CITY OF NAPLES AIRPORT AUTHORITY (NAA)
Board of Commissioners
Notice of Audit Committee Meeting

AGENDA

Naples Airport – Airport Office Building Conference Room
200 Aviation Drive North
Naples, FL 34104

Thursday, February 20, 2025
Immediately Following Regular Meeting of the Board of Commissioners

Commissioner Rita Cuddihy – Chair
Commissioner Terrence W. Cavanaugh – Vice Chair, Audit Committee Chair, Consultant Selection Committee Member
Commissioner Kerry C. Dustin – Consultant Selection Committee Chair, Audit Committee Member
Commissioner Robert P. Burns – Consultant Selection Committee Member, Audit Committee Member Member
Commissioner John Crees, Noise Compatibility Committee Liaison

Executive Director: Christopher A. Rozansky
Authority Attorney: William L. Owens, Esq. of Bond, Schoeneck & King, PLLC

If you wish to address the Board of Commissioners regarding an item listed on the Agenda, please complete a Speaker Registration form (available at the rear of the room) and hand it to the Executive Assistant prior to consideration of that item. We ask that speakers limit comments to 5 minutes and that large groups name a spokesperson whenever possible. All written, audio-visual, and other materials distributed to the Board or staff during this meeting will become the property of NAA and will be a public record. Thank you for your interest and participation.

NOTICE

Formal action may be taken on any item listed on the Agenda below, or added to the Agenda before or during the meeting, or discussed during the meeting without being added to the Agenda. Also, the sequence of items may be changed as the meeting progresses.

Any person who decides to appeal a decision of this Board with respect to any matter considered at this meeting (or hearing) will need a record of the proceeding and may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be heard.

Any person with a disability requiring auxiliary aids or services in order to participate in this proceeding for meetings at the City Council Chamber may call the City Clerk's Office at 213-1015, or for meetings at the Airport Office Building, the NAA Executive Assistant's Office at 643-0733, with requests at least two business days before the meeting.

Information on Action Items and other items which has been provided in advance of this meeting may be inspected at the office of the Executive Assistant, General Aviation Terminal Building, 2nd Floor, 160 Aviation Drive North. Minutes of this meeting will be prepared for Board approval, usually at the next Regular Meeting.

Pledge of Civility

It is the desire of the City of Naples Airport Authority to encourage the open exchange of ideas, fair discussion of the issues, and the participation of all persons in government, therefore, we pledge to be respectful of each other even when we disagree, to direct all comments to the issues, and to avoid personal attacks during all meetings and workshops.

A. ROLL CALL

B. PLEDGE OF ALLEGIANCE

C. AGENDA (Add, delete or re-sequence items)

D. PUBLIC COMMENTS (Public comments accepted for items not otherwise listed on the Agenda; 5 minute limit)

E. DISCUSSION ITEM

1. Request for Proposals for Annual Financial Audit Services

F. NEW BUSINESS

G. PUBLIC COMMENTS

H. CORRESPONDENCE/COMMISSIONER COMMENTS & REQUESTS/MEETINGS

1. Upcoming Audit Committee Meetings

I. ADJOURN

Information on Discussion Items and other items which has been provided in advance of this meeting may be inspected at the office of the Executive Assistant, General Aviation Terminal Building, 2nd Floor, 160 Aviation Drive North. Minutes of this meeting will be prepared for Board approval, usually at the next Regular Meeting.

NOTE: The Audit Committee is comprised of Commissioner Cavanaugh (Chair), Commissioner Dustin and Commissioner Burns (Members). All NAA Commissioners are welcome to attend and can "opt in" to participate.

To: Honorable Chair of the Audit Committee and Commissioners

From: Christopher A. Rozansky, Executive Director

By: Ken Warriner, Senior Director of Finance and Administration

Meeting Date: February 20, 2025

Re: **DISCUSSION**

1. Request for Proposals for Annual Financial Audit Services

ACTION REQUESTED: Committee discussion and approval of the Request for Proposals for Annual Financial Audit Services for 5 years starting in FY 2025. On November 1, 2024, our current audit firm, MSL, PA announced they were acquired by Forvis Mazars, an international firm with more than 40,000 employees. MSL, P.A. completed their engagement for the FY 2024 audit in January 2025.

BACKGROUND: Article V, Section 3, of the Bylaws for the Governance and Operation of City of Naples Airport Authority states: "During each year of engagement, the Board shall consider and decide whether to renew the engagement with the current Auditors or to commence a competitive selection process for the retention of Auditors for the succeeding year in accordance with applicable law." Florida Statutes section 218.391 requires a special district to establish an "auditor selection committee" consisting of at least three members whose primary purpose is to assist the governing body in selecting an auditor to conduct the required annual financial audit (although the committee may serve other audit oversight purposes). Staff will shortlist the respondents to three firms for presentations to the Audit Committee in April 2025. Upon ranking by the Audit Committee, the firm will be presented for recommendation and approval to the Board of Commissioners at the June meeting.

COMMUNICATION PLAN: Not applicable.

FINANCIAL IMPACT: Audit services have been budgeted in the FY 25 budget.

REQUEST FOR PROPOSALS

ANNUAL FINANCIAL AUDIT SERVICES

City of Naples Airport Authority
160 Aviation Drive North
Naples, FL 34104

RFP Issue Date
February 24, 2025

Submittal Due Date
April 14, 2025

DRAFT

City of Naples Airport Authority

Request for Proposals

Annual Financial Audit Services

Monday, February 24, 2025

The City of Naples Airport Authority, a dependent special district and political subdivision of the State of Florida (the "Authority"), invites the submission of Request for Proposals (RFP) from all interested and qualified parties with Airport/FBO auditing experience for Annual Financial Audit Services. The RFP and related documents and information may be obtained from https://flynaples.com/doing-business-with-the-authority/open-bids/ beginning Monday, February 24, 2025.

Proposals must be submitted **no later than 1:00 P.M. Local Time on Monday, April 14, 2025.**

All questions concerning the RFP and/or the engagement letter and related documents and information must be emailed in Microsoft Word format to Linda Jackson Best, lbest@flynaples.com by **5:00 P.M**. **Local Time, Monday, March 17, 2025**. Answers will be posted as an addendum at the web address listed above by **5:00 P.M**. **Local Time, Monday, March 24, 2025.** Proposers are encouraged to monitor the Authority's website for posting of Addenda up until the submittal deadline.

All Proposers must be licensed in accordance with Florida Laws. The Authority recognizes fair and open competition as a basic tenet of public procurement. Respondents doing business with the Authority are prohibited from discriminating based on race, color, creed, national origin, handicap, age, or sex. The Authority has a progressive Disadvantaged, Minority, and Women-Owned Business Enterprises Program in place and encourages Disadvantaged, Minority, and Women-Owned Business Enterprises to participate in its RFP process.

The Authority reserves the right to waive any formalities or irregularities in the proposals received and to reject any or all proposals or to award or refrain from awarding the engagement for annual financial audit services, whichever is deemed to be in the Authority's best interests.

The Authority adheres to the Americans with Disabilities Act and will make reasonable modifications for access to Airport services, programs, and activities. Please call (239) 643-0733 for further information. Requests must be made at least 48 hours in advance of the event in order to allow the Authority time to provide the requested services.

PROSPECTIVE RESPONDENTS SHALL NOT CONTACT ANY COMMISSIONERS, EMPLOYEES, OFFICIALS OR STAFF OF THE AUTHORITY REGARDING THIS RFP OTHER THAN THE SPECIFIED CONTACT PERSON LISTED HEREIN.

I. NOTICE

In accordance with Florida Statute 218.391, the Authority is interested in acquiring Annual Financial Audit Services from qualified firms of certified public accountants to audit its financial statements starting for the fiscal year ending September 30, 2025. The intent is to secure annual financial audit services pursuant to an engagement letter (in a form acceptable to the Authority in its sole discretion) that provides for an initial term of one (1) year with the right to renew for additional one (1) year terms upon mutual written consent.

II. TIMELINE

RFP Issue Date	Monday, February 24, 2025
Request for Information/Questions Deadline	Monday, March 17, 2025, by 5:00 p.m. Local time.
Responses to Questions/Addendum Issued	Monday, March 24, 2025, by 5:00 p.m. Local time.
RFP Submittal Deadline	Monday, April 14, 2025, by 1:00 p.m. Local time.
Staff Selection Committee's Evaluation of Submittals to Determine Shortlist. General Aviation Terminal, 160 Aviation Drive North, Second Floor, Naples, FL 34104 (in the Larson Conference Room)	Wednesday, April 23, 2025, at 11:00 a.m. Local time.
Presentations/Interviews with the Authority's Audit Committee to Determine Recommended Ranking	Location, Date and Time to be determined (and shortlisted firms will be notified).
Approval of Final Ranking by the Authority's Board of Commissioners. City Hall Council Chambers, 735 8th Street S, Naples, FL 34102.	Thursday, June 19, 2025, at 8:30 a.m. Local time.
Engagement Letter Negotiations Begin with Highest Ranked Firm	Within a reasonable time after approval of final ranking by Board of Commissioners

III. CITY OF NAPLES AIRPORT AUTHORITY

The Authority was created under Laws of Florida 69-1326, as amended, as an independent authority responsible for the operation of the Naples Municipal Airport. It is governed by a five (5) member volunteer Board of Commissioners who are appointed by the Naples City Council. Under their direction, an Executive Director manages the airport and its programs.

The Authority financially supports itself directly from aviation fuel sales and airport user fees, and indirectly by airport user taxes. No local, state, or federal general taxes, such as property, utility, sales, intangible, or income taxes directly support the Authority. The Authority receives, for certain capital projects, state, and federal financial funds.

Florida Statutes 218.39, Auditor selection procedures, requires a special district to establish an audit committee whose primary purpose is to assist the governing body in selecting an auditor to conduct the

required annual financial audit. The audit committee is required to rank and recommend in order of preference no fewer than three (3) firms, unless fewer than three (3) firms responded. In making its ranking, the audit committee will consider the criteria set forth in the attached "Ranking Guidelines" (Attachment A).

General information about the Authority can be obtained from our official website http://www.flynaples.com.

The Authority has been audited for the fiscal year ended September 30, 2024. The Authority's Annual Comprehensive Financial Report is available on the Authority's webpage at http://flynaples.com. The Authority's FY 2025 Operating and Capital Budget is also available on the webpage.

IV. SCOPE OF SERVICES AND DELIVERABLES

A. The purpose of this RFP is to obtain the services of a public accounting firm, whose principal officers are independent certified public accountants, certified or licensed by a regulatory authority of the State of Florida, to perform a financial and compliance audit of the Authority.

1. The audit is to be performed in accordance with general auditing standards in addition to the following:

a. Section 218.39, Florida Statutes
b. State of Florida, *Rules of the Auditor General*
c. Rules of the Florida Department of Financial Services
d. AICPA Audit and Accounting Guide – Audits of State and Local Governmental Units
e. Federal and Florida Single Audit Acts
f. *Government Auditing Standards* issued by the Comptroller General of the United States
g. 2 CFR Part 200, Subpart F, the "Uniform Guidance"
h. Any other applicable rules and regulations

2. Following the completion of the audit of the fiscal year's financial statements, the auditor shall issue the following:

a. A report on the fair presentation of the financial statements in conformity with generally accepted accounting principles.
b. A report on the internal control structure based on the auditors' understanding of the control structure and assessment of control risk.
c. A report on compliance with applicable laws and regulations.
d. Reports on compliance with specific requirements applicable to Federal awards and State financial assistance programs, if applicable.
e. Other reports, as may be required.
f. The auditor shall communicate in a letter to management any reportable conditions found during the audit.

3. The auditor will prepare any required forms to be filed with Federal or State agencies.

4. Preparation of the Federal / State Single Audit Data Collection Form, if required, shall be the responsibility of the auditor.

5. The auditor will provide guidance in implementing changes for new governmental accounting standards issued by the Governmental Accounting Standards Board (GASB) at no additional fee (included in the engagement letter).

6. Auditors shall be required to make an immediate, written report of all irregularities and illegal acts of or indications of illegal acts of which they become aware to the Audit Committee.

7. During the term of the engagement, the auditor may be requested to perform additional services for the Authority. These services may include, but are not limited to, lease/contract compliance, information technology services and other special projects as requested.

8. Fee should include separate line item for the preparation of the Annual Comprehensive Financial Report (ACFR) with the Authority's input and information.

9. The majority of audit fieldwork shall be completed on site.

B. Working Papers Retention and Access to Working Papers

1. All working papers and reports must be retained, at the auditor's expense, for a minimum of five (5) years, unless the firm is notified in writing by the Authority of the need to extend the retention period. The auditor will be required to make working papers available, upon request, to the following parties or their designees:

a. Parties designated by the Federal or State governments or by the Authority as part of an audit quality review process.

b. Auditors of entities of which the Authority is a direct or indirect recipient or subrecipient of grant funds.

2. In addition, the firm shall respond to the reasonable inquiries of successor auditors and allow successor auditors to review working papers relating to matters of continuing accounting significance.

Anticipated FY 2025 Audit Schedule

Item	Scheduled Date
Audit Committee Meeting -Auditor Selection	May 2025
Board Approval of Audit Firm	June 2025
Interim Fieldwork	July/August 2025
Final Fieldwork	October / November 2025
Audit Committee Meeting	December 2025 / January 2026
Final audit report for approval and ACFR presented to Board of Commissioners	January / February 2026

V. MINIMUM RESPONDENT QUALIFICATIONS

Respondents must meet or exceed the following minimum requirements to be considered:

- Be licensed to practice public accounting within the State of Florida.
- Be a member of the American Institute of Certified Public Accounts and the Florida Institute of Certified Public Accountants.
- Have performed continuous CPA services in the governmental sector including Special Districts, for a minimum of five (5) years.
- Have experience auditing airports and/or fixed base operators (FBO's).
- Auditor Manager assigned to the audit should have at least three years of the same experience.

VI. CONTENT OF RESPONSES

The following sections and contents are required:

The purpose of the response is to demonstrate the qualifications, competence and capacity of the firms seeking to undertake an independent audit of the AUTHORITY. As such, the substance of the responses will carry more weight than their form or manner of presentation. The response should demonstrate the qualifications of the firm and of the particular staff to be assigned to this engagement. It should also specify an audit approach that will meet the RFP requirements.

A. A statement of qualifications accompanied by a brief transmittal letter prepared on the firm's letterhead, with firm name, years in business, contact person, address, and telephone number and signed by an individual who is authorized to commit the firm to the services and requirements of the RFP. The transmittal letter shall also acknowledge any Addendums pertaining to this RFP. Any exceptions to the terms and provisions of the RFP must be noted. The Authority maintains the right to reject the Respondent's exceptions.

B. The proposer should state the size of the firm's governmental audit staff, the location of the office from which the work on this engagement is to be performed and the number and nature of the professional staff to be employed in this engagement on a full-time basis and the number and nature of the staff to be so employed on a part-time basis.

C. Identify the principal supervisory and management staff, including engagement partners, managers, other supervisors, and specialists, who would be assigned to the engagement. Indicate whether each such person is registered or licensed to practice as a certified public accountant in Florida. Provide information on the government auditing experience of each person, including information on relevant continuing professional education for the past three (3) years and membership in professional organizations relevant to the performance of this audit.

D. For the firm's office that will be assigned responsibility for the audit, list similar work performed in the last five years and record of successful results of that work.

E. Provide a copy of the report on its most recent external quality control review, with a statement whether that quality control review included a review of specific government engagements.

F. Provide information on the results of any federal or state desk reviews or field reviews of its audits during the past three (3) years. In addition, the firm shall provide information on the circumstances and status of any disciplinary action taken or pending against the firm during the past three (3) years with state regulatory bodies or professional organizations.

G. Provide a copy of all licenses required.

H. Certificate of Insurance which meets the insurance requirements of the Authority.

I. The firm's understanding of the services requested.

J. Provide information on the circumstances, status, and results of any federal or state action taken or pending against the firm during the past three (3) years with state regulatory bodies or professional organizations.

K. If the proposer is a joint venture or consortium, the qualifications of each firm comprising the joint venture or consortium should be separately identified, and the firm that is to serve as the principal auditor should be noted, if applicable. Following the award of the engagement for annual financial audit services, no additional subcontracting will be allowed without the express prior written consent of the Authority.

L. References of three (3) similar clients in the State of Florida that can be contacted regarding the quality and competency of your firm and the named Project Manager. The interested Proposers are to submit the *Reference Questionnaire (*Attachment B) to at least three recent (within the last five years) clients who can provide information and ranking of levels of service regarding the Firm's ability to manage similar engagements and quality and breadth of services provided therewith. ***The referenced firms are to complete the Reference Questionnaire*** and return to Linda Jackson Best, lbest@flynaples.com within three days from the date the proposer sends to the references, or on or before the scheduled due date of the proposals.

M. Provide hourly rate schedule and an estimate of the total audit cost, including any fixed fee arrangements.

N. Provide software used to share information/files with client.

Proposers will be required to provide the following information on their audit approach:

a. Proposed timeline of the engagement.
b. Level of staff and number of hours to be assigned to the engagement.
c. Extent of use of auditing software in the engagement.
d. Type and extent of analytical procedures to be used in the engagement.
e. Approach to be taken to gain and document an understanding of the Authority's internal control structure.
f. Approach to be taken in determining laws and regulations that will be subject to audit test work.
g. Approach to be taken in drawing audit samples for purposes of tests of compliance.
h. Assistance to be provided in meeting the requirements of the "Certificate of Achievement for Excellence in Financial Reporting Program," under the GFOA.
i. Process to produce a meaningful "management letter." Include three recent "management letters" developed in connection with local government audits.

O. The proposal should identify and describe any anticipated potential audit problems, the firm's approach to resolving these problems and any special assistance that will be requested from the Authority.

P. The response to this RFP should be organized in the order set forth above.

VII. RFP QUESTIONS

A. Questions concerning this RFP shall be submitted in writing to Linda Jackson Best, Senior Procurement and Contracts Manager via email to lbest@flynaples.com **no later than 5:00 p.m. (local time) on Monday, March 17, 2025**. Respondents are encouraged to verify receipt of questions emailed to the Authority. Questions will be answered and posted online as an addendum on the Authority's website: http://flynaples.com/airport-information/bids-and-employment/ by **5:00 p.m. (local time) on Monday, March 24, 2025**. Respondents are strongly advised to monitor this site for any additional information and/or addendums regarding this solicitation.

B. Only emailed questions will be addressed and answered. The issuance of such posted responses is the only official method by which interpretation, clarification or additional information will be given by the Authority. Only requests answered by formal written responses will be binding. Oral and other interpretations or clarifications will be without legal effect. **Other communications with Authority staff or Commissioners regarding the RFP may result in submittal rejection.**

VIII. INSTRUCTIONS

Respondent shall carefully review and address all of the evaluation criteria outlined in this request. In order to be considered, respondent will demonstrate the firm's ability to provide the required services as listed in this RFP. Any data furnished by the AUTHORITY is for information purposes only. The full response shall not exceed **thirty pages**, not including copies of licenses or other copies of specific documents required to be submitted.

A. All responses to this RFP must be identified by the name of RFP and be submitted as follows:

ANNUAL FINANCIAL AUDIT SERVICES RFP
Attention: Linda Jackson Best
Senior Procurement & Contracts Manager
160 Aviation Drive North
Naples, FL 34104

No later than Monday, April 14, 2025, at 1:00 p.m. (local time)

B. Submit one (1) printed original response, and five (5) copies, **with one (1) electronic submittal, on a portable flash drive.** Both the originals, copies, and the USB drive should be submitted in one sealed package and be clearly marked.

C. All submittals will become the property of the Authority. The Authority is subject to the open records requirement of Florida State Statute Chapter 119, and as such, all materials submitted by the Respondent to the Authority are subject to public disclosure. The Respondent specifically waives any claims against the Authority related to the disclosure of any materials.

D. The Authority recognizes fair and open competition as a basic tenet of public procurement. Respondents doing business with the Authority are prohibited from discriminating on the basis of race, color, creed, national origin, handicap, age, or sex. The Authority has a progressive Disadvantaged, Minority, and Women-Owned Business Enterprises Program in place and encourages Disadvantaged, Minority, and Women-Owned Business Enterprises to participate in its RFP process. All responding parties are required to make all efforts reasonably necessary to ensure that Disadvantaged, Minority and Women-Owned Business Enterprises have a full and fair opportunity to compete for the engagement to provide these services. Information pertaining to the DBE/MBE/WBE Certification requirements can be obtained by calling the Authority DBE Liaison Officer at 239-643-0733.

E. The Authority adheres to the Americans with Disabilities Act and will make reasonable modifications for access to Airport services, programs, and activities. Please call (239) 643-0733 for further information. Requests must be made at least 48 hours in advance of the event in order to allow the Authority time to provide the requested services.

IX. SELECTION

Good Standing And Responsiveness Requirements: In order to be eligible for consideration, respondents must be in good standing with the Authority at the time their response is submitted and for the prior three (3) years. In making a determination of "good standing" hereunder, consideration shall include, but not be limited to, performance under recent agreements, monies owed, defaults on any agreements and/or other negative legal processes or adverse circumstances. Responses from respondents not in good standing shall not be evaluated or considered. It is the responsibility of the respondents to thoroughly examine this RFP and ensure that their response clearly and directly responds to each of the requirements of this RFP, including, but not limited to, its content and format. Any response determined by the Authority to be non-responsive, and any modifications received after the response submittal deadline, will not be evaluated or considered.

Evaluation of Responses and Determination of Shortlist by the Staff Selection Committee: A Staff Selection Committee comprised of staff of the Authority will evaluate responsive submittals to this RFP received from firms in good standing and then shortlist up to three (3) firms via a "dense ranking system" at a public meeting on Wednesday, April 23, 2025, at 11:00 a.m. (local time) held at the General Aviation Terminal, 160 Aviation Drive North, Second Floor, Naples, Florida 34104 (in the Larson Conference Room). A copy of the "Ranking Guidelines" to be used in evaluating and ranking each respondent who submits a response to this RFP, including the relative percentage importance placed on each evaluation criteria, is attached (Attachment A); provided, however, since presentations and interviews will only be with the Authority's Audit Committee, the Staff Selection Committee will not use "Quality of Presentation and Interview" as an evaluation factor in determining its shortlist. Publication of the shortlist will be posted on the Authority's website.

Presentations/Interviews and Recommended Ranking of the Shortlisted Firms by the Authority's Audit Committee: The Authority's Audit Committee was established in accordance with Section 218.391(2), Florida Statutes, and is comprised of members of the Authority's Board of Commissioners. Each of the firms shortlisted by the Staff Selection Committee (i) must make presentations to the Authority's Audit Committee and (ii) will be interviewed and evaluated by the Authority's Audit Committee at a public meeting at a location, date and time to be determined (and upon such determination all shortlisted firms will be notified). The presenters for each shortlisted firm will be limited to three (3) individuals, including at least the proposed Audit Partner and Audit Manager. Each shortlisted firm may take up to 30 minutes for its presentation to the Authority's Audit Committee, which should focus on your suggested approach and how you are going to ensure delivery of a quality project on time and within budget. After each shortlisted firm's presentation, there will be a 20-minute question and answer period. Upon conclusion of the presentations and interviews, the Authority's Audit Committee will (i) evaluate and rank in order of preference the shortlisted firms deemed to be the most highly qualified to perform the required annual financial audit services after considering the criteria set forth in the attached "Ranking Guidelines" (Attachment A) and then (ii) recommend such ranking to the Authority's Board of Commissioners for final approval.

Approval of Final Ranking by the Authority's Board of Commissioners: The Authority's Board of Commissioners will (i) review the recommended ranking received from the Audit Committee and then (ii) determine and approve a final ranking in order of preference the shortlisted firms deemed to be the most highly qualified to perform the required annual financial audit services at a public meeting on Thursday, June 19, 2025, at 8:30 a.m. (local time) held at City Hall Council Chambers, 735 8th Street S, Naples, FL 34102.

Competitive Negotiation of Engagement Letter: The Authority desires to award and enter into an engagement letter with a single firm under this RFP. As such, the Authority's staff will negotiate an engagement letter with the firm that was ranked the highest by the Authority's Board of Commissioners upon terms and conditions (including compensation) which the Authority determines is fair, competitive and reasonable in its sole discretion. Should the Authority be unable to negotiate a satisfactory engagement letter with the highest ranked firm, such negotiations will be formally terminated and the Authority's staff will then undertake negotiations with the firm ranked second by the Authority's Board of Commissioners. Should the Authority be unable to negotiate a satisfactory engagement letter with the second highest ranked firm, such negotiations will be formally terminated and the Authority's staff will then undertake negotiations with the firm ranked third by the Authority's Board of Commissioners. Notwithstanding anything in this RFP to the contrary, the Authority reserves the right in its sole discretion to not award and enter into any engagement letter hereunder and cancel this RFP in its entirety if the Authority is unable to negotiate a satisfactory engagement letter with any of the ranked firms.

X. ASSURANCES

By responding to this RFP, the Respondent assures the Authority that, if selected, he or she will:

Not assign or transfer the Authority's account, or any portion of the Authority's business, without the Authority's prior written approval.

Act in the Authority's best interest at all times.

XI. FAA REQUIRED PROVISIONS

General Civil Rights Provisions:

The Successful Bidder agrees to comply with pertinent statutes, Executive Orders, and such rules as are promulgated to ensure that no person shall, on the grounds of race, creed, color, national origin, sex, age, or disability be excluded from participating in any activity conducted with or benefiting from Federal assistance. This provision binds the Successful Bidder and sub-tier contractors from the bid solicitation period through the completion of the contract. This provision is in addition to that required of Title VI of the Civil Rights Act of 1964.

Title Vi Solicitation Notice
The Authority, in accordance with the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat.

252, 42 U.S.C. §§ 2000d to 2000d-4) and the Regulations, hereby notifies all bidders that it will affirmatively ensure that any contract entered into pursuant to this RFP, disadvantaged business enterprises will be afforded full and fair opportunity to submit bids in response to this RFP and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award.

Federal Fair Labor Standards Act (Federal Minimum Wage)

All contracts and subcontracts that result from this RFP incorporate by reference the provisions of 29 CFR part 201, the Federal Fair Labor Standards Act (FLSA), with the same force and effect as if given in full text. The FLSA sets minimum wage, overtime pay, recordkeeping, and child labor standards for full and part-time workers.

The Successful Bidder has full responsibility to monitor compliance to the referenced statute or regulation. The Successful Bidder must address any claims or disputes that arise from this requirement directly with the U.S. Department of Labor – Wage and Hour Division.

Occupational Safety and Health Act Of 1970

All contracts and subcontracts that result from this RFP incorporate by reference the requirements of 29 CFR Part 1910 with the same force and effect as if given in full text. The Successful Bidder must provide a work environment that is free from recognized hazards that may cause death or serious physical harm to the employee. The Successful Bidder retains full responsibility to monitor its compliance and their subcontractor's compliance with the applicable requirements of the Occupational Safety and Health Act of 1970 (20 CFR Part 1910). The Successful Bidder must address any claims or disputes that pertain to a referenced requirement directly with the U.S. Department of Labor – Occupational Safety and Health Administration.

XII. FLORIDA STATE PROCUREMENT LAW REQUIRED PROVISIONS-

Anti-Collusion Statement

Under no circumstances shall any prospective proposer, or any person or persons acting for or on behalf of any said prospective bidder, seek to influence or gain the support of any member of the Authority favorable to the interest of any prospective bidder or seek to influence or gain the support of any member of the Authority against the interest of any prospective bidder. Any such activities shall result in the exclusion of the prospective proposer from consideration by the Authority.

Convicted Vendor List

A person or affiliate who has been placed on the convicted vendor list following a conviction for a public entity crime may not submit a bid, proposal, or reply on a contract to provide any goods or services to a public entity; may not submit a bid, proposal, or reply on a contract with a public entity for the construction or repair of a public building or public work; may not submit bids, proposals, or replies on leases of real property to a public entity; may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity; and may not transact business with any public entity in excess of the threshold amount provided in s. 287.017 for CATEGORY TWO for a period of 36 months following the date of being placed on the convicted vendor list.

Discriminatory Vendor List

An entity or affiliate who has been placed on the discriminatory vendor list may not submit a bid, proposal, or reply on a contract to provide any goods or services to a public entity; may not submit a bid, proposal, or reply on a contract with a public entity for the construction or repair of a public building or public work; may not submit bids, proposals, or replies on leases of real property to a public entity; may not be awarded or perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity; and may not transact business with any public entity.

Invoice Compliance

All invoices, bills, fees, or other requests for compensation for services or expenses shall be submitted in detail sufficient for a proper pre-audit and post-audit thereof.

Travel Expenses

Bills for any travel expenses shall be submitted in accordance with Florida Stat. 112.061. A state agency may establish rates lower than the maximum provided in s. 112.061. GSA-published rates are current and approved by the Authority to use.

Public Records

The Authority may unilaterally cancel the engagement if the Successful Bidder refuses to allow the public access to all documents, papers, letters, or other material made or received by the Successful Bidder in conjunction with the engagement, unless the records are exempt from s. 24(a) of Art. 1 of the Florida State Constitution and s. 119.07(1).

No Contact

Respondents to this solicitation or persons acting on their behalf may not contact, between the release of the solicitation and the end of the 72-hour period following the agency posting the notice of intended award, excluding Saturdays, Sundays, and state holidays, any employee or officer of the executive or legislative branch concerning any aspect of this solicitation, except in writing to the procurement officer or as provided in the solicitation documents. Violation of this provision may be grounds for rejecting a response.

XIII. FLORIDA PUBLIC RECORDS LAW REQUIRED PROVISIONS

IF THE SUCCESSFUL BIDDER HAS QUESTIONS REGARDING THE APPLICATION OF CHAPTER 119, FLORIDA STATUTES, TO THE SUCCESSFUL BIDDER'S DUTY TO PROVIDE PUBLIC RECORDS RELATING TO THE ENGAGEMENT OR THIS RFP, CONTACT THE AUTHORITY'S CUSTODIAN OF PUBLIC RECORDS AT (239) 643-0733, administration@flynaples.com and/or 160 Aviation Drive North, Naples, Florida 34104.

XIV. PROTEST REQUIREMENTS AND PROCEDURES

To the fullest extent permitted by applicable law, by responding to this RFP all respondents hereby (i) acknowledge and accept that the requirements and procedures listed below shall govern and control all protests or other claims with respect to this RFP, any of the terms, conditions and specifications under this RFP (or any Attachments or other documents delivered in connection herewith) and/or any award or other decision (or any intended award or other decision) relating thereto and (ii) covenant and agree to adhere to and abide by all of the following requirements and procedures:

1. Any party who is adversely affected by any award or other decision (or any intended award or other decision) by the Authority must file with the Authority a notice of protest in writing within 72 hours after the posting of the notice of award or other decision (or intended award or other decision);

2. With respect to a protest of (or any other claim with respect to) the terms, conditions and specifications contained in this RFP (or any Attachments or other documents delivered in connection herewith), including any provisions governing the methods for evaluating responses, ranking respondents, awarding contracts, reserving rights of further negotiation or amending any contract, a notice of protest must be filed in writing within 72 hours after the posting of this RFP;

3. With respect to a protest of (or any other claim with respect to) the revoking, canceling, re-issuing, re-advertising, postponing, amending or modifying of this RFP by the Authority, a notice of protest must be filed in writing within 72 hours after the posting of the notice of the event which is being protested;

4. The formal written protest must be filed in writing within 10 days after the date the notice of protest is filed. The formal written protest shall state with particularity the facts and law upon which the protest is based. Saturdays, Sundays and state holidays shall be excluded in the computation of the 72-hour time periods provided herein;

5. Any person who files a protest pursuant hereto must post, at the time of filing the formal written protest (or within the 10-day period for filing the formal written protest), a bid protest bond payable to the Authority, in an amount equal to Twenty Five Thousand and 00/100 Dollars ($25,000.00). The original bid protest bond must be filed via hand-delivery to the Authority at the time the formal written protest is filed or within the 10-day period allowed for filing the formal written protest. The bid protest bond shall be conditioned upon the payment of all fees, expenses and costs, including reasonable attorneys' fees, that are determined against the protestor in the arbitration or any subsequent court proceeding;

6. Failure to (i) file a notice of protest in strict compliance with the time periods and other requirements set forth herein or (ii) file a formal written protest and bid protest bond in strict compliance with the time periods and other requirements set forth herein shall each constitute a waiver of (a) protest proceedings and (b) all other rights and claims with respect to this RFP, any of the terms, conditions and specifications under this RFP (or any Attachments or other documents delivered in

connection herewith) and any award or other decision (or any intended award or other decision) relating thereto.

7. Upon receipt of both the formal written protest and bid protest bond that have been timely filed, the Authority shall stop the solicitation or contract award process until the subject of the protest is resolved by final action by the Authority, unless the Executive Director of the Authority sets forth in writing particular facts and circumstances which require the continuance of the solicitation or contract award process without delay in order to avoid an immediate and serious danger to public health, safety, or welfare;

8. The Authority shall provide an opportunity to resolve the protest by mutual agreement between the parties within 7 days, excluding Saturdays, Sundays, and state holidays, after receipt of a timely filed formal written protest and bid protest bond.

9. If the protest is not resolved by mutual agreement within 7 days, excluding Saturdays, Sundays, and state holidays, after receipt of the timely filed formal written protest and bid protest bond, then the protest shall be settled and determined through arbitration held in Naples, Florida, in accordance with the Rules of Commercial Arbitration of the American Arbitration Association ("AAA") by a single qualified licensed neutral arbitrator (the "Arbitrator") mutually selected by the parties; provided, however, notwithstanding the foregoing or anything to the contrary, the parties and the Arbitrator shall agree to conclude the entire arbitration proceedings within 45 calendar days (including Saturdays, Sundays, and state holidays) from the Authority's receipt of the formal written protest and bid protest bond so that the Arbitrator can render a written decision no later than 60 calendar days (including Saturdays, Sundays, and state holidays) from the Authority's receipt of the formal written protest and bid protest bond. If the parties are unable to mutually select the Arbitrator within 7 days, excluding Saturdays, Sundays, and state holidays, then the Arbitrator shall be selected by two (2) other qualified licensed neutral arbitrators, one of whom shall be selected by each party. The written decision of Arbitrator shall be binding, final and conclusive on the parties. Judgment on the written decision rendered by the Arbitrator may be entered in any court having jurisdiction thereof. The fees and expenses of the arbitration hereunder shall be part of the written decision rendered by the Arbitrator. The prevailing party in the arbitration hereunder shall recover its expenses and costs, including reasonable attorneys' fees, from the non-prevailing party.

XV. ATTACHMENTS

Attachment A: Ranking Guidelines
Attachment B: Reference Questionnaire

Attachment A

Ranking Guidelines

		%
Professional Qualifications Necessary for Satisfactory Performance		15
Audit Partner, Audit Manager and key audit team members are qualified to perform the external audit.		
Auditor's knowledge of standards and procedures.		
Specialized Experience and Competence in the Type of Work Required		15
Audit firm and audit partners has provided comparable Airport/FBO clients with which they have been involved.		
Past Performance on Audits with Government Agencies		15
Past performance evaluations.		
References, if no past work has been performed for the Authority by this Auditor.		
Understanding of the Project		10
Auditor has provided logical approach to tasks and issues of the project		
Cost Control- Total Cost of Audit Services		15
Disadvantaged Business Enterprise Goal		5
Quality of Presentation and Interview		25
Presentation was clear and concise.		
Questions were appropriately answered by the auditor.		
Total		**100**

DRAFT

Attachment B

Reference Questionnaire

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