



Amendment #12

PROFESSIONAL SERVICES AGREEMENT DATED OCTOBER 19, 2011
BETWEEN THE CITY OF MIAMI BEACH
AND
JONES LANG LASALLE AMERICAS, INC.
(AS ASSIGNEE OF STRATEGIC ADVISORY GROUP)
FOR
CONSULTING SERVICES RELATIVE TO THE EXPANSION AND ENHANCEMENT
OF THE MIAMI BEACH CONVENTION CENTER CAMPUS/DISTRICT, PURSUANT
TO
REQUEST FOR PROPOSALS (RFP) NO 33-10/11

This Amendment No. 12 ("Amendment") to the Professional Services Agreement, dated October 19, 2011, by and between the City of Miami Beach, Florida ("City") and Jones Lang Lasalle Americas, Inc., as assignee of Strategic Advisory Group ("Consultant"), is entered into this ____ day of July, 2018.

WHEREAS, on October 19, 2011, the City Commission authorized the Mayor and City Clerk to enter into an Agreement with Strategic Advisory Group (SAG) for services relative to the expansion and enhancement of the Miami Beach Convention Center District, in an amount not to exceed \$175,000; and

WHEREAS, on January 11, 2012, the City Commission authorized the issuance of Request for Qualifications No. 22-11/12 for qualified developers for a public-private mixed-use development in Miami Beach for the enhancement of the MBCC district, including the expansion of the Miami Beach Convention Center and development of a Convention Center Hotel (the "2012 RFQ"); and

WHEREAS, on February 6, 2013, and March 13, 2013, the Commission authorized Amendments No. 1 and 2 to the SAG Agreement, respectively, for additional services relative to the 2012 RFQ;

WHEREAS, on January 15, 2014, the City Commission adopted Resolution No. 2014-28479, canceling the 2012 RFQ and directing the Administration to prepare a new RFP or RFQ for design-build or design services for the renovation of the Convention Center, and further directing the Administration to identify potential sites for a Convention Center Headquarter Hotel; and

WHEREAS, on February 12, 2014, the City Commission approved the issuance of RFQ 2014-142ME, for a Design Criteria Professional to prepare a Design Criteria Package for the Convention Center Renovation and Expansion Project, and authorized the City Manager to



negotiate and execute any additional contracts, as required, in order to expedite this process, including but not limited to additional amendments to the SAG Agreement; and

WHEREAS, Amendments No. 3 and 4, totaling \$548,900, were executed pursuant to the Commission's February 12, 2014 directive, covering all of SAG's services from the beginning of the design-build RFQ process through the anticipated selection of a Design-Builder in 2015 and execution of a Design-Build Agreement; and

WHEREAS, Amendment No. 5, for consulting services associated with the development of a Convention Center Headquarter Hotel, was executed in an amount not to exceed \$30,000; and

WHEREAS, on December 18, 2014, the City Commission authorized the Mayor and City Clerk to execute Amendment No. 6 for the additional services associated with the procurement process of the hotel developer, in an amount not to exceed \$166,375; and

WHEREAS, on February 11, 2015, the City Commission elected to re-bid the Convention Center Renovation and Expansion Project under a Construction Manager-at-Risk project delivery method; and

WHEREAS, on May 20, 2015, the Commission authorized Amendment No. 7, which provides for SAG's continuing services related to the Convention Center Renovation and Expansion Project during pre-construction phase, for a not to exceed amount of \$198,825, and for asset management services to guide, monitor and oversee the transformation of the sales and marketing efforts, event and revenue focus, branding and operating strategies of the new Convention Center, for a not-to-exceed amount of \$160,000; and

WHEREAS, on October 21, 2015, the Commission authorized Amendment No. 8 providing for: 1) an extension of SAG's Convention Center project services on a more limited basis through the Construction Phase period ending July 31, 2018 for \$300,000; 2) an extension of SAG's asset management services through March 31, 2017 for \$160,000; and 3) an extension of SAG's services relative to the Convention Center Headquarter Hotel for \$240,000, contingent upon voter approval of the Hotel project in a special election held on March 15, 2016; and

WHEREAS, as the voter referendum for the Hotel project was not approved by the voters, the services relative to the Convention Center Hotel were not authorized, and the associated fees in the amount of \$240,000 were not incurred or expended; and

WHEREAS, on January 29, 2016, Jones Lang LaSalle Americas, Inc. ("JLL") closed its acquisition of the assets of Strategic Advisory Group ("SAG"), and the Professional Services Agreement between SAG and the City of Miami Beach was assigned to JLL accordingly; and

WHEREAS, on June 30, 2017, Amendment No. 9 was approved for continuing services relative to the Convention Center Renovation and Expansion Project through July 31, 2018, in an amount not to exceed \$160,000, pursuant to the City Manager's authority under Resolution 2015-29115; and



WHEREAS, on December 13, 2017, the City Commission authorized the Mayor and City Clerk to execute Amendment No. 10 for additional asset management services in an amount not to exceed \$60,000; and

WHEREAS, on June 6, 2018, the City Commission authorized the Mayor and City Clerk to execute Amendment No. 11 for additional asset management services for the period of June 30, 2018 through January 30, 2019, in an amount not to exceed \$67,000; and

WHEREAS, on May 16, 2018, the Mayor and City Commission approved the issuance of a Request for Proposals (the "RFP") for a Development and Ground Lease Agreement for a Convention Center Headquarter Hotel; and

WHEREAS, this Amendment No 12, is for additional consulting services in an amount not to exceed \$100,000, including reimbursable expenses, in connection with the City's solicitation process for the Hotel RFP issued on May 17, 2018, and includes financial and hotel consulting services related to the negotiation of the Development and Ground Lease Agreement for the Hotel Project.

NOW THEREFORE, in consideration of the foregoing and of the mutual covenants and compensation set forth herein the City and Consultant agree as follows:

1. JLL's fees and expenses for the Convention Center Headquarter Hotel Procurement Services for 2018 shall be increased by \$100,000. Fees will be based on the time worked on the project multiplied by the hourly rates of \$340 for Jeff Sachs, Managing Director, \$275 for Executive Vice Presidents Tom Reifert and Edouard Schwob, and \$260 for Senior Vice President Roberta Oncken.

2. Except as specified herein, all other terms and conditions of the Agreement, as amended, shall remain in full force and effect.

* * *



IN WITNESS WHEREOF, the parties by their duly authorized representatives have caused this amendment to be executed as of the date first written above.

FOR CITY:

CITY OF MIAMI BEACH, FLORIDA

ATTEST:

By: _____
Rafael E. Granado, City Clerk

Dan Gelber, Mayor

FOR CONSULTANT:

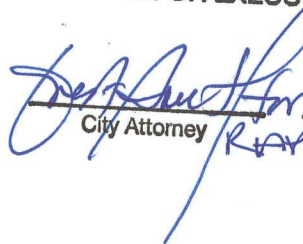
JONES LANG LASALLE AMERICAS, INC.

ATTEST:

By: _____
Tom Reifert
Executive Vice President

Jeffrey Sachs, Managing Director

APPROVED AS TO
FORM & LANGUAGE
& FOR EXECUTION



City Attorney *R. A.* Date 6/25/18