**REQUEST FOR INFORMATION**

**REGARDING A PREDEVELOPMENT AGREEMENT
FOR THE SOUTH SUBURBAN AIRPORT PROJECT**

**BY THE ILLINOIS DEPARTMENT OF TRANSPORTATION (“IDOT”)**

**RFI Title: Request for Information – South Suburban Airport Predevelopment Agreement**

**RFI Issuance Date: March 14, 2017**

**Information Due Date: April 7, 2017**

**Information Due Time:** 4:00 p.m. Central Time

**Response Page Limit:** 25 single-sided pages, inclusive of cover page and back page

**Respondents Forum and
One-on-One Meetings:** April 19, 2017, location and other details to follow

**Reference No.: P31602**

**Official Procurement Site Bulletin:**

[**http://www.idot.illinois.gov/doing-business/procurements/other-procurement-opportunities/index**](http://www.idot.illinois.gov/doing-business/procurements/other-procurement-opportunities/index)

**Project Official Website:** <http://www.SouthSuburbanAirport.com>

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| **QUESTIONS**:Questions regarding the RFI should be directed to:**Erin Aleman**Illinois Department of TransportationOffice of Planning and Programming2300 S Dirksen Parkway, Room 339BSpringfield, Illinois 62764Telephone: (217)782-6289dot.p3projects@illinois.gov  | **SUBMITTALS**:Send RFI response by the above due date and time electronically to dot.p3projects@illinois.gov Responses received after the deadline or not submitted in the manner specified will be not be accepted.If requesting a one-on-one meeting, email a completed copy of the attached RFI One-on-One Meeting Request Form by April 7, 2017 at 4:00 p.m. Central Time to dot.p3projects@illinois.gov  |

# INTRODUCTION

IDOT is issuing this Request for Information (“**RFI**”) to explore industry interest in entering into a Predevelopment Agreement (“**PDA**”) with IDOT for the proposed South Suburban Airport (“**SSA**”) Project (the “**Project**”). This RFI is intended to solicit responses from experienced airport developers, construction firms, operators, concessionaires or other similar firms to the questions presented in the attached RFI Questionnaire and to provide an opportunity for IDOT to receive feedback prior to a meeting with respondents (the **“Respondents**”). IDOT will consider responses to this RFI in connection with the evaluation of procurement and delivery options.

This RFI does not constitute a Request for Qualifications (“**RFQ**”), a Request for Proposals (“**RFP**”), or other solicitation, nor does it constitute the commencement of any other type of procurement process for the Project. Moreover, it does not represent a commitment to provide all Respondents to this RFI an opportunity for a one-on-one meeting, to issue an RFQ, an RFP or undertake any procurement for the delivery of the Project in the future. Therefore, Respondents will not, merely by virtue of providing any manner of response, be deemed to be “bidders” or “proposers” for a PDA or the Project in any sense, and no Respondent will have any preference, special designation, advantage or disadvantage whatsoever in any subsequent procurement process related to the Project. Furthermore, submission of a response to this RFI will not be considered a prerequisite to a response to an RFQ, RFP or other solicitation document should one be issued in the future.

# THE PROJECT

SSA will be a new supplemental air carrier airport in Will County, IL. SSA will serve a vital role in the region by providing a convenient and accessible venue for commercial passenger service, cargo operations, as well as corporate and general aviation activities. Information on the airport boundary, neighboring geography, and several maps from the Airport Master Plan and the ongoing Land Acquisition Program can be found on SSA’s official website at [www.SouthSuburbanAirport.com](http://www.southsuburbanairport.com/).

There are numerous efforts currently underway in connection with SSA, including the following:

1. IDOT is producing an Airport Master Plan for Federal Aviation Administration (FAA) review and approval that addresses the construction and operation of the Inaugural Airport Program (IAP). Several key elements of the Airport Master Plan, including the Existing Conditions Report, aviation forecasts, Facility Requirements Report, Alternatives Development and Evaluation Report, and the Environmental Considerations Report, have received FAA approval/acceptance and are available for review at <http://www.southsuburbanairport.com/MasterPlan/MP-reports.htm>.
2. The FAA will prepare a Tier 2 Environmental Impact Statement (EIS) to assess the environmental impacts associated with the construction and operation of the IAP. Several major environmental reports have been completed in anticipation and support of the FAA’s Tier 2 EIS: the Wetland Delineation Report has received an approved Jurisdictional Determination by the US Army Corps of Engineers (USACE), FAA acceptance, and Illinois Department of Natural Resources (IDNR) acceptance; the Floodplain Report has also received FAA acceptance. These reports are available at <http://www.southsuburbanairport.com/Environmental/Env-reports.htm>. The Tier 2 EIS is the focused follow-on action to the FAA’s 2002 Tier 1 EIS, which established the overall location of a new commercial service airport to serve the greater Chicagoland region, preserved the option of future development of SSA, and continues to serve as the foundation for IDOT’s ongoing planning

and land acquisition efforts. The Tier 1 EIS is provided at:

<http://www.southsuburbanairport.com/Environmental/Reports/Env-archived_reports.htm>.

1. The primary commercial advantage this airport will offer is its location in the greater Chicago regional aviation market, which has limited alternatives to expand capacity to address increasing demand. IDOT has acquired over 4,454 acres of land for SSA, with only a handful of remaining parcels necessary for construction of the inaugural airport facilities (see the land acquisition status map at:

<http://www.southsuburbanairport.com/LandAcquisition/images/Status%20Map.pdf>). The SSA property includes the very significant acquisition of Bult Field (C56) in 2014, a public-use general aviation airport located within the footprint of the IAP. IDOT currently leases land and facilities acquired in support of the Project while development of the IAP is pending, including airport hangar space and agricultural, residential, and commercial properties. In FY2016, IDOT expects to collect in excess of $1.2 million in gross revenues from this rental income.

1. As authorized in PA98-0109, Economic Development Act of 2013, which established the Public-Private Agreements for the South Suburban Airport Act (620 ILCS 75/), IDOT is evaluating the feasibility of various project delivery methods, primarily various public-private partnership (P3) structures, to develop, finance, and operate and/or maintain SSA (or certain SSA facilities and/or functions). IDOT’s goals include delivering the project in the most cost-effective and time-efficient manner possible, while still retaining the high quality and accountability to the taxpayers inherent in a traditionally financed and managed project. Specifically, IDOT may contract some or all of the following services to a private party or parties:
* PDA activities (Phase 1)
	+ Support of any Master Plan updates and the Tier 2 EIS process;
	+ Development of Business Plan;
	+ Feasibility study of proposed IAP;
	+ Support of permitting activities;
	+ Management of existing property; and
	+ Potential early optimization, operation and maintenance of Bult Field general aviation services.
* Implementation/Delivery Activities (Phase 2 – pending results of feasibility study and negotiation of implementation agreement)
	+ Finance, design and build the Inaugural Airport Program;
	+ Airport operation and maintenance;
	+ Airport facilities development and management ;
	+ Air services development, including passenger airline services, cargo, corporate, and general aviation;
	+ Air service marketing and business development;
	+ Ancillary aviation services, such as fixed-base operator and hangar development;
	+ Real estate management and development services; and
	+ Other potential services.

The purpose and need of the Project are documented in the Tier 1 Environmental Impact Statement and SSA Master Plan Reports. SSA will provide the region with needed infrastructure, jobs, and economic growth opportunities. IDOT currently provides funding to operate and maintain Bult Field and property acquired for the ultimate development of the SSA. It is IDOT’s goal to leverage private sector efficiencies and/or innovations to reduce or eliminate its annual budgetary support of the facility and grounds, as soon as practical.

Additional information related to the current status of the SSA project can be found on SSA’s official website at [www.SouthSuburbanAirport.com](http://www.southsuburbanairport.com/).

# PDA GOALS

IDOT is interested in potentially developing SSA through a PDA because IDOT believes that an early partnership with an experienced private sector airport developer and collaborative development approach could provide the commercial and technical expertise and financial investment that would accelerate Project implementation and operational and commercial success.

A PDA is envisioned as Phase 1 in a two-phase process to potentially deliver the SSA. Under a PDA, it is contemplated that IDOT would retain ultimate responsibility to advance environmental and Airport Master Plan work, while a selected Developer (the “**Developer**”) would perform other Phase 1 predevelopment work, including a feasibility analysis, financing and business plan, with performance obligations for both IDOT and the Developer. IDOT would seek to engage in a PDA to advance the Project to a level sufficient to support Phase 2 implementation and delivery activities.

At the end of Phase 1, both IDOT and the Developer would determine whether they wish to advance to Phase 2 implementation and delivery activities. If they do, the parties would negotiate the terms and conditions of the Phase 2 implementation agreement.

# DBE PARTICIPATION

DBE, equal opportunity, and veteran participation are important and encouraged on all elements of the Project, including any long-term operations and maintenance responsibilities. IDOT will ensure DBE and other opportunities are identified in accordance with applicable law and policies.

# INFORMATION REQUESTED

By issuing this RFI, IDOT is seeking the non-binding views, opinions and feedback of Respondents on the necessary elements of the PDA under consideration by IDOT. IDOT intends to use the information gathered through responses to this RFI and in the one-on-one meetings referenced in Section 5 below to refine certain assumptions, evaluate the expectations of industry regarding a PDA and inform IDOT’s selection of a procurement method for the PDA. This RFI does not commit IDOT to any specific form of procurement or agreement for the Project, including IDOT’s potential use of a P3 agreement.

**Responses to this RFI must be submitted by email no later than April 7 2017 at 4:00 p.m. Central Time. Responses to this RFI should be no longer than 25 single-sided pages (including any cover or back page), using a type font size no smaller than 12-point.** Respondents are encouraged, but not required, to respond to each question in the RFI Questionnaire. Marketing materials are not to be submitted as part of a written response. IDOT may directly contact Respondents with follow-up questions or requests to clarify its response to this RFI.

# RESPONDENTS FORUM AND ONE-ON-ONE MEETINGS

IDOT will meet with Respondents to provide an overview of the Project and status of current development activities (April 19, 2017; location and details to be provided following this RFI).

In addition, IDOT believes one-on-one meetings provide a valuable platform to facilitate discussion and gather constructive feedback. Accordingly, IDOT will offer Respondents the opportunity to request a one-on-one meeting to discuss their RFI response and provide further input to IDOT. There will be a limited number of meetings available, however, and IDOT does not guarantee any Respondent a meeting. IDOT will determine which Respondents it will meet at its sole and absolute discretion. Only Respondents to this RFI will be considered for one-on-one meetings. Discussions held during one-on-one meetings will be memorialized in a standard format for the procurement file.

One-on-one meetings will be held on the same date as the respondents forum (and the following day, if needed). Respondents desiring a one-on-one meeting must complete the request form attached to this RFI and submit it by email by no later than **April 7 2017 at 4:00 p.m. Central Time**. Respondents will be notified of acceptance and scheduling of any one-on-one meeting no later than **April 12, 2017**.

# CONFIDENTIALITY/PUBLIC RECORDS LAWS

Respondents are advised that all written materials submitted by a Respondent to IDOT in response to this RFI or in a one-on-one-meeting are public records subject to the Illinois Freedom of Information Act, 5 ILCS 140/1 *et seq.* (the “**Illinois FOIA**”).

Under Section 7 of the Illinois FOIA, certain public records may be exempt from disclosure under the Illinois FOIA. This includes information which, if it were disclosed, would frustrate a procurement or give an advantage to any proposer. (See Section 7(1)(h) of the Illinois FOIA.) Generally, however, responses to RFIs and information documented in the procurement file are subject to disclosure once an award is made or the procurement is otherwise concluded. Respondents are advised not to include in RFI responses any information that the Respondent considers trade secrets or commercial or financial information that is proprietary, privileged or confidential or that would cause competitive harm if disclosed.

A person whose request for public records is denied by IDOT, on the grounds of exemption under Section 7 or otherwise, has the right to request a review of such denial by the Public Access Counselor established in the Office of the Illinois Attorney General, in accordance with Sections 9 and 9.5 of the Illinois FOIA. A person whose request for public records is denied also has a right to judicial review of such denial pursuant to Section 11 of the Illinois FOIA.

Respondents are encouraged to familiarize themselves with the Illinois FOIA and any other laws and regulations applicable to the disclosure of documents submitted in connection with this RFI and to the issue of confidentiality and public information (collectively, the “**Public Records Laws**”). IDOT will not advise a Respondent as to the nature or content of documents entitled to protection from disclosure under the Public Records Laws or as to the interpretation of such laws. Each Respondent shall be solely responsible for all determinations made by it under applicable laws. Each Respondent is advised to contact its own legal counsel concerning the effect of Public Record Laws on that Respondent’s own circumstances.

In the event of any proceeding or litigation concerning the disclosure of any response or portion thereof, or any other documents submitted by a Respondent to IDOT, the Respondent shall be responsible for prosecuting or defending any action concerning the materials at its sole expense and risk; provided, however, that IDOT reserves the right, in its discretion, to intervene or participate in the litigation in such manner as it deems necessary or desirable. All costs and fees (including attorneys’ fees and costs) incurred by IDOT in connection with any litigation, proceeding, or request for disclosure shall be reimbursed and paid by the Respondent whose response or other documentation is the subject thereof.

Nothing contained in this RFI shall modify or change IDOT’s obligations under the Illinois FOIA or other applicable law.

**RFI QUESTIONNAIRE**

**SOUTH SUBURBAN AIRPORT PROJECT**

Completed by:

Entity/Organization Name (if applicable)

Entity/Organization Representative Name (or individual’s name, if no affiliation)

Address

City, State, Zip

Phone Number and Email Address

Representative Signature (or individual’s signature, if no affiliation)

Please respond to the following list of questions to the extent relevant to your firm’s experience.

1. What is the nature of your potential participation in this project (e.g., construction firm, airport operator, investor/developer)? As applicable, please list representative airport projects in which your firm has been involved and the role you played in such projects.
2. What experience do you have with Predevelopment Agreements or other similar type of development agreements? As applicable, please list representative PDA-type of agreements in which your firm has been involved, the role you played in such agreements and whether any have eventually led to implementation of the relevant project.
3. What input data, studies, regulatory/environmental progress and other information and commitments from IDOT would you require during Phase 1 to sufficiently assess Project feasibility prior to advancing from Phase 1 to Phase 2?
4. What input data, studies, regulatory/environmental work do you think would be well-suited for advancement or contribution by the Developer during Phase 1?
5. What incentives, reimbursements, terms and conditions relating to Phase 2 or other commitments from IDOT, if any, would you require during Phase 1 in order to find this PDA an attractive opportunity?
6. What is the approximate range of time (in months) you anticipate needing to be able to assess the business opportunity presented by SSA, including completion of Phase 1 due diligence and planning work? Please note particular milestone events or tasks that are pre-requisites to particular aspects of your feasibility and planning study.
7. What airport developments do you view as market precedents for the potential Phase 1 PDA and for the potential Phase 2 P3 delivery of SSA? Please note any specific commercial and/or technical features of these developments that are of particular relevance.
8. What do you consider to be the primary risks of the Phase 1 PDA and Phase 2 project delivery, and what do you suggest to be an optimal allocation of these risks between the Developer and IDOT?
9. Are early optimization, operation and maintenance of the existing Bult Field and/or the acquired land attractive scope items to you? Would the inclusion of the management of leases of IDOT-owned adjacent properties in the Phase 1 PDA scope impact your decision to pursue this PDA? Please indicate any further information you would need to make a determination.
10. What input data, studies, regulatory / environmental work would need to be completed before entering into a PDA?
11. What are the key factors you will assess in determining whether or not to participate in IDOT’s procurement of a pre-developer for the Project?
12. Please provide your thoughts on any other key issues or suggestions that IDOT should consider in determining the Project delivery method, procurement process, Project scope, financial structure, technical elements, or risk allocation.
13. The Project is being undertaken pursuant to the Public-Private Partnerships for the South Suburban Airport Act (<http://www.ilga.gov/legislation/ilcs/ilcs4.asp?ActID=3502&ChapterID=48>). Do you have any particular concerns related to this statute and, if so, can you offer proposed solutions or mitigations to address your concerns?

**ONE-ON-ONE MEETING REQUEST FORM**

**IN RELATION TO THE**

**REQUEST FOR INFORMATION REGARDING A
PREDEVELOPMENT AGREEMENT
FOR THE SOUTH SUBURBAN AIRPORT PROJECT**

**BY THE ILLINOIS DEPARTMENT OF TRANSPORTATION**

Entity/Organization Name (if applicable)

Entity/Organization Representative Name (or individual’s name, if no affiliation)

Address

City, State, Zip

Phone Number and Email Address

Representative Signature (or individual’s signature, if no affiliation)

Identify all attendees you would anticipate participating in the one-on-one meeting and their role in your organization.

**Requests will be accepted until 4:00 p.m. Central Time on April 7 2017 at** dot.p3projects@illinois.gov

**IDOT will determine which Respondents it will meet with, and when, at its sole and absolute discretion.** Only Respondents to the RFI will be allowed to participate in the one-on-one meetings. IDOT anticipates notifying Respondents of its acceptance and scheduling of a one-on-one meeting no later than **April 12 2017**.