

United States Department of the Air Force

Air Force Materiel Command Air Force Real Property Agency (AFRPA)



Enhanced Use Leasing Kirtland Air Force Base

RFQ No. AFRPA-07-0002

REQUEST FOR QUALIFICATIONS APPENDIX A Glossary

**PROPOSALS ARE DUE NO LATER THAN
5:00 P.M. ET 24 April 2007 AT:**

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APPENDIX A. GLOSSARY

Preamble

This Glossary contains those terms commonly used throughout the Project Documents. Since it is the Government's intent that each Project Document stands on its own, should there be a conflict between a definition as set forth in this Glossary and a definition as set forth in the Project Document, it is the Project Document definition that controls for that particular document.

All-in Cost of Financing	A total interest rate expressed as a percentage including the underlying benchmark rate, all credit spreads, premiums and expenses associated with providing the principal amount of the loan. The calculation shall account for the timing of all applicable expenses including, but not limited to, any underwriting fees, debt service reserve amounts or surety policy costs, registration costs, trustee fees and commitment fees.
Applicable Laws	Collectively, all present and future laws, ordinances, rules, requirements, regulations, and orders of the United States, the state where the Leased Premises are located and any other public or quasi-public Federal, state, or local authority, and/or any department or agency thereof, having jurisdiction over the Project and relating to the Project or imposing any duty upon the Lessee with respect to the use, occupation, or alteration of the Project during the Lease Term.
Business and Leasing Plan	The documents agreed to by the Government and the Lessee at closing which define all of the Lessee's plans for implementing the Project.
Certificate of Compliance	A certificate issued by the Government indicating that the Project has been approved for occupancy in accordance with the Final Plans. A Certificate of Compliance may be issued with respect to each phase and the "Final Certificate of Compliance" shall refer to the certificate issued with respect to the last phase of the Project.
Commitment Letter	A formal offer by an investor making explicit the events leading up to and terms under which it agrees to lend money to a specific borrower over a certain period of time.
Concurrent Legislative Jurisdiction	Where, in granting to the United States authority which would otherwise amount to exclusive jurisdiction over an area, the State concerned has reserved to itself the right to exercise, concurrently with the United States, all of the same authority.
Day	The term "Day" shall mean a calendar day unless otherwise specified in writing.
Final Plans	Any or all of the Development Plans that are 100% complete and approved by the Government.
Government Lease Payment Account (GLPA)	Now called an In-kind Consideration Account (see below).
Highest Ranked Offeror	The Offeror selected by the Government who has provided the most advantageous proposal based on the factors and subfactors described in the Request for Qualifications. The Government will negotiate and finalize a Business and Leasing Plan and other Project Documents with the Highest Ranked Offeror.

Impositions Reserve Account	The account established and maintained by the Lessee to fund real estate taxes and insurance obligations per the Operating Agreement.
Improvements	The buildings, structures, appurtenances, utility distribution systems and other improvements now or to be located on the Project Site, which are to be constructed, demolished and/or renovated and to be maintained in accordance with the Final Plans and the transaction documents.
In-kind Consideration Account (ICA)	The account established and maintained by the Lessee to receive rent in the form of in-kind consideration of not less than the fair market value of the leasehold of the EUL Assets.
Installation	Kirtland AFB
Land	The real estate located on or off the Installation which the Lessee is developing as part of the Project.
Lease Agreement	The Lease between the Government and the lessee for the redevelopment of the underutilized asset on Kirtland AFB.
Leased Premises	The real estate located on the Installation which the Lessee is developing as part of the Project.
Lessee	The Lessee identified in the Lease Agreement.
Offeror	A party that submits a proposal in response to the solicitation.
Operating Agreement	The agreement between the Department of the Air Force (the “Government”) and the Lessee which defines the obligations of the Lessee to operate and maintain the Leased Premises and the Improvements on the Leased Premises during the term of the enhanced use lease as set forth in the attached Business and Leasing Plan.
Project	Collectively, the Project Site and the Improvements thereon.
Project Documents	The documents issued or executed in connection with the Project, including, but not limited to, the Lease Agreement, Operating Agreement, and other agreements.
Project Site	The Land and/or the Leased Premises on which the Project is developed by the Lessee.
Proprietary Legislative Jurisdiction	Where the Federal Government has acquired some degree of right or title to an area in a State, but has not obtained any measure of the State’s authority over the area. In applying this, recognition should be given to the fact that the United States, by virtue of its functions and authority under various provisions of the Constitution, has many powers and immunities not possessed by ordinary landowners with respect to areas in which it acquires an interest, and of the further fact that all its properties and functions are held or performed in a governmental capacity as distinguished from an action performed by a private owner or citizen.
Qualified Surety	An insurer carrying a rating no less than 2 ratings lower than the highest rated bond.
Related Party	The term “Related Party” has the same meaning for the Request for Proposal as it does in Financial Accounting Standards Board (FASB) Statement Number 57, “Related Party Disclosures.” The Offeror shall disclose all parties related to the Offeror or any Joint Venture or contractor for all work to be performed under this solicitation.

Related Party Fees	The Lessee, its Joint Ventures, and contractors shall disclose all related party transactions in the same manner as is required by Financial Accounting Standards Board (FASB) No. 57, and Statement on Auditing Standards Number 45, "Related Parties."
Replacement Reserve Account	The account established and maintained by the Lessee to fund the maintenance of any Improvements per the Operating Agreement.
Rent	Rent means, collectively, Base Rent, Additional Rent, and Supplemental Rent which the Lessee is obligated to pay the Government under the Lease Agreement.
Term Sheet	A document summarizing the details of a financing structure and terms under which the Business and Leasing Plan would be executed.
Utilities Privatization	A means available to the Government to secure third party services to own and maintain base utility systems. See the following site information: http://www.afcesa.af.mil/Directorate/CEO/Contracts/UtilPrivatization/default.htm .