

REQUEST FOR PROPOSALS (RFP) FOR TERMINAL BUILDING CONCESSIONS DEVELOPMENT AND OPERATION

May 30, 2008

The San Bernardino International Airport Authority (SBIAA) is issuing this Request for Proposals (RFP) from qualified airport terminal concessionaires wishing to be considered to plan, design, finance, construct and, thereafter, operate and maintain food, beverage and retail concessions in a newly developed commercial passenger terminal building at San Bernardino International Airport (SBD). Copies of the Proposal Package may be downloaded from the SBIAA website at www.sbdairport.com under "RFP/Bids". Parties are encouraged to check the SBIAA website for any supplemental information which may be posted for the benefit of preparation of Proposal packages.

Responses to this RFP (Proposals) are due at the SBIAA's administrative office no later than 1:00 p.m. local time on Monday, June 30, 2008.

All Proposals will be time-stamped upon receipt, and any Proposals received after the time specified above will be returned unopened. Please submit ten (10) original copies of the Proposal addressed to the attention of Ms. Kelly Berry, Assistant Secretary of the Commission. In bold lettering, mark the envelope with the following words: "PROPOSALS FOR TERMINAL BUILDING CONCESSIONS DEVELOPMENT AND OPERATION." Proposals shall be concise, containing no more than twenty (20) single sided pages of material. Please note that the Transmittal Letter, Table of Contents, completed Company Information Sheets, completed Subcontractor Information Sheets, Resumes and Facility Renderings will not be considered part of the twenty (20) pages.

In order to control the dissemination of information regarding this RFP, organizations interested in submitting Proposals shall not make personal contact with any member of the SBIAA Commission or other SBIAA staff members. All questions should be directed via e-mail to the individual listed below with the words "Terminal RFP" entered on the email subject line:

Bill Ingraham, AAE, Director of Aviation
San Bernardino International Airport Authority
294 S. Leland Norton Way, Suite #1
San Bernardino, CA 92408-0131

Phone: (909) 382-4100
Fax: (909) 382-4106
Email: bingraham@sbdairport.com

Those planning to submit a proposal are encouraged to attend a pre-proposal meeting on Wednesday June 11, 2008, at 10:00 a.m. local time in the SBIAA Conference Room located at

294 S. Leland Norton Way, Suite #1, San Bernardino, California. Airport representatives will be available during the meeting to answer questions. The meeting will include a tour of the SBD commercial passenger airline terminal and concession sites. In the event a party seeking to submit a Proposal is unable to attend the June 11, 2008, pre-proposal meeting, please contact Mr. Bill Ingraham to arrange an opportunity to tour the facility at a later date.

Proposals shall be signed by an authorized individual or officer of the firm submitting the Proposal. Proposals may be withdrawn by the submitting firm at any time prior to the closing date and time for receipt of Proposals.

The SBIAA reserves the right to accept or reject any or all Proposals and/or re-solicit or cancel the procurement process, if deemed to be in the best interests of the SBIAA. Additionally, the SBIAA reserves the right to waive any informality in the RFP. Respondents to this RFP shall be responsible for any and all expenses incurred in preparing said Proposals.

A committee designated by the SBIAA will evaluate the Proposals. Such committee may short-list proposals after the initial evaluation and/or request additional information through interviews, presentations or correspondence. The selected concessionaire will enter into negotiations with the SBIAA to determine terms and provisions of a terminal concessions agreement that will include the development and operation of a food, beverage and retail concessions to be located in a newly constructed commercial passenger terminal building located at San Bernardino International Airport.

GENERAL INFORMATION

All Proposals shall include the information listed below. It is requested that all Proposals be organized in the following format:

- 1) **Transmittal Letter:** A transmittal letter indicating the Respondent's interest in the project and briefly summarizing any participation of partners, sub-contractors or others in the proposed development or operation of terminal concessions.
- 2) **Title Sheet:** A title sheet containing: (i) the Respondent's company name and address, including type of entity (sole proprietorship, partnership, or corporation, including whether public or private); (ii) the name and address of any sub-contractors, or others participating in the proposed development and/or operation of the terminal concessions; and, (iii) the full name, title, mailing address, e-mail address, telephone and facsimile numbers of the individual(s) authorized to represent and contractually bind the Respondent.
- 3) **Company Information:** Include a completed Company Information Sheet providing a list of all company principals and a completed Subcontractor Information Sheet for each subcontractor. Company Information Sheet and Subcontractor Information sheets are provided herewith.

- 4) **Table of Contents:** List key sections of your Proposal to assist the reviewer in locating relevant information contained in your Proposal.
- 5) **Statement of Understanding and Approach:** A statement of project understanding and general approach proposed to provide for the development and operation of commercial passenger terminal building concessions at SBD. Such statement shall acknowledge that the food, beverage and retail concessions will be complete and ready for operation before November 1, 2008, and that the concessions will be operated twenty-four hours per day, seven days per week.
- 6) **Statement of experience, background and qualifications:** A statement summarizing the experience of the firm(s) as a whole with developing airport commercial passenger terminal building food, beverage and retail concessions with specific emphasis on experience with new or emerging facilities. Include a list of existing concessions operated within domestic commercial passenger terminal facilities. Preference will be given to firms having significant and successful experience providing comparable services at commercial airline passenger terminals.
- 7) **Capabilities and relevant experience of key personnel:** Include abbreviated resumes of key individuals that will provide services required to develop and operate the proposed concessions. The resumes should include specific areas of responsibility, duration with the firm, and other related information that will be used to evaluate their qualifications.
- 8) **Availability and commitment of qualified staff to handle the project:** Provide an organization chart depicting key personnel and their responsibilities, including sub-consultants, if any.
- 9) **References:** Provide contact information containing the contact information of airport personnel responsible for administering concession operations (including names, titles, addresses, phone numbers and e-mail addresses) for at least three airports where concessionaire has developed and is operating food, beverage and retail concessions similar to those proposed at SBD.

Concessionaires that are or have been seriously deficient in current or recent performance shall be presumed to be unable to meet this requirement.
- 10) **Other supporting data:** Describe concessionaire's administrative, financial and physical capacity to provide and manage the proposed development and operation of commercial passenger terminal food, beverage and retail concessions. Include the concessionaire's experience operating in environments regulated by the Transportation Security Administration and meeting and reporting Federal Aviation Administration Disadvantaged Business Enterprise requirements.
- 11) **Development/Operation Plan and Schedule:** Proposals must provide sufficient information to fully describe the scope of tenant improvements and the nature of individual concessions, including proposed branding information. Include conceptual

renderings of proposed concessions to be developed within the SBD commercial passenger terminal along with a timetable for implementation. Also, include the Respondent's plan for providing 24-hour, 7-day per week operation of concessions.

Include in this section, an summary of Respondent's estimated cost of developing such facilities and proposed terms of an agreement with SBIAA, including the contract period required to amortize investment in improvements, proposed concession fees by category of commodity, and other terms as may be necessary or unique to the proposed development. The proposed terms will be utilized in negotiation of a contract between SBIAA and the successful Respondent.

The SBIAA anticipates that the selection of a preferred firm to develop and operate the commercial airline passenger terminal building concessions will occur by July 23, 2008, and negotiation of an agreement will be concluded soon thereafter. After a final agreement has been approved and executed, the SBIAA anticipates sending out a Notice to Proceed shortly thereafter and will make no reimbursement for any costs incurred prior to execution of an agreement and issuance of the Notice to Proceed.

///

///

///

///

///

///

///

///

San Bernardino International Airport Authority

SCOPE OF REQUEST FOR PROPOSAL

May 30, 2008

The San Bernardino International Airport Authority (SBIAA) requests Proposals from qualified firms to plan, design, finance, construct and, thereafter, operate and maintain food, beverage and retail concessions in the recently remodeled and expanded commercial airline passenger terminal building located at the San Bernardino International Airport (SBD) in the City of San Bernardino, California. The SBIAA, a joint powers authority under the purview of member jurisdictions consisting of the County of San Bernardino, the City of San Bernardino, the City of Colton, the City of Loma Linda and the City of Highland, is the owner and operator of SBD which operates as an FAA Part 139 airport.

The development of food, beverage and retail concessions is proposed to be complete and related facilities fully operational when commercial passenger service commences on or about November 1, 2008.

The Airport and Proposed Facilities

The Inland Valley Development Agency (IVDA) and the San Bernardino International Airport Authority (SBIAA) previously adopted a Re-Use Plan for the former Norton Air Force Base, which now comprises a substantial portion of the San Bernardino International Airport (SBD), and establishes long-range development plans. SBD represents a portion of the former Norton Air Force Base which has been in the process of being converted to civilian use. The airport is operated by the San Bernardino International Airport Authority. The airport has one active Group VI runway, 10,001 feet long and 200 feet wide.

Navigational aids include high-intensity runway lights, Precision Approach Path Indicator (PAPI) lights, CAT-1 Instrument Landing System (ILS), and an Automated Weather Observation System (AWOS). An Air Traffic Control Tower is expected to be in fully staffed and operational by October 2008.

In order to meet projected demand for commercial airline passenger service, the SBIAA contracted for the preparation of construction plans to remodel an existing passenger terminal building and to add the first of three phases of a new passenger concourse. To expedite the terminal project, the facility has been leased to a developer to complete the construction, after which the developer will transfer the completed building improvements with clear title to the SBIAA. At the present time, construction is approximately 75 percent complete and the passenger terminal is expected to be finished and available for airline operations by November 1, 2008.

Commercial Passenger Service

The SBIAA anticipates commencement of commercial passenger service prior to the end of 2008 and it is presently expected to occur by November 1, 2008. Initial service is projected to consist of three to five daily departures and arrivals and is expected to expand significantly over the next few years. Attached as Appendix "A" is a projection of the anticipated airline service.

Terminal and Concessions Facilities

The remodeled and expanded passenger terminal building includes, in the present phase of construction, consists of a 12,384 square foot newly constructed passenger concourse which includes four passenger loading gates and associated holding areas. Three of the gates include fully articulating loading bridges capable of serving a range of aircraft from regional jets to wide-body passenger aircraft.

The passenger concourse also includes a 1,498 square foot concessions area anticipated to be used for food, beverage and retail concessions. Additionally, a 315 square foot concessions area is provided between the passenger ticketing area and baggage claim areas in the non-sterile area of the Terminal intended to provide basic beverage, snacks and limited retail services to meeters and greeters and others not accessing the passenger concourse. Appendix "B" includes schematic diagrams of the proposed concession areas.

To meet projected demand, concession improvements need to be complete and ready for operation before November 1, 2008. Commencing with the initiation of commercial passenger airline service, concessions will be operated twenty-four hours per day, seven days per week

The successful Respondent is expected to provide all necessary tenant improvements to fully utilize both concession areas and to provide all necessary services to operate the concessions twenty-four hours per day, seven days per week throughout the contract term.

It is the intent of this RFP to solicit proposals that provide a single contract to plan, design, finance, construct and, thereafter, operate and maintain food, beverage and retail concessions. Proposals from firms that do not include all three concessions will be considered if determined to be in the best interest of SBIAA.

Proposals

Proposals shall be concise, containing no more than twenty (20) single sided pages of material. Please note that the Transmittal Letter, Table of Contents, completed Company Information Sheets, completed Subcontractor Information Sheets, Resumes and Facility Renderings will not be considered part of the twenty (20) pages.

Proposals should provide sufficient information to fully describe the scope of tenant improvements and the nature of individual concessions, including branding information.

Proposals are to include the Respondent's estimated cost of developing such facilities and proposed terms of an agreement with SBIAA, including the contract period required to amortize investment in improvements, proposed concession fees by category of commodity, and other terms as may be necessary or unique to the proposed development. The proposed terms will be utilized in negotiation of a contract between SBIAA and the successful Respondent.

This RFP does not commit the SBIAA to award a contract or contracts, to defray any costs incurred in the preparation of a response to this request, or to procure or contract for services.

The SBIAA reserves the right to cancel, in part or in its entirety, this RFP, including but not limited to: selection schedule, submittal date and submittal requirements. If the SBIAA cancels or revises the RFP, all Respondents of record will be notified in writing by the SBIAA.

Selection announcements, contract awards and all data provided by the SBIAA shall be protected from public disclosure by review by an independent consultant firm to the maximum extent allowed under California law. Respondent desiring to release information to the public must receive prior written approval from the SBIAA Aviation Director.

Should modification or clarification to this RFP become necessary, a written addendum shall be posted to the Airport's website at www.sbdairport.com under "RFPs/Bids." It is the responsibility of consultant firms seeking to respond to this RFP to monitor the Airport's website for any such addendums.

Proposal Submittal

Responses to this RFP (Proposals) are due at the SBIAA's administrative office no later than 1:00 p.m. local time on Monday June 30, 2008.

All Proposals will be time-stamped upon receipt, and any Proposals received after the time specified above will be returned unopened. Please submit ten (10) original copies of the Proposal addressed to the attention of Ms. Kelly Berry, Assistant Secretary of the Commission. In bold lettering, mark the envelope with the following words: "PROPOSALS FOR TERMINAL BUILDING CONCESSIONS DEVELOPMENT AND OPERATION."

If mail delivery is used, it is advised that the Proposal be mailed early enough to provide for arrival by the deadline. Use of the U.S. Postal Service or courier service will be at consultant's own risk. SBIAA will not be liable or responsible for any late delivery of Proposals.

The SBIAA reserves the right to request additional information and/or clarifications from any or all consultant firms responding to this RFP.

All submitted Proposals and proposal documents are subject to the provisions of Government Code Section 6250, et seq., commonly known as the California Public Records Act.

All Proposals and related documents are to become the property of SBIAA.

Selection of Successful Proposal

It is the SBIAA's intent to select the firm that, in the judgment of a selection committee, provides the optimal combination of concession services for the airline passengers utilizing the passenger terminal and compensation/financial benefit to SBIAA.

It is the further intent of SBIAA to select a proposal that combines all elements of the development and operation of food, beverage and retail concessions. Consideration will be given to Proposals from firms that do not include all three concessions if determined to be in the best interest of SBIAA.

Preference will be given to Respondent that have demonstrated a history of successful food, beverage and retail concessions at commercial airline passenger terminals, provide a significant investment in tenant improvements, meet SBIAA objectives for 24-hour, 7-day per week operations, propose to meet time tables to have a facilities complete and ready for operation by November 1, 2008, and offer a competitive compensation package to SBIAA.

A selection committee designated by the SBIAA will evaluate the Proposals. The selection committee may short-list proposals after the initial evaluation and/or request additional information through interviews, presentations or correspondence.

The selected concessionaire will enter into negotiations with the SBIAA to determine terms and provisions of a terminal concessions agreement.

The SBIAA reserves the right to accept or reject any or all Proposals and/or re-solicit or cancel the Proposal process, if deemed to be in the best interest of the SBIAA.

Contact Person

Bill Ingraham, AAE, Aviation Director
San Bernardino International Airport Authority
294 S. Leland Norton Way, Suite 1
San Bernardino, CA 92408

Phone: (909) 382-4100
Fax: (909) 382-4106
E-mail: bingraham@sbdairport.com

Schedule

RFP's Available per SBIAA Commission Authorization	May 30, 2008
Pre-Proposal Meeting	June 11, 2008 (10:00 AM local time)
Proposals Due	June 30, 2008 (1:00 PM local time)
Review Proposals	July 1-4, 2008
Notice to Firms	July 7, 2008
Interviews (Optional)	July 8-11, 2008
Notice of Selected and Recommended Firm	July 15, 2008
Negotiation of Contract Terms	July 16-21, 2008
Award and Authorization of Contract by SBIAA	July 23, 2008
Notice to Proceed	July 24, 2008
Development/Construction of Tenant Improvements	August 1 - November 1, 2008

SUBCONTRACTOR INFORMATION SHEET

LEGAL NAME OF SUBCONTRACTOR: _____

ADDRESS: _____

TELEPHONE: _____ FAX: _____

TYPE OF WORK TO BE PERFORMED BY SUBCONTRACTOR: _____

TYPE OF BUSINESS (Check One):

- | | |
|----------------------------------------------------------------------|----------------------------------------------------|
| <input type="checkbox"/> CORPORATION | <input type="checkbox"/> LIMITED LIABILITY COMPANY |
| <input type="checkbox"/> PARTNERSHIP | <input type="checkbox"/> JOINT VENTURE |
| <input type="checkbox"/> INDIVIDUAL | |
| <input type="checkbox"/> INDIVIDUAL DOING BUSINESS UNDER A FIRM NAME | |
| <input type="checkbox"/> OTHER _____ | |

STATE OF INCORPORATION OR FORMATION:

PRINCIPALS/OFFICERS/REPRESENTATIVE(S) OF SUBCONTRACTOR (List All Principals and Officers, Including Joint Venture Partner):

Name	Title
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____