



REQUEST FOR PROPOSAL

Full-Service Fixed Based Operator Facility at Livermore Municipal Airport



Proposals due by:

5:00 P.M., Pacific Daylight Savings Time

April 5, 2013

NOTICE TO PROPOSERS

Solicitation of Proposals

The City of Livermore, California, a municipal corporation (“the City”), is soliciting proposals for the design, construction and operation of a full-service Fixed Base Operator (“FBO”) facility at the Livermore Municipal Airport (“the Airport”).

The Airport is designated by the Federal Aviation Administration (FAA) as a General Aviation Reliever Airport for San Francisco Bay Area air carrier airports, which serves private, business and corporate tenants and customers. The Airport is located three miles northwest of the City of Livermore and is situated on 644 acres. The facility has two parallel runways: a 5,253’ lighted and ILS-equipped main runway and a 2,699’ currently unlighted training runway. The Airport has an annual operating budget of \$6 million and revenues are comprised mainly of fuel sales as well as hangar and ground rentals.

The Airport maintains 24 City-owned buildings that contain 392 aircraft storage hangar units as well as a 2,400 square foot terminal building, an aircraft storage shelter capable of housing nine (9) aircraft, and a corporate-style hangar building containing 18,000 square feet of hangar space with 2,400 square feet of office space. All hangars are rented and there is a waiting list of over 150 persons.

The Airport owns and operates a 45,000-gallon underground aviation fuel storage facility, dispenses fuel via four tank trucks, and maintains a 24-hour self-service fuel island with two pumps. The Airport has approximately 520 based aircraft and 140,000 annual aircraft operations, and sells approximately 640,000 gallons of aviation fuel each year.

The Airport is open 24 hours a day and is manned by City employees from 7:00 A.M. to 6:00 P.M. throughout the year, with staff on stand-by during major holidays. The Air Traffic Control Tower is operated by FAA employees daily from 7:00 A.M. until 9:00 P.M.

Airport development currently in progress encompass a new Airport Administration Center with restaurant and concession space, and a private, 32,000 square foot, 6-unit corporate hangar facility.

Scope of Proposals

The City is soliciting proposals from qualified parties for the design, construction and management of:

A full-service Fixed Based Operator facility on the Airport's northwest aviation development area, encompassing approximately 11 acres of land.

Any proposal shall provide for the retail sale of aviation fuels, aircraft line services, airframe and power plant repair, and hangar keeping, and shall include, at a minimum, the requirements stated in the Airport's Minimum Standards for Commercial Aeronautical Activities (see Exhibit D of the draft Fixed Based Operator Ground Lease Agreement).

Although approximately 11 acres are envisioned to accommodate the full-service FBO facility, the minimum ground space to be leased shall be 305,000 square feet (7 acres). Improvements shall include paved apron and taxiway surfaces as well as hangar, fuel farm, terminal, vehicle parking, landscaping, and office and shop space.

The principal buildings and facilities used by the FBO shall allocate a minimum of 1,500 square feet for conveniently located heated and air conditioned lounge and restrooms, which shall be maintained in a clean and sanitary manner. Public facilities for flight planning and weather information shall be provided for pilots.

The fuel storage facility or fuel farm (above-ground only) shall have a minimum capacity of 45,000 gallons combined for Avgas (100LL) and turbine fuel (Jet A). Since the City is relinquishing its owner-exclusive fuel concession to the full-service FBO (concession will become non-exclusive), the FBO would have first right of refusal to lease or purchase the City's recently refurbished fuel farm with underground tanks. The City's self-serve fuel island will be demolished. Hence, the FBO shall provide a compact self-serve facility on its leasehold with convenient aircraft access.

Paved tie-down facilities shall be provided on at least 100,000 square feet to accommodate an adequate number and variety of based and transient aircraft. Existing apron pavement is part of the leasehold but will require strengthening to accommodate heavier aircraft.

A minimum of 25,000 square feet of hangar floor space shall be provided within which hangar keeping; aircraft airframe and engine repair activities, and any permitted aeronautical activities may be performed.

Automobile parking minimums shall be provided in accordance with City of Livermore planning, zoning and building codes.

The FBO shall provide ground space, facilities and accommodations sufficient for each of its permitted activities.

The project is consistent with the City of Livermore Airport Zoning District established in 2010 as well as the City's General Plan policies, as amended. Further, the project is depicted on the FAA-approved Airport Layout Plan.

Term and Effective Date of Agreement

If a proposal is acceptable to the City, it intends to award a Fixed Based Operator Ground Lease Agreement by no later than September 2013. The term of the agreement shall be for 35 years, with options to extend negotiated commensurate with the level of investment proposed.

How to Obtain an RFP

The RFP and attachments can be obtained from the City's website at www.cityoflivermore.net/citygov/pw/airport/rfps.asp in PDF format.

Copies are available at the following address:

Livermore Municipal Airport
Airport Manager
636 Terminal Circle
Livermore, California 94551

or by calling (925) 960-8220 between 8:00 A.M. and 5:00 P.M. local time, Monday through Friday.

Proposal Deadline

Proposals are due at the following date, time and location:

Date: April 5, 2013
Time: 5:00 P.M., PDST
Location: Livermore Municipal Airport
Airport Manager
636 Terminal Circle
Livermore, California 94551

Late proposals will be rejected.

Minimum Qualifications

Proposers must demonstrate their experience and financial resources to meet the minimum qualifications as required under this RFP, including but not limited to the following:

- Evidence of five (5) years of continuous experience within the last ten (10) years in the ownership, design, construction, management, and/or operation of a full-service FBO at an airport with at least 80,000 annual general aviation aircraft operations.
- Evidence that the Proposer has the financial capacity to develop and operate the full-service FBO facility.
- Evidence that the Proposer is authorized to conduct business in the State of California for all aspects of the business it proposes including any and all required licenses and permits prior to start of operations.

Addenda

Any written addenda to the RFP issued by the City during the proposal period will be posted at the aforementioned City website and will be considered a part of this RFP. Receipt of addenda shall be acknowledged under the Administrative Items of the Proposal Support Documents (Part 2, page 2-2).

Warning: The City, its officers, agents and employees will not be responsible for any oral instruction, modification or clarification and the Proposer shall not be entitled to rely upon such oral communications.

Evaluation of Proposals

The agreement resulting from this RFP will be awarded to the qualified Proposer whose offer is determined to be the most advantageous to the Airport and the City. Each proposal received will be reviewed for conformance to the requirements of this RFP. Proposals will be evaluated based upon the specific criteria outlined in this RFP, including, but not limited to, the following:

- Demonstrated operating and management experience of a full-service FBO and related aeronautical service activities, experience of management personnel and relevant business experience;
- Quality and aesthetics of project plans, consistency with local architectural design regulations and attention to regional architectural styles for airport development as well as aviation project planning experience; and
- Demonstrated financial strength and capacity to finance and timely complete the full-service FBO facility.

Proposers determined to be most qualified will be subject to an interview process.

**Right to
Reject**

The City reserves the right to reject any or all proposals received.

**Award of the
Agreement**

The agreement resulting from this RFP will be awarded to that responsible Proposer whose offer, conforming to the requirements of the RFP, is determined to be the most advantageous to the Airport and the City. Such agreement will be entered into by the City, in its sole discretion, and such decision shall be final.

Sincerely,



Leander Hauri, A.A.E.
Airport Manager

PART 1

GENERAL INFORMATION AND INSTRUCTIONS

Overview

This RFP invites proposals from qualified parties for the design, construction and management of a full-service FBO facility at the Livermore Municipal Airport in Livermore, California. The successful Proposer must assume full responsibility for the operation of the leased areas.

The Airport is designated by the Federal Aviation Administration (FAA) as a General Aviation Reliever Airport for San Francisco Bay Area air carrier airports, which serves private, business and corporate tenants and customers. The Airport is located three miles northwest of the City of Livermore and is situated on 644 acres. The facility has two parallel runways: a 5,253' lighted and ILS-equipped main runway and a 2,699' currently unlighted training runway. The Airport has an annual operating budget of \$6 million and revenues are comprised mainly of fuel sales as well as hangar and ground rentals.

The Airport maintains 24 City-owned buildings that contain 392 aircraft storage hangar units as well as a 2,400 square foot terminal building, an aircraft storage shelter capable of housing nine (9) aircraft, and a corporate-style hangar building containing 18,000 square feet of hangar space with 2,400 square feet of office space. All hangars are rented and there is a waiting list of over 150 persons.

The Airport owns and operates a 45,000-gallon underground aviation fuel storage facility, dispenses fuel via four tank trucks, and maintains a 24-hour self-service fuel island with two Avgas pumps. The Airport has approximately 520 based aircraft and 140,000 annual aircraft operations, and sells approximately 640,000 gallons of aviation fuel each year.

The Airport is open 24 hours a day and is staffed by City employees from 7:00 A.M. to 6:00 P.M. throughout the year, with staff on stand-by during major holidays. The Air Traffic Control Tower is operated by FAA employees daily from 7:00 A.M. until 9:00 P.M.

Airport development currently in progress encompass a private, 6-unit corporate hangar facility and a new Airport Administration building with restaurant and concession space.

The project is consistent with the City of Livermore Airport Zoning District established in 2010, and the City's General Plan policies, as amended. Further, the project is depicted on the FAA-approved Airport Layout Plan.

Overview

Part 1 provides General Information and Instructions for the RFP for a full-service FBO facility at the Livermore Airport.

In this Part

The topics covered in **Part 1** are listed in the table below:

Section	Topic	Page
A	The Request for Proposal (RFP)	1-3
B	Proposal Rules	1-8
C	Items to be Included in Proposals	1-11
D	Guaranty Deposit	1-16
E	Evaluation of Proposals	1-17

SECTION A

THE REQUEST FOR PROPOSAL (RFP)

Solicitation of Proposals

The City is soliciting proposals from qualified parties for the design, construction and management of a full-service FBO facility at the Airport's northwest side. The City will negotiate with the successful Proposer and enter into a long-term Fixed Based Operator Ground Lease Agreement (draft enclosed as Attachment 1). The successful Proposer must assume full responsibility for the operation of the leased areas. All uses must be aviation related. Any proposal shall provide for the retail sale of aviation fuels, aircraft line services, airframe and power plant repair, and hangar keeping, and shall include, at a minimum, the requirements stated in the Airport's Minimum Standards for Commercial Aeronautical Activities, adopted on June 25, 2007 (Attachment 2).

There is currently no full-service FBO at the Airport. A financial management analysis concluded that the City-operated fuel service is detrimental to the Airport since it hinders the delivery of other needed Airport services such as maintenance of existing facilities. Further, existing service facilities have become inadequate to support the Airport's current and anticipated general aviation demand. No minimum capital investment criterion has been established for purposes of this RFP.

At present, the City is the sole and exclusive purveyor of aviation fuel at the Airport. By agreement, the successful Proposer shall have the exclusive privilege of storing, offering for sale, selling and delivering aviation fuels, propellants and lubricants on the leased premises. In addition, the successful Proposer shall also have the non-exclusive privilege of offering for sale, selling and delivering aviation fuels, propellants and lubricants to customers for use in aircraft stored or parked on the public use apron and on other parts of the Airport. The successful Proposer's fueling activities shall be in accordance with requirements set forth in Article 4 of the draft Fixed Based Operator Ground Lease Agreement and Part 3-A of the Airport's Minimum Standards for Commercial Aeronautical Activities (both attached).

Minimum Qualifications

Proposers must demonstrate proven experience and financial resources to meet the mandatory minimum full-service FBO qualifications required by this RFP, including, but not limited to:

- Evidence of five (5) years continuous experience within the last ten (10) years in the ownership, development, management, and operation of an FBO at an airport with at least 80,000 annual general aviation aircraft operations.
- Evidence that the Proposer has the financial capacity to develop and operate the full-service FBO facility.
- Evidence that the Proposer is authorized to conduct business in the State of California for all aspects of the business it proposes including any and all required licenses and permits prior to start of operation.

The City will carefully consider the Proposer's qualifications, experience, financial responsibility, development plan and management plan in evaluating the proposals. Consideration will be given for proof of the experience and skill, and financial responsibility of Proposers in the management and operation of a general aviation Fixed Based Operator facility and to the specific plans presented in the proposal for designing, constructing and managing a general aviation Fixed Based Operator facility at the Airport. Evaluation of the proposal as a whole will bear more weight than any individual part.

Minimum Insurance Requirement

Operator will at all times maintain the insurance minimums as stated in the draft Fixed Based Operator Ground Lease Agreement (Attachment 1) and the Airport's Minimum Standards for Commercial Aeronautical Activities (Attachment 2).

Minimum Fueling and Supply

Operator shall provide fueling services for general aviation and other non-scheduled aircraft using the Airport as required under the draft Fixed Based Operator Ground Lease Agreement (Attachment 1) and the Airport's Minimum Standards for Commercial Aeronautical Activities (Attachment 2).

Required Information

Failure to furnish all information required for the FBO proposal as specified in this RFP will result in immediate disqualification of the proposal.

Term and Effective Date of the Agreement

If a proposal is acceptable to the City, staff will recommend that Council approve the lease agreement by no later than September 2013. The term of the agreement shall be for 35 years, with options to extend negotiated commensurate with the level of investment proposed.

RFP Contents

Each Request for Proposal (RFP) consists of the following:

- Notice to Proposers
 - Part 1 – General Information and Instructions
 - Part 2 – Proposal Support Documents
 - Attachment 1 – Draft Fixed Based Operator Ground Lease Agreement
 - Attachment 2 – Livermore Municipal Airport Minimum Standards for Commercial Aeronautical Activities
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How to Obtain an RFP

The RFP and attachments can be obtained from the City's website at www.cityoflivermore.net/citygov/pw/airport/rfps.asp in PDF format.

Copies are available at the following address:

Livermore Municipal Airport
Airport Manager
636 Terminal Circle
Livermore, California 94551

or by calling (925) 960-8220 between 8:00 A.M. and 5:00 P.M., local time, Monday through Friday.

RFP Timeline for Process

Event/Action	Date(s)
RFP advertised on:	February 1, 2013
Deadline for submitting requests for clarification by 5:00 PM (PDST) on:	March 8, 2013
Deadline to submit Proposal by 5:00 PM (PDST) on:	April 5, 2013
Evaluation panel evaluates written proposals by:	April 26, 2013
Finalists interviewed by:	May 24, 2013

City and selected party finalize agreement terms and conditions by:	July 2013 (estimate)
City approves FBO agreement by:	September 2013 (estimate)

Due Date, Time and Location
Date: April 5, 2013
Time: 5:00 P.M., PDST
Place: Livermore Municipal Airport
Airport Manager
636 Terminal Circle
Livermore, California 94551

Proposer's Responsibility The Proposer shall carefully examine the terms of the RFP to determine all of the circumstances and conditions affecting the proposal.

Right to Reject This RFP does not commit the City to award an agreement, to pay any costs incurred in the preparation of proposals, or to procure or contract for services or supplies. The City reserves the right to accept or reject any and all proposals received as a result of this RFP.

Right to Cancel The City reserves the right to terminate the negotiations of the agreement without liability to the Proposer at any time before the agreement has been fully executed by all parties.

Proposal Is a Public Record By submission of this proposal, Proposer acknowledges and agrees that the proposal may be considered a public record and subject to disclosure upon request under the California Public Records Act (Government Code Sections 6250, et seq.).

Hold Harmless Proposer agrees it shall indemnify and hold harmless the City, its officers, agents and employees from any and all claims, costs, liabilities, or damages, including attorney's fees and court costs, resulting from the City's or Proposer's acts or omissions pursuant to its disclosure under the California Public Records Act. Proposer expressly waives any claims, costs, liabilities or damages against the City from this proposal's status, if any, as a public record.

**Claim of
Proprietary
Information**

In the event Proposer believes that specific items in its proposal are proprietary, Proposer understands that the City has reservations as to whether any such information may be exempt from disclosure under the California Public Records Act (Government Code Section 6250, et seq.). Proposer must specify, in writing, those items of the proposal which it deems proprietary.

Additionally, Proposer agrees that the City may make such disclosure or reproduction of such claimed proprietary information as is deemed necessary or convenient by the City, its officers, agents, or employees, for the City's use in proposal evaluation and comparison; provided, however, if any person makes a request as contemplated by the Public Records Act to review or be provided with copies of such claimed proprietary information or any part thereof, and the City denies such requests, immediately upon notification thereof, Proposer agrees to defend the City and its officers, agents and employees against any action resulting from denial of such request and agrees to hold the City and its officers, agents and employees harmless from any costs, expenses or damages that may result.

If the Proposer fails to promptly provide such defense, the City, its officers, agents and employees shall be free to grant such requests, and the Proposer shall be deemed to have waived any cause of action whether in law or in equity, that it may have against the City respecting such disclosure.

The City will not reimburse the respondents to this RFP for any costs involved in the preparation and submission of proposals or in the preparation for and attendance at interviews. Furthermore, this request for proposal does not commit the City to award a contract. The City reserves the right to request any firm submitting a proposal to clarify or modify its proposal or supply additional information. The City reserves the right to reject any and all proposals and to waive informalities and minor irregularities in any proposal received.

SECTION B
PROPOSAL RULES

**Submittal
Rules**

Proposals will only be accepted from Proposers who do all of the following:

1. Submit a typed proposal; and
 - Complete all items listed in Part 1, Section C (pages 1-11 to 1-16);
 - Include the Guaranty Deposit as specified in Part 1, Section D (page 1-16);
 - Complete Proposal Support Documents, Part 2, Section A (pages 2-2 to 2-6);
 - Complete Part 2, Section B and C (pages 2-7 to 2-22);
 - Submit one (1) original and five (5) copies of the proposal. Proposal is to be submitted in a sealed envelope at the location and by the deadline stated on page 1-6. Incomplete proposals will be disqualified.

2. Indicate on the face of the envelope the following information:
 - Addressee: Livermore Municipal Airport
Airport Manager
636 Terminal Circle
Livermore, California 94551

 - The words: "Full-Service FBO Proposal"

 - The name and address of the Proposer submitting the proposal

Warning: Proposers are warned against making erasures or alterations of any kind to the contents of their proposal. Proposals which contain omissions, erasures, alterations, conditions, or additions not called for, will be rejected.

**Late
Proposals**

It is the Proposer's responsibility to deliver the proposal to the appointed place prior to the announced time for the closing of proposals. Later delivery of such proposal, regardless of reason, will disqualify the Proposer.

Questions of Clarification of RFP

Any questions or requests to clarify items in this RFP shall be made in writing and submitted to:

The Airport Manager by fax (925) 373-5042, or at the following address:

Livermore Municipal Airport
Office of the Airport Manager
636 Terminal Circle
Livermore, California 94551

The final deadline for submittal of all questions or requests for clarification is 5:00 PM on March 8, 2013. If any changes to the RFP result from these questions, the City will issue a written addendum as stated below.

Addenda

Any written addenda to the RFP issued by the City will be posted at www.cityoflivermore.net/citygov/pw/airport/rfps.asp during the proposal period will be considered a part of this RFP. Receipt of addenda shall be acknowledged on the *Administrative Items* form of the Proposal Support Documents (Part 2, page 2-2).

Warning: The City, its officers, agents and employees will not be responsible for any oral instruction, modification or clarification and the Proposer shall not be entitled to rely upon such oral communications.

Proposal Withdrawal

No proposal may be withdrawn until the agreement has been executed on behalf of both the successful Proposer and the City.

More than one proposal for the Fixed Based Operator Ground Lease Agreement from any individual, firm, partnership, corporation, or association, under the same or different names will not be considered.

Reasonable grounds for believing that any Proposer has a business or financial interest in more than one proposal for the agreement will cause rejection of all proposals in which such Proposer has such interest. If there is reason to believe that collusion exists among Proposers, none of the participants in such collusion will be considered.

Corporate Proposers

Corporate Proposers must obtain and maintain in full force and effect the required licenses, applicable permits, and authorizations to do business in the State of California for all the operations and activities required by the agreement.

Required Signatures and Related Information

The table below indicates the required signatures and related information required by the City on the *Letter to the City Part 2*, page 2-4 of the proposal.

<i>If the proposal is made by ...</i>	<i>Then signature(s) are required on page 2-4 from ...</i>	<i>And the proposal shall include ...</i>
An individual	the individual making the proposal	his/her name and principal office address and phone number on page 2-7.
a partnership	at least one of the general partners	the name of the partnership and its post office or full address on page 2-9.
a corporation	an officer authorized to execute contracts on behalf of the corporation	<ul style="list-style-type: none"> • the name and title of the officer signing on behalf of the corporation, and • the state in which the corporation is chartered, and • a certified copy of the relevant portion of the bylaws or resolution of the Board of Directors of the corporation showing the authority of the officer signing the proposal to execute contracts on behalf of the corporation on page 2-10.
a joint venture	authorized representative of all joint ventures	<ul style="list-style-type: none"> • the name and address of joint ventures (page 2-11) document empowering the signatories to execute the proposal and bind the joint venture.

SECTION C

ITEMS TO BE INCLUDED IN PROPOSALS

Purpose The items required in each proposal are necessary to provide the City with evidence that the Proposer has the necessary qualifications and financial resources to fulfill the conditions of the agreement.

Proposal Items Each Proposer must submit the information stipulated below together with the forms described in this RFP. In order for a proposal to be considered complete, it must contain:

1. **All of Part 1, Section C – FBO Development and Management Plan Requirements** (pages 1-12 to 1-13)
 - Required FBO Services (page 1-14)
 - Additional Permitted FBO Activities (page 1-14)
 - Revenue to City (page 1-14)
2. **All of Part 2, Section A – Proposal Support Documents** (pages 2-2 through 2-6)
 - Administrative Items
 - Letter to the City
 - Warranties by Proposer
3. **Applicable Portions of Part 2, Section B – Business Organization** (pages 2-7 through 2-11)
 - (i) All Proposers will submit a completed *General Information* form, then fill out the remaining forms that pertain to the Proposer’s type of business entity.
(Example: If business entity is a corporation, fill out the General Information form, the Corporation Statement and attach a copy of the relevant portion of the bylaws).
4. **All of Part 2, Section C – Qualifications Statement** (pages 2-12 through 2-22)
 - Business Experience
 - Financial Information
 - References
 - Criminal Convictions, if any
5. **If Proposer requests modifications to the draft Fixed Based Operator Ground Lease Agreement, Proposer must submit those in writing and attach those to the proposal marked “Modifications to Agreement.”**
6. **Any other information pertinent to the evaluation of proposal.**

FBO DEVELOPMENT AND MANAGEMENT PLAN REQUIREMENTS

Development Plan Requirements

Proposals must contain a project plan or preliminary development plan which shall include the following:

- A preliminary plot plan showing the general location of the proposed full-service FBO improvements on the designated north side parcel. Identification as to FBO use, occupancy, number of employees and other information that might be deemed consistent with the management of the proposed development.

- A proposed development schedule based on Proposer's operating plan (as described in the Management Plan Requirements, page 1-13). The schedule should take into account the timeframes required for the City's discretionary project permit process, including design review and obtaining any required entitlements and building permits. The design review process may result in modifications to the design drawing.

During final negotiation for the ground lease, the selected Proposer will be required to submit a preliminary development plan, consisting of a plot plan, schematic elevations, financial plan, development schedule and estimated development costs.

During planning and development of the adjacent Airport Administration Center, utilities were either planned or were already installed that largely anticipate and facilitate future connection to this FBO facility. However, the physical connections, sizing and the payment of the associated connection fees are the sole responsibility of the Proposer. The City will not provide any further utilities beyond those already installed, and does not guarantee any conditions or adequacy of use of soils.

All environmental documentation and clearances required for the proposed uses will be the sole responsibility of the Proposer. All development plans and necessary permits will be subject to review and approval by the City. The approved general development plan along with all necessary environmental clearances will become a part of the lease and will control the development of the premises. Further, the payment of development impact fees will be required.

**Management
Plan
Requirements**

A management plan is to be submitted as part of the proposal package. This plan shall indicate:

- Description of relevant past or current experience that qualifies Proposer and/or its organization to succeed in developing the proposed FBO concept. Include brochures and photographs of similar development projects successfully undertaken or currently underway.
- Marketing survey information, proposed services, financing secured for scale of management, outline of daily management of the FBO facility and an overview of projected cash flow.
- Proposed management structure and operating personnel schedule including number of people, shifts, resumes of managers, number of managers and company organization chart.
- Detailed description of the proposed scope of operation that includes the daily and monthly proposed business activity and future projection of such activity for a period of 12 months.
- Hours of operation identified by service.
- A forecast of gross income for each of the first five years of operation for each major category of service offered.
- A description of the Proposer's customer service and quality assurance philosophy and its proposed implementation at the Airport.
- Information on how the development is going to be financed. If the Proposer is to obtain outside financing, commitment letters from a financial institution acceptable to the City must be included regardless of source of funding.

During final negotiations for the ground lease, the selected Proposer will be required to submit a detailed management plan for approval and inclusion with the Fixed Based Operator Ground Lease Agreement.

**Required
FBO Services**

In accordance with the Airport's Minimum Standards for Commercial Aeronautical Activities, the successful Proposer will be required, at a minimum, to operate and maintain an FBO facility at the Airport that offers the following services:

- (1) **Fueling** – The FBO shall make satisfactory arrangements with a recognized aviation fuel distributor for the delivery of branded fuels and oil in such quantities to meet the requirements set forth in the Airport's Minimum Standards for Commercial Aeronautical Activities (Attachment 2);
- (2) **Line Service** – Involves buying, storing, selling and furnishing of aviation fuels and oils to third parties. Line service includes providing oxygen and nitrogen, facilities to clean and deodorize aircraft toilets and clean both the interior and exterior of aircraft, and Unicom, telephone and radio contact to and with service personnel. Line service further includes providing potable water, power starts, ground power, aircraft marshaling, towing, staging and parking, and reservations/arrangements for catering, hotel, rental car, taxi, crew/courtesy car and limousine services.
- (3) **Airframe and Power Plant Repair** – Aircraft airframe and power plant repair services shall be provided by FAA approved personnel (NOTE: This is the only required activity that may be subleased by the Proposer, subject to the requirements of Part 3-B of the Minimum Standards for Commercial Aeronautical Activities);
- (4) **Hangar Keeping** – Hangar space shall be provided at the full-service FBO facility for the storage and maintenance of aircraft.

**Additional
Permitted
FBO
Activities**

Additionally, pursuant to the Airport's Minimum Standards for Commercial Aeronautical Activities, the successful Proposer may engage in any and all of the permitted aeronautical activities listed therein.

**Revenue to
the City**

The revenues to be realized by the City are set by those rates and charges established from time to time by resolution of the City Council and the appraised Fair Market Rental Value (FMRV) that determines the fixed rent for Airport land. While certain fees such as revenue shares from managed activities, e.g., subtenant rents, tie-downs, landing fees, etc.) are subject to negotiation in the Fixed Based Operator Ground Lease Agreement, revenue is **NOT** a consideration in the City's assessment of this proposal.

The FMRV for the parcels of land was established by appraisal on December 17, 2009, and applies as follows:

The approximately 11-acre parcel of land occupied by the full-service FBO on the north side will be \$0.38 per square foot per year for developable land located outside of the Building Restriction Line (as viewed from the runway), and a rate of \$0.30 per square foot per year for aircraft parking apron located inside of the Building Restriction Line.

All fixed rents will be adjusted annually according to the regional Consumer Price Index (CPI), and rents will be re-reestablished based upon periodic appraisals, typically in seven-year intervals. The CPI index used is the All Urban Consumers (bi-monthly CPI-U), San Francisco-Oakland-San Jose, California.

The Fuel Flowage fee for Avgas and Jet-A is \$0.15 per gallon.

Other fees and the final terms of the attached draft Fixed Based Operator Ground Lease Agreement will be negotiated between the selected Proposer and the City, subject to approval by the City Council.

SECTION D

GUARANTY DEPOSIT

**Deposit
Required**

Each proposal must be accompanied by a Guaranty Deposit as outlined below:

If the Proposer supplies a	Then it should
Guaranty Deposit	<ul style="list-style-type: none">• Be in the form of a certified or cashier's check;• Be in the amount of \$10,000.00;• Be made payable to the City of Livermore.
Standard Commercial Guaranty Bond	<ul style="list-style-type: none">• Be written by a company authorized to do business in the State of California;• Be in the amount of \$10,000.00;• Name the City of Livermore as Obligee.

NOTE: In the event the City cancels the award of the agreement prior to execution, all Proposers' Guaranty Deposits will be returned.

**Successful
Proposer's
Guaranty
Deposit**

The City will release or return the successful Proposer's Guaranty Deposit within thirty (30) days only after both parties have executed the Fixed Based Operator Ground Lease Agreement.

If the successful Proposer	Then the Guaranty Deposit will
Executes and returns the agreement	Be refunded to the Proposer.
Fails to execute and return the agreement	Be forfeited to and retained by the City as liquidated damages.

**Unsuccessful
Proposers'
Guaranty
Deposits**

Guaranty Deposits from the unsuccessful Proposers will be returned within thirty (30) days of execution of a Fixed Based Operator Ground Lease Agreement with the successful Proposer. In no event, however, shall the unsuccessful Proposers' deposits be held by the City beyond a period of one hundred and eighty (180) days after the submittal due date of the Proposer.

SECTION E

EVALUATION OF PROPOSALS

Evaluation Factors

The Fixed Based Operator Ground Lease Agreement resulting from this RFP will be awarded to the qualified Proposer whose qualifications, experience, financial responsibility, the proposed development plans, and proposed management plan, conforming to the requirements of the RFP, is determined to be the most advantageous to the Airport and the City, and based upon an evaluation and weighing of the following:

1. Demonstrated Operating & Management Experience (40 POINTS)
 - Successful operation of full-service FBO and related aeronautical service activities at an airport with similar complexity and general aviation activity
 - Range, level and quality of services provided
 - Experience level of management personnel
 - Communications and consensus building ability
 - References
2. Quality of Development and Project Plans (20 POINTS)
 - Overall quality, aesthetics, consistency with local architectural design regulations, as well as attention to regional architectural styles for airport development
 - Aviation project planning and management experience
 - Ability to involve local builders, contractors, vendors, and consultants in the project.
3. Financial Strength of Proposer (20 POINTS)
 - Equity in the project
 - Financial commitments
 - Demonstrated financial capacity to develop and operate the proposed FBO facility.
4. Commitment to build the FBO Facility (20 POINTS)
 - Demonstrated timely completion of projects of similar size within the required timeline contained in Exhibit C of the draft Fixed Based Operator Ground Lease Agreement
 - Consideration of exceptions requested to draft Fixed Based Operator Ground Lease Agreement.

Total Possible = 100 POINTS

After evaluation of written submissions, the Evaluation Committee will select finalists to be interviewed. The interviews are expected to be concluded by May 24, 2013. Finalists will be notified by telephone of the time and location of their interview.

In no event shall the City's selection result in rebates, kick-backs or other unlawful consideration to the Proposer. City employees engaged in the selection process are prohibited from participating in the selection process if these employees have a business relationship with a prospective Proposer.

Negotiation The City's staff will negotiate the terms of a Fixed Based Operator Ground Lease Agreement with the successful Proposer. Once the Proposer and the City's staff with counsel concurrence are in agreement as to the terms of a Fixed Based Operator Ground Lease Agreement, such agreement will be presented to the City Council for approval. Only the City Council can enter into such a Lease Agreement on behalf of the Airport. The City will negotiate a suitable Agreement, and recommend the Agreement for approval. If negotiations are unsuccessful, the top ranked Proposer will be so advised and negotiations will be authorized with the second ranked Proposer. Negotiations with a Proposer will not be reopened once they are closed.

Additional Information The City may request submission of additional information to assist it in evaluating a proposal. The Proposer shall cooperate fully with such a request.

Analytical Techniques The City may employ such analytical techniques and professional consultants for proposal evaluation as it deems necessary.

City Right to Investigate The City reserves the right to conduct a thorough investigation to verify the experience, qualifications and financial resources of each Proposer.

City's Decision Final The City intends to award the Fixed Based Operator Ground Lease Agreement to the best qualified Proposer making the proposal that will best serve the interest of the City. Such decision will be made by the City, in its sole discretion and such decision shall be final.

PART 2

PROPOSAL SUPPORT DOCUMENTS

Overview **Part 2** provides the proposal forms for responding to the RFP for an FBO at the Airport.

In this Part Each Proposer shall submit all applicable forms contained in **Part 2** listed in the table below:

Section	Topic Form	Page
A	Proposal Support Documents <ul style="list-style-type: none">• Administrative Items• Letter to the City• Warranties by Proposer	2-2 2-4 2-5
B	Business Organization <ul style="list-style-type: none">• General Information• Partnership Statement• Corporation Statement• Joint Venture Statement	2-7 2-9 2-10 2-11
C	Qualifications Statement <ul style="list-style-type: none">• Business Experience• Financial Information• References• Criminal Convictions	2-12 2-15 2-18 2-21

SECTION A

ADMINISTRATIVE ITEMS

Instructions Each Proposer must submit the information stipulated below together with the forms described in this RFP. In order for a proposal to be considered complete, it must contain:

- One (1) original and five (5) copies of the proposal. Each proposal will contain the items listed on page 1-11 of Part 1 and page 2-1 of Part 2.
 - Incomplete proposals will be disqualified.
-

Affirmation By signing the *Letter to the City* (Part 2, page 2-4) and submitting a complete proposal (items listed in Part 1, page 1-11), the Proposer gives the following assurances, information, and covenants that the Proposer is fully qualified to provide the required Fixed Base Operator services.

The Proposer further affirms that the following submitted information is true and accurate and may be relied upon by the City in evaluating the proposal.

Receipt of Addenda Receipt is acknowledged of the following addenda (Proposer shall list all addenda received or retrieved from the City's website) by date:

- -
 -
 -
 -
 -
-

Right to Negotiate Proposer acknowledges that the City retains the right to negotiate any terms and/or conditions of the Fixed Based Operator Ground Lease Agreement prior to execution of the agreement by the City. If Proposer requests modifications to the Agreement, Proposer must submit those in writing and attach those to the proposal marked "Modifications to Agreement."

**Required
Information**

The Development Plan and the Management Plan and any additional information submitted with the proposal which are not on the forms provided in Part 2 shall be clearly identified with the following information on each page:

- Proposer's name
 - Date of proposal
 - The words "Livermore FBO Proposal"
-

**Authorized
to Conduct
Business**

The Proposer hereby affirms that the Proposer is authorized to conduct business in the State of California for all aspects of the business it proposes.

Letter to the City

Date: _____, 2013

TO: Leander Hauri, A.A.E.
Airport Manager
Livermore Municipal Airport
636 Terminal Circle
Livermore, California 94551

SUBMITTED BY:

Proposer: _____

Proposer's
Company: _____

Mailing Address: _____

City, State, Zip: _____

SUBJECT: PROPOSAL FOR FULL-SERVICE FIXED BASE OPERATOR FACILITY

The undersigned hereby submits to the City this proposal for the Fixed Based Operator Ground Lease Agreement at the Airport as described in this and the attached documents.

Provisions of this proposal are based upon all the terms, covenants and conditions set forth in said agreement and other RFP documents.

The signature(s) below represent those of the Proposer and comply with the rules for required signatures as stipulated on page 1-10 of the Proposal Rules.

_____	_____	_____
Print Name	Print Title	Signature

_____	_____	_____
Print Name	Print Title	Signature

_____	_____	_____
Print Name	Print Title	Signature

(If the proposal is submitted by a corporation, the Corporate seal must be affixed to this proposal.)

Seal

WARRANTIES BY PROPOSER

Guaranty Deposit Proposer warrants and agrees that the attached Guaranty Deposit is in the form of a: certified check, or cashier's check, or standard commercial guaranty bond payable to the City of Livermore in the amount of \$10,000.00.

Capability to Perform Proposer has carefully read and fully understands the Fixed Based Operator Ground Lease Agreement and has the capability to carry out all of the responsibilities set forth therein.

Qualifications Statement The accompanying *Qualifications Statement* forms (Section C) have been completed to the best of Proposer's abilities.

City Right to Investigate By submission of this proposal, Proposer acknowledges that the City has the right to make any inquiry or investigation it deems appropriate to substantiate or supplement information contained in the *Qualifications Statement*. Proposer authorizes the release of any and all information sought in such inquiry or investigation to the City.

Requirement of Successful Proposer The table below indicates what the successful Proposer must do within ten (10) days after receipt of the negotiated Fixed Based Operator Ground Lease Agreement when offered for execution by the City.

Step	Action
1	Sign, notarize signature and return the agreement.
2	Provide evidence of insurance as required by Section 9.02 of the Agreement and submit the required Bond, if any, in the amount specified in Section 9.03 of the Agreement.

**Genuine
Proposal**

Proposer declares the following by the submission of this proposal:

- The proposal is not made in the business or financial interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation.
 - The Proposer has not directly or indirectly induced or solicited any other Proposer to submit a false or sham proposal, and has not directly or indirectly colluded or agreed to submit a sham proposal or to refrain from submitting a proposal.
 - The Proposer has not, directly or indirectly, divulged information or data relative to his/her proposal to any other person, partnership, corporation or association, except to such person or persons that have a business or financial interest in the Proposer's general business.
-

SECTION B

BUSINESS ORGANIZATION

General Information

Instructions For Section B, all proposers are required to submit a completed *General Information* form (below) and then fill out the remaining forms that pertain to the Proposer's type of business entity.

(Example: If business entity is a corporation, fill out the General Information form and the Corporation Statement and attach a certified copy of the relevant portion of the bylaws.)

Business Information Fill in the following information **exactly** as it is to appear on the Fixed Based Operator Ground Lease Agreement. If operating under a dba, so indicate.

Name of Firm: _____

Business Purpose of Proposer: _____

Principal Office Address: _____

Telephone No.: _____

Facsimile No.: _____

Form of Business Entity

Please check the box that describes your business entity:

- | | | | |
|--------------------------|-------------|--------------------------|---------------|
| <input type="checkbox"/> | Individual | <input type="checkbox"/> | Corporation |
| <input type="checkbox"/> | Partnership | <input type="checkbox"/> | Joint Venture |
-

**Designated
Subcontractor**

If you propose to subcontract the required Airframe and Power Plant Repair services or anticipate to provide any of the additional, permitted activities pursuant to the Minimum Standards for Commercial Aeronautical Activities, please complete the following:

Subcontractor Name/Address/ Phone
Description of required/permitted activities to be provided
Percentage of principal facilities to be subleased to Subcontractor
Subcontractor's Federal Tax I.D. Number

(Attach documentation on separate sheet)

**Proposer's
Assurance**

The undersigned Proposer hereby gives assurance that if the Fixed Based Operator Ground Lease Agreement is awarded to Proposer, subcontractor participation will be in the approximate amounts stated above. Proposer further assures that no subcontractor or supplier may be added, deleted, or changed without the express written approval of the Airport Manager.

Signature of the Proposer

Title

Corporation Statement

Corporation Information

If your business is operating as a corporation, please answer the following questions:

- When incorporated? _____
- Where incorporated? _____
- Business purpose: _____
- Is the corporation authorized to do business in California?
 Yes No

If yes, as of what date? _____

- Is the corporation held: Publicly? Privately?
-

Directors' Information

Please supply the following information for each and every Director.
(Attach additional pages, if necessary.)

Director's Name & Address	Principal Business Affiliation (Other than Proposer's Directorship)

Officers' Information

Please supply the following information for each officer.
(Attach additional pages, if necessary.)

Officer's Name	Position

Action Required

Please attach a certified copy of the relevant portion of the bylaws or resolution of the Board of Directors of the corporation showing the authority of the Officer signing the proposal to execute contracts on behalf of the corporation.

SECTION C

QUALIFICATIONS STATEMENT

Business Experience

Management Experience The Proposer has operated an FBO for a period of _____ continuous years, and the Proposer is currently operating an FBO at _____ (indicate how many) locations.

Please list locations of airports where Proposer is an FBO (currently or previously) and describe FBO's business experience.

In addition, provide the name and phone number of an airport or a Municipal representative who can be contacted to verify FBO experience at each listed location.

(Prepare on separate sheet.)

Management Experience References The Proposer submits herewith the following list of three (3) persons or firms with whom the Proposer has had management experience in its FBO operations during the past three years and who have current addresses and phone numbers and may be contacted by the City. Give the name of the department and/or person whom we may contact.

- **Reference #1**
 - Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____

Business Experience, Continued

Management Experience References, Continued

- **Reference #2**

- Name: _____
- Title: _____
- Firm/Airport: _____
- Address: _____

- Phone: _____

- **Reference #3**

- Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____
-

Proposer's Operating Name

The Proposer has operated under its current name since _____ (mm/dd/yy) for a period of _____ years and _____ months.

Proposer's Unsuccessful Operations

The Proposer has been unsuccessful in retaining its Fixed Based Operator management agreements at the following locations during the past ten (10) years. List all sites where agreements have been terminated prior to end of term whether or not Proposer sought a subsequent contract.

(Attach additional sheets to explain circumstances.)

Prior or Existing Litigation

The Proposer has has not

been involved in litigation in the last ten (10) years. If the answer is in the affirmative, please identify the business location and give such information as is required to explain the circumstances.

(Attach additional sheets to explain circumstances.)

Financial Information

Disclosure of Financial Information

In the event the Proposer requests that the City receive and maintain any of the following financial information in confidence, the Proposer understands that the City has reservations as to whether any such information may be exempt from disclosure under the California Public Records Act (Government Code Sections 6250, et seq.).

The Proposer agrees that the City may make such disclosure or reproduction of such financial information as is deemed necessary or convenient by the City, its officers, agents, or employees, for the City's use in proposal evaluation and comparison; provided however, if any person makes a request as contemplated by the Public Records Act to review or be provided with copies of such financial information or any part thereof, and the City denies such requests, immediately upon notification thereof, the Proposer agrees to defend the City and its officers, agents, and employees against any action resulting from denial of such request and agrees to hold the City and its officers, agents and employees harmless from any costs, expenses and damages that may result.

If the Proposer fails to promptly provide such defense, the City, its officers, agents, and employees shall be free to grant such requests, and the Proposer shall be deemed to have waived any cause of action, whether in law or in equity, that it may have against the City respecting such disclosure.

Hold Harmless

The Proposer agrees it shall indemnify and hold harmless the City, its officers, agents, and employees from any and all claims, costs, liabilities, or damages, including attorney's fees and court costs resulting from the City's or Proposer's acts or omissions pursuant to its disclosure under the California Public Records Act.

Submittal of Financial Statements

For the purpose of establishing a clear picture of the Proposer's comparative financial capability and current fiscal operating position, the Proposer herewith submits financial statements including profit and loss statements for five (5) of the most recently completed fiscal years.

Each such statement must either bear the certification of the independent Certified Public Accountant who originally audited and certified such statements or the signature of the Proposer's Chief Financial Officer if such statements are un-audited.

Financial Information, Continued

Bond or Surety Canceled or Forfeited

The Proposer has has never

had a bond or surety canceled or forfeited. If the response is in the affirmative, state the following:

Name of Bonding Company: _____

Dated Canceled: _____

Amount of Bond: _____

Reason for Cancellation or Forfeiture: _____

Bankruptcy

The Proposer has has never

been adjudged bankrupt (Chapter 7), or petitioned the court for relief under the Bankruptcy Code or Act for either business reorganization (Chapter 11) or the Wage Earner's Plan (Chapter 13). If the response is in the affirmative, state the following:

Date Petition Filed: _____

Case Number and Jurisdiction: _____

Amount of Liabilities and Debts: _____

Date of Discharge or Successful Completion of Reorganization or Wage Earner's Plan: _____

Current Status: _____

Financial Information, Continued

**Unfavorable
Audit**

The Proposer has has never

received an unfavorable audit of its financial performance in conjunction with contractual agreements. "Unfavorable" here is defined as an error in tracking of expenses or billing equal to or in excess of two percent. If the response is affirmative, please state the following:

Name of Business: _____

Location of Business: _____

Date of Audit: _____

Explanation of Audit Discrepancy: _____

(Attach additional sheets to detail circumstances.)

References

Business References

The Proposer submits herewith the following list of persons or firms (at least three) with whom the Proposer conducted financial transactions to its FBO operations during the past two years and who have current addresses and phone numbers and may be contacted by the City. If firms are used, give the name of the department and/or the person whom we may contact.

*Important: Proposers are to **attach** a letter of reference from **each** of the persons or firms listed below.*

- **Business Reference #1**
 - Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____

- **Business Reference #2**
 - Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____

References, Continued

Business References, Continued

- **Business Reference #3**

- Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____
-

Bank References

The Proposer herewith submits a letter from each of the following bank references indicating the Proposer's credit standing and the Proposer's ability to undertake the operation of the proposed Fixed Based Operator Ground Lease Agreement.

*Important: At least **one** current bank reference and letter is required to be submitted.*

- **Bank Reference #1**

- Name: _____
- Title: _____
- Firm/Airport: _____
- Address: _____

- Phone: _____

References, Continued

**Bank
References,
Continued**

- **Bank Reference #2**
 - Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____

 - **Bank Reference #3**
 - Name: _____
 - Title: _____
 - Firm/Airport: _____
 - Address: _____

 - Phone: _____
-

Criminal Convictions

Criminal Convictions

The Proposer submits herewith the following information on criminal convictions. State on the next page if any of the management or officers of the organization and on-site management team proposed for this Airport have been convicted of any of the twenty-nine (29) crimes listed below in the last ten (10) years:

1. Forgery of certificates, false marking of aircraft, and other aircraft registration violations;
2. Interference with air navigation;
3. Improper transportation of a hazardous material;
4. Aircraft piracy;
5. Interference with flight crew members or flight attendants;
6. Commission of certain crimes aboard an aircraft in flight;
7. Carrying a weapon or explosive aboard an aircraft;
8. Conveying false information and threats;
9. Aircraft piracy outside the special aircraft jurisdiction;
10. Violations involving transporting controlled substances;
11. Unlawful entry into an aircraft or airport area that serves air carriers or foreign air carriers contrary to established security regulations;
12. Destruction of an aircraft or aircraft facility;
13. Murder;
14. Assault with intent to murder;
15. Espionage;
16. Kidnapping or hostage taking;
17. Treason;
18. Rape or aggravated sexual abuse;
19. Unlawful possession, use, sale, distribution, or manufacture of an explosive or weapon;
20. Extortion;
21. Armed or felony unarmed robbery;
22. Distribution of, or intent to distribute, a controlled substance;
23. Felony arson; or,
24. Willful destruction of property;
25. Burglary; theft, dishonesty, fraud or misrepresentation;
26. Aggravated assault;
27. Bribery; or illegal possession of a controlled substance punishable by a maximum term of imprisonment of more than 1 year;
28. Violence at any airport(s); or
29. Conspiracy or attempt to commit any of the aforementioned criminal acts.

Criminal Convictions

The Proposer of the organization and on-site FBO management team proposed for this Airport

has has not

been convicted of any of the twenty-nine (29) criminal convictions listed on page 2-21 in the last ten (10) years. If the answer is affirmative, please provide the information below.

Name	Date	Offense	Disposition

(Attach additional sheets to explain circumstances.)

Evaluation of Information

The Proposer agrees that the City's evaluation of the Proposer's responsibility under this proposal will include an evaluation of the information furnished above, for the purpose of determining whether the Fixed Based Operators as proposed by the Proposer would be operated in a law-abiding manner and in a manner not subjecting the City or the public to risk of harm or criminal, deceitful, or otherwise unethical practices.
