



REQUEST FOR **PROPOSALS**

Concessions Opportunity - SBEC

Solicitation 061523

June 15, 2023

Revised: July 25, 2023



www.dfwairport.com/concessions



2400 Aviation Dr., DFW Airport, TX 75261



Zenola Campbell

*Vice President
Concessions*



Jennifer Simkins

*Assistant Vice President
Concessions*



Cristen Mosley

Concessions Manager



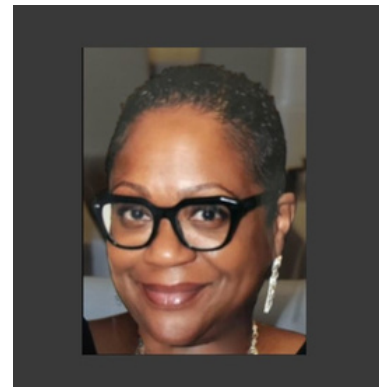
Tamela Lee

*Vice President
Business Diversity and
Development*



Bruce Collins

*Vice President
Procurement*



Latrece Crownover

*Sr. Contracts Manager
Procurement*

I.	Introduction	05
II.	Airport Environment	06
III.	RFP Overview	07
IV.	Schedule	08
V.	Glossary of Terms	09
VI.	Non-Responsive Proposer / Proposal	10
VII.	Interpretation of Proposal Documents	11
VIII.	Proposal Disclaimers	12
IX.	Proposal Preparation Instructions	15
X.	Minimum Qualification Requirements	17
XII.	Proposal Guidelines / Evaluation Criteria	19
XIII.	Proposal Submission Requirements	21
XIV.	Small Business Enterprise Concession Requirements &	28
	M/WBE Participation	31

EXHIBITS

A	Proposal Acknowledgement Form (to be Notarized)	32
B	Concessions Business Disclosure Form	33
C	Estimated Investment	37
D	Pro Forma	39
E	Sales Expectation Information	40
F1-5	Small Business Enterprise Concessions, and Minority/Women Business Enterprise (M/WBE) Information	41
G	Workforce Composition	58
H	Proposer Checklist	59

ATTACHMENTS

1	Proposal Packages, Lease Exhibits and Rent Proposal Acknowledgement
2	Draft Concession Lease Agreement
3	Package Directory and Maps
4	Frictionless Customer Journey
5	Bonfire Workshop Attendance Form
6	DFW Demographics and Enplanement Data



As a leading global aviation hub serving nearly 80M passengers per year, with over 60% connecting, Dallas Fort Worth International Airport (DFW) is passionate about creating an environment for our visitors that is welcoming, modern, bold, customer-centric, safe, secure, sustainable, frictionless, and provides a wow factor.

With a focus on the passenger experience, DFW is excited to offer opportunities that will continue to enhance the customer journey. DFW is seeking responses to this Request for Proposals (RFP) for food & beverage and retail concepts listed on each individual proposal package referenced as "**Attachment 1**".

Proposers should demonstrate their shared commitment with DFW and detail how their company will address the needs and personalities of DFW's customer segments. Proposals should reflect brands and solutions that have a local sense of place as well as regional, national, and global appeal including brands that highlight innovation and sustainability.

A Passenger Segmentation Study was performed to identify what message points are key in marketing communications. For results, refer to www.dfwairport.com/concessions.



The Airport environment presents a unique set of challenges impacting operators:

Hours of Operation

- First flight to last flight, 365 days per year
- Irregular Operations-IROPS (delayed flights)
- Flight Banking (gaps between flights)
- Full menu for three day parts

Airport Access

- Badge Application Process
- Badge Authorization/Sponsorship
- Prohibited Items Procedure
- Non-smoking facility

Logistics & Deliveries

- Docks have set hours and screenings
- Separate storage at ramp level
- No deliveries on concourse during peak times
- Skylink to move between terminals
- Approved Skylink carts

Operating Costs

- Badging
- Employee transportation
- Operating & Maintenance
- Marketing Assessment
- Non-compliance fees
- Vehicular Access Charges

See Attachment 2- Draft Concessions Lease Agreement for additional information.

This RFP for **Small Business Enterprise Concessions (SBEC)** issued **June 15, 2023** includes:

Package 1

Terminal A
Category: Bar
Term: 10 Years

Package 2

Terminal A
Category: Personal Care
Term: 7 Years

Package 3

Terminal B
Category: Travel Essentials
Term: 7 Years

Addendums to this RFP will be posted to the Concessions website and Bonfire.

It is recommended to visit both platforms daily throughout the proposal preparation process.

Concessions Website

www.dfwairport.com/concessions

Bonfire

<https://dfwairport.bonfirehub.com>

DFW is not responsible for any explanation, clarification, interpretation, or approval made or given in any manner except by written addendum posted on the above platforms, from the Procurement and Materials Management Department (PMM).

Note: The **Concessions website** and **Bonfire**, DFW's Procurement Portal, are the **primary communication** tool for addenda and updated information regarding this RFP.

Proposers will be required to submit two (2) methods:

1. **One** complete electronic copy in **Bonfire**,
2. **One** complete hard copy with a flash drive, **to Airport headquarters:**

DFW Airport Headquarters
Procurement and Materials Management
Airport Concessions Request for Proposals

Attn: Latrece Crossover
2400 Aviation Drive - 1st floor
DFW Airport, TX 75261

Both submissions will be considered for evaluation

Proposals, materials, and other collateral submitted will become the property of DFW Airport.

June 15 2023	June 20 2023	July 27 2023	August 7 <u>14</u> 2023	Q1 2024
RFP Release	Pre-Proposal Conference Grapevine Convention Center 1209 S. Main St. Grapevine, TX 76051	Final Date for Questions & Clarifications	Proposal Response Now Due: August 14, 2023 by 2:00pm CT	Anticipated Board Date

All dates are subject to change. Please reference our website for updates.

Note: Interviews are not required nor guaranteed for all proposers, but may be necessary to determine final recommendations.

The selected proposer will be notified that they will be recommended for award at an upcoming Board meeting. That selected entity will have **14 days** from that notice of award to sign and return their lease, their approved and executed Joint Venture, sub-lease, management, operating and/or franchise agreement from Business Diversity and Development Department (BDDD), if applicable, prior to Board approval. Only awards with signed leases, approved and executed Joint Ventures sub-lease, management, operating, and/or franchise agreement, from BDDD will be presented to the Board.

If the lease or other documentation required by BDDD is not signed within 14 days, Concessions may proceed with the second-highest rated proposer, and the proposal deposit will be forfeited.

Dallas Forth Worth International Airport, in accordance with the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat. 252, 42 USC §§ 2000d to 2000d-4) and the Regulations, hereby notifies all bidders or offerors that it will affirmatively ensure that for any contract entered into pursuant to this advertisement, [select businesses, or disadvantaged business enterprises or airport concession disadvantaged business enterprises] will be afforded full and fair opportunity to submit bids in response to this invitation and no businesses will be discriminated against on the grounds of race, color, national origin (including limited English proficiency), creed, sex (including sexual orientation and gender identity), age, or disability in consideration for an award.

Airport – Dallas Fort Worth International Airport

Airport Concessions Disadvantaged Business Enterprise (ACDBE) – A concession that is a for-profit small business concern (1) that is at least 51 percent owned by one or more individuals who are both socially and economically disadvantaged or, in the case of a corporation in which 51 percent of the stock is owned by one or more such individuals; and (2) whose management and daily business operations are controlled by one or more of the socially and economically disadvantaged individuals who own it.

Bonfire: An eProcurement platform used to submit responses to Request for Proposals (RFP).

Concession - means one or more of the types of for-profit businesses listed in paragraph (1) or (2) of this definition: **(1)** A business, located at the Airport that is engaged in the sale of consumer goods or services to the public under an agreement with DFW Airport, another concessionaire, or the owner or lessee of a terminal, if other than DFW Airport. **(2)** A business conducting one or more of the following covered activities, even if it does not maintain an office, store, or other business location on the Airport, as long as the activities take place on the Airport: Management contracts and subcontracts, a web-based or other electronic business in a terminal or which passengers can access at the terminal, an advertising business that provides advertising displays or messages to the public on the Airport, or a business that provides goods and services to concessionaires. A detailed definition can be found by clicking on the link below:

[eCFR: 49 CFR Part 23 -- Participation of Disadvantaged Business Enterprise in Airport Concessions](#)

Deplaning Passenger– Passenger exiting an aircraft.

Enplaning Passenger (Enplanement) – Passengers boarding an aircraft.

Gross Receipts (sometimes called Gross Revenues and/or Gross Sales) – All monies paid or payable to the Concessionaire for sales made or services rendered at or from the Premises (See Attachment 2 -Draft Lease).

Minimum Annual Guarantee (MAG) – The amount proposed and/or agreed to by the Concessionaire that Concessionaire guarantees as minimum annual payment to DFW, paid in monthly installments.

Percentage Rent – Percentage of Gross Receipts paid to DFW in addition to MAG, but only to the extent that percentage rent exceeds the monthly installment of MAG, paid in advance for a said month or portion thereof.

Products and Pricing - The pricing model(s) applicable to the lease or permit approved by the Board.

Small Business Enterprise Concession (SBEC) - A concession that is a for-profit small business concern (1) that is at least 51 percent owned by one or more individuals who are economically disadvantaged or, in the case of a corporation in which 51 percent of the stock is owned by one or more such individuals; and (2) whose management and daily business operations are controlled by one or more of the economically disadvantaged individuals who own it.

In addition, a Small Business Enterprise Concession means a small business concern (1) as defined in Section 3 of the Small Business Act and the SBA regulations implementing the Act (13 C.F.R. § 121) and (2) that does not exceed the annual gross receipts specified in 49 C.F.R. § 23.31. Only firms that are certified as SBECs by an agency recognized by the Airport at the time of the proposal submission are eligible to participate in the SBEC Program. Businesses interested in obtaining an SBE certification must meet the U.S. Small Business Administration (SBA) size standards, which may be found in the Table of Size standards (sba.gov). The personal net worth standard used in determining eligibility for purposes of this part is \$1.32 million as established in 49 C.F.R. 23.35. Any individual who has a personal net worth exceeding this amount is not a socially and economically disadvantaged individual for purposes of this part, even if the individual is a member of a group otherwise presumed to be disadvantaged.

Street Level Pricing – Requirement of merchandise/products/services sold at DFW Airport to be priced under one or more of the pricing models listed in Attachment 2: Draft Lease Agreement: Section 6.01.

DFW may disqualify a **Proposer** as non-responsive, and its Proposal shall not be considered for reasons including but not limited to the following:

- Reason for believing collusion exists among the proposers.
- Evidence proposer has interest in and/or involvement in more than ~~one (1)~~ **two (2)** submitted proposals within any one package.
- Where the proposer, any subcontractor, supplier, or the surety on any bond given, or to be given, is in litigation with DFW, or with either the cities of Dallas or Fort Worth or where such litigation is contemplated or imminent, in the sole opinion of DFW.
- The proposer being in arrears on any existing contract or having defaulted on a previous contract.
- Lack of competency, in the judgment of DFW, as revealed by pertinent factors, including but not necessarily limited to, experience and equipment, financial statement and questionnaires.
- Uncompleted work that, in the judgment of DFW, will prevent or hinder the prompt completion of additional work if awarded.
- Where the proposer, or subcontractor thereof, in the judgment of DFW, has failed to perform in a satisfactory manner on a previous contract.
- Where a proposer or subcontractor thereof has failed to disclose a potential conflict of interest or is discovered to have a conflict of interest in accordance with DFW's Code of Business Ethics as applicable.
- Where a proposer, its subcontractor, or individual officer/principal of the proposer or subcontractor is under criminal indictment or has been convicted of a criminal offense.
- A Concessionaire/proposer must be in compliance with the SBEC Regulations, Policies, Procedures and SBEC Contract Provisions 90 days prior to a solicitation submittal or their proposal will be deemed non-responsive.

DFW may disqualify a **proposal** as non-responsive, and it shall not be considered for reasons including but not limited to the following:

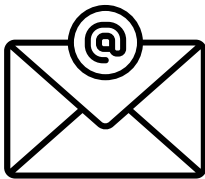
- The proposal shows any omissions, alterations of form, additions, or conditions not called for, unauthorized alternate proposals, or irregularities of any kind, in the sole determination of DFW.
- Proposal received after the closing date and time for receiving proposals.
- Proposal was not signed.
- Improper or insufficient proposal guaranty, if required.
- Proposal did not meet **Section XI: Minimum Qualification Requirements**.
- Proposal did not contain all requested/required documents, submittals and /or samples, as required in **Section XIII: Proposal Submission Requirements**.

If discrepancies or omissions are found by any prospective proposer or if there is doubt as to the true meaning of any part of this RFP, please submit a **written request** for clarifications, questions, or interpretation first to **Bonfire**, as Bonfire is the primary source for any public notices.



Bonfire:

DFW Airport's Bonfire Procurement Portal:
<https://dfwairport.bonfirehub.com/portal/>
Airport Concessions Request for Proposal



eMail Procurement Contact:

Airport Concessions Request for Proposal

Attn: Latrece Crownover

lcrownover@dfwairport.com

CERTIFICATE OF INTERESTED PARTIES

Effective January 1, 2016, all contracts executed by the Dallas Fort Worth International Airport Board (Board), regardless of the dollar amount, will require completion of Form 1295 “Certificate of Interested Parties,” per the new Government Code Statute§2252.908. All vendors submitting a response to a formal Bid, RFP, SOQ or any contracts, contracts amendments, renewals or change orders will be required to complete the Form 1295 online through the State of Texas Ethics Commission website. Please visit https://www.ethics.state.tx.us/whatsnew/elf_info_form1295.htm for more information.

A Respondent Must:

1. Use the online application to process the required information Form 1295;
2. Print a copy of the form which will contain a unique certification number;
3. An authorized agent of the Respondent must sign the printed copy of the form;
4. The form must be Notarized; and
5. The completed Form 1295 and certification of filing must be filed (scanning and emailing form is sufficient) with DFW at the time the Respondent submits the signed contract to DFW.

This form is not required for proposal submittal. If your concept is awarded by the Board, this form must be submitted **after Board approval**.

The Board makes no warranty, promises, or representations as to the economic viability of any concession location or business concept.

The Board makes no warranty that airline usage of gates or other facilities adjacent to the premises will not change.

The Airport is soliciting competitive proposals as the result of the determination that such a process best serves the interests of the Airport, and not because of any legal requirement to do so.

The Airport is not bound to award the concession to the highest bidder in terms of revenue or any other factor. The Airport reserves the right to negotiate with a proposer for modification of a successful proposal (including but not limited to alternate concepts, square footage, and/or locations).

The Airport reserves the right to reject any or all proposals and to negotiate directly with one or more businesses regardless of whether those businesses submitted responsive proposals in the competitive process.

By submission of a proposal, the Proposer agrees to be legally bound if the Airport accepts the proposal. The Airport will not be obligated to respond to any proposal submitted, nor will it be legally bound in any manner whatsoever by the receipt of a proposal. Any and all agreements arising out of proposals submitted hereunder (including any negotiations that follow) will not be binding on the Airport, its officers, employees, or agents unless set forth in a Concession Lease Agreement duly executed by the Chief Executive Officer of the Airport or designee following approval by the Airport's Board of Directors in accordance with applicable laws. The Airport reserves the right to postpone the proposal submittal due date.

Under the laws of the State of Texas, any proposal may be considered a public record after the award of the contract and, except as noted below, will be available for inspection and copying by any person after the award of the contract. The Airport will take reasonable efforts to protect any information marked "confidential", provided that such information meets the criteria of information exempt from public disclosure. Confidential information may be submitted in a separate envelope, sealed and marked "**Confidential Information.**" Any proprietary or otherwise sensitive information contained in or with any proposal is subject to potential disclosure.

If the proposal is withdrawn after the deadline set for receiving proposals, without the consent of the DFW Airport Vice President of Concessions, the proposal deposit shall be forfeited. Any request for withdrawal after the deadline must be made in writing and may be denied at the Board's sole discretion. Requests in writing must be addressed to the attention of Bruce Collins, Vice President, Procurement and Materials Management, and sent via fax to 972-973-5608 or email to bcollins@dfwairport.com.

The period for review after the proposal deadline but before the award may be as long as 240 days, and Proposer must be willing to keep the proposal valid for the duration of the review.

Proposer agrees that if their proposal is accepted, the Proposer shall enter into a Concessions Lease Agreement in the same form as the **Draft Concessions Lease Agreement**, enclosed as **Attachment 2**. The Proposer agrees to execute the lease, as the submitting entity, **fourteen (14)** days prior to Board approval. The Proposer also agrees that the proposed location(s) will open for business to the public upon receipt of Temporary Certificate of Occupancy and/or in accordance with the submitted and approved construction schedule, whichever comes first at which time rent will begin for the first year of operation and MAG will commence in Year Two through the end of the lease term in addition to percentage rent unless otherwise specified. Refer to **Attachment 2: Draft Lease Agreement**, Article 1.

Please note the following requirements of the Concessions Lease Agreement:

Technology - Proposer agrees to use the technology required by the agreement.

Product Exclusive Rights - The Board may enter into contracts with one or more manufacturers or suppliers granting to said companies certain exclusive rights pertaining to the sale of food, beverages, other products, and technologies at the Airport. Concessionaire agrees to include products and technologies of said exclusive supplier or manufacturer in Concessionaire's menu or merchandise list, as applicable. Concessionaire further acknowledges that price ceilings for exclusive rights shall be set by the Board or its designee and shall be reviewed annually for price adjustments. If the Board grants such an exclusive right during the Term of this Operations Permit, Concessionaire shall have sixty (60) days from receipt of written notice to comply with the exclusive right. Concessionaire agrees not to sell, display, advertise, or promote similar products of or from other manufacturers or suppliers unless Concessionaire has first received written approval from the Airport Concessions Department. The approval may be withheld in their sole discretion.

Insurance Requirements - include but are not limited to Worker's Compensation, Employer's Liability, Commercial General Liability (CGL), Business Automobile Liability, and Additional Coverage and Limits.

Please see **Attachment 2 - Draft Concession Lease Agreement** for details.

PROPOSAL SUBMITTALS

The proposal package must be submitted in its entirety as a single proposal. Each proposal must be inclusive of **all documents** referenced in the RFP.

Proposers are required to submit proposal(s) via **two (2) methods**, (Reference **Section III: RFP Overview**), and consist of:

1. **Register** for Bonfire at DFW Airport's Procurement Portal at <https://dfwairport.bonfirehub.com/portal/> then follow the link to the Bonfire vendor website registration page. Be sure to select the **NAICS** codes associated with your business.
 - a. Bonfire interactive technical support is available by visiting <https://dfwairport.bonfirehub.com/portal/support> or by contacting support@gobonfirehub.com.
 - b. For accurate processing, proposers **MUST register** with DFW Airport's iSupplier. Visit www.dfwairport.com/procurement and click on Supplier Registration in the menu at the top for instructions.
2. **Submit electronically** through Bonfire <https://dfwairport.bonfirehub.com/> **AND**
3. **Submit one hard copy** in a three-ring binder marked "**Original**" to DFW Airport Headquarters, with electronic copy on USB flash drive saved in Adobe PDF format.
Note package number on the cover.
4. **Insert tabs** identifying each part of the proposal in the sequence shown in **Section XIII: Proposal Submission Requirements** to facilitate quick reference.
5. **Place** original rent section and a financial section in a **separate envelope**.

Note:

- Proposals sent via electronic mail (email) will not be accepted.
- Proposal should not exceed a total of **sixty (60) pages** in length, 11-point font, single-spaced, single-sided, or thirty (30) pages double-sided.
- Exhibits, Merchandise/Menu List, Design, Financial Information, SBEC, and M/WBE Participation pages are **not counted** toward the page limit.

- **Proposals must include an electronic version of the proposed concept's logo and menu(s)**, if applicable, in either eps or high-res jpg format of 300 dpi or greater. However, proposals should not include videos, sample products, or any other collateral.
- It is advised to use **Exhibit H: Proposal Checklist** to validate that all required information has been included with each proposal package.
- If an entity proposes on more than one package, a separate proposal specific to that package must be submitted and inclusive of all component documents referenced. A proposal **deposit is required for each package and placed in original binder**.
- In the event multiple entities propose on the same brand within a package, DFW will require documentation from the brand indicating their preferred entity. DFW reserves the right to disqualify the remaining entity (entities) with the same brand in that package.
- Responses to the requirements in this RFP must be in **full and complete** answer form, numbered consecutively, with all requested information attached. Provide as much written text as deemed necessary to effectively communicate qualifications, subject to page limitations set forth for each section. If the proposer has additional information that may help the Selection Committee understand the unique differences setting the proposed concept apart from others, please include that information. All proposals, including additional information or materials, become the property of DFW Airport upon submittal.
- Proposers may be requested to revise, clarify, or provide additional information during the review process. These requests require immediate action and must be answered **in writing** within two (2) business days.

All minimum qualification requirements noted in this section **must be met** for a proposal to move forward for evaluation by the Selection Committee.

1 PROPOSAL DEPOSIT (TAB 1 - C)

Submit one proposal deposit in the amount of Ten Thousand Dollars (**\$10,000**) in the form of a **certified or cashier's check for each** proposal package, regardless of the number of locations in each package.

- A. Include **package number** as a reference on the bottom of the check for each proposal.
- B. Make **payable to DFW International Airport Board**.
- C. **Not expire in less than 240 days** from the proposal's due date.
- D. Insert deposit check in the **original proposal copy**.
- E. All deposits will be cashed upon receipt.
- F. Unsuccessful or disqualified proposal deposit(s) will be returned. Selected proposal deposit(s) will be held as a security/performance deposit.
- G. If the Airport and the successful proposer enter into and execute a Concessions Lease Agreement, but the proposer fails to furnish the required bond(s) and insurance certificate(s) prior to issuance of a construction permit, said Concessions Lease Agreement shall be considered breached and the proposer's proposal deposit shall be forfeited as liquidated damages. Further, all rights and/or claims upon the concession space or pursuant to the Concessions Lease Agreement shall be immediately forfeited by proposer.

2 PROPOSAL ACKNOWLEDGEMENT FORM (TAB 1 - D)

Proposer shall include a properly executed **Exhibit A: Proposal Acknowledgement Form**

- A. This form must be **signed and notarized**.
- B. Insert the original copy of the Proposal Acknowledgement Form in the **original proposal**.

3 BUSINESS DISCLOSURE FORM (TAB 1 - E)

Proposer shall complete the **Exhibit B: Concessions Business Disclosure Form** for the proposing entity **and for each** entity partner. All individual owners must be listed.

For example, a two-member entity is required to complete three forms, one for combined proposing entity and one for each entity partner. Assumed names must also state official company names.

4 CONCEPT FIT (TAB 2.1)

Proposer must propose a concept in the **same sub-category as required** by the package.

For example, if the package description asks for a deli, only concepts featuring deli items such as sandwiches, salads, and soups as the majority of their sales will be considered as acceptable. Please read the concept description to understand what will be evaluated.

5 RENT (TAB 2.2)

Proposed percentage rent(s) must be within the stated ranges listed in each package unless otherwise stated on the package description. Tiered or graduating percentages will not be accepted unless outlined on the concept description form.

MAG is set for these locations. Proposed alternate MAGs will not be accepted. MAG will go into effect on Year Two of the lease.

6 FINANCIALS (TAB 2.3)

Proposer must submit all documents requested in **Section XIII, Tab 2.3**. Provide how your company will fund the proposed service, including submission of a letter from any entity listed as a funding source on **Exhibit C: Estimated Investment**. Note: For SBEC, funding source must also be SBEC.

For example, if the Proposer's SBEC entity is comprised of two SBEC partners, the SBEC entity will be required to complete three forms; one for the combined proposing SBEC entity and one for each SBEC entity partner. This form will provide company, contact information, and ownership interest breakdowns. Assumed names must also state official company names.

7 SBEC PARTICIPATION & M/WBE GOAL (TAB 2.4)

The DFW BDDD will review submissions and determine if Proposers have met the SBEC & M/WBE requirements. **BDDD's determination is final.**

Note: All minimum qualification requirements noted in this section are **pass/fail** and must be met for a proposal to be reviewed and considered for evaluation by the Selection Committee.

AWARD LIMITS

All proposers are subject to the DFW Airport Concession Policy, which states that no one Concessionaire (including related entities, e.g., entities owned or controlled by the same persons or within the first degree of consanguinity or affinity to the same person) may own, control, manage or operate more than twenty-five percent (25%) of concession lease locations for any line of business (e.g., twenty-five percent (25%) food & beverage and twenty-five percent (25%) specialty retail), and no one Concessionaire may own, manage or operate more than twenty percent (20%) of all Concession locations.

CHANGES TO PROPOSALS

No changes in proposed rent or any changes in service or concept may be made by the Proposer after proposal submission, except as specifically provided in this RFP.

LATE PROPOSALS

Any proposal received after the proposal closing date and time is deemed late and will be rejected by the Airport.

EVALUATION OF PROPOSAL

All proposals meeting the **Minimum Qualification Requirements** of this RFP will be reviewed and scored to determine the highest-scoring proposal.

A presentation to the Selection Committee may be required to clarify the concept, design, and other pertinent business aspects of proposal. **NOT ALL PROPOSERS WILL BE ASKED TO INTERVIEW. PROPOSALS SHOULD BE ALL-INCLUSIVE.**

The Airport reserves the right to request a "best and final" offer, if necessary, for the purposes of determining a recommendation. A final proposal rating will be made and notice of award will be given.

The successful proposers for each location will have the non-exclusive right to sell approved products and services consistent with their concept.

PROPOSAL EVALUATION CRITERIA

The proposal evaluation criteria have been established to assist the Selection Committee in determining which proposer will provide the best overall mix of products, services, choices, and quality for DFW Airport passengers and employees, as well as revenue to the Airport. The Selection Committee reserves the right to deviate from the evaluation criteria, in its sole discretion. The evaluation categories and possible points are as follows:

20	CONCEPT	<ul style="list-style-type: none"> • BRAND, FIT • SALES POTENTIAL • MERCHANDISE/MENU
20	CUSTOMER EXPERIENCE/ OPERATIONS	<ul style="list-style-type: none"> • CUSTOMER EXPERIENCE • OPERATIONAL OVERVIEW • DESIGN OVERVIEW
15	EMPLOYEE ENGAGEMENT	<ul style="list-style-type: none"> • PROGRAMS/INITIATIVES • RECOGNITION & RETENTION • MANAGEMENT EXPERIENCE • STAFFING/TRAINING PLAN
15	COMMUNITY IMPACT	<ul style="list-style-type: none"> • COMMUNITY PROGRAMS (Beyond monetary e.g. time and talent, sense of place)
15	SUSTAINABILITY PLAN	<ul style="list-style-type: none"> • CORPORATE PROGRAMS & INITIATIVES (Food and/or product donations, environmentally friendly packaging, building materials/practices)
10	INNOVATION	<ul style="list-style-type: none"> • TECHNOLOGY SOLUTIONS • PROCESS IMPROVEMENT • ENTERTAINMENT • IMPLEMENTATION
5	RENT	<ul style="list-style-type: none"> • PERCENT RENT PROPOSED

100 POSSIBLE POINTS

TAB 1 - Introduction

A. COVER LETTER

B. EXECUTIVE SUMMARY

Provide an executive summary that answers each of these questions regarding how you are the best operator for DFW Airport. This section is your opportunity to communicate your company's abilities and your concept strengths to DFW and should highlight key information regarding your proposal including:

1. The entity, concept, or brand being proposed.
2. How does this entity meet the experience requirements of this RFP?
3. What comparable experience does your company have in operating this concept?
4. Highlight any additional, wow factors such as awards received, media recognition, uniqueness of brand and/or merchandise/services, growth potential, SBEC & M/WBE initiatives, etc.
5. Explain how you will engage the customer and/or enhance the customer experience.
6. What comparable experience does your company have in operating this concept or similar concepts?

C. PROPOSAL DEPOSIT (see Section X, Item 1)

D. PROPOSAL ACKNOWLEDGMENT FORM (see Section X, Item 2)

E. BUSINESS DISCLOSURE FORM (see Section X, Item 3) X, Item 3)

F. BONFIRE WORKSHOP ATTENDANCE FORM (Attachment 5)

TAB 2.1 - Proposal Criteria

A. CONCEPT

Brand. Answer the following questions as they relate to the proposed concept(s)/brand(s):

1. What are the anticipated annual system-wide sales for the first years for the proposed concepts/brands?
2. What is the anticipated average transaction value for this concept/brand?
3. What is your concept's/brand's competitive advantage versus other similar concepts?

Fit. Based on the demographics provided by DFW International Airport:

1. How does your concept/brand meet the needs of DFW passengers?
2. Why is your concept/brand the best fit for DFW International Airport?
3. How does your concept/brand add to the customer experience?
4. How is your concept/brand desired by customers?
5. How does your concept/brand adapt to changing demographics?
6. Provide any additional information about your concept/brand and fit.

Merchandise/Menu. Submit a proposed merchandise/menu list with prices for proposed location. This submittal must include all products that will be sold at the Airport location. The menu/merchandise list must include:

1. Product type and brand name – if applicable
2. Product size - if applicable
3. Prices (**All prices must adhere to DFW's Street Level Pricing Policy**)

Merchandise/products/services sold at DFW Airport are to be priced under one or more of the pricing models listed in **Attachment 2 - Draft Lease Agreement: Section 6.01 Products and Pricing**. The pricing model(s) applicable to the lease or agreement shall be selected by the Board. Final merchandise/menu and price lists will **need approval** by Concessions **prior to** opening the location.

B. CUSTOMER EXPERIENCE/OPERATIONS

Customer Experience. DFW Airport creates an exceptional customer journey by delivering on the basics– “Clean, Working and Friendly”. DFW relies on excellent customer experience with welcoming Texas hospitality achieved through enthusiastic interaction with passengers, innovation, technology, and creating the wow factor experience while providing a welcoming ambiance. Explain how your company will ensure an outstanding customer experience in the following areas:

1. #OneDFW - a customer-first movement at DFW. To embrace #OneDFW is to embody pride in one’s work, see value in others, and respect the customer journey. What methods will you incorporate in your business model that will translate into going above and beyond to make a difference in someone's day?
2. Technology and innovations - what data-driven approaches will be used to meet customers’ core needs?
3. Frictionless Customer Journey - how will your company reduce processing time and stress for a frictionless experience, as stated in **Attachment - 4 Frictionless Customer Journey**?
4. DFW Market - how will your company leverage the online ordering and delivery program?

Operational Overview. This section provides the opportunity for the proposer to clearly communicate why they are the best operator, and to demonstrate their ability to develop and manage the proposed operation. Describe processes and procedures for providing high location standards and customer service, including:

1. Cleanliness Standards
2. Decontamination process
3. Restocking
4. Customer Service Standards
5. Facility Maintenance
6. Storage Needs

Provide information demonstrating operational excellence:

1. Customer Satisfaction Surveys, if applicable.
2. Current Landlord Operation Reviews, if applicable.
 - a. If none of the above, provide other examples/explanations that demonstrate operational excellence.
3. Provide information detailing the operations of the location's "grab and go" (if applicable).
 - a. Explain how you will separate your "grab and go" sales (if applicable).
4. Describe the staffing process for "grab and go" **and** pick-up orders from mobile ordering (if applicable).

Design Overview. Use this section to demonstrate to the Selection Committee what you intend to build. Features of your proposed design are expected to be part of the finished location. Design and finish materials for all tenant improvements must align with the DFW Tenant Design Manual (TDM) and be approved through the Airport Design Review Process, outlined in the TDM and DFW Design Criteria Manual. The selected proposer will be required to **demolish existing finishes** and completely furnish and equip the new facility. The Design Criteria Manual as well as the CADD Standards Manual, Construction and Fire Prevention Standards, Concessions Tenant Design Manuals, and Construction Permit Fee Schedule can be found at www.dfwairport.com/concessions.

Do not submit formal renderings for this RFP opportunity. Provide the following:

If disregarded, be aware we will remove any formal renderings prior to evaluation.

1. Inspirational images of the interior and exterior showing storefront design.
2. A proposed layout demonstrating passenger flow and product placement.
3. Images representative of sample materials and colors to be used.
4. Describe the overall floor plan, look, and feel of the location.
5. Describe the design of "mobile order pick-up" and "grab and go" (if applicable).
6. Identify environmentally friendly materials or processes that will be utilized.
7. Illustrate innovative elements you will incorporate such as digital and dynamic features, interactive features, in-store technology, etc.

C. EMPLOYEE ENGAGEMENT

Employee engagement is a foundational element of the workplace. This section provides the opportunity for you to demonstrate your commitment to your employees.

Programs/Initiatives.

1. What are your company's engagement programs and initiatives?
2. How is your company investing in employee engagement?
3. What methods does your company provide to improve engagement?
4. How are you building an organization that reflects market conditions?

Recognition & Retention. This section allows the opportunity for you to describe your company's employee retention and recognition programs to minimize turnover and provide sustainable productivity.

1. When it comes to retention, what is your company doing for employees to overcome market obstacles?
2. How does your company recognize your employees?
3. Provide any additional information about your retention and recognition programs.

Management Experience and Staffing/Training Plan. Proposers are asked to submit sufficient information to allow the Selection Committee to evaluate how the management structure and operating plan will achieve the Airport's goal of delivering world-class customer service. Proposers must provide a history of the proposer and, if applicable, Joint Venture partners' relevant experience in the operation and ownership of the proposed concept.

This section provides the opportunity to clearly communicate how you believe you are the most experienced operator. This section must include the following information:

1. Number of years of proposer's relevant experience in operating in the proposed subcategory and the scope of experience.
2. State the number of locations operated and the average gross sales for locations.
3. Degree of relevant experience in operating in a non-traditional environment, if applicable (e.g., Airports, Stadiums, Universities, etc.).
 - a. Proposer shall describe elements from past non-Airport venues that are transferable to working at the Airport and identify the characteristics differentiating traditional operations versus Airport operations.
 - b. Proposer shall describe any experiences working in an airport environment, if applicable.
 - c. If you do not have non-traditional experience, provide information on how your management experience will achieve the Airport's goals.
4. Proposer must provide resumes of all owners, partners, and management that will have responsibility for the DFW location(s). Additionally, Proposer must submit:
 - a. Organization/Staffing Chart showing reporting structure, management/operating committees (if applicable), names of owners, partners, management, supervisors, and staff.
 - b. Describe key individuals including SBEC partners, and their specific roles and responsibilities.
 - c. Training Programs both in orientation and ongoing, to ensure employees have a full understanding of their duties and expectations.
 - d. Proposer must describe historical customer service standards and commitment to service excellence.

D. COMMUNITY IMPACT

Community Programs. This section provides the opportunity for you to clearly demonstrate your company's community program(s) that provide positive, measurable change to the communities in which you operate, beyond monetary donations.

1. Describe your current community programs, such as, and not limited to, educational, youth and/or charity programs.
 - a. What is your time and talent towards the community programs?
2. How does your company strengthen the community and take action to provide change?
3. How is your company seeking to incorporate goods and services from the cities of Dallas and Fort Worth?
4. How does your company support your local community or the cities of Dallas and Fort Worth?

E. SUSTAINABILITY

Corporate Programs & Initiatives. Provide information on your current and/or proposed Sustainability program, including the following questions:

1. What are your corporation's sustainability programs or initiatives?
2. What steps will be taken to reduce landfill waste in your operations, such as, and not limited to, trash separation, grease recycling, and organic waste disposal?
3. What are your organization's food and/or product donations?
4. What products (food prep, cleaning products, etc.) and equipment will you use in daily operations that support sustainability?
5. What types of environmentally friendly packaging or utensils will be used in your location(s)?
6. Since September 2019, DFW is proud to be Plastic Straw Free. For locations serving/selling beverages, what alternatives will be provided to passengers?
7. The Airport is committed to prudent environmental stewardship and has integrated sustainable planning, design, construction, and operational strategies into its physical facilities, which will result in exceptional project outcomes that provide long-term positive environmental, social, and financial benefits.
 - a. How will your company utilize sustainable building materials and practices to contribute to these sustainable efforts?
 - b. How will you use creative and innovative design, construction, and operational strategies to create aesthetically pleasing and environmentally responsible space in alignment with DFW's sustainability goals?

F. INNOVATION

Technology Solutions/Process Improvement/Entertainment/Implementation. Describe how your concept will capitalize on emerging technology trends and customer experience enhancements.

1. What are your company's technology solutions?
2. How do you use technology to make a frictionless experience with passengers?
3. How will your company implement new methods, ideas, entertainment, or products?
4. How will incorporating these features drive revenue or increase customer service?
5. What technology advances, if any, will be utilized to assist with the operation of the location?

TAB 2.2 - Rental Income to the Airport

A. PROPOSED RENT STATEMENT

- Proposer must complete **Attachment 1 – Package, Lease Exhibits, and Rent Proposal Acknowledgement** and include proposed percentage rent for each category on page 2 and sign page 1 for each proposed package. Place this information in a **separate envelope**.
 - **Percent Rent Proposed.** Rent evaluation will consider not only the percentage rent offered but also the overall revenue potential in relation to product offerings and/or brand(s).
- Proposer must ALSO complete **Exhibit E – Sales Expectation**, for each proposed package

TAB 2.3 - Financial Information

The following information is to be provided for proposal evaluation, and placed in **separate envelope**:

A. FINANCIAL STATEMENTS

B. EXTERNAL FINANCIAL SUPPORT, if applicable

C. ESTIMATED INVESTMENT STATEMENTS

Complete the Estimated Investment, **Exhibit C Part 1 and Part 2 (Required for all proposers)**.

D. PRO FORMA

Complete the Pro Forma, **Exhibit D (Required for all proposers)**.

XIII. SBEC PARTICIPATION AND M/WBE REQUIREMENTS

The proposer may meet its SBEC participation commitment utilizing any combination of options listed below all of which require proof of SBEC certification by BDDD. **The SBEC certificate or certification letter must be submitted at the time of proposal submission with the appropriate North American Industrial Classification System code (NAICS) for the scope of work to be performed by the SBEC.**

Describe how you will meet the Airport's SBEC participation requirement for this RFP. For each SBEC, provide a complete description of the nature of their participation, experience and qualifications.

The options for meeting the participation are:

1. **100% SBEC Participation:** For this option, the proposer is solely owned and operated as a certified SBEC firm. Complete **Exhibit F-1: SBEC Commitment Form** and provide **SBEC Certificate(s)**. Submit form with the proposal submission so that the proposed option is approved by the Vice President at the time proposal is submitted.
2. **Percentage Participation:** For this option, a percentage of the business is designated to be owned, operated and/or maintained by a certified SBEC through a sublease, management, operating, franchise or joint venture agreement or partnerships only with other SBECs. If the proposer plans to participate in a partnership with a certified SBEC firm, the proposer must complete **Exhibits F-1: SBEC Commitment Form, F-4: SBEC Concessionaire Information, and SBEC Certificate(s)**. Submit these with the proposal submission so that the proposed option is approved by the Vice President at the time proposal is submitted.
3. Percentage Participation by way of a Joint Venture Agreement
 - a. For this option, a proposer enters into a joint venture agreement with a certified SBEC partner, in which the SBEC partner has financial risk and reward commensurate with the SBEC participation goal for this concession opportunity. For example, if the SBEC joint ventures with another SBEC in a 35%/65%, then the SBEC concessionaire's risk in terms of investment in the operation and anticipated upside (reward) must be no less than 35% or 65%. If the proposer plans to participate in a joint venture with a certified SBEC firm, the proposer must complete **Exhibits F-1: SBEC Commitment Form, F-4: SBEC Concessionaire Information, and provide SBEC Certificate(s) with the applicable North American Industrial Classification System NAICS code for the work they will be providing.**

XIII. SBEC PARTICIPATION AND M/WBE REQUIREMENTS

The amount and type of SBEC participation proposed will become a firm commitment upon execution of BDDD approval, Lease Agreement/Board Approval and will be monitored by BDDD. The proposer agrees, as an expressed condition of its performance, to comply with the requirements of 49 CFR Part 23 and the appropriate SBEC policy, procedures, and contract provisions under the lease agreement. Proposer acknowledges that its failure to comply with these requirements may be a material breach of the Lease and could result in suspension of the right to operate, termination, or such other remedy, as the Board deems appropriate.

Modifications/Substitutions: If a Proposer proposes to terminate, substitute or modify the participation of an SBEC Joint Venture partner, team member, subcontractor or sub-concessionaire prior or after Lease award, prior to such change, the Proposer shall immediately submit for review and prior approval, to the Vice President of Business Diversity and Development, reasonable documentation regarding the proposed change in the SBEC participation. Proposer shall include the specific reasons for the change in SBEC participation and must produce any and all documents and information regarding the proposed change.

Compliance/Reporting: Proposer shall also comply with the requirements of this section regarding any proposed change(s) in SBEC participation arising from or relating to any assignment, sublease, or transfer of the obligations under this Lease.

Proposer shall timely submit reports and verifications within ten (10) business days as requested by the Board and shall provide such financial information or other information deemed necessary by the Board to support and document the SBEC commitment for this Lease. Also, the Proposer shall timely submit reports and verifications within ten (10) business days as requested by the Board and shall provide such financial information or other information deemed necessary by the Board to support and document the SBEC.

SBEC Resources: Federal regulations, joint venture guidance, sample language, templates and examples are available online: [DFW International Airport | Official Website \(dfwairport.com\)](http://dfwairport.com).

Geographic Preferences: 49 CFR Part 23.79 does not permit recipients of federal funds to use local geographic preferences. For purposes of this section, a local geographic preference is any requirement that gives an SBEC located in one place (e.g., our local area) an advantage over SBECs from other places in obtaining businesses as, or with, a concession at DFW Airport.

End of SBEC REQUIREMENTS

XIII. SBEC PARTICIPATION AND M/WBE REQUIREMENTS

TAB 2.4 (CONTD.) - M/WBE REQUIREMENTS (EXHIBIT F-5)

MINORITY/WOMEN BUSINESS ENTERPRISE (M/WBE) REQUIREMENTS

The Airport Board has adopted a policy that establishes a goal for the participation of Minority/Women Business Enterprises (M/WBEs) in the design and construction finish outs/improvements by tenants and concessionaires. **The M/WBE package-specific goal established for design and construction is 30% for each location.**

The successful proposer will be responsible for meeting each goal or making good faith effort to meet the goal and, explore all available options to achieve, to the maximum extent practicable, the goal through design and construction associated with the finish out of each location and the purchases of goods and services used in the daily operations. Post-award, completed utilization forms must be on file before a notice to proceed is issued by the Airport for construction of improvements.

M/WBE certificates are not due at the time of proposal but when the Concessionaire starts the tenant finish out phase. If the proposer proposes to meet and/or exceed the M/WBE goal, the proposer must complete **Exhibit F-5: M/WBE Commitment Form and Compliance Plan** contained in this RFP and submit with proposal.

Proposer must describe how you propose to meet or make a good faith effort to meet, the Airport's M/WBE participation goal for the RFP.

Include projections for M/WBE participation; identify possible trades, goods and services; include list of potential M/WBE firms and a description of the procurement process which will be utilized to ensure M/WBE firms are extended an opportunity for participation. Identify a point of contact that will be responsible for managing the diversity participation for this commitment.

CERTIFICATION REQUIREMENTS

If claiming SBEC or M/WBE participation, certificates for all certified firms shall be included with the Proposal submission.

While 49 CFR Part 23 is mandatory to airports that receive federal funds, it is not mandatory that a minority firm be certified as an ACDBE or M/WBE in order to be awarded a concession contract. However, in order to credit the participation of an SBEC or M/WBE towards the goal stated in the RFP, the Airport requires that SBEC or M/WBE firms be certified by an approved certification entity at the time of proposal submission with the appropriate NAICS code. **SBEC CERTIFICATION IS REQUIRED FOR SBEC LOCATIONS with the appropriate NAICS code.**

1. Approved entity for SBEC:
 - a. North Central Texas Regional Certification Agency (NCTRCA) only
2. Approved entities for M/WBE:
 - a. North Central Texas Regional Certification Agency (NCTRCA)
 - b. D/FW Minority Supplier Development Council
 - c. Women's Business Council Southwest

EXHIBIT A: PROPOSAL ACKNOWLEDGEMENT FORM

The proposer acknowledges that they have carefully examined the RFP, the attached draft Concession Lease Agreement and the enclosed lease Exhibit(s) for the proposed locations and accepts all of the terms and conditions. The proposer understands the Concession Agreement is **not negotiable**.

The proposer or joint venture, if applicable, acknowledges that if the proposal is accepted, they will contract with the Airport pursuant to the attached draft Concession Lease Agreement. The proposer will sign the draft Concessions Lease Agreement under the submitting entity within fourteen **(14) days** prior to Board approval, or Concessions will proceed to the second recommendation and the proposal deposit will be forfeited. Proposers must take **all** approved package locations.

I affirm that all of the facts set forth in the proposal are true and correct and that all projections are based on good faith estimates.

I affirm that I have read the Package Descriptions and understand the requirements.

I affirm that I have read and reviewed the Proposal, the Pro Forma, and all other required Exhibit documents.

I affirm that this company, corporation, firm, partnership, or individual has not prepared this proposal in collusion with any other proposer and that the contents of this proposal as to rent, terms or conditions of said proposal have not been communicated by the undersigned, not by any employee or agent to any other proposer or to any other person(s) engaged in this type of business prior to the official opening of the proposal.

Proposal Package _____

Name of Proposer: _____

Entity 1 (Owner/Owner Representative): _____ Date: _____

Printed Name of Owner: _____

Entity 2 (Owner): _____ Date: _____

Printed Name of Owner: _____

Entity 3 (Owner): _____ Date: _____

Printed Name of Owner: _____

Entity 4 (Owner): _____ Date: _____

Printed Name of Owner: _____

Entity 5 (Owner): _____ Date: _____

Printed Name of Owner: _____

Attach additional sheets if necessary for all owners.

Subscribed and Sworn to before me this _____ day of _____ 2023



Exhibit B: Concessions Business Disclosure Form

Filling out a **Concessions** Business Disclosure Form for the DFW International Airport Board

1. Please make sure you have the correct version of the form, it should read “**Issue Date 10/13**” in the bottom right corner.
2. Use 10 pt. font with no bold, italicized, or underlined words on the form.
3. Please make sure you include your entire business name on the form, and it matches what is listed on your contract.
4. If you are a corporation, limited partnership, limited liability partnership or Limited Liability Company, your business name should include that designation or an abbreviation of that designation.
5. If the mailing address is the same as the business address, write “Same” in the space under mailing address. Do not copy the mailing address or leave blank.
6. Do not bold or underline the web or email addresses.
7. Please ensure the contact person’s information is up to date.
8. Under business structure check only one box. The next section is filled out **only** if your company is a corporation.
9. If your business is a corporation, check the box for profit or nonprofit, and public or private. These boxes must be checked. (Hint: to make an “x” just double-click on the box and select the “checked” option). If you are an S corporation, professional, parent-sub, or close “x” the appropriate box as well.
10. The state, month and year of your company’s incorporation, registration or formation ALWAYS needs to be filled in. This is either the date you registered with the County Clerk, or filed with the Secretary of State.
11. List the names of **ALL Investors with a financial interest or other ownership interest** in the company. If the company is publicly owned, please list the stock exchange it is traded on and the symbol. If your company is traded on a foreign exchange, please name the foreign exchange is traded on.
12. Fill in names of Joint Venture owners if applicable.
13. **The percentage of ownership needs to be filled in unless the company is publicly traded. ALL of the Investors with a financial interest or other ownership interest in the company need to be listed with their corresponding percentages of ownership in this space. Please use whole or half numbers. NOTE: Attach a copy of the Certificate of Formation or Joint Venture Agreement, if applicable.**
14. The form should be accurate as of proposal submittal date.

EXHIBIT B: CONCESSIONS BUSINESS DISCLOSURE FORM



DALLAS FORT WORTH INTERNATIONAL AIRPORT BOARD CONCESSIONS BUSINESS DISCLOSURE FORM

It is recommended this form be completed by a governing person, governing authority, or legal counsel.

Information about Entity Submitting Bid/Proposal/Offer

(This information must match the information provided on the Bid/Proposal/Offer).

Package Number: _____

Business Name:					
Business Address:			Mailing Address:		
City	State	Zip	City	State	Zip
Business Web Address:					
Business Phone:			Business Fax:		
Contact Person:			Contact's Phone No.:		
Contact's E-Mail Address:					

I. Entity Ownership Information

(Check the appropriate box and provide requested details below.)

Business Structure: (Please check only one box)	
<input type="checkbox"/> Partnership	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Joint Venture
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Corporation ("C")	
IF CORPORATION, please check all the type(s) below that are applicable:	
<input type="checkbox"/> For Profit <u>or</u> <input type="checkbox"/> Non-Profit	<input type="checkbox"/> Public <u>or</u> <input type="checkbox"/> Private
<input type="checkbox"/> S Corporation	<input type="checkbox"/> Professional <input type="checkbox"/> Parent-Subsidiary <input type="checkbox"/> Close
State of Incorporation, Registration or Formation:	
State:	Month: Year:
Name(s) of Owner(s), Partners or Owner of DBA (include ALL investors with a financial interest or other ownership interest). Please indicate if any such individual(s) were employed by DFW Airport and the dates employed:	
Name(s) of Joint Venture Participants (include ALL investors with a financial interest or other ownership interest). Please indicate if any such individual(s) were employed by DFW Airport and the dates employed:	
UNLESS PUBLICLY TRADED list all individuals, partnerships, corporations or other legal entities having ownership interests in the business <u>and indicate their percentage of ownership</u> . Please indicate if any such individual(s) were employed by DFW Airport and the dates employed. Attach additional sheets if necessary. NOTE: Attach a copy of the Certificate of Formation or Joint Venture Agreement.	
Form Completion Date:	

Failure to properly complete and submit this form with the bid/proposal/offer may cause the bid/proposal/offer to be considered non-responsive.

Issue Date 10/13





Concept Name:														
Concession Location (✓)														
A		B		C		D		E		E Satellite		RCC		Other
Concession Type (✓)														
Food and Beverage				Passenger Amenities				ACDBE Goal Assigned				%		
Retail				Other				MWBE Goal Assigned				%		
Concessions Type (✓)														
Food and Beverage				Passenger Amenities				SBEC Participation				%		
Retail				Other				MWBE Goal Assigned				%		

Concept will be Owned by the Following Entities: (Attach additional sheets if necessary)

Concept will be Owned by the Following Entities: (Attach additional sheets if necessary) The total sum of all Percentage should be 100%				
Entity	Owner	Percentage (%)	Are you related to other owners? (Y or N)	Relationship status; e.g., spouse, cousin, child etc.
1				
2				
3				

Entity 1 Information: (Attach additional sheets if necessary)						
Entity 1	Owner	Percentage (%)	Are you related to other owners? (Y or N)	Relationship status, e.g., spouse, cousin, child etc.	Email	Phone Number



Entity 2 Information: (Attach additional sheets if necessary)						
Entity 2	Owner	Percentage (%)	Are you related to other owners? (Y or N)	Relationship status; e.g. spouse, cousin, child etc.	Email	Phone Number

Entity 3 Information: (Attach additional sheets if necessary)						
Entity 3	Owner	Percentage (%)	Are you related to other owners? (Y or N)	Relationship status, e.g., spouse, cousin, child etc.	Email	Phone Number

- Initial Investment upon Award

Proposer _____

Estimated Investment

Improvements \$ _____

Furnishings, Fixtures and Equipment \$ _____

Working Capital \$ _____

Initial Inventory \$ _____

Other (specify in notes section below) \$ _____

Total Investment \$ _____

Financing by Source _____ \$ _____

_____ \$ _____

_____ \$ _____

Equity \$ _____

Equity as a Percent of Total Investment _____ %

Total Investment \$ _____

Notes

Exhibit C Part 2: Estimated Investment – Over Life of Contract

- Include total costs estimated for the Term of the Agreement to include scheduled Renewal Program and/or Equipment) with a timeline of Renewal or Replacement of equipment on a separate page.

Proposer _____

Estimated Investment

Improvements \$ _____

Furnishings, Fixtures and Equipment \$ _____

Working Capital \$ _____

Initial Inventory \$ _____

Other (specify in notes section below) \$ _____

Total Investment \$ _____

Financing by Source _____ \$ _____

_____ \$ _____

_____ \$ _____

Equity \$ _____

Equity as a Percent of Total Investment _____ %

Total Investment \$ _____

Describe your company's projection of sales and expenses for the first three years of operation. Include explanations with respect to any increase or decrease.

Note Year	Year 1	Year 2	Year 3
Total Sales	\$	\$	\$
Percent Change in Sales vs Prior Year	%	%	%
Total Cost of Sales	\$	\$	\$
Percent of Sales	%	%	%
Gross Income	\$	\$	\$
Percent of Sales	%	%	%
Total G&A Expenses	\$	\$	\$
Percent of Sales	%	%	%
Income Before Fixed Costs	\$	\$	\$
Percent of Sales	%	%	%
Total Occupancy Costs	\$	\$	\$
Percent of Sales	%	%	%
Earnings Before Interest, Taxes, Depreciation and Amortization	\$	\$	\$
Percent of Sales	%	%	%
Percentage of Gross Receipts	%	%	%
Minimum Annual Guarantee	\$	\$	\$
Sponsorship Fee(s)	\$	\$	\$
Total Revenue to Airport	\$	\$	\$

Please complete Attachment 2 – Sales Expectation Information with explanations of Year 1 Sales drivers and assumptions. Please explain your Exhibit D Pro Forma Year 1 sales expectations and what factors were used in those calculations. Please indicate what average ticket price and transaction volume assumptions were used in calculating your projected Year 1 sales

Exhibit E
Sales Expectation Information

Space Identifier	Proposed Concept/Brand	Projected Year 1 Sales	Average Ticket	Projected Year 1 Transactions
<i>Example: B-2-101C</i>	<i>Burger World</i>	<i>\$975,000</i>	<i>\$7.50</i>	<i>130,000</i>

Explanation of Assumptions:

Please explain the factors and metrics you used in determining your projections for this space.

Example: Based on the passenger demographic information provided by DFW, we anticipate this location will perform comparable to our location in XYZ Airport. As a result, we expect 130,000 transactions annually. Historically, our Burger World locations average \$7.50 per ticket, thus, we expect sales of \$975,000 in Year 1.

Product Category Assumptions:

Please provide a general explanation of your sales assumptions by product category (if applicable).

Example: We anticipate this location to generate 80% of its sales from the sale of Food and non-alcoholic beverages, and 20% from the sale of alcohol.

**Exhibit F-1: Small Business Enterprise Concessions (SBEC)
COMMITMENT FORM**

(This form is required as part of your proposal submission.)

The SBEC goal for this concession package is 100%

NOTE: *The BDDD will only credit SBEC participation that is certified by an approved certification entity at the time of proposal submission.*

The undersigned concessionaire/vendor has satisfied the requirements of the proposal specifications in the following manner (Please check (✓) only one box):

- 100% Self-Performance:** The proposer, a certified SBEC firm and sole concessionaire, is committed to meeting the SBEC participation through 100% self-performance. *(If checked, must submit required SBEC certificate).*

- Self-Performance by Two or More SBECs:** The proposer, a certified SBEC firm, is committed to meeting the 100% SBEC participation, with _____% self-performance and _____% SBEC participation from additional SBEC firms. *(If checked, must submit required SBEC certificate for each SBEC, Exhibit F-4 Owner's Information, and Draft Partnership Agreement).*

Complete and Sign This Section if 100% Self-Performance Participation is by One SBEC:

Name of Proposing Entity: _____

Name of Authorized Representative or Designee: _____

Title: _____

Signature _____ DATE _____

Complete and Sign This Section if 100% Participation is through Self-Performance & Percentage Participation of Two or More SBECs:

Name of Proposing Entity: _____

Name of Authorized Representative or Designee: _____

Title: _____

Signature _____ DATE _____

SBEC Entity 2 (Owner): _____ Date: _____

Printed Name of Owner: _____

SBEC Entity 3 (Owner): _____ Date: _____

Printed Name of Owner: _____

03/2022

(Attach additional sheets if necessary for all SBEC owner's signatures.)

EXHIBIT F-2

**THIS SECTION INTENTIONALLY REMOVED
FOR THE PURPOSE OF THIS SBEC RFP**

EXHIBIT F-3: M/WBE GOOD FAITH EFFORT PLAN

Please read these instructions carefully before completing the required Minority/Women Business Enterprise (M/WBE) Good Faith Effort Plan. These instructions are designed to assist proposers prepare the required detailed and complete good faith effort information.

To be eligible to be awarded a concession that has concession specific goals; proposers must make good faith efforts to meet the goals. A proposer may do so either by obtaining enough M/WBE participation to meet the goal or by documenting that it made sufficient good faith efforts to do so. Examples of good faith efforts are found on **Exhibit E-3 Good Faith Effort Factors** page. The Airport treats proposer's compliance with good faith efforts requirements as a matter of responsiveness. Each solicitation for which concession specific goals have been established will require the proposer to submit support documentation which addresses each of the factors outlined in the **Good Faith Effort Factors** page.

Administrative Reconsideration 26.53(a)

Within two calendar days of being informed by The DFW International Airport that it is not responsive because it has not documented sufficient good faith efforts, a concessionaire may request administrative reconsideration. Concessionaire should make this request in writing and send it via overnight courier to the following reconsideration official:

Maruchy Cantu
Executive Vice President, Administration, DE&I
DFW International Airport
2400 Aviation Drive – 1st Floor
DFW Airport, Texas 75261
972-973-5600

The reconsideration official will not have played any role in the original determination that the concessionaire did not document sufficient good faith efforts. As part of this reconsideration, the concessionaire will have the opportunity to provide written documentation or argument concerning the issue of whether it met the goal or made adequate good faith efforts to do so. The concessionaire will have the opportunity to meet in person with our reconsideration official to discuss the issue of whether it met the goal or made adequate good faith efforts to do. However, the decision shall be made based solely on the entire administrative record submitted with the proposal. No new information will be evaluated.

We will send the concessionaire a written decision on reconsideration, explaining the basis for finding that the concessionaire did or did not meet the goal or make adequate good faith efforts to do so. The result of the reconsideration process is not administratively appealable to the Department of Transportation.

Exhibit F-3: M/WBE GOOD FAITH EFFORT PLAN (continued)

While the request is being considered, the airport will suspend its review of proposals for five days for that package. Once a determination is made by the BDDD, or upon the expiration of the five days, the airport will resume evaluation of proposals sent in response to the RFP.

Good Faith Efforts When an M/WBE is Replaced on a Concession (23.53(f))

The DFW International Airport will require a concessionaire to make good faith efforts to replace an M/WBE that is terminated or has otherwise failed to complete its concession agreement, lease or subcontract with another certified M/WBE, to the extent needed to meet the concession specific goal. We will require the Concessionaire to notify the BDDD Vice President immediately of the M/WBE's inability or unwillingness to perform and provide reasonable documentation before the M/WBE is terminated or replaced.

In this situation, the Concessionaire will be required to obtain the BDDDs prior approval of the proposed M/WBE substitution and to provide copies of new or amended subcontracts, or documentation of good faith efforts. The concessionaire must include the specific reasons for the termination and/or failure to complete its agreement as set forth. The concessionaire must also provide the M/WBE with any and all documents and information as may be requested with respect to the termination or substitution of the M/WBE.

If the Concessionaire fails or refuses to comply in the time specified, the Concessions Department will notify the concessionaire that it is in default. If the concessionaire still fails to comply, the contracting officer may issue a termination for default proceeding.

Good Faith Effort (GFE) Criteria

GOOD FAITH EFFORT (GFE) Criteria

NOTE: Include a response to GFE criteria and support documentation in bid/proposal only if the ACD/M/WBE goal is not achieved.

The following factors are taken into account when assessing a good faith effort response. These factors are minimally considered as good faith efforts and demonstrate specific initiatives made in attempting to achieve the applicable contract-specific Airport Concession Disadvantaged Business Enterprise (ACDBE) and Minority/Women Business Enterprise (M/WBE) goal. These factors should not be considered as a template, checklist or some quantitative formula. Proposers are required to meet all factors outlined below and provide support documentation in order for the good faith effort plan to be assessed. Mere pro forma efforts are not good faith efforts to meet the ACD/M/WBE contract requirements. This means that a bidder/proposer must show that it took all necessary and reasonable steps to achieve an ACD/M/WBE goal or other requirement of this GFE which, by their scope, intensity, and appropriateness to the objective, could reasonably be expected to obtain sufficient ACD/M/WBE participation, even if they were not fully successful. DFW will evaluate the GFE on quality, quantity, and intensity of the different kinds of efforts that the bidder/proposer has made, based on the regulations and the guidance in Code of Federal Regulations. **NOT SUBMITTING PROPER SUPPORT DOCUMENTATION IS NOT EVIDENCE OF A PROPER DEMONSTRATION OF GOOD FAITH EFFORT. SUBMITTAL OF THE CRITERIA, WITH NO ADDITIONAL DOCUMENTATION, WILL NOT BE CONSIDERED ADEQUATE DEMONSTRATION OF GOOD FAITH EFFORT.** Proposers are not limited to these particular areas and may include other efforts deemed appropriate. Complete form and attach support documentation only if the ACD/M/WBE goal is not achieved. For additional guidance concerning Good Faith Efforts, please refer to the Electronic Code of Federal Regulations (CFR 49 part 26 Appendix A).

GOOD FAITH EFFORT FACTORS
<p>Conducting market research to identify small business contractors and suppliers and solicit through all reasonable and available means the interest of all certified ACD/M/WBEs that have the capability to perform the work of the contract. This may include attendance at any pre-bid or pre-proposal meetings to discuss subcontracting and supplier opportunities (acceptable documentation shall include copies of the meeting sign-in sheets with contractor name noted as signed-in) and business matchmaking meetings and events, advertising and/or written notices, posting of Notices of Sources Sought and/or Requests for Proposals, written notices or emails to all ACD/M/WBEs listed in the State and/or Local respective directories of firms that specialize in the areas of work desired (as noted in the ACD/M/WBE directory) and which are located in the area or surrounding areas of the project. <i>The Contractor should solicit this interest as early in the acquisition process as practicable to allow the ACD/M/WBEs to respond to the solicitation and submit a timely offer for the subcontract. The bidder should determine with certainty if the ACD/M/WBEs are interested in taking appropriate steps to follow up initial solicitations at least three (3) business days prior to bid opening.</i></p>
<p>Selecting portions of the work to be performed by ACD/M/WBEs in order to increase the likelihood that the ACD/M/WBE goals will be achieved. This includes, where appropriate, breaking out contract work items into economically feasible units (for example, smaller tasks or quantities) to facilitate ACD/M/WBE participation, even when the prime contractor might otherwise prefer to perform these work items with its own forces. This may include, where possible, establishing flexible timeframes for performance and delivery schedules in a manner that encourages and facilitates ACD/M/WBE participation.</p>
<p>Providing interested ACD/M/WBEs with adequate information about the plans, specifications, and requirements of the contract in a timely manner to assist them in responding to a solicitation with their offer for the subcontract.</p>
<p>Negotiating in good faith with interested ACD/M/WBEs. It is the bidder's responsibility to make a portion of the work available to ACD/M/WBE subcontractors and suppliers and to select those portions of the work or material needs consistent with the available ACD/M/WBE subcontractors and suppliers, so as to facilitate ACD/M/WBE participation. Evidence of such negotiation includes the names, addresses, and telephone numbers of ACD/M/WBEs that were considered; a description of the information provided regarding the plans and specifications for the work selected for subcontracting; and evidence as to why additional Agreements could not be reached for ACD/M/WBEs to perform the work.</p>

<p>A bidder using good business judgment would consider a number of factors in negotiating with subcontractors, including ACD/M/WBE subcontractors, and would take a firm's price and capabilities as well as contract goals into consideration. However, the fact that there may be some additional costs involved in finding and using ACD/M/WBEs is not in itself sufficient reason for a bidder's failure to meet the contract ACD/M/WBE goal, as long as such costs are reasonable. Also, the ability or desire of a prime contractor to perform the work of a contract with its own organization does not relieve the bidder of the responsibility to make good faith efforts. Prime contractors are not, however, required to accept higher quotes from ACD/M/WBEs if the price difference is excessive or unreasonable.</p>
<p>Not rejecting ACD/M/WBEs as being unqualified without sound reasons based on a thorough investigation of their capabilities. The contractor's standing within its industry, membership in specific groups, organizations, or associations and political or social affiliations (for example union vs. non-union status) are not legitimate causes for the rejection or non-solicitation of bids in the contractor's efforts to meet the project goal. Another practice considered an insufficient good faith effort is the rejection of the ACD/M/WBE because its quotation for the work was not the lowest received. However, nothing in this paragraph shall be construed to require the bidder or prime contractor to accept unreasonable quotes in order to satisfy contract goals. <i>A prime contractor's inability to find a replacement ACD/M/WBE at the original price is not alone sufficient to support a finding that good faith efforts have been made to replace the original ACD/M/WBE. The fact that the contractor has the ability and/or desire to perform the contract work with its own forces does not relieve the contractor of the obligation to make good faith efforts to find a replacement ACD/M/WBE, and it is not a sound basis for rejecting a prospective replacement ACD/M/WBE's reasonable quote.</i></p>
<p>Making efforts to assist interested ACD/M/WBEs in obtaining bonding, lines of credit, or insurance as required by the recipient or contractor.</p>
<p>Making efforts to assist interested ACD/M/WBEs in obtaining necessary equipment, supplies, materials, or related assistance or services.</p>
<p>Effectively using the services of available minority/women community organizations; minority/women contractors' groups; local, State, and Federal minority/women business assistance offices; and other organizations as allowed on a case-by-case basis to provide assistance in the recruitment and placement of ACD/M/WBEs.</p>
<p>At a minimum, DFW will review the performance of other bidders/proposers in meeting the contract goal. For example, when the apparent successful bidder/proposer fails to meet the contract goal, but others meet it, DFW may reasonably raise the question of whether, with additional efforts, the apparent successful bidder/proposer could have met the goal. As provided in §26.53(b)(2)(vi), the bidder must submit copies of each ACD/M/WBE and non-ACD/M/WBE subcontractor quote submitted to the bidder when a non-ACD/M/WBE subcontractor was selected over a ACD/M/WBE for work on the contract to review whether ACD/M/WBE prices were substantially higher; and contact the ACD/M/WBEs listed on a contractor's solicitation to inquire as to whether they were contacted by the prime. Pro forma mailings to ACD/M/WBEs requesting bids are not alone sufficient to satisfy good faith efforts under the rule.</p>
<p>A promise to use ACD/M/WBEs after contract award is not considered to be responsive to the contract solicitation or to constitute good faith efforts.</p>

FOR DFW BUSINESS DIVERSITY & DEVELOPMENT USE ONLY:

Plan Reviewed by: _____

Date: _____

Signature of Business Specialist/Manager: _____

Recommendation: Approval: _____ Denial: _____

09/30/2020

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information**

Program Name _____

**Program will be Owned by the Following Entities (only those proposing as joint
venture):**

Entity 1: _____ Ownership Percentage _____

Entity 2: _____ Ownership Percentage _____

Entity 3: _____ Ownership Percentage _____

Entity 1 Information:

Entity's principal place of business is in the city of _____

Entity's principal place of business is in the county of _____

Entity's majority stockholders, majority partners, majority owners, or franchisees reside
or work in the city of _____

Owner 1: _____ Ownership Percentage _____

Owner 2: _____ Ownership Percentage _____

Owner 3: _____ Ownership Percentage _____

Entity 2 Information:

Entity's principal place of business is in the city of _____

Entity's principal place of business is in the county of _____

Entity's majority stockholders, majority partners, majority owners, or franchisees reside
or work in the city of _____

Owner 1: _____ Ownership Percentage _____

Owner 2: _____ Ownership Percentage _____

Owner 3: _____ Ownership Percentage _____

Entity 3 Information:

Entity's principal place of business is in the city of _____

Entity's principal place of business is in the county of _____

Entity's majority stockholders, majority partners, majority owners, or franchisees reside
or work in the city of _____

Owner 1: _____ Ownership Percentage _____

Owner 2: _____ Ownership Percentage _____

Owner 3: _____ Ownership Percentage _____

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information**
(continued)

**Are any of the entities currently certified by the North Central Texas Regional
Certification Agency as Small Business Enterprise Concession? Yes No**

If yes, please include copy(ies) of certificate(s).

Entity Name _____

What is the certification number? _____

Entity Name _____

What is the certification number? _____

Entity Name _____

What is the certification number? _____

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information
(continued)**

Information and Questionnaire

How to Determine SBEC Participation

In accordance with the objectives of the SBEC policy, procedures and contract provisions, joint ventures are intended to have a business structure set forth in a signed written agreement that clearly and specifically defines the participation of each party in the contribution of property, capital, efforts, skills, and knowledge.

An SBEC is to be responsible for a **distinct, clearly defined portion of the work of the contract. In this context, “distinct” means separate and distinguishable from the work of the other SBEC. “Clearly defined” means that there is no guesswork involved in determining the nature of the work assigned to each SBEC.** In order to be considered a distinct, clearly defined portion of the work, it is necessary to fully understand exactly what the work will entail, including an estimate of the time and resource requirements for each major task. For example, if the SBEC’s portion of the work is only described as “advise about” or “participate in” a portion of the work, the work would likely not be considered distinct or clearly defined because it is not clear what work the SBEC will accomplish. Much more detail would be necessary in order to determine the portion of the work to be attributed to the SBEC. Of course, the work of the contract also includes the role of the SBEC in the overall management of the business (e.g., as a participant on a management committee or some other governing board) as well as participation in the day-to-day management of the business.

The FAA has outlined the following areas for review when substantiating the level of SBEC participation on your proposed lease(s) with the DFW International Airport.

Capital contribution – The capital to be contributed by each party should be clearly specified in the joint venture agreement. The agreement should specify the initial capital contributions to be made by each party and how future capital contributions will be allocated. Each SBEC’s portion of the initial and future capital contributions should be equal to its ownership percentage. A subsequent section of this guidance will discuss issues relating to how the capital is contributed (i.e., cash contributions or financing provided by the non-SBEC joint venture participant).

Control – Each SBEC participant(s) in the joint venture should have control in proportion to their ownership interest and proportionate control of the governance of the joint venture.

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information
(continued)**

Each joint venture partner should assume full responsibility for executing each element of the work assigned to it. The agreement should provide for control by the SBEC of the activities for which it is responsible. This can be accomplished through direct control of their assigned role. In addition, there should be some major decisions requiring a unanimous vote to substantiate some level of control attributable to the SBEC (e.g., items related to expansion, borrowing, lending money, etc.).

Management –Each SBEC participant must share in the management of the joint venture. The agreement should address the issue of the overall management, or governance, of the business of the joint venture and the day-to-day management of the joint venture’s operation. Each SBEC participant should participate in the overall management, decision making, and day-to-day operations, including decisions on the hiring and firing of management personnel (and if appropriate non-management personnel) for the joint venture to be eligible for SBEC credit. This can be accomplished through a “Management Committee,” as described under “control,” though this is not the only acceptable mechanism. Under a management committee structure, the committee is responsible for managing and directing the business of the joint venture. Each participant is represented on the management committee and votes according to its ownership interest in the venture. Each participant on the management committee not only has a right, but an obligation to receive and consider the views of each SBEC participant. The agreement should specify the frequency of the management committee meetings, and formal agendas and meeting minutes should be prepared. In addition, the agreement should provide for the day-to-day management of the joint venture and specify the roles and responsibilities of each participant. The issue of day-to-day roles and responsibilities assigned to each SBEC participant is further discussed in Section 4.

Risks – Each of the SBEC participants in the joint venture must share in the risks of the business in proportion to their ownership interest. These risks include financial, legal, operational, etc. The agreement should include provisions for proportional sharing in profits as well as losses. However, a monthly distribution of actual profits or monthly payment of a management fee, as defined in the agreement, consistent with industry standards, is permissible.

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information
(continued)**

Profits – Each of the SBEC participants must also share in the profits and losses in proportion to the ownership interest. Accounting methods and the timing of distribution should be included in the agreement and reviewed for reasonableness by the airport. There should be no provisions in the agreement which have the effect of creating separate profit centers to siphon profits before each participant's share is calculated. For example, requirements to purchase goods and/or services from one of the participants that result in controlling profits remaining for distribution to the joint venture participants are not acceptable. However, purchasing goods and/or services from one of the participants may be acceptable if the terms are spelled out and the cost of the goods reflects the actual cost of the product plus any processing/handling costs and reasonable overhead expenses. Airports should carefully examine all accounting mechanisms to ensure that the distribution process is reasonable.

Annual Requirement - Concessionaire shall file with BDDD and Department of Concessions on the anniversary date of the SBEC's certification, a written affidavit, in a form acceptable to BDDD, stating any change(s) in the circumstances affecting the SBEC's ability to meet SBEC certification eligibility, including but not limited to size, ownership or control criteria of 49 C.F.R. Part 23, SBEC Policy, Procedures, and Contract Provisions, or any material changes in the information provided with the SBEC's application for certification.

Concessionaire shall also file with BDDD and Department of Concessions on an annual basis on or before January 1st, or as requested by the Vice President of Business Diversity or designee, a written affidavit, in a form acceptable to BDDD, stating any change(s) in the circumstances affecting the Concessionaire's SBEC participation. The written affidavit shall show Concessionaire's compliance with 49 C.F.R Part 23, SBEC Policy, Procedures, and Contract Provisions, and the FAA Joint Venture Guidance including but not limited to capital contribution, roles, responsibilities, control, percentage of equity ownership and address any material change(s) in the SBEC's participation in the operations authorized by the Lease and information provided in the Concessionaire's proposal regarding SBEC participation to the Board.

The following are a list of questions used in evaluating a new Joint Venture Agreement but are also helpful when evaluating a current agreement as well.

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information**
(continued)

Joint Venture Eligibility

SBEC Review Questionnaire (submittal should include both the questions with the corresponding answers):

1. Name of joint venture: _____

2. Name, address and phone number of joint venture contact person:

3. Firms participating in joint venture (use additional pages if necessary):

Name of firm: _____

Address: _____

Phone Number: _____

Contact name/phone number: _____

% ownership: _____

SBEC: yes no

Certifying agency: _____

Date of Certification: _____

Type of work for which certification was granted: _____

Name of firm: _____

Address: _____

Phone Number: _____

Contact name/phone number: _____

% ownership: _____

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information
(continued)**

SBEC: yes no

Certifying agency: _____

Date of Certification: _____

Type of work for which certification was granted: _____

CAPITAL

Is the SBEC capital investment financed by a non-SBEC? If so, how is it being repaid?

SBEC Entity 1 yes no
SBEC Entity 2 yes no
SBEC Entity 3 yes no

3. SBEC initial capital contribution:

SBEC Entity 1 \$ _____ and/or _____ %
SBEC Entity 2 \$ _____ and/or _____ %
SBEC Entity 3 \$ _____ and/or _____ %

5. Future capital contributions (explain requirements):

6. Source of funds for the SBEC capital contribution:

SBEC Entity 1 _____
SBEC Entity 2 _____
SBEC Entity 3 _____

CONTROL/ MANAGEMENT

What areas of the business are to be controlled by each SBEC? Each SBEC is expected to have distinctive areas of the business for which they have a majority "vote" and control. We need more information than terms and phrases such as "participate in", or "advise about" when used in describing the work of each SBEC, since the work and responsibility are not distinctive. Each SBEC is expected to participate in the day-to-day management of the business.

7. Describe the portion of the work or elements of the business that will be controlled by each SBEC:

8. Describe each SBEC's involvement in the overall management of the joint venture (e.g., participation on a management committee or managing board, voting rights, etc.).

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information**
(continued)

9. Describe the roles and responsibilities of each joint venture participant with **respect to managing** the joint venture (use additional sheets if necessary):

a. SBEC joint-venture participant:

SBEC Entity 1 _____
SBEC Entity 2 _____
SBEC Entity 3 _____

10. Describe the roles and responsibilities of each joint venture participant with respect to operation of the joint venture (use additional sheets if necessary):

a. SBEC joint-venture participant:

SBEC Entity 1 _____
SBEC Entity 2 _____
SBEC Entity 3 _____

11. Which firm will be responsible for accounting functions relative to the joint venture's business?

12. Explain what authority each party will have to commit or obligate the other to insurance and bonding companies, financing institutions, suppliers, subcontractors, and/or other parties?

13. Please provide information relating to the approximate number of management, administrative, support and non-management employees that will be required to operate the business and indicate whether they will be employees of the SBEC or joint venture.

	SBEC Firm 1	SBEC Firm 2	Joint Venture
Management	_____		
Administrative	_____		
Support	_____		
Hourly Employees	_____		

(Add additional section if more than two SBEC firms)

14. Please provide the name of the person who will be responsible for hiring employees for the joint venture. Who will they be employed by?

04/04/2022

**Exhibit F-4: Small Business Enterprise Concessions (SBEC) Concessionaire
Information
(continued)**

15. Are any of the proposed joint venture employees currently employees of any other joint venture partners? yes no

If yes, please list the number and positions and indicate which firm currently employs the individual(s).

16. What will be the voting rights of the joint venture members?

RISKS AND PROFITS

17. Describe each SBEC's share in the profits of the joint venture:

18. Describe each SBEC's share in the risks of the joint venture:

19. Does either SBEC pay a service or management fee? If so,

- a. How is the service or management fee calculated?
- b. How often is the service or management fee paid?
- c. What are the services provided by the SBEC partner in return for the service or management fee?

OTHER

20. Attach a copy of the Joint Venture Agreement, Promissory Note or Loan Agreement (if applicable), and any and all written agreements between the joint venture partners.

21. List all other business relationships between the joint venture participants, including other Joint Venture Agreements in which the parties are jointly involved.

22. What is the SBEC participation commitment of your Lease Agreement with the DFW International Airport?

04/04/2022

**Exhibit F-5: Minority/Women Business Enterprise (M/WBE)
COMMITMENT FORM**

(This form is required as part of the proposal submission.)

The M/WBE goal for Tenant Finish Outs for each location is 30%. The diversity goal is a percentage of the total design and construction value associated with the finish out of the location.

NOTE: The BDDD will only credit M/WBE participation that is certified by an approved certification entity at the time of proposal submission. Effective 10/1/12, in addition to having a valid certification, M/WBEs must also have a place of business in the Airport's market area¹ at the time of proposal submission for credit towards meeting a contract goal.

The undersigned Concessionaire commits to satisfy the requirements of the M/WBE goal in the following manner (Please check (✓) **one (1)** option only):

- Self-Performance: The Concessionaire will cause its prime consultant for design and prime contractor for construction, both certified M/WBE firms, to meet or exceed the M/WBE goal through self-performance.
- Self-Performance & Percentage Participation: The Concessionaire will cause its prime consultant for design and prime contractor for construction, to meet or exceed the M/WBE goal, with a minimum of ____% self-performance and a minimum of ____% M/WBE subcontracting participation on its contracts.
- Percentage Participation: The Concessionaire will cause its prime consultant for design and prime contractor for construction to meet or exceed the M/WBE goal, with a minimum of ____% M/WBE subcontracting participation on its contracts.
- The Concessionaire is unable to meet the M/WBE goal through design services and will cause its prime contractor for construction, to meet or exceed the M/WBE goal of 30% of the total cost of design and construction.
- The Concessionaire is unable to meet the M/WBE goal of 30% for design and construction and is committed to a minimum of ____% M/WBE utilization on its contract and submits documentation demonstrating good faith efforts.
- The Concessionaire is unable to meet the M/WBE goal of 30% for design and construction and submits documentation demonstrating good faith efforts.

Name of Concessionaire: _____

Signature Title

Printed Name Date

¹ The Airport's market area is defined as Dallas, Tarrant, Collin and Denton counties.

**EXHIBIT F-5 (continued)
M/WBE COMPLIANCE PLAN**

(This form is required as part of the bid/proposal submission.)

The tenant finish out (design and construction) M/WBE participation goal for this solicitation is 30%. The good faith solicitation level is 100% meaning the Concessionaire and its Contractor will make a good faith effort to solicit all (100%) available M/WBEs for its contracting/subcontracting opportunities not just a select few. The Concessionaire and its selected Contractor will continually pursue a level of M/WBE participation that equals or exceeds the stated goal. This Compliance Plan provides for the M/WBE participation to be solicited and procured after the concession lease has been awarded and describes the delivery method the Concessionaire and its selected General Contractor will follow to solicit, obtain and maintain M/WBE participation to meet the M/WBE commitment.

<p>Goods & Services</p> <p>Identify products and services that will be procured and utilized in the daily operations of the concession.</p> <p>Describe proposer's efforts to identify and utilize M/WBE vendors for these products and services.</p>
<p>Tenant Build Out - Design</p> <p>Identify architectural and engineering services that will be procured and utilized in the design of the concession.</p> <p>Describe proposer's efforts to identify and utilize M/WBE vendors for these services.</p>
<p>Tenant Build Out – Construction</p> <p>Identify construction and construction-related services that will be procured and utilized in the construction finish out of the concession.</p> <p>Describe proposer's efforts to identify and utilize M/WBE vendors for these services.</p> <p>Describe procurement process proposer will utilize in awarding prime and subcontracting contracts.</p>
<p>M/WBE Community Outreach Efforts and Advertising to M/WBE Certified Firms</p> <ul style="list-style-type: none">▪ Describe proposer's efforts to solicit, obtain and maintain M/WBE participation to meet the M/WBE commitment including publicly advertising business opportunities, hosting M/WBE outreach meetings, partnering with M/WBE advocacy organizations, offering technical assistance support, etc.▪ Provide contact information for designee responsible for managing the procurement process and ensuring compliance with the M/WBE commitment.
<p>Compliance Documents and Reporting</p> <p>The Concessionaire will submit the following documentation, properly completed and submitted when required.</p> <ul style="list-style-type: none">• Schedule of Subcontractors Forms (design and construction)• Final Utilization Forms (design and construction)

09/30/2020

NAME OF BIDDING FIRM / CONTRACTOR _____ DATE _____

Classification	American Indian or Alaskan Native			Asian or Pacific Islander			Black			Hispanic			White			Total Number of Full Time Employees				
	M	F	%	M	F	%	M	F	%	M	F	%	M	F	%	M	F	ALL	%	
M=Male / F=Female																				
Officials and Managers																				
Professionals																				
Technicians																				
Sales Workers																				
Administrative Support Workers																				
Craft Workers																				
Laborers and Helpers																				
Service Workers																				
TOTAL																				

Definitions in accordance with Equal Employment Opportunity (EEO)

American Indian or Alaskan Native	A person having origins in any of the original peoples of North America, and who maintain their culture through a tribe or community
Asian or Pacific Islander	A person having origins in any of the original people of the Far East, Southeast Asia, India, or the Pacific Islands. These areas include, for example, China, India, Korea, the Philippine Islands, and Samoa.
Black	A person having origins in any of the black racial groups of Africa.
Hispanic	A person of Mexican, Puerto Rican, Cuban, Central or South American, or other Spanish culture or origin, regardless of race.
White	A person with origins in Europe, North Africa, or the Middle East.

REMARKS:

Exhibit H: Proposer Checklist

Please use this checklist when finalizing your proposal. The following items must be included with each copy of your proposal.

- A separate proposal should be submitted for each package (e.g., if bidding on F&B-1 and RTL-2, there should be two separate proposals submitted). Use the RFP to determine the specific information required in each section.
- Proposers will submit **one** (1) three (3)-ring binder, marked "**Original**".
- The **one** original binder should contain a rent section and a financial section. Please place these elements in separate envelopes.
- Please label your proposals on the front cover as "Original" **Please note the package number on the front cover of the proposal.**
- An electronic submission of the Original Proposal, with completed Exhibits and Attachments, with jpg of logo and merchandise/menu, must be submitted in **Bonfire**.
- An electronic copy of the Original Proposal, with jpg of logo and menu/merchandise must be included on the thumb drive, saved in an Adobe format.
- Proposal should not exceed a total of sixty (60) 8 ½ inch x 11 inch pages in length, 11-point font, single-spaced, single sided (thirty 30 pages double sided).

Please use the following tabs when identifying each section of your proposal:

Tab 1 - Introduction

- A. Cover Letter
- B. Executive Summary
- C. Proposal Deposit – Deposit should be inserted in the proposal marked "original". **(Required for all proposers)**
- D. **Notarized** Proposal Acknowledgement Form, **Exhibit A (Required for all proposers)**
- E. Concessions Business Disclosure Form and Supplemental Form, **Exhibit B (Required for all proposers)**
- F. **Attachment 5** – Bonfire Workshop Attendance Form

Tab 2.1 – Proposal Criteria (Required for all proposers)

- A. Concept
- B. Customer Experience/Operations
- C. Employee Engagement
- D. Community Impact
- E. Sustainability
- F. Innovation

Tab 2.2 – Rental Information to the Airport (Separate Envelope in Original and include in Bonfire Submission) (Required)

- A. Proposed Rent Statement, **Attachment 1**

Tab 2.3 – Financial Information (Not included in Page Count Limit) (Separate Envelope in Original and include in Bonfire submission) (Required)

- A. Financial Statements
- B. Documents indicating external financial support (if applicable)
- C. Estimated Investment Statements, **Exhibit C (Required for all proposers)**
- D. Pro Forma, **Exhibit D (Required for all proposers)**

Tab 2.4 – SBEC and M/WBE Participation (Not included in Page Count Limit)

- A. SBEC: Description and documentation of SBEC contribution(s) and role(s) in the proposed concept that meets the requirements.
- B. Exhibit F-1: **Required for all proposers.**
- C. Exhibit F-2: N/A
- D. Exhibit F-3: Required for all Good Faith Efforts.
- E. Exhibit F-4: Required for proposers with percentage participation and joint ventures.
- F. Exhibit F-5: M/WBE Commitment Form and Compliance Plan (**Required for all proposers**)
- G. SBEC Certificates for all SBEC firms identified (**Required for all proposers**)
- H. M/WBE Certificates for all M/WBE firms identified (**Required for all proposers**).
- I. Exhibit G – Workforce Composition (**Required for all proposers**).

REMEMBER

Complete ALL:

- Exhibits/Attachments
- SBEC forms
- M/WBE forms

Review and Verify:

- Section IX, Items 1-5, and notes
- Section X, Items 1-7
- Section XII, Tabs 1-2.4
- Proposal Checklist, Exhibit H
- Sign and Notarize Exhibit A

Proposal(s) Due:

- August 7, 2023, by 2:00 pm CT
- Two (2) submittal methods:
 - (1) Bonfire - DFW Airport's Procurement Portal
 - (2) One Original binder delivered to:

DFW Airport Headquarters
Procurement and Materials Management
Airport Concessions Request for Proposals
Attn: Latrece Crownover
2400 Aviation Drive - 1st floor
DFW Airport, TX 75261

AFFIRMATION

**I HEREBY AFFIRM THAT THE ABOVE INFORMATION IS TRUE AND COMPLETE
TO THE BEST OF MY KNOWLEDGE.**

PRINTED NAME AND TITLE OF AUTHORIZED OFFICIAL:

SIGNATURE: _____

DATE: _____

PRINTED NAME AND TITLE OF SBEC PARTNER:

SIGNATURE: _____

DATE: _____

**REQUIREMENT FOR CONCESSIONS
PROPOSAL SUBMITTAL**

Proposal submittals must be properly labeled to ensure they are not inadvertently opened before the designated time. Therefore, please affix the label below to the outside of the sealed bid/proposal submittal package(s).

If the delivery service used (i.e., FedEx, UPS, courier, etc.) **does not** permit this label to be affixed on the outside of their delivery box or envelope, then the proposer must seal the contents of their proposal and affix this label on the sealed package before they place that package in the box or envelope provided by the delivery service.

If this label is not used, it is the proposer's responsibility to ensure this information is written on the outside of the delivery package. Proposals received by the DFW Airport that do not have the information requested below displayed on the outside of their proposal may be rejected.



DFW AIRPORT CONCESSIONS PROPOSAL SUBMITTAL LABEL

Proposal Package Number:

Proposal Concept:

Due Date and Time:

Company Name:

Contact Name:

Company Address:

Telephone Number:

Email Address:

Box _____ of _____



THANK YOU



www.dfwairport.com/concessions



2400 Aviation Dr., DFW Airport, TX 75261