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VIA ELECTRONIC MAIL

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It is difficult to conceive that after 27 years of planning, a series of nearly always unanimous votes by the Miami-Dade County Commission furthering the waterpark project at Zoo Miami, a voter referendum which overwhelmingly supported a mixed use entertainment project at Zoo Miami anchored by a waterpark to be built in the Zoo parking lot, and an already approved long term ground lease for the project, that the County has taken the unprecedented step of suing Miami Wilds as a way to exit the ground lease thru the federal courts. Indeed, the only reason why the County and federal agencies are in federal court in the first place is because those two parties messed up.

Unbelievably, after 27 years of planning and the obtaining of entitlements, the Commission and the administration are now questioning the suitability of the Zoo parking lot to accommodate the waterpark. This is all being done without any credible evidence that the project would harm endangered species. Indeed, the credible evidence indicates the contrary. Numerous opponents to Miami Wilds have been disseminating misinformation to the media and the community in order to generate renewed opposition based on falsehoods and innuendo without any public challenge from Miami-Dade County which has been planning the project for decades.

This letter is intended to provide context and perspective regarding the Miami Wilds project and the current status, address issues that have been raised in the current frenzied reaction to the development by some groups and individuals, and to serve as a reminder of Miami Wilds' importance to South Dade and Zoo Miami as an economic generator for the area and fiscal bulwark against growing public subsidy of the Zoo which today stand at \$20 million and have continued to grow. Miami Wilds is viewed nationally by the industry's investment community as the #1 waterpark opportunity in the United States. We are incredulous that Miami-Dade County is so comfortable abandoning this opportunity for South Dade; the area of the County with the fewest jobs and most limited tourism.

As soon as the U.S. National Parks Service provides the County a clean deed which allows the ground lease to be marketable and the project to proceed as planned, Miami Wilds remains and is ready, willing and able to develop a 1st class waterpark and ancillary retail/dining adjacent to the front door of Zoo Miami.

Based upon the limited discussion at the September 19th Miami-Dade Board of County Commission meeting and broader discussions in extensive media coverage, there is a high degree of misunderstanding surrounding the Miami Wilds amendment to the lease before the County Commission. **The goal of the lease amendment is not to give Miami Wilds more time as a result of any fault or failure of Miami Wilds; but rather, the amendment is principally to provide time to the County and National Park Service to correct what the County and NPS believes is a flaw in the existing release of deed restriction, not the Miami Wilds lease with the County. That is a document which Miami Wilds is not party too, and which the County has indicated is necessary to ensure the validity of the lease with Miami Wilds.** The other substantive change in the amendment is the result of a major concession by Miami Wilds to eliminate the hotel from the initial development program given concerns expressed by some environmental groups and Zoo staff of having a 24/7 hotel operation in the parking lot adjacent to the Zoo. A hotel would still be developed but at a later time on a separate parcel which is currently part of the agreement with Miami Wilds. This parcel currently is developed with housing. The plan, outlined in the amendment, includes rebuilding the moderate rent housing on-site at more appropriate densities, allowing the current residents, zoo employees, and project employees who qualify for affordable housing to live close to work. The relocation of the hotel is a perfect example of how Miami Wilds is a poster child for *dammed if you do/dammed if you don't*. Our concession to move the hotel, has generated questions of financial viability, level of financial support of the Zoo, and questioning of the continued rationale for the \$13.5 million grant from the County to redevelop the Zoo's parking lot and bring it up to code requirements and standards. To be clear, if the Commission wants the hotel back on the Zoo property, we'll happily deliver it concurrent with the waterpark as was originally called for in the current lease.

Miami Wilds has spent millions of dollars in 3rd party expense and thousands of man hours over 10 years working with Miami-Dade County and Zoo Miami in a good faith partnership to deliver the County's nearly three-decade vision of a 1st class waterpark, family hotel, and ancillary dining and retail. **Indeed, after being selected through a competitive process in 2013, Miami Wilds has continually adjusted and modified the plan for the project as a result of a cascade of hurdles, problems, and errors none of which were of Miami Wilds' making.** These include the following:

- *Years of Delay in Obtaining Modification to Release of Deed Restrictions* – While the decision to scale back Miami Wilds to just paved areas occurred in 2015, the County did not obtain the modified Release of Deed Restrictions until February 2022. The original survey for the new release area was completed in 2017. It then took approximately one-and-one-half years following the approval of the lease in 2020 by the Board of County Commission to obtain the release. The federal agencies are reasonably slow, but there was little reason for this taking so long other than extended periods of lack of attention by the County Attorney's office;
- *Procurement Process Trip Up* – Although selected unanimously through a traditional procurement process without any protest or complaint from other bidders or the public, following months-and-months of internal County ruminations, the procurement was abandoned and converted to an economic development Chapter 163 125.045 negotiations. This was due to the limitations of the cone of silence internal to the County and anti-collusion rules which forbade Miami Wilds from communicating with the second place bidder which the County specifically asked Miami Wilds to explore incorporating into the Miami Wilds project;

- *County Masterplan Included Developing In Pine Rocklands* – The County’s masterplan for the Zoo Miami Entertainment Area included in the original procurement, and subsequent 2011 release of deed restriction from the National Park Service called for development in Pine Rockland areas. As these issues were raised by outside groups following the announcement of the development of a Walmart adjacent to the Zoo, the County decided that it could no longer support its own masterplan and asked Miami Wilds to agree to dramatically reduce the footprint of the project, which we did;
- *2nd Required Release of Deed Restriction Not Identified By County Until Right Before Commission Vote in 2020 Triggers Change to Parking Concession Agreement* – A second required release of deed restriction, which covers the overflow and bus parking areas south of the Gold Coast Railroad Museum, went again unnoticed by the County until right before the 2020 Commission vote. This required modifying the lease following the vote to turn the sections of the lease which addressed parking into a concession agreement. This took months for the County to complete. Likewise, that relatively small 2nd concession area is presently going through the federal NPS process for release of deed restrictions when it could have been completed long before the vote. It was another significant complication for no rational reason that we are aware of other than lack of diligence and oversight by the County Attorney’s Office;
- *Fatal Error in Release of Deed Restriction* – Despite taking 7 years to modify the release of deed restriction, nobody in the federal Department of Interior or the County, the two parties to the release of restriction, recognized that the Section 7 USFWS process was required to be completed *before* the release of deed restriction was granted, not after. An extraordinary oversight, as this is not Miami-Dade County’s first rodeo with Section 7 environmental consultation. This oversight by the County has brought us to the situation we are in today, not having a marketable lease until the release of deed restriction can be reversed, the Section 7 process completed, and the release reinstated. Due to the error of the federal agencies working in conjunction with the County, Miami Wilds has been entirely unable to proceed for months since the County and NPS notified Miami Wilds in November, 2022 that it did not believe it had any affirmative defense if the environmental groups were to follow through on their threatened lawsuit (which ultimately was filed in February 2023). As a result, the lease amendment only provided additional time extensions which became necessary because of the carelessness and lack of attention to process by the County and federal agencies.

Key Issues and Associated Facts

There are a number of major issues which have been raised by several environmental groups and certain County commissioners. We respond to the most repeated of these below:

Florida Bonneted Bat Impacts

A complete and competent study has been done, which confirmed that bat activity is nowhere near the levels claimed by certain advocacy groups. The most recent study, conducted by Johnson Engineering, a regular consultant to Miami-Dade County established in 1946 and which completes FBB acoustic studies multiple times a year in full compliance with USFWS protocols, has submitted all results and data to the

County and US. Fish & Wildlife Service (USFWS). In contrast, the former, "Preliminary Study," suspiciously issued by an advocacy group immediately before the ground lease vote in October 2020, has never submitted any detailed data to either the County or U.S. Fish & Wildlife. The Preliminary Study is not a scientific document – that would require submission of data for peer review. Rather, it is a glorified press release that does not even name its authors.

And the results of the advocate preliminary study are insanely outlandish. It's the old saying, if it looks like a duck and quacks like a duck, it's a duck. Bat Conservation (the advocacy group that conducted the "study") has deliberately refused all requests to share their data with the County or USFWS. Johnson Engineering has. If the environmental groups insist on claiming that Miami Wilds will harm the bats, then it is their responsibility to come forward and present the data and evidence underlying their claimed results. We stand behind ours, will subject our consultant's acoustic files to data integrity and peer review and are willing to sit down and engage in earnest to make this project a standard of quality and education for future generations of young environmentalists. We are committed to protecting and maintaining the surrounding environment near the Zoo's paved parking lot site.

\$9 parking charge

The revenue after expenses from the new \$9 parking charge for the Zoo will be paid entirely to the Zoo and used for future investments and operations. Currently, even after gate, concession and merchandise revenue, the County's taxpayers subsidize the Zoo to the tune of \$20 million per year. There is no reason why the majority of residents of the County, many of whom never visit the Zoo, must subsidize a much smaller number of people who travel to the Zoo by car. School bus, church van, rideshare, and Zoo volunteers will continue to park free of charge. If you visit Seaquarium, you pay more than double the \$9, the County funded museums and Performing Arts Center are \$18 to park. Outside of Miami: Florida Aquarium in Tampa is \$10.50, Bronx Zoo is \$20, Philadelphia Zoo is \$17, the San Diego Zoo provides free parking but makes up for it with an entrance fee more than triple that of Zoo Miami! Additionally, Miami Wilds is paying at the outset to improve the currently largely unlit parking lots, which have fallen into disrepair with no drainage and no shade in many areas of the lots. Indeed, the newly constructed parking lots which will be initially funded by Miami Wilds, are designed to reduce the heat island effect, add appropriate storm drainage so there is no runoff into the Pine Rockland, and add appropriate lighting for safety. Charging \$9 makes all the sense in the world if you want to start mitigating the impact of the Zoo shortfall on the taxpayers. Finally, the Zoo has been seeking parking revenue to offset the subsidy for years. We are unaware of any consultant to the County that has raised concerns about impacts on attendance as a result of imposing a \$9 parking charge starting in 2026 or later.

Traffic

The project will generate traffic, but in the opposite direction to the flow of rush hour traffic from the Turnpike with highest volumes on holidays and weekends when other traffic is lowest. However, the project is proposing several major roadway improvements such as the opening of SW 168th Street, an already dedicated right-of-way into the Zoo, to take traffic off of Coral Reef Drive and place it on the much less congested SW 117th Avenue. Likewise, a second entrance/exit is under review and already included in the CDMP through the Coast Guard Housing site, which would allow splitting westbound traffic exiting and entering the Zoo with eastbound traffic entering and exiting the Zoo. This will significantly improve

traffic flow. Unlike retailers, Miami Wilds shares the same concerns regarding traffic as area residents. The last thing Miami Wilds wants is for people to sit in traffic to-and-from the turnpike, spending less time in the waterpark and diminishing the experience they will report on social media. We have all of the incentive to improve and to deal with the traffic issue.

Financial Feasibility

There have been several questions raised about the financial feasibility and fiscal benefit to the Zoo. Previously, with a hotel at the front door of the Zoo, and now without. In fact, the benefits of the project to the County have changed for the better as a result of this hotel change of location. The hotel was generating only 10% of the total dollars that will be paid in rent to the County as a result of Miami Wilds, and the County will still receive rent for that land. Overall, moving the hotel will be an initial net 5% drop in revenue from what was projected the first few years. However, because we are retaining the land that was slated for the hotel for future expansion of the waterpark, the County will end up financially ahead. The waterpark is obligated to pay double the revenue to the County for every dollar generated from the waterpark then when it was slated to be built as a hotel. And we are still building a hotel, just on another site. Net, net, financially positive for the County. This is exactly what Ron Magill and others were asking for and indicated they would be amenable to supporting the project if we would agree to change the hotel location; we accommodated this request, clearly others did not honor their word.

\$13.5 Million Grant

The project budget inclusive of the waterpark, retail, and parking/infrastructure – but without the hotel for the first few years – will **still require an investment of more than \$100 million**. It is accurate that the lease amendment and Mayor's memo notes less than half that amount; however, we are entirely comfortable maintaining our commitment to \$100 million. The \$13.5 million grant will be invested entirely to redevelop the parking lot and bring it up to code requirements and standards. And grant funds will only be reimbursed in the form of rebates over five years, contingent upon Miami Wilds' ability to produce and maintain over 300 jobs.

Parking Lot is Not Critical Habitat for the Florida Bonneted Bat Under Proposed Rule

Parking lots as "paved areas" are excluded from critical habitat. *"Critical habitat does not include humanmade structures (such as buildings, aqueducts, runways, roads, and other paved areas) and the land on which they are located existing within the legal boundaries on the effective date of the final rule."* Federal Register /Vol. 87, No. 224 /Tuesday, November 22, 2022 / Proposed Rules page 71489.

Some groups have noted that the parking lots in some areas have shade trees which have been planted by humans, exactly the same as planted trees and landscaping at The Falls or Dolphin Mall. They have strangely referred to these as "tree islands" for the purposes of giving the impression that they are natural areas. However, a quick read of the Proposed Rule makes clear that tree islands refers to large natural areas such as what the USFWS refers to as the "Everglades Tree Islands" covering over 16,600 acres of land in the middle of the Everglades. It is certainly not landscaping shade trees planted by man in rows in a parking lot!

Environmental groups have also continually claimed that the darkness of the parking lots is what makes it a special place for the bat. And while the Miami Wilds waterpark development may have some events at night as does the Zoo (but will be closed after midnight in any case), the science referenced by the USFWS in the proposed rule makes clear the benefits of darkness vs. artificial light to the FBB is very much debatable: *“the Florida bonneted bat’s behavioral response to ecological light pollution has not been examined, and effects are not known (78 FR 61004, October 2, 2013, p. 61036). The species’ fast-flight and long-range flight capabilities may make it more able to exploit insects congregated at artificial light sources and more susceptible to risks associated with such responses (e.g., increased predation or harm from humans). Alternatively, artificial lighting may not be influencing the species’ foraging or other behaviors. Accordingly, at this time, there continues to be little information about the potential effects of light pollution on the Florida bonneted bat. Therefore, **upon further review of the best available information, we have removed ecological light pollution as a potential threat to the species that may require special management considerations or protection**, but we specifically request comments on this matter.”* Federal Register /Vol. 87, No. 224 /Tuesday, November 22, 2022 / Proposed Rules page 71473.

Misinformation To Date

We have pushed back against areas of misinformation through a media and social media outreach effort and have made significant progress using science and rationale information to tell Miami Wilds’ side of the story. However, the County which has all of the same information we have in our possession (or is the source of the information we are using, in many instances) has notably been publicly silent as it relates to providing public information which would clearly set the record straight. We will continue to provide credible information despite the fact that the County has now moved to sue us in federal court.

Our Position Today

We very much want to build this long planned and important project for the community and Zoo.

Based upon our most recent analysis, the project will generate more than \$2.25 million for the Zoo in the first year alone, growing as the project performs and gains traction. On the day it opens, it will create more than 300 full-time jobs (and many multiples of that number of individuals given part time employment) making it one of the top 10 single site private employers in South Dade. Likewise, the development will generate revenue for Pine Rockland restoration, and by the County’s own consultant analysis (Orca) should trigger growth in the Zoo attendance by approximately 1/3, which will further reduce the need for the \$20 million subsidy (2023) that the County provides the Zoo.

We had secured our financing partner and completed lender due diligence when the first of the lawsuits was filed against the County in October of 2022. This suit principally questioned the County’s interpretation of the 2006 voter referendum authorizing the project to proceed. Then, in November of 2022, the federal government brought to our attention that they believed they made a mistake in granting the release of deed restriction to the County. Miami Wilds was not party to this agreement, but this information notified Miami Wilds to the fact that progress on Miami Wilds would be stalled until the release of deed restriction could be rescinded and the error corrected. In February of 2023, the Federal government was sued, the County was later joined as a defendant as well.

Without a valid release of deed restriction upon which the lease is predicated, no progress can be made on construction and no lender or investor will touch the project until the error is rectified. Our financial partner, a US publicly traded company, has reiterated its support of the project once all the hurdles surrounding the project are lifted. Currently, Miami Wilds' lease is entirely unmarketable and unimplementable. This is the result of an issue between the County and Federal Government, and the County has an obligation to resolve it. Accordingly, we are unable to meet our obligations under the lease not by any action of Miami Wilds, but as a result of errors and oversights by the County and federal agencies. To this end, once the Federal agencies made clear that they believed they had no affirmative defenses to the main charge in plaintiff's case (in November 2022), we have been escrowing rent payments until such time as the lease is in force and marketable again.

Call to Action

We believe the County is now making a monumental generational mistake in not embracing its own long-term plan to develop the Zoo Miami Entertainment Area at the Zoo given the strong evidence which indicates that the project will have a minimal to no impact on the surrounding habitats and significantly benefit the community. To abandon the plan will be giving in to the loudest voices in the room, which are neither providing valid information or representing the majority of residents in our community – as illustrated by the clear results of the referendum. Likewise, the notion of moving the waterpark to another site is not a viable solution. We have spent significant time scanning the market over the past 10 years, for competitive purposes, and have been unable to identify any public or privately owned property which would be appropriately located and valued to support the waterpark, parking, and ancillary investment. Indeed, the list has only narrowed over the past 10 years as other viable properties throughout South Florida (i.e., Lockhart Stadium in Ft Lauderdale) have been developed for other uses. Again, Miami Wilds is viewed by the family entertainment industry investment community as the #1 waterpark opportunity in the United States.

We Suggest Another Path

First, given the concerns voiced about the Florida Bonneted Bat (FBB), and the great variability in results of past studies, an independent peer review of the data and acoustic files behind three FBB studies should be completed immediately in order to provide an independent opinion of the quality and credibility of the data findings. The County, Bat Conservation International, and Miami Wilds would be required to turn over their acoustic and software files for a data integrity and peer review analysis of the acoustic files and subsequent analysis. This will provide a basis for the County, USFWS, and the community to make an educated and informed decision as to which report(s) provide the most complete and trustworthy analysis of the FBB's activity in and around the parking area.

Second, we should move forward together as partners and allow the USFWS Section 7 review, which is all about ensuring the protection of endangered species based upon best science, to proceed. Given all of its fiscal and economic benefit and lack of impacts on the surrounding environment, there is no credible reason for Miami Wilds not to be built at the front door of Zoo Miami. We have identified a number of ways to mitigate traffic impacts and will bring much needed life and activity into the area. Additionally, the project has already committed to provide millions of dollars in support to conservation efforts of the Pine Rockland Forest.

Mayor Daniela Levine Cava
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Now is the time to work together for the benefit of the community, the Zoo, and the improvement of the Pine Rockland Forest.

Sincerely,

Miami Wilds

cc. Miami-Dade County Commissioners, Jimmy Morales, Maria Nardi