



AGENDA REQUEST

<u>AGENDA HEADING:</u> Unfinished Business		<u>COMMISSION MEETING DATE:</u> February 4, 2019	<u>AGENDA ITEM NO.:</u> VI.4.	
BY City Manager	Thomas Barwin	Assistant City Manager Lege, Deputy City Manager Brown and The Bay Park Conservancy		
<small>Originating Department</small>	<small>Department Head</small>	<small>Presenter</small>		
<u>SUBJECT:</u> Approval Re: Approval of the Memorandum of Agreement Essential Elements/Term Sheet (Term Sheet) with The Bay Park Conservancy (BPC)				
<u>COMMISSION PRIORITIES:</u> Business Requirement				
<u>EXPLANATION:</u> (see next page for additional explanation) At the September 6, 2018 Special City Commission meeting, the City Commission approved the following actions after receiving updates from the Sarasota Bay Planning Organization (SBPO):				
<ol style="list-style-type: none"> 1. Approval of a Master Plan for the entire City-owned 53 acres and a conceptual design and plan for Phase 1, the first ten acres of the park implementation on the south end of the site. 2. Authorization for SBPO to proceed with implementation of Phase 1 of the project. 3. Authorization for City staff to work with SBPO to develop an Interim Agreement that allows work to continue towards implementation of The Bay Park (TBP). 4. Authorization for City staff to work with the SBPO to create and Interagency Agreement between the City of Sarasota and the future entity, The Bay Park Conservancy (BPC), for fundraising, implementation, governance and management of the 53 acres underlying the Master Plan. 				
<u>ADMINISTRATION'S RECOMMENDATION:</u> Approval of the Term Sheet between the City of Sarasota and The Bay Park Conservancy				
<u>APPROVAL SUMMARY:</u>				
Approval	Required	Date Completed	Completed By	Status
Department Head Approval	Y	01/17/2019	John Lege	APPROVED
Legal Review / Approval	Y	01/17/2019	Robert Fournier	APPROVED
Deputy City Manager Approval	Y	01/17/2019	John Lege	APPROVED
City Manager Approval	Y	01/17/2019	John Lege	APPROVED
City Auditor and Clerk Approval	Y	01/23/2019	Shayla Griggs	APPROVED



AGENDA REQUEST

ADDITIONAL EXPLANATION:

Item #3 (Interim Agreement) was approved by the City Commission at their October 1, 2018 Regular City Commission meeting. Since October 1, 2018, City staff, consisting of City Manager Tom Barwin, City Attorney Bob Fournier, Deputy City Manager Marlon Brown, and Assistant City Manager John Lege, have met over a dozen times with representatives from The Bay Park Conservancy to develop a Term Sheet for the City Commission's approval.

The Term Sheet is broken down into eight sections including:

1. Mission Statement
2. Background
3. Goals for The Bay Park Conservancy
4. General Role of Each Party
5. Communications
6. Design, Planning and Construction
7. Term of the Agreement
8. Dispute Resolution

Staff is seeking approval from the City Commission regarding the elements of the Term Sheet. Upon approval from the City Commission, the City Attorney's Office, in conjunction with The Bay Park Conservancy will draft a Memorandum of Agreement for the City Commission's approval.

ADDITIONAL ADMIN RECOMMENDATION:

FUNDING SOURCE:

AMOUNT:

HOUSING IMPACT (Per House):

NEW CONSTRUCTION:

REHABILITATION:

\$ 0

\$ 0

SUPPORT DEPARTMENTS:

Development Services - Timothy Litchet
Planning - Steven Cover

Parks and Recreation - Jerry Fogle



AGENDA REQUEST

AGENDA DISPOSITION

COMMISSION ACTION:

Final Action Motion: _____

Motion By: _____ Second By: _____

Vote: _____

Final Draft

**The Bay Park Conservancy (BPC)
Memorandum of Agreement Essential Elements/Term Sheet**

Mission Statement

The Bay Park Conservancy (BPC) will create and manage the 53-acres of City-owned land on the Sarasota Bayfront as co-investors and in partnership with the City of Sarasota (City) and the community, to enrich the quality of life for Sarasota residents and visitors, to bring our community together in a world class park on Sarasota Bay.

I. Background

- The City and BPC desire to collaborate and co-invest in order to implement the 53-acre site master plan approved by the City Commission and to promote and expand public use of The Bay Park (Park)
- The parties will collaborate to design, build, operate and maintain the Park
- The property will continue to be City-owned and the City and BPC will enter into an agreement that will describe the process by which park projects will be designed, funded, constructed and managed
- The City shall maintain authority to make certain decisions that the City must retain but will exercise authority in the spirit of good faith and cooperation with BPC, and will delegate other appropriate decisions to its development, funding, and operating partner, BPC. Each partner will focus on what they do best, and where they add value. The partners will avoid where possible costly duplication and redundancy
- The Park will be developed in phases, over approximately 10-15 years, with a combination of private and public funding sources to pay for capital costs and related operations and maintenance costs
- The City Commission has approved Phase 1 of the project to be constructed on the southern part of the property on Boulevard of the Arts

II. Goals for BPC

- Create a trusted, coordinated collaboration with the City that recognizes the BPC and City as co-investors, and public private partners for the development, funding, and operations of the park
- Successfully implement sustainable park projects from design through operations and maintenance
- Build a sustainable funding model with the City for both capital investment, operations and maintenance
- Create core competencies to fundraise, develop, manage, and maintain the Park
- Create a long-term branding and marketing strategy and communicate to the public about the Park.
- Continue a good civic, public process.
- Aspire to incorporate sustainable design best practices and utilize renewable energy, where feasible.

III. Purpose

- The City and BPC will establish a process for providing governance and guiding implementation and operation of the City Commission approved Master Plan through the design/funding/construction/operation phases to: (1) complete the detailed design, (2) facilitate implementation of the master plan in phases, (3) provide for co-investing through a fundraising plan, and (4) outline general policies for ongoing operations and maintenance of the site. BPC will be the exclusive partner with the City for development, funding, operations and maintenance of the Park

IV. General Role of Each Party

BPC

General

- Will work with the City to develop project goals, (e.g., prioritizing conservation of public land for public park use, public accessibility, environmental protection, cultural, and educational enhancements), for the Park and performance measures for construction, operation and maintenance. Will lead design and construction of project improvements
- Will have a Board comprised of between 7-15 members, which shall include 2 City ex-officio non-voting members, recommended to be the then-current Mayor, or their designee, and initially the head of the City Planning Department, (or the City Manager's designee), and 1 County ex-officio non-voting member
- Will act as stewards for the Park, promoting, preserving and encouraging the best operation and use of the Park
- Will continue to lead an effective community engagement process, including an advisory board, where practicable
- Will prepare a Master Plan implementation schedule, by phase, and update annually, to keep the City and community informed about progress
- Will continue to be transparent in its operations and accountable with annual reports, and semiannual (or as requested) updates to the City Commission

Financial

- Will take the lead on state and federal lobbying for funds for the Park
- Will maintain financial records available for review by the City
- Will complete an annual audit by an independent Certified Public Accountant
- Will receive baseline funding each fiscal year approved by the City Commission, for capital and operations and maintenance from the City's annual budget, based on BPC's proposed capital and operations and maintenance budget, and as is appropriate for a signature City park
- Will set fees for concessions, rentals, sponsorships, et al to provide annual earned revenue to support the Park

Fundraising

- Will continue to actively fundraise both public and private dollars, generally consistent with the SBPO Financial Feasibility Plan (dated 8.29.18), to allow for implementation of

the approved Master Plan, ongoing improvements, and sustainable operation and maintenance of the Park. BPC will update the Financial Feasibility Plan annually

- Will be able/authorized to hold private fundraisers, to develop sponsorships and to create revenue-generating events in the Park

Operations

- Will prepare an Operations and Maintenance Plan, at each phase of construction, that will outline transition, timing, and management responsibilities of BPC
- Will take the lead role in fundraising for operations and enhanced maintenance in excess of the annual contribution from the City
- Upon the opening of Phase 1, BPC will take control of the calendar for all 53 acres of the Park (excluding the Van Wezel and Sarasota Orchestra). Prior to this opening, BPC, in collaboration with the City Parks and Recreation Department, will prepare a plan for programs, events, and activities in the Park. This plan will include one coordinated annual calendar for events, including special events. BPC will coordinate with the Van Wezel, and if applicable the Sarasota Orchestra, and work together to create an appropriately coordinated schedule of events for the entire Park
- Will develop a plan/policy for how to handle and manage vendors, sponsors, contractors, concessions, and all sources of earned revenue
- Will coordinate with the City regarding its policies and procedures, recommending appropriate changes and additions, to support a signature public park for Sarasota
- Will be responsible for hiring and training of BPC employees, contract staff, and volunteers
- Will evaluate the use and management of all buildings on the site. Will recommend to the City their inclusion/exclusion in the final design. Will recommend building use, tenant, lease terms, and any other relevant issues for review and approval by the City. This excludes the existing Van Wezel Performing Arts Hall and future Performing Arts Center

Miscellaneous

- Will develop a strategy and process for incorporating public art on the site for approval by the City

City

General

- BPC has proffered to submit development applications, by phase, through the City's Site Plan review process, including a neighborhood meeting, Planning Board, and City Commission review. The City will review and approve BPC's Park development applications, by phase, through this process

Financial

- Will allocate and budget capital, operating, and maintenance funding for the park as part of the City's annual budget process
- Will maintain funding responsibility for construction and maintenance of all infrastructure for the Park, including but not limited to streets, sidewalks, utilities, storm water

treatment systems, roundabouts and overpasses (may be shared with FDOT), new boat launch ramp, parking, and parking garage(s)

Operations

- Will maintain and fund operations and maintenance for the Park, including trash, basic maintenance, utilities, security, and basic event oversight until transitioned to BPC after the completion of each phase. After transition, the City will continue to provide basic maintenance funding
- Will grant use of space for offices and conservancy operations at no cost to BPC except for routine maintenance and operations including insurance, etc. The value of said space shall be recognized as an in-kind contribution

Miscellaneous

- Will make City's Federal Lobbyist available to BPC, as an in-kind contribution
- Will make the City's Grant Writer available to BPC, schedule permitting, as an in-kind contribution
- Will assign the responsibility for granting naming rights of all Park elements, other than the entire 53-acre site itself, or existing buildings, to BPC. For naming rights on the entire site or existing buildings, City reserves discretion to approve the recommendation by the BPC.
- Will provide General Liability insurance for the Park

Shared

- BPC and the City will collaborate regularly and at appropriate intervals for annual and long-term planning for the Park
- BPC and the City will partner to manage operations and maintenance during the implementation phase of the project
- BPC and the City will partner to set policies for hours of operation, noise, and other decisions for the safe and effective operation of the Park
- BPC will create parking rules and regulations for surface/street level parking. The City will create rules and regulations for onsite garages. The City and BPC will collaborate on parking design and rules/regulations for Boulevard of The Arts west of US 41
- BPC and the City will collaborate on a food & beverage policy for the Park to include both permanent and temporary concessions with all revenues generated by concession sales remaining with BPC to go toward operation of the park. This includes transfer to BPC of all existing concessions, licenses and permits, not managed by the Van Wezel/PAC or the Sarasota Orchestra, prior to turnover of Phase 1 park management and operations to BPC
- City and BPC will work jointly to prepare applications on grant opportunities for the Park.
- City and BPC will work with the County to establish a TIF district to fund Park and related improvements

V. Communications

- BPC will recommend the best communications strategy for the project, including social media, websites and public meetings/workshops, for execution by BPC. This strategy

may be reviewed by City staff. BPC will continue to proactively communicate with the public, stakeholders and neighbors on an ongoing basis

VI. Design, Planning, and Construction

General

- The Master Plan will be developed in phases
- BPC will be defined as the City for the entitlement process
- BPC and the City will collaborate towards an efficient and effective entitlement and building permit process
- BPC will create an annual plan with a schedule that allows for public and private funding through the capital improvement process
- Each phase will include a budget, final design, and detailed implementation plan
- All site plan development applications will be approved by the City, by phase, as a part of the City's Site Plan process and as proffered by BPC

Project-Specific Construction and Standards

- BPC will develop construction standards and specifications that support and implement the standard of excellence in the Master Plan
- Project management and decision-making will be done collaboratively in accordance with agreed upon construction standards and the Master Plan
- BPC will develop an operations and maintenance plan for each phase

Permitting Fees and Procurement

- The City will waive permit fees that do not involve hard costs, excluding impact or connection fees.
- BPC will incorporate the spirit and intent of the City's procurement process
- BPC will diligently pursue the hiring of MBE/WBE contractors and staff where practical and in accordance with the City procurement process

VII. Term of Agreement

This Memorandum of Agreement will be for 15 years with options for two fifteen-year renewals.

VIII. Dispute Resolution

- The City and BPC will work collaboratively to resolve any disputes
- The City Manager and BPC Managing Director agree to resolve any outstanding disputes within 90 days