

Downtown Investment Authority Retail Enhancement and Property Disposition Committee

> Hybrid Virtual In-Person Meeting Tuesday, January 18th, 2022 at 2:00 p.m.

RE&PD AGENDA

Oliver Barakat, Chair Carol Worsham, Committee Member Todd Froats, Committee Member David Ward, Esq., Committee Member

- I. CALL TO ORDER
- II. PUBLIC COMMENTS*
- III. NOVEMBER 16, 2021 RETAIL ENHANCEMENT AND PROPERTY DISPOSITION COMMITTEE MEETING MINUTES APPROVAL
- IV. DISCUSSION ITEMS
 - a. FORD ON BAY COURTHOUSE DISPOSITION (Lori Boyer, Chief Executive Officer)
 - i. Discussion of Committee role and authority
 - ii. Review of compiled scores and rankings
 - iii. Discussion of responses to NOD
 - iv. Recommendation
 - b. MOSH DISPOSITION (Lori Boyer, Chief Executive Officer)
- V. OLD BUSINESS
- VI. NEW BUSINESS
- VII. ADJOURN

* Only individuals attending the meeting in-person will have an opportunity to provide live public comments. Persons who cannot attend the meeting in-person, but who wish to submit public comments regarding any matter on the agenda for consideration at the meeting, may do so by sending their public comments via electronic mail to DIAPublicComments@coj.net prior to the start of the meeting. Public comments received prior to the meeting will not be read during the meeting but will instead be forwarded to all DIA Board members for review in advance of the meeting and will remain a part of the permanent record for the meeting itself. You are encouraged to submit public comments well in advance of the start of the meeting to provide DIA Board members with adequate time to read them in preparation for the meeting.



Hybrid Virtual In-Person Meeting Tuesday, January 18th, 2022 at 2:00 p.m.

[CONTINUED ON FOLLOWING PAGE]

Please be advised that this will be a hybrid virtual in person meeting.

PHYSICAL LOCATION

City Hall at St. James 117 West Duval Street First Floor, Lynwood Roberts Room Jacksonville, FL 32202

Visitors are encouraged not to enter City owned public buildings if they have: symptoms of COVID-19, a fever of 100.4 degrees Fahrenheit or higher, are currently undergoing evaluation for COVID-19 infection, a diagnosis of COVID-19 in the prior 10 days, or have had close contact with someone infected with COVID-19 during the prior 14 days. Any member of the public entering City owned public building may choose to wear a mask inside the building.

VIRTUAL LOCATION

Interested persons desiring to attend this meeting virtually can do so via Zoom (including by computer or telephone) using the following meeting access information:

Join Zoom Meeting

https://us02web.zoom.us/j/82363263280?pwd=MytYei9tSUdja3NNbDIEMzIvbXVvUT09

Meeting ID: 823 6326 3280 Passcode: 534965

One tap mobile +1 (312) 626-6799 (Chicago) +1 (646) 558-8656 (New York)

Find your local number: https://us02web.zoom.us/u/keg325N2hY



RE&PD Committee Hybrid Meeting MEETING MINUTES

Retail Enhancement and Property Disposition Committee Members in Attendance:

Oliver Barakat, Chair Carol Worsham, Committee Member David Ward, Esq., Committee Member Todd Froats, Committee Member

Committee Members Excused: None

Board Members in Attendance: Jim Citrano (via Zoom)

DIA Staff Present: Lori Boyer, Chief Executive Officer; Ina Mezini, Marketing and Communications Specialist (via Zoom); Lori Radcliffe-Meyers, Downtown Development Coordinator (via Zoom); and Xzavier Chisholm, Administrative Assistant

Office of General Counsel: John Sawyer, Esq.

I. <u>CALL TO ORDER</u>

The Retail Enhancement and Property Disposition Committee meeting of October 19, 2021, was called to order at 2:02 p.m. by Chairman Barakat.

Chairman Barakat called for each Committee Member and DIA staff present to introduce themselves.

II. <u>PUBLIC COMMENTS</u>

Chairman Barakat opened the floor to public comment.

The following persons made in-person public comments, made public comments virtually through Zoom, or provided comments that were read into the record by DIA Staff. Note: the subject matter of the comment(s) indicated to the right of each person:

Cliff Miller Advocated for a "showcase zone" which would justify higher spending on architecture; advocated for restoring old buildings before giving attention to new developments

III. OCTOBER 19, 2021 RETAIL ENHANCEMENT AND PROPERTY DISPOSITION COMMITTEE MEETING MINUTES APPROVAL

Having called for corrections or other edits by his fellow committee members and after receiving none, Chairman Barakat asked for a motion and second on the item.

Downtown Investment Authority

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Motion: Committee Member Froats moved to approve the minutes as presented

Seconded: Committee Member Worsham seconded the motion

Vote: Aye: 4 Nay: 0 Abstain: 0

THE MOTION PASSED UNANIMOUSLY 4-0-0.

IV. RESOLUTION 2021-11-05: FORD ON BAY COURTHOUSE DISPOSITION

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ("DIA") APPROVING THE FRAMEWORK FOR THE TERMS AND CONDITIONS, SCORING CRITERA AND TIMELINE TO BE INCLUDED IN A NOTICE OF DISPOSITION OF THAT CERTAIN CITY-OWNED PROPERTY COMMONLY REFERRED TO AS THE FORMER COURTHOUSE **PROPERTY:** AUTHORIZING THE ISSUANCE OF A NOTICE OF DISPOSTION IN ACCORDANCE WITH THE TERMS ESTABLISHED HEREIN; INSTRUCTING ITS CHIEF EXECUTIVE OFFICER ("CEO") TO TAKE ALL NECESSARY ACTION TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; FINDING THAT THIS RESOLUTION FURTHERS THE **BUSINESS** INVESTMENT AND DEVELOPMENT ("BID") PLAN, INCLUDING THE COMMUNITY REDEVELOPMENT AREA PLAN; AND PROVIDING FOR AN **EFFECTIVE DATE.**

CEO Boyer provided an overview of the resolution, stating that it would authorize the issuance of a Notice of Disposition for the Ford on Bay courthouse site, approving the framework for the terms and conditions, scoring criteria and timeline. **Changes to Exhibit 1:** 1) Issue Notice Date changed to November 19th; and 2) Bid Due Date changed to December 22nd

Joseph Ayers, with CBRE, commented that they have not received any major feedback that would suggest changing the requirements. Adding that, there are developers who are not interested due to the public process while there are others – some of whom are highly regarded – that have shown significant interest.

The committee expressed unanimous support for the resolution.

Chairman Barakat called for a vote.

Motion: Committee Member Ward moved to approve Resolution 2021-11-05 as presented

Seconded: Committee Member Froats seconded the motion

Vote: Aye: 4 Nay: 0 Abstain: 0

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THE MOTION PASSED UNANIMOUSLY 4-0-0.

V. RESOLUTION 2021-11-01: MOSH DISPOSITION

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ("DIA") **INSTRUCTING ITS CHIEF EXECUTIVE OFFICER ("CEO") TO ISSUE A 30-**DAY NOTICE OF DISPOSITION IN ACCORDANCE WITH THE NEGOTIATED DISPOSTION PROCEDURE ADOPTED BY DIA; AUTHORIZING THE PUBLICATION OF A NOTICE OF DISPOSITION FOR THE GROUND LEASE OF A 2.5 ACRE PARCEL (THE "MUSEUM PARCEL") OF CITY-OWNED REAL PROPERTY LOCATED WITHIN THE BOUNDARY OF THE PARCEL DEPICTED ON EXHIBIT A ATTACHED HERETO (THE "PROPERTY") AND **COMPRISING A PORTION THE LAND GENERALLY KNOWN AS SHIPYARDS** EAST LOCATED BETWEEN GATOR BOWL BOULEVARD AND THE ST. JOHNS RIVER, AND IDENTIFIED BY DUVAL COUNTY TAX PARCEL ("THE PROPERTY"); NUMBER RE#130571-000, EXPRESSING THE INTENTION, ABSENT HIGHER RESPONSIVE OFFERS, TO DISPOSE OF SAID **PROPERTY SUBSTANTIALLY IN ACCORDANCE WITH THE NEGOTIATED** TERMS ATTACHED HERETO AS EXHIBIT B TO THE MUSEUM OF SCIENCE AND HISTORY ("MOSH") (THE "DEVELOPER") SUBJECT TO BOARD APPROVAL AT THE NEXT REGULARLY SCHEDULED MEETING FOLLOWING EXPIRATION OF THE THIRTY DAY NOTICE PERIOD; ESTABLISHING THE TERMS OF THE PUBLISHED NOTICE OF DISPOSITION: FINDING THAT THIS RESOLUTION FURTHERS THE BUSINESS INVESTMENT AND DEVELOPMENT ("BID") PLAN, INCLUDING THE COMMUNITY REDEVELOPMENT AREA PLAN; AUTHORIZING THE CEO OF THE DIA TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.

CEO Boyer provided an overview of the resolution, stating that it authorizes the issuance of a Notice of Disposition for a portion of Lot X within the Shipyards. The NOD terms contemplate a civic attraction, museum, or entertainment venue for the site. MOSH is requesting exclusive use of 2.5 acres pursuant to a long-term ground lease, along with the right to host events and program on an additional 1.5 acres and the authority to design the entire 6.86-acre site. The minimum capital investment in the museum will be not less than \$70M, a portion of which may be City funds.

Chairman Barakat called for Committee Member comments, and in order of acknowledgement by the Chair the following discussion occurred:

Responding to question from Committee Member Ward, CEO Boyer stated that the terms established within Exhibit C are binding once the disposition is published. Exhibit B is flexible but must fit within the parameters established in Exhibit C.

Responding to a question from Committee Member Froats, CEO Boyer spoke to how the number of estimated visitors would be determined. Noting that, interested developers would need to demonstrate

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experience with civic attractions and the number of visitors would be used for evaluation purposes, not as a performance measure.

Responding to a question from Committee Member Worsham, CEO Boyer commented that MOSH would be responsible for designing the Riverwalk portion of the site and confirmed that they would coordinate their site design with existing design standards, park and riverfront studies, resiliency plans, Hogan's Creek designs, etc., to ensure integration.

Board Member Citrano asked if the board can expect to see a preliminary site design in January. CEO Boyer responded "no," current site designs are conceptual, and the board should not expect preliminary site designs to reflect what the actual site will be. CEO Boyer agreed to distribute the old site plan to board members following the meeting.

CEO Boyer urged the board to keep minimum requirements in place to prevent low-magnitude developments from bidding.

Bruce Fafard, CEO of MOSH, spoke to the number of annual visitors MOSH receives and the number of annual visitors they anticipate after relocating. [MOSH currently has a 5-year average of 160,000 visitors with a peak of 226,000. Their current projections for the new facility show 440,000 annually by year 3]. He also provided a summary of where MOSH is in their design process and what their goals are with the site.

The committee agreed to the following:

- Minimum of 100,000 annual visitors for item 7
- Add "cultural" to item 4
- Keep item 6

Chairman Barakat asked CEO Boyer for further comment regarding the 40-year ground lease. CEO Boyer responded that it is the same length of the ground lease that was agreed upon with Iguana for the Shipyards office building. She also noted that the longer ground leases (e.g., 75-year, 99-year) have caused issue in the past.

Committee Member Ward expressed a desire for waterfront activation, such as a kayak launch, and asked that it be considered by the selected developer.

Committee Member Froats asked who will be responsible for the costs [design and construction] of the remaining property outside of the 2.5-acres. CEO Boyer responded that the City has an existing Capital Improvement Project (CIP) for the space and the budget for that would be used to design and construction. MOSH will assist with the design and programming of the space.

Committee Member Worsham expressed concern for having too much space being utilized by surface parking and referenced the 16-bus parking lot (Exhibit B, *Design*, d.)

Chairman Barakat stated he would like more information on the agreement for the design of the park space as well as the overall site plan development. CEO Boyer spoke to the Cost Disbursement

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Agreement, stating that there is a cap of \$500,000 on the cost that the City will reimburse to the developer/design firm for the design of the park project and science themed activity node. The funds will come from the existing CIP. She also commented that MOSH will have an easier time with fundraising efforts once they have a definitive location for the project and that a timeline for the site plans could be built into the terms.

- Motion: Committee Member Froats moved to approve Resolution 2021-11-01 as amended
- Seconded: Committee Member Ward seconded the motion

Vote: Aye: 4 Nay: 0 Abstain: 0

THE MOTION PASSED UNANIMOUSLY 4-0-0.

VI. <u>RESOLUTION 2021-11-04: DVI DUVAL GARAGE RETAIL LEASE DISPOSITION</u>

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY ("DIA") **INSTRUCTING ITS CHIEF EXECUTIVE OFFICER ("CEO") TO ISSUE A 30-**DAY NOTICE OF DISPOSITION IN ACCORDANCE WITH THE NEGOTIATED DISPOSTION PROCEDURE ADOPTED BY DIA; AUTHORIZING THE PUBLICATION OF A NOTICE OF DISPOSITION FOR THE LEASE OF APPOXIMATELY 20.660 SOUARE FEET OF FIRST FLOOR RETAIL. STORAGE AND LOADING SPACE WTHIN THE DUVAL STREET PARKING GARAGE (THE "LEASED PREMISES") MORE SPECIFICALLY DEPICTED ON **EXHIBIT A ATTACHED HERETO AND COMPRISING A PORTION OF DUVAL** COUNTY TAX PARCEL NUMBER RE# 073716 0000, ("THE PROPERTY"; EXPRESSING THE INTENTION TO LEASE SAID PROPERTY IN ACCORDANCE WITH THE NEGOTIATED TERMS TO DOWNTOWN VISION ,INC. ("DVI") (THE "TENANT") UPON EXPIRATION OF THE THIRTY DAY NOTICE PERIOD ABSENT HIGHER RESPONSIVE OFFERS; APPROVING THE TERMS AND CONDITIONS OF SAID DISPOSITION INCLUDED AS **EXHIBIT 'B': AUTHORIZING THE DISPOSITION OF THE PROPERTY AND** ITS BUILDOUT ON THE TERMS SET FORTH ON EXHIBIT B IF NO ALTERNATIVE RESPONSIVE OFFER IS RECEIVED; FINDING THAT THIS RESOLUTION **FURTHERS** THE **BUSINESS INVESTMENT** AND THE **DEVELOPMENT** ("BID") PLAN, INCLUDING **COMMUNITY REDEVELOPMENT AREA PLAN; AUTHORIZING THE CEO OF THE DIA TO** NEGOTIATE LEASE, DISBURSEMENT AGREEMENT AND Α IF APPROPRIATE A REDEVELOPMENT AGREEMENT AND ASSOCIATED DOCUMENTS; AUTHORIZING THE CEO TO INITIATE THE FILING OF LEGISLATION WITH THE CITY COUNCIL AS MAY BE REQUIRED; AUTHORIZING THE CEO OF THE DIA TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION, INCLUDING THE OF EXECUTION REDEVELOPMENT AGREEMENT. Α LEASE. AGREEMENT DISBURSEMENT **FUNCTIONAL EQUIVALENTS;** OR **PROVIDING FOR AN EFFECTIVE DATE.**

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CEO Boyer provided an overview of the resolution, stating that it is a proposed 10-year lease, with two 5-year renewal options, of ground level retail space in the Duval Street Garage. DVI plans to use the space for its offices, a meeting room, programming, and a small gift shop open to the public. A Notice of Disposition is required for this lease proposal which would provide others with an opportunity to bid as well.

Chairman Barakat stated for the record that he will be filing a Form 8B.

Committee Member Worsham asked is there a timeline of when DVI [if selected] could move into the building. CEO Boyer responded that it would be in 1 to 1.5 years.

Responding to a question from Committee Member Ward, CEO Boyer stated that DVI may be able to allow artists or startups to use space as they see fit, but it could present a problem if rent were to be collected considering DVI is leasing the space for free.

Motion: Committee Member Worsham moved to approve Resolution 2021-11-04 as presented

Seconded: Committee Member Ward seconded the motion

Vote: Aye: 4 Nay: 0 Abstain: 0

THE MOTION PASSED UNANIMOUSLY 4-0-0.

VII. <u>CEO INFORMATIONAL BRIEFING</u>

CEO Boyer stated the following:

- The scoring committee will need to be selected at the December Board meeting
- A revised disposition spreadsheet has been prepared which illustrates the status of the major projects currently in the works
- Advised the board to consider what terms they would like to see for the riverfront plaza pad development and that a disposition is anticipated by February

VIII. <u>ADJOURNMENT</u>

Seeing no further matters for discussion, Chairman Barakat adjourned the meeting at 3:35 p.m.

The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, a recording is available upon request. Please contact Xzavier Chisholm at <u>xchisholm@coj.net</u> to acquire a recording of the meeting.



Downtown Investment Authority

Memorandum

TO:	DIA Board Members				
FROM:	Lori Boyer, CEO	foi boyer			

RE: Ford on Bay Schedule and Process

DATE: January 11, 2022

The Ford on Bay Notice of Disposition (NOD) closed December 23, and DIA received six responses. The respondents were: Related Group, Van Trust, Silver Hills, Carter, Southeast Group, and MAA. Oral interviews, open to the public, were held on January 5th, and all scorers and respondents participated. With this memo, the entire Board is receiving a digital link to each respondent's submittal as well as the audio and video recordings of the interviews. Similarly, we will advise City Council members that the submittals are available for their review.

SCORING: The proposals received were be scored by me, Stephanie Burch as the representative of the Administration and Carol Worsham and Jim Citrano, Jr. as DIA Board Members. CBRE was required by their contract to provide certain factual information regarding the applicants and their proposals to Procurement who in turn made that information available to the scorers to assist in their review and is provided to you in the link provided. Scores were provided to Procurement, who prepared the ranked and averaged score sheet included in the link. Scorers did not discuss the proposals with each other, but each independently scored the same respondent as number 1. Attached to this memo is the averaged and ranked score sheet for the Ford on Bay which reflects that Carter is the number one ranked respondent collectively but also individually by each of those scoring. The score sheet summary is also included at the link.

<u>TIMELINE:</u> The timeline for consideration and meetings is as follows:

1/11/2022 @ 2:00 p.m. – deadline for publication of Notice and agenda for RE & PD (Retail Enhancement and Property Disposition) Committee of DIA (meeting 1/18 @ 2:00 p.m.)

1/18/2022 @2:00 p.m. – RE & PD Committee to consider NOD Responses and compiled scores and make recommendation to DIA Board. [Meeting location: City Hall, 1st floor, Lynwood Roberts Room. Open to the public.]

1/19/2022 @ **2:00 p.m.** – DIA Board meeting at which recommendation of REP & PD Committee will be considered. [Meeting location: Jacksonville Public Library-Main Library/Downtown, 303 North Laura Street, Multipurpose Room (located in the Conference Center) Open to the public.]

SUNSHINE LAW AND PROCUREMENT CONSIDERATIONS: At the RE & PD meeting on 1/18, only <u>committee</u> members will vote on the recommendation, but the meeting will be noticed to allow all BOARD members the opportunity to speak and ask questions as is customary at our committee meetings. As with any matter to come before the Board, Board members should not discuss the award with one another except in a publicly noticed meeting.

STANDARD OF AWARD BY DIA BOARD: In accordance with Florida law, the standard to be followed by the Board in deciding whether to award and to whom, is to determine what is in the public interest. The Board is not bound by the ranking, or scores provided, but they should be considered in your evaluation of public interest and are reflective of the criteria established by the Board for the site which were incorporated in the NOD.

EVALUATION SCORING MATRIX

Title: Notice of Disposition of Duval County Tax Parcel 073358-0000 (330 East Bay Steet) aka The Ford on Bay								
ISP No.: ISP-0287-22	-		· · · ·		-			
Close Date: December 22, 2021								
Analyst: David Klages								
No. Invited: (20,000+ by CBRE)	Received: (6)	Other: (0)						
Recorded By: Melissa Pierce								
Contractors/Reviewers	Experience & Qualifications	Economic Benefit	Project Development & Design	Financial Proposal	Oral Presentation	Bonus Points	Total	Rank
CARTER	Quanneations	Denent	& Design	TTOPOSai	1 resentation	TOIIIts	Total	панк
Boyer	14.00	14.00	58.00	7.00	5.00	28.00	126.00	
Burch	15.00	16.00	72.00	10.00	5.00	30.00	120.00	
Citrano	18.00	15.00	69.00	12.00	5.00	30.00	149.00	1
Worsham	19.00	14.00	65.00	11.00	5.00	30.00	144.00	-
Average	16.50	14.75	66.00	10.00	5.00	29.50	141.75	
MID-AMERICA APARTMENTS			11		1		<u> </u>	
Boyer	18.00	13.00	57.00	12.00	5.00	14.00	119.00	
Burch	17.00	12.00	59.00	9.00	5.00	20.00	122.00	
Citrano	20.00	18.00	57.00	12.00	4.00	21.00	132.00	2
Worsham	20.00	14.00	54.00	12.00	5.00	8.00	113.00	
Average	18.75	14.25	56.75	11.25	4.75	15.75	121.50	
RELATED DEVELOPMENT							-	
Boyer	18.00	9.00	36.00	12.00	4.00	6.00	85.00	
Burch	20.00	12.00	68.00	11.00	5.00	24.00	140.00	
Citrano	20.00	15.00	61.00	12.00	5.00	25.00	138.00	3
Worsham	19.00	13.00	46.00	12.00	5.00	20.00	115.00	
Average	19.25	12.25	52.75	11.75	4.75	18.75	119.50	
SOUTHEAST DEVELOPMENT GROUP								
Boyer	13.00	18.00	38.00	6.00	3.00	6.00	84.00	
Burch	10.00	20.00	50.00	7.00	5.00	25.00	117.00	
Citrano	4.00	22.00	41.00	5.00	3.00	25.00	100.00	4
Worsham	19.00	18.00	66.00	9.00	5.00	25.00	142.00	
Average	11.50	19.50	48.75	6.75	4.00	20.25	110.75	

EVALUATION SCORING MATRIX

Title: Notice of Disposition of Duval County Tax Parcel 073358-0000 (330 East Bay Steet) aka The Ford on Bay								
ISP No.: ISP-0287-22			· · · · ·		-			
Close Date: December 22, 2021								
Analyst: David Klages								
No. Invited: (20,000+ by CBRE) Received: (6) Other: (0)								
Recorded By: Melissa Pierce								
Contractors/Reviewers	Experience & Qualifications	Economic Benefit	Project Development & Design	Financial Proposal	Oral Presentation	Bonus Points	Total	Rank
SILVER HILLS DEVELOPMENT					• •			
Boyer	14.00	15.00	23.50	9.50	4.00	4.00	70.00	
Burch	14.00	12.00	55.00	8.00	5.00	17.00	111.00	
Citrano	18.00	16.00	48.00	12.00	4.00	13.00	111.00	5
Worsham	19.00	16.00	40.00	11.00	3.00	7.00	96.00	
Average	16.25	14.75	41.63	10.13	4.00	10.25	97.00	
VANTRUST REAL ESTATE								
Boyer	16.00	8.00	23.00	11.00	4.00	8.00	70.00	-
Burch	20.00	8.00	48.00	6.00	5.00	15.00	102.00	
Citrano	20.00	14.00	48.00	12.00	5.00	16.00	115.00	6
Worsham	20.00	14.00	31.00	11.00	3.00	7.00	86.00	
Average	19.00	11.00	37.50	10.00	4.25	11.50	93.25	