Considering a plan for advertising airport concessionaire and service locations that is economical and effective for the Aviation Authority's tenant partners; or alternatively, explaining why such a plan is either not economical or ineffective.

A proposer could choose to decline proposing a Supplemental Advertising Plan but had to state in their Proposal that they were declining to present the offer.

Each Proposer was also required to submit a completed Eligibility & Proposal Form as shown on Attachment B.

**ATTACHMENT B**  
**Eligibility & Proposal Form**

**ITEM I**

**ELIGIBILITY AND PROPOSAL FORM**  
**DISPLAY ADVERTISING MANAGEMENT CONCESSION AGREEMENT**  
**ORLANDO INTERNATIONAL AIRPORT**

**INSTRUCTIONS**

Any person, firm, partnership, corporation or limited liability company ("Proposer") wishing to submit a Proposal to operate this Display Advertising Management Concession (the "Concession") for the operation of a display advertising management concession in Terminals A, B, and C at Orlando International Airport ("Airport") pursuant to the Display Advertising Management Concession Agreement (the "Concession Agreement") (Volume A, Item II) shall complete this form in full. This Eligibility and Proposal Form shall be completed by the Proposer and, unless otherwise directed, each question shall be answered with respect to the Proposer. This Eligibility and Proposal Form is provided in a writable format and shall be completed, executed and electronically submitted as the original document constituting your Proposal. Please type all information on the form, except signatures.

Use additional pages as necessary and index the responses to correspond to the section designations used in this Eligibility and Proposal Form, and cross reference on the form in the appropriate section where the response is provided. The number of additional pages shall be limited to 25, excluding the Eligibility and Proposal Form, design renderings, ACDBE information, and financial information. Every page after the 25<sup>th</sup> page of additional information will be discarded and will not be considered by the Aviation Authority.

A Proposal will be considered irregular and may be rejected if such irregularity is determined, in the sole discretion of the Greater Orlando Aviation Authority ("Aviation Authority"), to be a material defect, and if a Proposer does not electronically submit an original Eligibility and Proposal Form including original signatures (including Guarantor, if applicable), and if a Proposer proposes to sublease or assign all of its rights under the Concession Agreement, to another person, firm or entity. Also, in the sole discretion of the Aviation Authority, a Proposal may be rejected if the information provided is incomplete, inconsistent or not responsive, contains conditions, limitations, or unauthorized alternate proposals or fee structures, fails to include required certifications or affidavits, or if a Proposer does not have the financial capability to operate the Concession.

If any question or item requested is not applicable to the Proposer or the Proposal, please indicate by inserting "Not Applicable" or "N/A" where applicable. Proposers may attach additional charts, diagrams, tables, drawings, photographs or other materials considered relevant for the completeness or clarity of the Proposal. Again, the number of additional pages shall be limited to 25, excluding the Eligibility and Proposal Form, design renderings, ACDBE information, and financial information.

**PROPOSAL**

**1. Proposer.**

- a. Name:
- b. Address:
- c. Contact Person and Title:
- d. Telephone and Facsimile Numbers and e-mail address of Contact Person:

Eligibility and Proposal Form  
Display Advertising Management Concession Agreement  
May 23, 2022

Tel:

Fax:

E-mail:

e. Federal Employer Identification Number:

f. Type of organization:

1. Corporation - Please give State where incorporated and year of incorporation:

State:                      Year of Incorporation

2. If a corporation, is the stock publicly traded?

Yes  No

3. If the corporation is privately held, what is (are) the name(s) of the owner(s)?

4. Partnership (Attach a copy of the fully executed partnership agreement)

5. Limited Liability Company - Please give State where organized and year of organization:

State:                      Year of Organization:

6. Joint Venture (Attach a copy of the fully executed joint venture agreement)

7. Sole Proprietorship

g. Name of person and the affiliation to the Proposer who attended the Pre-Proposal Conference held on June 9, 2022.

Name:

Affiliation:

**2. Authorization to do Business in Florida.**

If the Proposer is a corporation, a limited liability company or limited partnership, it must submit the following prior to execution of the Concession Agreement:

- a. If a Florida corporation, limited liability company or limited partnership - a Certificate of Good Standing signed by the Secretary of State of Florida; or
- b. If a corporation, a limited liability company or a limited partnership organized and existing under the laws of another state, a certificate of the Secretary of State of Florida stating that the Proposer is authorized to do business in the State of Florida, or proof of application for such certificate.

**3. Proposer Experience and References.**

a. Submit information that satisfies the following experience: The Proposer, or an Affiliate as defined in Article 1.A. of the Concession Agreement, must have a minimum of three (3) years' experience in the direct management and operation of a single advertising management concession generating at least One Million Dollars and No/100 (\$1,000,000.00) in annual gross receipts for all Display Units combined. The experience requirement must be within the five (5) years immediately preceding the release of the Invitation. (Note: Please indicate whether the experience listed below is that of the Proposer or a manager, owner, partner or other Affiliate.)

b. Identify by location two (2) of the Proposer's operations, U.S. or foreign, within the past two (2) years which are similar to the one being offered at the Airport, indicating the following information:

1. Name, location and owner/contact information (including phone and email address) for person at such locations:
2. Type of facility:
3. Dates of beginning and end of the term of the contract, (if it is under a lease agreement), if applicable, or commencement or termination of operation:
4. Gross revenues and expenses for Calendar Years 2019, 2020, and 2021:
5. Number of employees:
6. Detailed description of facilities, operation, and how those operations reflect the goals and objectives of the Aviation Authority.

Response:

c. Please provide the following information with respect to all litigation in which Proposer, or an Affiliate, as defined in Article 1.A. of the Concession Agreement, has been a party during the five (5) years immediately preceding the submittal of the response to the Request for Proposals, and in which the amount in dispute was at least \$1,000,000.00:

1. Parties involved;
2. Court in which case was litigated;
3. Case number;
4. Summary of litigation ; and
5. Outcome of litigation.

d. Please provide the following information with respect to all criminal investigations during the five (5) years immediately preceding the submittal of the response to the Request for Proposal, in which the subject of the investigation has been the Proposer, or an Affiliate, as defined in Article 1.A. of the Concession Agreement, or an employee of Proposer or of an Affiliate:

1. Parties involved;

2. Investigating Agency;
3. Summary of allegations;
4. Outcome of investigation.

e. Experience and Proposer References. Please provide four (4) references for operations similar to the Concession being proposed, including email address, phone and facsimile contact information, and relation to the Proposer.

**4. Proposed Advertising Plan.**

a. **Operation of Concession.** Describe in detail the manner in which you, if you are the successful Proposer, would operate the Concession. Explain why you consider your proposed Advertising Plan to represent the quality desired by the Aviation Authority and maximize appeal to the traveler while remaining true to The Orlando Experience® and the Advertising Policy.

(1) **Base Advertising Plan.** Proposers should propose an innovative, modern, and visually appealing Advertising Program and Improvements within the Base Advertising Plan parameters, as shown on Exhibit "A", intended to maximize appeal to the traveler, while remaining true to The Orlando Experience® and adhering to the Advertising Policy. The Aviation Authority will consider variations to the Base Advertising Plan it deems, in its sole judgement, to be in the Aviation Authority's best interest. Please note that Terminal C is currently under construction and designated advertising locations may change upon completion of construction. The proposed Improvements and Display Units will be considered for evaluation purposes only, and will be subject to further review and approval by the Aviation Authority after award.

(2) **Supplemental Advertising Plan.** Proposer may also propose innovative, creative, and modern solutions to airport advertising in additional locations not included in the Base Advertising Plan. These additional solutions must also maximize appeal to the traveler while remaining true to The Orlando Experience®. The Aviation Authority reserves the right to reject any element of the Supplemental Advertising Plan. However, Proposers should anticipate that the Aviation Authority will expect that any Supplemental Advertising Plan element it accepts will be installed and operational on the Commencement Date as defined in the Agreement. The Proposer should consider that it will be evaluated on the following regarding the Supplemental Advertising Plan:

- (a) Proposing innovative advertising solutions the Proposer has successfully employed in airports and other settings, such as stadiums and shopping malls;
- (b) Offering advertising locations, other than those in the Base Advertising Plan, which are consistent with The Orlando Experience®
- (c) Recognizing that the Aviation Authority's goal is to harmonize The Orlando Experience® with creative advertising solutions;
- (d) Understanding that over-utilization or saturation of advertising is inconsistent with the Aviation Authority's customer experience goals;
- (e) Developing an advertising program which maximizes revenue to the Aviation Authority and to the Proposer; but, which is delivered in a balanced method within the goals stated above; and

- (f) Considering a plan for advertising airport concessionaire and service locations that is economical and effective for the Aviation Authority's tenant partners; or alternatively, explaining why such a plan is either not economical or ineffective.

If you decline to propose a Supplemental Advertising Plan state that you decline to offer a Supplemental Advertising Plan and the reason for not offering this program.

**b. Marketing Program.** Enclose a description of the marketing programs proposed to be used in the operation of the Concession, with emphasis on measures designed to obtain maximum patronage and revenue. Describe what you believe to be your most successful marketing program at another airport, or, if you do not operate at any other airports, at another non-airport location.

**5. Proposed Concession Improvements.**

**a. Plans of Facilities to be Constructed.** Proposers are required to submit with their proposals new Display Units to carry out Improvements in all areas indicated on the Base Advertising Plan, and if decided to do so, the Supplemental Advertising Plan. Please explain how your proposed improvements will enhance The Orlando Experience®.

**b. Proposed Use of Space and Investment in Improvements.** In order to operate a first class concession in accordance with the Base Advertising Plan, the successful Proposer will be required to invest not less than Two Million Five Hundred Thousand and No/100 Dollars (\$2,500,000.00) in furnishing and installing new Display Units in all areas indicated on the Base Advertising Plan and all fixtures, equipment, cabling, improvements and furnishings related thereto. Describe in detail the way in which you, the Proposer, plan to improve the Premises in the Base Advertising Plan.

The Baggage Claim Back Wall Screens will be provided by the Aviation Authority at no cost to the successful Proposer. The successful Proposer will be required to provide, at its own cost, all components, cabling and furnishings to operate the Baggage Claim Back Wall Screens. Proposers should include the cost of the components, cabling and furnishings as well as the cost of installation of those items in the cost of the Improvements. The Baggage Claim Back Wall Screens shall be considered Display Units for the purpose of this Concession Agreement and, except as specifically stated otherwise, the successful Proposer shall operate, maintain and refurbish the Baggage Claim Back Wall Screens in the same manner as all other Display Units.

Proposer should also describe in detail the way in which you, the Proposer, plan to improve the Premises in the Supplemental Advertising Plan, if proposed.

The cost may exceed the amounts listed above due to unknown electrical, mechanical and fire protection improvements and their associated cost at the Airport which historically have been higher at the Airport than what retailers may have experienced elsewhere. The Airport supports a large population of the public moving to and from ground transportation and airplanes which require more sophisticated controls for mechanical systems and more attention to mechanical, electrical and fire protection operation than elsewhere. The construction environment at the Airport is more controlled with more restricted access for contractors and materials due to Airport operations and security concerns. Management of construction activity at the Airport by the Concessionaire requires more time and effort than elsewhere. The Display Units must be constructed in an aesthetically pleasing manner.

Each Proposer shall describe in its Proposal a preliminary plan and a description of Improvements it would construct specifying the minimum amount it would expend for Improvements and the furnishings, fixtures and equipment to be constructed or installed. The



**Improvements to the Base Advertising Plan and Supplemental Advertising Plan shall be described separately.**

Proposed expenditures for Improvements, fixtures and furnishings to be constructed and installed at the Premises of less than the amount listed above will be deemed non-responsive. The Premises are described in Article 2 and Exhibit "A" of the Concession Agreement.

Please state the proposed minimum initial capital investment for the Base Advertising Plan to improve the Premises:

Please state the proposed minimum initial capital investment for the Supplemental Advertising Plan to improve the Premises:

**6. Airport Concession Disadvantaged Business Enterprise Program.**

The Aviation Authority has established its Airport Concession Disadvantaged Business Enterprise ("ACDBE") program in accordance with the U.S. Department of Transportation ("DOT") regulations issued under 49 CFR Part 23 ("Part 23"). The Aviation Authority has received and expects to receive Federal financial assistance from the DOT, and as a condition precedent to receiving this assistance, the Aviation Authority has signed assurances that it will comply with Part 23 of the Federal Regulations. The Aviation Authority must assess ACDBE participation according with the above-referenced Federal Regulations. Please refer to the Aviation Authority's ACDBE Policy and 49 CFR Part 23 for information on counting ACDBE participation.

In addition to the procedures and standards of Part 23 as detailed in the Aviation Authority's ACDBE program, the Aviation Authority utilizes and participates in Florida's Unified Certification Program ("UCP") for the certification of ACDBEs for the purpose of participating in the Aviation Authority's concession program. Proposers can visit the <https://fdotxwp02.dot.state.fl.us/EqualOpportunityOfficeBusinessDirectory/> for a list of current ACDBE vendors certified within the state of Florida to determine the eligibility of proposed ACDBEs. If a firm you are interested in utilizing is not listed, please direct them to the Small Business Development Department immediately to begin the certification process.

The Aviation Authority has established a current ACDBE participation goal for this Concession opportunity of three percent (3%) of the total anticipated concession revenues. All Proposers are required to either:

- a. Propose to meet or exceed the ACDBE participation goal, or
- b. State that it cannot meet or exceed the ACDBE participation goal. If a Proposal does not propose to include ACDBE participation, the Proposal will be considered non-responsive to the Invitation to Submit Competitive Proposals and rejected if the Proposer fails to demonstrate, to the reasonable satisfaction of the Aviation Authority, as required by the ACDBE program, that the Proposer has provided sufficient evidence of good faith efforts to meet the established ACDBE goal.

For Proposers which propose to meet or exceed the ACDBE participation goal, Proposers proposing as a joint venture, partnership, or sub-concessions should be aware that the Aviation Authority must assess ACDBE participation according with the above-referenced Federal Regulations. Any Proposer proposing to operate as a joint venture must provide the joint venture agreement under which the joint venture will operate. Any Proposer proposing to operate as a partnership with an ACDBE as a partner, must provide the partnership agreement under which the partnership will operate. Any Proposer which intends to meet its ACDBE requirement under a sub-

concession agreement must provide a copy of the sub-concession agreement. If, in the Aviation Authority's sole discretion, a Proposer's proposed ACDBE participation fails to meet the established goal, the Proposer shall be deemed "Unsatisfactory" for this criteria.

All ACDBEs listed on the Schedule of ACDBE Participation must be certified in Florida prior to the submittal of a proposal to be considered as a part of the ACDBE goal. The Aviation Authority may request, receive, and review additional information on the good faith efforts submitted to verify the accuracy of the level of ACDBE utilization information presented by Proposers. The successful Proposer shall enter into contract(s) with the ACDBEs identified in the Schedule of ACDBE Participation, which the Aviation Authority relies upon in awarding an agreement, subject only to the Aviation Authority's right to approve all sub concessionaires, contractors or vendors.

Proposers can visit the Aviation Authority's website for more information about our ACDBE Policy and the Small Business Development Department at <https://www.orlandoairports.net/airport-business/>. If you have any questions or concerns please contact the Small Business Development Department at (407) 825-7130.

Please state the ACDBE Participation you propose:

**7. Financial Information.**

The Proposer should provide the information requested in Paragraphs 7.b. through 7.i for the proposing entity and any general partner or joint venture partner and the information requested in Paragraphs 8.j. and 8.k. for the proposing entity and/or any general partner, joint venture partner or guarantor on whose financial strength the Proposer expects the Aviation Authority to rely (indicating to whom such response applies).

To demonstrate financial responsibility, each Proposer shall provide a description of business and management's discussion and analysis of financial condition and results of operations for each Proposer along with any guarantor, general partner and joint venture partner and also provide the following from the two prior fiscal years, unless such item is not available to the Proposer, in which case the Proposer shall indicate as such:

- a. Independent Auditors' Report
- b. Consolidated Balance Sheet
- c. Consolidated Statement of Operations
- d. Consolidated Statement of Cash Flows
- e. Consolidated Statement of Shareholder's Equity and Comprehensive Income
- f. Notes to Consolidated Financial Statements

Please note that unless (i) the Proposer indicates in Paragraph 7.a. below, that its obligations will be guaranteed by a parent company, affiliated company or other person or entity, and (ii) submits financial information for such guarantor, and (iii) such guarantor executes this form (in which event such guarantor will be required to execute the Agreement of Guaranty attached to the Concession Agreement, if the Proposer is awarded the Concession), the Aviation Authority will consider only the financial strength of the Proposer (including any general or joint venture partner).

a. Will the obligations of the Proposer under the Concession Agreement be guaranteed by a parent company, affiliated company or other person or entity?

Yes

No



If "Yes", please list the name and address of such Guarantor (note: If the Guarantor is a limited liability company, limited partnership, incorporation or other business entity registered with a Department of State in any state, please attach a certificate of good standing from the state in which the Guarantor is organized):

**Note: The Proposer should provide the information requested in Paragraphs 7.b. through 7.i., below, for the proposing entity and any general or joint venture partner (indicating to whom each response applies. Also, any proposed Guarantor is required to properly execute and submit the affidavit attached hereto with its Proposal).**

b. If a corporation, please list all officers, directors, and owners of five percent (5%) or more of the capital stock of the Proposer.

c. If other than a corporation, please list all persons or entities with an interest of five percent (5%) or more in the operations of the Proposer, indicating the title, if any, and the percentage of the interest of each.

d. Has the Proposer ever had a bond canceled or forfeited or had a stand-by letter of credit drawn upon by a creditor?

Yes  No

If yes, state name of bonding company, date, amount of bond, and reason for cancellation or forfeiture; or the name of the bank issuing letter of credit and the reason the letter of credit was drawn upon.

e. Has the Proposer or any entity affiliated with the Proposer ever been awarded an operating agreement or other form of contract by any public body and failed to operate under the agreement for the full term thereof?

Yes  No

If yes, state the name of the public body, date of award, type of agreement, and describe the circumstances.

f. Has the Proposer or any director, principal officer, partner or (unless Proposer is a corporation whose stock is publicly traded) owner of ten percent (10%) or more of its stock ever been declared bankrupt?

Yes  No

If yes, state the name of the bankrupt, date of the proceedings, court, and disposition.

g. Has it ever been determined by a court of competent jurisdiction, in any civil or criminal proceeding (and including for this purpose, any pleas of guilty or *nolo contendere*), that the Proposer or any officer, director or (unless Proposer is a corporation whose stock is publicly traded) owner of ten percent (10%) or more of any class of the Proposer's stock, or any sole proprietor, general or joint venture partner of Proposer, or any entity controlled by or under common control with the Proposer, intentionally failed to report any receipts to any party who had awarded the Proposer a concession, or to any licensor or landlord, any gross receipts or other income or which the election of concession fees, license fees, percentage rents or similar payments are calculated?

Yes

No

If yes, please state the date of proceedings, the court, and describe the circumstances.

**h.** Please describe all litigation in which the Proposer, its shareholders or officers have been involved in within the past three (3) years, including the current status thereof and contingent liability in connection therewith. (Compliance with this section may be achieved by reference to the appropriate section of the financial statements, provided that this source is specific and current.)

**i.** Attach a statement setting forth the Proposer's initial capital requirements for the equipment installation and operation of the Concession and the means and sources by which such requirements will be met.

If the proposing entity wants the Aviation Authority to rely on the proposing entity's own financial strength only, then the proposing entity must provide the financial statements requested in Paragraph 7.j., below even if it is a subsidiary of a larger corporation, single-purpose entity or joint venture. If, however, the proposing entity has no financial history or if the proposing entity wants the Aviation Authority to consider that its financial obligations will be guaranteed by a parent's, affiliate's, or other entity's financial strength, then the proposing entity must (i) submit financial information for the guarantor, and (ii) the guarantor must execute this form. If the Proposer is awarded the Concession Agreement, then the guarantor will be required to execute the Agreement of Guaranty attached to the Concession Agreement.

**j.** Provide financial statements of proposing entity as follows:

(1) If a publicly held corporation:

(a) Consolidated financial statements as submitted to the Securities and Exchange Commission on Form 10K for the Proposer's last two fiscal years for which such statements are available, or, in the alternative, a copy of the Proposer's most recent Annual Report to Security Holders if it includes consolidated, audited financial statements for the same years as are included in the Forms 10K.

(b) The most recent Forms 10Q since the last Form 10K was submitted.

(c) Any Forms 8K within the last twelve (12) months.

(Note that a wholly owned subsidiary of a publicly owned corporation is considered to be privately held and that the financial statements of the Proposer are required unless the parent company or another entity is a guarantor and submits financial statements.)

(2) If a privately held organization or an individual:

(a) Financial Statements (including balance sheet and statement of income) and related notes for the Proposer's last two fiscal years. All financial statements provided to Aviation Authority hereunder shall be financial statements certified by an independent Certified Public Accountant, if such certified financial statements are available.

(b) Management discussion and analysis of the organization's financial condition for the last two (2) fiscal years indicating any changes in the Proposer's financial position since the financial statements were prepared.

k. If relevant, please submit other evidence of the Proposer's financial responsibility, including, but not limited to, a credit rating from a qualified firm preparing credit ratings, a bank reference or other trade references.

8. Relationship with the Aviation Authority.

a. Please describe any relationships that the Proposer may have with the Aviation Authority or individual members, employees, tenants or contractors of the Aviation Authority.

b. Please describe any business transactions which the Proposer has had with the Aviation Authority during the past five (5) years.

9. Minimum Annual Concession Fee.

The following Minimum Annual Concession Fee will be paid by the successful Proposer to the Aviation Authority during the Initial Period of the Concession if the Proposal is accepted. **The Minimum Annual Concession Fee is set at Four Million Two Hundred Fifty Thousand and No/100 Dollars (\$4,250,000.00) and the Percentage of Gross Receipts to be remitted to the Aviation Authority is set at sixty-five percent (65%). See Article 5.A. of the Concession Agreement for the definition of the Minimum Annual Concession Fee, and a description of how the Minimum Annual Concession Fee will be adjusted during the Term of the Concession. Do not propose on the Minimum Annual Concession Fee nor the Percentage of Gross Receipts.**

10. Additional Information.

You may submit electronically, along with this Eligibility and Proposal Form, any additional information which the Proposer believes would support the acceptance of its Proposal, limited to 25 pages, excluding the Eligibility and Proposal Form, design renderings, ACDBE information, and financial information. Such material should be presented in such a way as to not obscure the orderly submittal of the required Proposal elements, and be indexed to be consistent with this Eligibility and Proposal Form.

No additional submittal or information will be accepted after the due date of the Proposal, except that the Aviation Authority reserves the right to request additional information from the Proposer in writing.

[SIGNATURE PAGE FOLLOWING]

Eligibility and Proposal Form  
Display Advertising Management Concession Agreement  
May 23, 2022

The undersigned hereby certifies that all of the information contained herein, and in any attachments hereto, is true and accurate.

ATTEST: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_  
*[Corporate Seal]*

\_\_\_\_\_  
NAME OF PROPOSER

By: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_  
Date: \_\_\_\_\_

OR

TWO WITNESSES:

(1) \_\_\_\_\_

Printed Name: \_\_\_\_\_

(2) \_\_\_\_\_

Printed Name: \_\_\_\_\_

[GUARANTOR SIGNATURE PAGE FOLLOWING, IF APPLICABLE]

**Execution by Guarantor (only if applicable)**

The undersigned Guarantor hereby acknowledges the obligation to sign the Agreement of Guaranty attached to the Concession Agreement in the event award is made to the Proposer. (Note: Guarantor's authorized representative and 1 authorized representative attesting, or 2 witnesses must sign below if the answer to question number 8.a. is "Yes.")

	_____
	NAME OF GUARANTOR
ATTEST: _____	By: _____
Printed Name: _____	Printed Name: _____
Title: _____	Title: _____
<i>[Corporate Seal]</i>	Date: _____

OR

TWO WITNESSES:

(1) \_\_\_\_\_

Printed Name: \_\_\_\_\_

(2) \_\_\_\_\_

Printed Name: \_\_\_\_\_

## ATTACHMENT C

### Finance Review



#### GREATER ORLANDO AVIATION AUTHORITY

Orlando International Airport  
One Jeff Fuqua Boulevard  
Orlando, Florida 32827-4399  
(407) 825-3558

#### MEMORANDUM

**TO:** Concessions Procurement Committee  
**FROM:** Vaughan Henderson, Revenue Control Supervisor  
**DATE:** August 22, 2022  
**SUBJECT:** Analysis of financial information for Display Advertising Management Concession

The Finance staff was asked to analyze the financial information provided by two (2) proposers in their response to the Request for Proposals for Display Advertising Management Concession.

The following analysis included areas of liquidity, profitability and long-term solvency. Dun and Bradstreet (D&B) reports on the proposers have been reviewed as well.

Proposer	Financial Statement	Financial Analysis	Recommended Deposit
In-Ter-Space Services, Inc. – Clear Channel Airports	Audited – 2 years (12/31/21 & 12/31/20)	(1)	100%
JCDecaux Airport, Inc.	Audited – 2 years (12/31/21 & 12/31/20)	(2)	100%

The following items were noted during the financial analysis review:

- (1) The financial statements provided for Clear Channel Outdoor Holdings, Inc. reflect negative Owner's Equity for both years. The Dun and Bradstreet report reflects indicators of financial stress.
- (2) The DNB PAYDEX score for JCDecaux Airport, Inc. indicates payments beyond terms. The Dun and Bradstreet report reflects indicators of financial stress.

Detail analysis is on file with the recording secretary.

Concur:

A handwritten signature in black ink that reads "Marie Dennis".

Marie Dennis, Director of Finance

**ATTACHMENT D**

**General Consultant's Review**



Mr. Frank Browne  
 Assistant Manager, Concessions  
 August 12, 2022  
 Page 5

## Section 5 Proposed Concession Improvements

As noted in **Table 6**, both proposals meet the Section 5 RFP requirements.

**TABLE 6 ADHERENCE TO RFP REQUIREMENTS FOR SECTION 5, PROPOSED CONCESSION IMPROVEMENTS**

	DESCRIPTION	CLEAR CHANNEL	JCDECAUX
Plans of Facilities to be Constructed	Proposers are required to submit with their proposals new Display Units to carry out Improvements in all areas indicated on the Base Advertising Plan, and if decided to do so, the Supplemental Advertising Plan. Please explain how your proposed improvements will enhance The Orlando Experience®.	<b>COMPLETE</b>	<b>COMPLETE</b>
Proposed Use of Space and Investment in Improvements.	Describe in detail the way in which you, the Proposer, plan to improve the Premises in the Base Advertising Plan	<b>COMPLETE</b>	<b>COMPLETE</b>
	Proposer should also describe in detail the way in which you, the Proposer, plan to improve the Premises in the Supplemental Advertising Plan, if proposed	<b>COMPLETE</b>	<b>COMPLETE</b>
	Each Proposer shall describe in its Proposal a preliminary plan and a description of Improvements it would construct specifying the minimum amount it would expend for Improvements and the furnishings, fixtures and equipment to be constructed or installed. The Improvements to the Base Advertising Plan and Supplemental Advertising Plan shall be described separately.	<b>COMPLETE<sup>2</sup></b>	<b>COMPLETE<sup>2</sup></b>
	Please state the proposed minimum initial capital investment for the Base Advertising Plan to improve the Premises	<b>COMPLETE<sup>2</sup></b> CapEx of \$5,632,060, (Page 107) with an additional \$237,641 in year 3 and \$1,689,988 in year 6, for a total capex spend of \$7,559,689 <sup>1</sup>	<b>COMPLETE<sup>2</sup></b> CapEx of \$5,525,000 (page 30 of Eligibility and Proposal Form)
	Please state the proposed minimum initial capital investment for the Supplemental Advertising Plan to improve the Premises	<b>COMPLETE<sup>2</sup></b> CapEx total of \$7,236,083 (page 107)	<b>COMPLETE<sup>2</sup></b> CapEx of \$3,950,000 and \$850,000 in installation costs. Page 31 of Eligibility and Proposal Form

**NOTES:**

- 1 According to Section 10, supplemental information, pro forma on page 198.
- 2 Dollar amounts should be verified. Financials were broken out differently in each proposal and, as a result, cannot easily be compared.

## ATTACHMENT E

### Small Business Department Review



#### **GREATER ORLANDO AVIATION AUTHORITY**

Orlando International Airport  
5850 B Cargo Road  
Orlando, Florida 32827-4399

#### **MEMORANDUM**

To: Tracy C. Harris, Assistant Director, Concessions

From: George I. Morning, Director, Small Business Development Department 

Date: August 2, 2022

Re: Display Advertising Management Concession at Orlando International Airport

The Small Business Development Department has reviewed the Display Advertising Management Concession Proposals for the North and South Terminal Complex submitted by:

1. In-Ter-Space Services, Inc. d/b/a Clear Channel Airports
2. JCDecaux Airport, Inc.

Mandatory submission requirements were (1) 3% ACDBE participation and (2) submission of all ACDBE documentation.

The Department of Transportation's (DOT) Airport Concession Disadvantaged Business Enterprise (ACDBE) program is mandated by 49 U.S.C. 47107(e) and implemented by recipients of DOT Federal Financial Assistance. Airports that receive federal funding are subject to the ACDBE regulations under Title 49 Code of Federal Regulations Part 26 (49 CFR 26). The ACDBE program was originally enacted in 1987 and was amended in 2012.

The Federal Aviation Administration Inspector General issued three reports on the DBE and ACDBE programs on January 17, 2017. Two major ACDBE program issues identified in the report were (1) the a limited number of New ACDBEs operating in U.S. Airports; and (2) financial issues that impede the business development of ACDBEs. The Aviation Authority, in its full support of the ACDBE program, acknowledges these findings and the need to improve upon these findings.

These issues were not required to be addressed in the solicitation or proposal responses. For information purposes, we documented the ACDBE certification participants, and the type of financial agreement and categorized all proposing ACDBE companies as follows:

- **New** – Newly certified and/or no airport operations. ACDBEs that may have an agreement for a concession but the concession has not become operational are included as a new ACDBE.
- **More Than Five (5) Years** – ACDBEs that have more than five years of operational experience.



## **Findings**

JCDecaux Airport, Inc. met the ACDBE 3% goal requirement, and In-Ter-Space Services, Inc. d/b/a Clear Channel Airports proposed Good Faith Efforts. All proposers were informed through the RFP documents and during the pre-proposal meeting that all ACDBEs must be certified in the State of Florida and listed in the Florida Department of Transportation's UCP DBE Directory at receipt of the proposal.

The following items were noted during the Small Business Development Department's review:

1. In-Ter-Space Services, Inc. d/b/a Clear Channel Airports proposes Good Faith Efforts participation, two ACDBE companies, Chandler & Campbelle Investment Group dba Chandler Champbelle & Daschle, have been certified for 12 years and have a concession at Orlando International Airport, Trace Enterprise, LLC dba Reach is new to the Authority and is a local company certified by GOAA. JCB Construction Inc, DBE/MBE, and Blue Cord Design and Construction LLC, SDVOSB are not currently certified as ACDBE in the State of Florida and are not available for ACDBE credit for construction build-out.
2. JCDecaux Airport, Inc. proposes 3% ACDBE participation, two ACDBE companies, CBS Construction and Management Services, which is a local company certified by GOAA, have been certified for 6 years and have a concession at Orlando International Airport and Transglobal Concessions, LLC, is a local company certified by GOAA, have been certified for 9 years and has concessions at Orlando International Airport.

If you have questions or require additional information, please contact me at extension 7133 or Teresa Smith at extension 2470.

cc: Kevin Thibault, Chief Executive Officer  
Yovannie Rodriguez, Chief Administrative Officer  
Daniel Gerber, Interim General Counsel