

NOTICE TO BIDDERS
NON-EXCLUSIVE RENTAL CAR CONCESSIONS
FOR THE FUTURE CONSOLIDATED RENTAL CAR FACILITY
AT HONOLULU INTERNATIONAL AIRPORT
STATE OF HAWAI'I

Tenders by sealed bids for concession contracts relating to the operation of non-exclusive rental car concessions (individually and collectively “**Concession**”) at the future consolidated rental car facility (“**Facility**”) at Honolulu International Airport (“**Airport**”), Honolulu, Hawai‘i, for a period of ten (10) years, will be received by the State of Hawai‘i, by its Director of Transportation (“**State**”), c/o State of Hawai‘i, Department of Transportation, Airports Division, Property and Business Development Office, Honolulu International Airport, Inter-Island Terminal Building, 400 Rodgers Boulevard, Suite 700, Honolulu, Hawai‘i 96819-1880, up to 2:00 p.m., Hawai‘i Standard Time (“**HST**”) on Wednesday, January 22, 2014, at which time and place the bids will be publicly opened and read. The State reserves the right to cancel the bid opening for any reason whatsoever.

The Concession bid documents describing the Concession, including, without limitation, the Consolidated Rental Car Facility Concession Agreement and Facility Lease (“**ConRac Agreement**”), may be obtained from the State’s Airports Division, located at the Honolulu International Airport, Inter-Island Terminal Building, 400 Rodgers Boulevard, Suite 700, Honolulu, Hawai‘i 96819-1880. The Concession bid documents may be purchased upon the tender of the nonrefundable sum of FORTY AND NO/100 DOLLARS (\$40.00) in United States currency or certified check. The Concession bid documents may also be downloaded at hidot.hawaii.gov/dot/airports/doing-business/concession-notices without charge.

The Concession bid documents are subject to revision(s) at any time prior to bid opening. Any revisions, changes, or amendments to the Concession bid documents will be posted and available for download at hidot.hawaii.gov/dot/airports/doing-business/concession-notices.

The Concession bid documents for a Concession will include: (1) this Notice to Bidders; (2) the Instructions to Bidders; (3) the Bid Intent Package, including the Notice of Intention to Bid; (4) the Bid Proposal Package; (5) the ConRac Agreement; (6) the Concession Bond; (7) the Performance Bond; and (8) all of the attachments thereto.

An initial pre-bid conference will be conducted by the State on Tuesday, June 25, 2013, commencing at 9:00 a.m., HST, to familiarize prospective bidders with the nature of the Concession bid documents, including a business term sheet outlining the major provisions of the ConRac Agreement.

Additional pre-bid conferences will be conducted by the State on Tuesday, July 30, 2013,

Tuesday, August 27, 2013, Tuesday, September 24, 2013, Tuesday, October 22, 2013, November 19, 2013 and January 9, 2014 commencing at 9:00 a.m., HST, to further familiarize prospective bidders with the nature of the Concession bid documents, including the ConRac Agreement.

Bidders are advised to attend all pre-bid conferences which will begin promptly at 9:00 a.m., HST, at the Airports Division, Conference Room C, located at Honolulu International Airport, Inter-Island Terminal Building, 400 Rodgers Boulevard, Suite 700, Honolulu, Hawai'i 96819-1880. State representatives will be available to preliminarily respond to questions at the conferences. Any oral responses given by State representatives at the pre-bid conferences will be preliminary and subject to further revisions and clarification.

Questions needing a final, formal response from the State should be submitted in writing. The deadline for submitting all written questions, including the resubmission of any submitted for the pre-bid conference, for which a prospective bidder desires to obtain the State's written response will be 4:00 p.m., HST, on Monday, January 13, 2014. The State will provide final written responses to all written questions properly submitted by the Monday, January 13, 2014, deadline.

Persons needing special accommodations at the pre-bid conferences due to disabilities may notify the State's Airports Division by calling (808) 838-8075, or by writing to the State of Hawai'i, Department of Transportation, Airports Division, c/o Property Management Supervisor, Honolulu International Airport, Inter-Island Terminal Building, 400 Rodgers Boulevard, Suite 700, Honolulu, Hawai'i 96819-1880, or by facsimile at (808) 838-8753.

The non-exclusive concessions will operate at the Facility (see Exhibit B) that is being developed at Honolulu International Airport. It is currently anticipated that the Facility will be operational in 2018. The Facility is located at the site of the current rental car concession operations across from the Airport's overseas terminal. The first four (4) levels of the Facility will be utilized for rental car vehicle parking and the fifth (5th) level for overflow rental car vehicle storage. The current Facility concept includes approximately 2,250 rental car parking stalls on the four (4) rental car ready return levels. The approximately 25,000 square foot rental car customer service area ("CSA") will be located on the second level of the Facility. It is anticipated that space for retail concessions will be included in the CSA, however all revenue paid by these concessions will go to the State. Adjoining and connected to the Facility to the south will be a four (4) level structured quick-turnaround area ("QTA") facility to provide rental car vehicle fueling, washing, servicing, and light vehicle maintenance.

Based upon the number and relative sizes of the prospective bidders, the State intends to offer pre-determined "packages" of space located within the Facility. Each space package is anticipated to consist of: (a) rental counters, office and queuing space in the CSA, (b) use of the ready/return area and, (c) use of the QTA area in the QTA building adjoining the Facility, which includes vehicle stacking spaces, fueling positions, vehicle light maintenance bays, and vehicle wash bays.

The pre-determined space packages will be further divided into two (2) or more “tiers”, with each tier containing space packages of relatively equal sizes. For example, depending upon the number and size of the prospective bidders, there may one (1) tier consisting of two (2) large-sized space packages; a second tier consisting of three (3) medium-sized space packages; and a third tier for small operators. Separate minimum upset concession fees will be established for each of the tiers.

Upon commencement of operations at the Facility, no rental car companies will be permitted to pick up or drop off their customers at the Airport terminals. All rental car customers will be transported between the terminals and the Facility via a common-use shuttle busing system. Off-Airport rental car companies will be required to pick up and drop off their customers at a designated location at the Facility.

Each bidder will be required to: (1) fill out and properly complete a Bid Intent Package, including, without limitation, a completed Notice of Intention to Bid and Qualification Questionnaire; and (2) submit the foregoing completed items, together with: (a) financial statement or statements; (b) other documents and tax clearance certificates, to the State’s Airports Division, located at Honolulu International Airport, Inter-Island Terminal Building, 400 Rodgers Boulevard, Suite 700, Honolulu, Hawaii, 96819-1880, not later than 4:00 p.m., HST, on Friday, September 6, 2013. The questionnaire(s) included as part of the Bid Intent Package will be considered confidential and will not be made available for inspection by the general public.

Any individual, corporation, limited liability company, partnership, joint venture or other entity (including (1) any entity in which the bidder is an owner and (2) any stockholders, members, partners or owners of the bidder) shall be deemed not qualified to bid if it is in arrears in any payment, or in default of any obligation, including taxes and special assessments, owing to the U.S. Internal Revenue Service and/or the State of Hawaii or any of its political subdivisions (including default as a surety or failure to perform faithfully and diligently any previous lease, license, permit or any other type of contract with the State of Hawaii or any of its political subdivisions).

A stockholder of a closely-held corporation, a member of a closely-held limited liability company, a partner in a partnership or joint venture, or an owner of any other legal entity is defined as the holder or owner of a ten percent (10%) or more ownership interest in the corporation, limited liability company, partnership, joint venture, or any other legal entity.

All bidders will submit bid proposals using the forms furnished by the State as part of the Concession bid documents.

The State desires to actively promote the growth and development of Disadvantaged Business Enterprise (“**DBE**”) participation in concessions awarded at all public

airports in the State of Hawai'i. In accordance with Title 49, Subtitle A, Parts 23 and 26, Code of Federal Regulations, entitled "Participation by Disadvantaged Business Enterprises in Airport Concessions" and "Participation by Disadvantaged Business Enterprises in Department of Transportation Financial Assistance Programs," respectively, it is the policy of the State's Airports Division to ensure that DBE firms have an equal opportunity to receive and participate in concessions at all public airports. Accordingly, all qualified DBEs are encouraged to compete for a rental car Concession at the Airport. Each business wishing to compete or participate as a DBE must be certified as a DBE by the State prior to the deadline date and time specified for the submission of sealed bids.

In addition, the State has established a 15% DBE goal for the provision of goods and services for each of the concessions awarded under this offering.

For information and assistance in applying for DBE certification, please call the DBE Program Manager at (808) 838-8708.

The State reserves the right to reject any and all bids and to waive any defects in the bids or cancel this invitation for bids when, in the opinion of the State's Director of Transportation, such rejection, waiver, or cancellation will be in the best interests of the State and the general public.

GLENN M. OKIMOTO, Ph.D.
Director of Transportation