

November 7, 2023

Addendum #1

For the Non-Exclusive Right to Redevelop, Renovate, Lease & Manage the Retail, Restaurant & Commercial Services At Baltimore/Washington International Thurgood Marshall Airport

RFP # MDOT-AC-2023

This Addendum #1 is being issued to amend certain information contained in the above referenced Request For Proposal (RFP) and/or attachments, exhibits, forms and general information documents. All information contained herein is binding and is now incorporated into the RFP. For the following changes/additions, any new language has been underlined and marked in bold (i.e., **new**) and any deleted language has been marked with a strikeout (i.e., ~~deleted~~).

1. Gen. Info No 19 “Air Service Passenger Data” has been updated and replaced. The updated version is included as a separate document to this Addendum. It is now titled Gen. Info No 19 “Air Service Passenger Data- **UPDATED**” **.**
2. Section IX, Tab 8, (Financial Proposal), Financing and Capital Investment Plan, of the RFP has been updated. “Mid-term refurbishment” has been updated to “mid-term renovations”.

### **Financing and Capital Investment Plan**

Proposer must submit its Minimum Initial Investment in Capital Improvements (IICI) for Existing Concession Facilities plan commitment (the “Initial IICI Commitment"), based on its Airport Concessions Master Plan, detailing how Proposer plans to satisfy or exceed the minimum capital investment amount established in Section 3 of this RFP (Mandatory Qualifications). The Selected Proposer, at no expense to the Administration, will be responsible for constructing, equipping, furnishing, and completing the IICI for Existing Concession Facilities, and shall expend not less than $30 Million or as proposed in Proposer’s submittal. The capital investment plan submitted must itemize the proposed expenditures for all fixed improvements, fixtures, furnishings and equipment for the Retail, Restaurant & Commercial Services Program. Proposer shall provide a comprehensive description of the depreciation method (straight line or accelerated) to be used by Proponent for U.S. tax purposes over the term of the contract to be awarded (See Article X.F in Exhibit A of this RFP).

Proposer must also submit its IICI for the Build-Out of the new A/B Connector & Baggage Handling System Project (see Article X.F in Exhibit A of this RFP).

Proposer’s required IICI includes only the following items:

1. Directly contracted construction costs;

2. Furniture, fixtures, decorative treatments, and equipment purchased for direct use in the Common Areas; and

3. Design and engineering costs not to exceed 15% of the total approved cost of the unit project.

In addition, Proposer must provide the minimum investment that its sublessees/tenants will be required to spend in the development of their subleased premises (See Article X.F in Exhibit A of this RFP). Additionally, Proposer shall provide the minimum investment that it and its sublessees will spend and invest for mid-term ~~refurbishment~~ **renovations**. Such response regarding sublessees must be provided based on concessions category (e.g., Retail, Restaurant, Commercial Services; see Article X.G in Exhibit A of this RFP).

Proposer must detail and provide specific evidence of the amounts and sources of committed financing it has secured to fund, at a minimum, its proposed IICI Commitment based on this RFP, Proposer’s Proposal submission, and the Contract to be Awarded. In addition, Proposer shall provide a statement by an authorized executive confirming that the Proposer has sufficient access to capital to, at a minimum, meet the capital requirements of the Contract to be Awarded.

1. Exhibit A- Sample Developer Lease and Concession Contract, Article XL- Contract Closeout & Transition Procedures and Article XLI- General Provisions have been amended to replace “agreement” with “contract”. An updated copy of Exhibit A is included as a separate document to this Addendum.

**Article XL- Contract Closeout & Transition Procedures**

1. Lessee shall furnish to the Administration or new Entity a list of those Employees that are involved in providing the services required by this Lease and Concession ~~Agreement~~ **Contract**, including their job titles and length of employment with Lessee and salaries, waive any contractual arrangement, including noncompetition agreements, made with such employees to the extent practicable and not prohibited by law, and allow the Administration and/or such new operator to interview such employees for new employment positions (without any obligation on their part to hire same for any position).

**Article XLI- General Provisions**

This Contract is subject to Attachment 1, “Lease and/or Concession **Contract** ~~Agreements~~ – General Provisions, BWI Marshall Airport” attached hereto and made a part hereof. In the event of a conflict between these Special Provisions of the Contract and the attachment(s) entitled “Lease and/or Concession **Contract** ~~Agreements~~ – General Provisions,” the Special Provisions shall govern.

1. Questions and Responses document.

End of Addendum #1