



MOYNIHAN STATION DEVELOPMENT CORPORATION

REQUEST FOR QUALIFICATIONS FARLEY BUILDING EVENTS MARKETING & MANAGEMENT

ISSUED BY
MOYNIHAN STATION DEVELOPMENT CORPORATION
&
EMPIRE STATE DEVELOPMENT

APRIL 16TH, 2013

Deadline for responses: 12:00 PM (EST) on Tuesday, May 9th, 2013

If you intend to submit a proposal, please provide notice of your intention via email to msdc@esd.ny.gov so that you may receive all future notices for this solicitation.

All questions, comments, requests for clarification or any other communication regarding this RFP must be submitted via email to msdc@esd.ny.gov. MSDC will not accept, and cannot respond to, questions, comments, or requests for clarification via any other methods.

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INFORMATION FOR BIDDERS

Moynihan Station Development Corporation (“MSDC”)¹ and Empire State Development (“ESD”) hereby invite firms to submit qualifications for a one-year contract for the management of events at the James A. Farley Building Post Office Building (the Farley Building) and related services with three six (6) month options to renew the contract at the discretion MSDC and ESD. The Farley Building occupies an entire super block between Eighth and Ninth Avenues and 31st and 33rd Streets, immediately adjacent to Madison Square Garden and Pennsylvania Station.

MSDC, in cooperation with ESD and the Port Authority of New York and New Jersey (PANYNJ), is overseeing the redevelopment of the James A. Farley Post Office Building into Moynihan Station, a new Manhattan intercity passenger rail station for Amtrak. Construction for Moynihan Station is happening in distinct phases. Phase 1 will construct critical life safety improvements; improve egress from the platforms of Penn Station; and increase accessibility between the street, concourse and platform levels of the complex for persons with disabilities. Phase 2 will transform the Old Sorting Hall within the Farley Building into the new, sky-lit home for Amtrak in New York City—increasing the concourse capacity of Penn Station by a third and providing a welcome change from the cramped and congested conditions across the street at Penn Station.

Phase 1 is currently under construction at the basement level of the Farley Building and the platform and track level of Penn Station.

In the period before construction begins on Phase 2, MSDC is looking to activate the Farley Building with events and cultural activities in order to raise funds for the Project and enliven this historic landmark. In particular, MSDC is concerned with maximizing the visibility, the use of, and the revenues from the two largest spaces within the building--the Old Sorting Hall (approximately 40,000 square feet) and the sky-lit Postal Dock (approximately 25,000 square feet). The Old Sorting Hall was once the main mail sorting room for the United States Postal Service’s operations in New York City. In the future it will become the new intercity train hall for New York City. Both spaces have a unique, industrial feel.

MSDC is looking for a firm to manage the marketing of the building and to oversee the events that take place at the building. The selected firm will be the exclusive booking agent for the two main event spaces within the building and will be in charge of marketing the building, booking events and providing oversight on behalf of MSDC for the events that are booked. The selected firm will work closely with MSDC staff, PANYNJ staff and staff from the New York State Office of General Services (OGS), which is the contractual property manager.

¹ MSDC is a subsidiary of the New York State Urban Development Corporation d/b/a Empire State Development (“ESD”), a corporate governmental agency of the State of New York, constituting a political subdivision and public benefit corporation.

The selected firm will be compensated according to the industry standard of 20% of the gross fee for each event booked by the selected firm (not including direct costs), and the firm will be incentivized to maximize the number of events and quality and dollar value of these events as described herein. The selected firm will have the exclusive right to book events for the Old Sorting Hall and the Postal Dock as described below.

The Old Sorting Hall and Postal Dock are on the first floor of the Farley Building. The selected firm will be the exclusive agent and manager of these spaces. The selected firm will also be encouraged to identify revenue and non-revenue producing events and cultural activities for the other spaces within the Farley Building that are in keeping with the mission of MSDC, as the government entity responsible for the construction of the new station and the redevelopment of the Farley Building, and the facilities status as an historic landmark and government building. These might include, but are not limited to, art exhibitions, theater performances and location filming. For events that are approved for spaces in the building other than the Old Sorting Hall and the Postal Dock, compensation will mirror the formula used for the Old Sorting Hall and Postal Dock. However, MSDC reserves the right to enter into its own contracts with other parties for events in parts of the building aside from the Old Sorting Hall and the Postal Dock without compensating the selected Farley Building Events Manager.

Because of the Farley Building's status as a government building and an historic landmark, MSDC reserves the right to approve or disapprove a proposed event, at its sole discretion, if the event or an activity will unduly interfere with MSDC operations or the operations of its contractors, subcontractors or the United States Postal Service (USPS); create health or safety risks for MSDC, USPS, their contractors and subcontractors, or the public; or not be in keeping with the historic nature of the facility and its status as a government and landmarked building. The Farley Building Events Manager will not be entitled to compensation for such disapproved events.

For these reasons, MSDC will not require a minimum guarantee from the selected Farley Building Events Manager.

SCOPE OF SERVICES

MSDC's objective in retaining a Farley Building Events Manager is to streamline the events booking and management process at the Farley building in order to be able to accommodate a higher number of events of a higher quality than is currently possible given MSDC staff constraints. This effort is intended both to increase revenues for MSDC and to increase positive exposure for the historic facility.

Therefore, as described herein, the Farley Building Events Manager will be incentivized to aggressively market the building and to work with MSDC and PANYNJ to develop and refine a marketing strategy for the building. MSDC will set revenue targets for the Farley Building Events Manager to meet and exceed, attaching financial incentives to these targets.

The Farley Building Events Manager shall report directly to the MSDC President.

The term of the Agreement shall be one (1) year period commencing in 2013 with three (3) six (6) month options possible at the discretion of MSDC.

The specific scope of work of the Farley Building Events Manager may include, but is not limited to, the following tasks:

Client Coordination

The Farley Building Events Manager will meet or hold a conference call with the MSDC staff on a bi-weekly basis to discuss marketing efforts, upcoming events and any issues. More frequent calls or meetings may be necessary for coordination of particular events.

For each event, the Farley Building Events Manager will coordinate with the Building Manager from OGS on all event logistics, including load-in and load-out schedules, cleaning, scheduling of the building engineering team, implementation of a security plan and implementation of a fire safety plan.

At a minimum, the Farley Building Events Manager must conduct one full, event-specific site walk-thru with the Building Manager one week in advance of each event.

The Farley Building Event Manager must also accompany the Building Manager on the post-event walk-thru prior to MSDC returning the Security Deposit to the event client.

The Farley Building Event Manager will be required to produce an event logistics checklist and procedures manual for approval by MSDC.

Marketing Tasks

- Review and update existing event policies and management practices;
- Prepare and execute one year marketing plan for the Old Sorting Hall and Postal Dock;
- Solicit events for the building, including non-profit and cultural events and uses;
- Advise on possible partnerships with creative institutions, theater organizations or immersive entertainment companies;
- Manage the event booking process for MSDC, including scheduling and conducting tours of the premises;
- Cooperate with MSDC and PANYNJ on an overall press strategy and on any press inquiries related to events at the Farley Building.

Event Logistics Management Tasks

- Prepare proposals for each prospective event for MSDC review and approval;

- Advise Building Manager of specific event plans and proposals and coordinate all event logistics with the Building Manager, including, but not limited to:
 - Scheduling the building engineering team as needed;
 - Scheduling additional security as needed;
 - Scheduling deliveries;
 - Ordering any supplies or equipment, as needed and as approved by MSDC;
 - Reviewing the build out and set design plans for each proposed event to confirm their feasibility and compliance with health and safety regulations and the building's structural specifications;
 - Preparing and/or approving event-specific ingress and egress plans and ensuring their implementation and execution;
 - Preparing and/or approving event-specific security plans and ensuring their implementation and execution;
 - Preparing and/or approving event-specific fire safety plans and ensuring their implementation and execution;
- Ensure all necessary permits and insurance certificates are in-place prior to start of event load-in, including, but not limited to:
 - Temporary Public Assembly Permit from NYC Buildings;
 - Liquor Permits from the State Liquor Authority;
 - Noise Permits from NYC;
- Ensure all necessary insurance certificates are in-place and submitted to MSDC prior to start of event load-in:
 - Clear all insurance certificates with MSDC insurance officer and/or insurance agency as specified by MSDC.

On-site Event Management Tasks

- Provide on-site management of the event spaces during event productions, including, but not limited to:
 - Serving as first point of contact for all event producers during productions;
 - Working with the Building Manager and the Building Engineer during the events to execute electrical tie-in and other event-specific requirements as needed;
 - Conducting pre-event briefings with the Building Manager and the Building Engineer, including load-in and load-out plans, run of shows, power requirements, fire safety plans and security plans;
 - Ensuring that event producers adhere to the terms of their contracts and permits, particularly as regards limits to capacity, fire safety regulations and maintenance of the property;
 - Ensuring that all production teams abide by MSDC and Farley Building event rules and regulations
 - Oversee final load-out and site clean-up;
- Conduct final post load-out walk-thru with Building Manager prior to returning Security Deposit.

Attached as **Exhibit A**, for the reference of the bidders, is a copy of the current form of Temporary Activity Permit used for events at the facility. MSDC will require that the Farley Building Events Manager include the terms and conditions of the Permit in its contract documentation for each event unless otherwise agreed to by MSDC during the development of the final contract between MSDC and the selected bidder for the services described above. MSDC may, from time to time, have additional or changed terms and conditions that the Farley Build Events Manager shall, at MSDC's request, include in such event documentation.

FEE FOR SERVICES

The selected Farley Building Events Manager will be compensated solely from the revenues raised by the events that are booked by the Farley Building Events Manager.

MSDC will compensate the selected bidder according to the 20% fee. This percentage will apply only to the total rental fee paid by each event for spaces within the Farley building. The percentage will not be applied to MSDC Direct Costs incurred by any event or production working within the building. Direct Costs may include, but are not limited to, additional security, the cost of the building engineer, and other staff costs.

In order to incentivize the selected Events Manager, when the gross revenue from rental fees exceeds \$1,500,000 for the year, MSDC will increase the compensation percentage for each event from that point forward to 25% of the booking fee. When the gross revenue from rental fees exceeds \$2,500,000 for the year, MSDC will further increase the compensation percentage for each event from that point forward to 30% of the booking fee. Should the contract be extended after the first year, the same percentage structure will apply. At the beginning of the second year, the percentage compensation will return to 20% and will grow based upon the same gross revenue targets used in the first year.

EVALUATION CRITERIA

The Submission, and oral presentation(s), if necessary, will be evaluated by a Selection Committee composed of MSDC, ESD and PANYNJ personnel experienced in the disciplines necessary to make a value judgment and decision regarding the qualifications of the bidder.

The Selection Committee members will base their evaluation on criteria, which are listed below in relative order of importance, identifying which, if any, are equally weighted:

- A. Firm qualifications and experience;
- B. Proposed management approach;
- C. Experience with events in historic buildings and extent of experience working in historic buildings and non-traditional event venues;
- D. Qualifications and experience of proposed marketing and event management staff;

The relative weights of the evaluation criteria are detailed in the Scoring Matrix below:

A.	B.	C.	D.
Firm qualifications and experience	Proposed management approach	Experience with adaptive re-use of historic buildings and extent of experience working in historic buildings and non-traditional event venues	Qualifications and experience of proposed marketing and event management staff
<ul style="list-style-type: none"> • Type of Events in Manhattan • Size of Events in terms of production budgets and number of attendees • Events space marketing experience 	<ul style="list-style-type: none"> • Proposed management of tours & booking process/calendar • Proposed on-site management of events 	<ul style="list-style-type: none"> • Experience with historic buildings • Experience with non-traditional spaces 	<ul style="list-style-type: none"> • Proposed number of overall staff for Farley work • Past experience of staff intended to support Farley work
35%	35%	20%	10%

Award will be made to the responsible firm whose Submission is most advantageous to MSDC by offering the best opportunity for generating sustained revenues from events. Because the fee structure will be set according to industry standards, as set forth above, MSDC will determine which Submission is most advantageous based on the assessment of the above qualitative factors in order to derive which Submission represents the “best value” to MSDC.

The Selection Committee may decide to interview only a certain number of the bidders based on a preliminary review of the Submissions and the preliminary scoring results.

CONTRACT PROCESS

Based on the aforementioned criteria, MSDC shall endeavor to negotiate a fair and equitable contract within a reasonable timeframe with the preferred bidder for the performance of the services outlined in the Scope of Services.

While subject to negotiation, it is expected that the general terms and conditions will include conditions for event contracts that will not be dissimilar to those currently used by MSDC for events at the Farley Building. For reference only, attached to this IFB is a copy of the Temporary Activity Permit currently used by MSDC for events at the Farley Building.

If MSDC determines (in its sole and absolute discretion) that negotiations of a contract cannot be satisfactorily concluded, the bidder will be notified by letter that negotiations have been terminated. Thereafter, unless the Selection Committee decides for any reason to recommend that MSDC reject all Submissions, MSDC will initiate negotiations with the next highest rated firm. This procedure shall be continued until a mutually satisfactory contract has been negotiated.

No bidder shall have any rights against MSDC arising at any stage of the solicitation from any negotiations that take place, or from the fact that MSDC does not select a bidder for negotiations.

MSDC reserves the right to reject all bids and to re-solicit bids if in its sole opinion it shall deem that so proceeding is in the best interest of MSDC.

No submission will be accepted, or contract awarded to, a bidder or any substantially owned affiliate of a bidder, that is debarred pursuant to New York Workers' Compensation Law Section 141-b.

No submission will be accepted, or contract awarded to, a bidder or any substantially owned affiliate of a bidder, that is debarred pursuant to New York State Finance Law Section 139-j.

The issuance of this RFQ, and the Submission of Qualifications by any firm and the acceptance of a Submission by MSDC, does not obligate MSDC in any manner. MSDC is not responsible for any costs incurred by a firm in the preparation of a Submission of Qualifications. MSDC reserves the right to amend, modify or withdraw this RFQ, including the right to amend deficient responses, at its sole discretion.

Protests by bidders of the award or decision to award the contract must strictly comply with the annexed Procurement Protest Procedures.

FORM AND SUBMISSION OF QUALIFICATIONS

To respond to this Request for Qualifications ("RFQ"), bidders shall submit the following:

- A. Submission Format: The submission pages shall be numbered and bound in a 3-ring binder, with **Farley Building Events Marketing and Management Qualifications** and the bidder's full legal name clearly indicated on the cover. Each section of the submission shall be separated with a tab divider that is labeled in accordance with the letter of the requirements specified in the section below entitled *Qualification*

Submission Requirements. Bidders must abide by the page limits for each section as specified below.

- B. Submission Copies: Each submission must be contained in a sealed envelope which shall be conspicuously endorsed with the bidder's full legal name. Bidders shall submit **one (1) reproducible original and five (5) copies of the submission, along with one (1) electronic copy in PDF format.** In case of a conflict between the reproducible original and any of the copies, the reproducible original shall take precedence over any of the copies.

- C. Submission Due Date: Submissions will be received until **12:00 PM (EST) on Tuesday, May 9th, 2013** (the "Submission Due Date"). Submissions will not be accepted after the Submission Due Date unless a Revised Submission Due Date has been communicated to bidders.

- D. Submission Delivery: **SUBMISSIONS MUST BE DELIVERED BY HAND between 10:00 AM and 12:00 PM (EST) on Tuesday, May 9th, 2013** to a representative of MSDC who will be accepting Proposals in the North Rotunda of the Farley Building (located on 8th Avenue between 31st and 33rd Streets). To get to the North Rotunda, enter the main lobby of the post office at the top of the grand staircase. Make a right once you enter and the North Rotunda is located at the north end of the postal lobby. Please allow sufficient time for delivery of Submissions so that MSDC receives it by the Submission Due Date. **MSDC assumes no responsibility for delays caused by any delivery services.**

QUALIFICATION SUBMISSION REQUIREMENTS

To respond to this RFP, the bidder shall provide all of the following information, which together shall comprise a complete Submission:

- A. **Statement of Qualifications.** The bidder shall provide a comprehensive description of the firm or agent bidding, including a summary of past event booking and management experience, the size and type of events booked and managed, bios of key principals, and a list of references of past clients. This will be the most heavily weighted component of the Submission for the purposes of the evaluation of bidders by the Selection Committee.

The bidder shall provide a Qualification Statement setting forth the evidence (and certifying such evidence as true and complete) of the bidder's compliance with the prerequisites set forth below. The statement must be signed and certified by a principal of the bidder (or if the bidder is a joint venture, by a principal of each participant in the joint venture) identifying the bidder's (or joint venture participant's) specific relevant experience in the performance of services and work

similar to those contemplated herein. For all events/projects referenced, include the name of the company, the date the services were provided, the nature of the services performed, the name of a contact person and such person's current mailing address, email address and telephone number for verification purposes.

1. Minimum Experience of the Firm: The bidder must have a minimum of five (5) years experience booking and managing events in New York City. The bidder must demonstrate that it has successfully managed at least (5) five events with more than 1000 attendees and with an overall production budget in excess of \$1,000,000. MSDC must have references for the five events listed.

2. Specific Work Experience Critical to the Project: The bidder must demonstrate that it has experience dealing with the New York City Department of Buildings, the New York City Police Department and the Fire Department of New York City on event logistics, including:

- i. Temporary Public Assembly Permits;
- ii. Fire Safety Issues & Fire Watch;
- iii. Noise Management and Event Security.

The bidder must demonstrate to the satisfaction of MSDC that it meets the minimum requirements of the RFQ as stated in this section. Company brochures alone **are insufficient** for the purpose of demonstrating experience and technical expertise. MSDC will be the sole judge of whether a bidder meets the qualification requirements. Only Proposals from firms demonstrating relevant previous experience in the performance of services similar to those contemplated herein shall be deemed qualified for award pursuant to this RFQ.

Please submit no more than ten (10) pages for this section of the Submission.

Company brochures, images and portfolios may be submitted to supplement this section of the RFQ, and they will not be counted against the page limit. But they are not necessary and will not be a suitable substitution for the requirements for this section of the Submission.

B. Management Approach. Submit a detailed description of the proposed management approach to be taken for the Scope of Services outlined above. Factors addressed in bidder's management approach shall include, but are not limited to the following: bidder's proposed organizational structure to be responsive to MSDC's needs; bidder's approach to marketing the Farley Building; bidder's approach to scheduling tours and managing the booking system for the event spaces within the Farley Building; bidder's approach to managing event logistics with the Farley Building management team and Farley Building users such as Skanska and the United States Postal Service; bidder's plan for keeping the client

appraised of the events calendar and the status of marketing efforts; the bidder's approach to ensuring that proper controls are in place for all events to limit the liability of MSDC and damage to the facility; the bidder's approach to ensuring MSDC is promptly compensated for any damage to the facility by an event or production; the bidder's safety management plan; the bidder's approach to security during events.

Please submit no more than five (5) pages for this section of the Submission.

- C. Experience with Adaptive Re-use & Historic Buildings.** Please provide examples of past experience with adaptive re-use of historic structures and/or experience managing events in non-traditional venues.

Please submit no more than five (5) pages for this section of the Submission.

- D. Key Personnel.** The bidder shall provide the names and qualifications of the individual(s) proposed to serve as on-site event manager during events. MSDC will reserve the right to approve in writing any change of the on-site event manager(s) from what is proposed in the Submission.

Please submit no more than five (5) pages for this section of the Submission.

- E. Non-Collusive Bidding Certification.** The bidder shall provide a properly subscribed and affirmed Non-Collusive Bidding Certification per the instructions herein upon the form annexed hereto.

- F. New York State Finance Law Sections 139-j and 139-k Forms.** The bidder shall provide properly subscribed and affirmed New York State Finance Law Sections 139-j and 139-k Forms per the instructions herein.

- G. New York State Tax Law Section 5-a Form.** The bidder shall provide a properly subscribed and affirmed New York State Tax Law Section 5-a Form per the instructions herein.

- H. New York State Vendor Responsibility Questionnaire.** The bidder shall provide a properly subscribed and affirmed Vendor Responsibility Questionnaire per the instructions herein.

- I. Non-Discrimination and Contractor & Supplier Diversity Forms.** The bidder shall provide a properly subscribed and affirmed Equal Employment Opportunity Policy Statement (Form OCSD-1), anticipated Staffing Plan (Form OCSD-2), and MWBE Utilization Plan (Form OCSD-3) per the instructions herein.

- J. Financial Information**

The bidder must demonstrate that it is financially capable of performing the Scope of Services. The determination of the bidder's financial qualifications and ability to perform the Scope of Services is in the sole discretion of MSDC. The bidder shall submit, with its Submission, the following:

- (a) Certified financial statements, including applicable notes, reflecting the bidder's assets, liabilities, net worth, revenues, expenses, profit or loss and cash flow for the most recent calendar year (2012) or the bidder's most recent fiscal year.
- (b) Where the certified financial statements in (a) above are not available, then Statements reviewed by an independent Certified Public Accountant and setting forth the aforementioned information shall be provided.

Where the statements submitted pursuant to subparts (a) and (b) if this subparagraph 1 do not cover a period which includes a date not more than forty-five (45) days prior to the Submission Due Date, then the bidder shall also submit a statement in writing, signed by an executive officer or his/her designee, that the present financial condition of the bidder is at least as good as that shown on the statements submitted.

PRE-BID MEETING

All bidders are invited to attend a pre-bid meeting at **1:00 PM (EST) on Thursday, April 25th, 2013**. Bidders shall assemble in the North Rotunda at the Farley Building and will be directed to the meeting location by representatives of MSDC. To get to the North Rotunda, enter the main lobby of the post office at the top of the grand staircase. Make a right once you enter and the North Rotunda is located at the north end of the postal lobby.

The pre-bid meeting will include a tour of the facility and the spaces available for events as well as an explanation of the current construction activities underway as part of the Moynihan Station Project and an overview of the current United States Postal Service operations within the building.

All bidders shall provide the name of each person that will attend the pre-bid meeting on behalf of the bidder in writing by **5:00PM (EST) on Monday, April 22nd, 2013**, via email to msdc@esd.ny.gov. A maximum of three (3) representatives from each bidder will be permitted to attend the pre-bid meeting.

Each person in attendance at the pre-bid meeting will be required to present photo identification in order to be admitted. All bidders will also be required to execute an attendance sheet at the pre-bid meeting.

QUESTIONS BY BIDDERS

Questions by prospective bidders concerning the Contract must be submitted in writing no later than **5:00 PM (EST) on Friday, April 26th, 2013**, via email to msdc@esd.ny.gov. No telephone or fax inquiries shall be accepted.

NON-COLLUSIVE BIDDING

With its Submission, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, that: (a) the prices in its bid have been arrived at independently without collusion, consultation, communication or agreement, for the purpose of restricting competition, as to any matter relating to such prices with any other bidder or with any competitor; (b) the prices quoted in its bid have not been and will not be knowingly disclosed, directly or indirectly, by the bidder prior to the official opening of such bid to any other bidder or to any competitor; (c) no attempt has been made and none will be made by the bidder to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition; (d) this organization has not made any offers or agreements, or given or agreed to give anything of value (see definition of "anything of value" appearing in the clause of the contract entitled "No Gifts/Gratuities/Offer of Employment") or taken any other action with respect to any MSDC employee or former employee or immediate family member of either which would constitute a breach of ethical standards under the Code of Ethics and Financial Disclosure dated as of April 11, 1996 (a copy of which is available upon request to the individual named in the clause hereof entitled "Questions by Bidders"), nor does this organization have any knowledge of any act on the part of an MSDC employee or former MSDC employee relating either directly or indirectly to this organization which constitutes a breach of the ethical standards set forth in said Code; (e) no person or selling agency, other than a bona fide employee or bona fide established commercial or selling agency maintained by the bidder for the purpose of securing business, has been employed or retained by the bidder to solicit or secure the contract on the understanding that a commission, percentage, brokerage, contingent or other fee would be paid to such person or selling agency. Each bidder must submit a properly subscribed and affirmed Non-Collusive Bidding Certification in the form annexed hereto.

The foregoing certification as to "(a)", "(b)", "(c)", "(d)" and "(e)" shall be deemed to have been made by the bidder as follows: if the bidder is a corporation, such certification shall be deemed to have been made not only with respect to the bidder itself, but also with respect to each parent, affiliate, director and officer of the bidder, as well as, to the best of the certifier's knowledge and belief, each stockholder of the bidder with an ownership interest in excess of 10%; if the bidder is a limited liability company, such certification shall be deemed to have been made not only with respect to the bidder itself, but also with respect to the each parent, affiliate, director and officer of the bidder, the managing member, as well as, each member of the bidder with an ownership interest in excess of 10%; if the bidder is a partnership, such certification shall be deemed to have been made not only with respect to the bidder itself, but

also with respect to each partner. Moreover, the foregoing certification, if made by a corporate bidder, shall be deemed to have been authorized by the Board of Directors of the bidder, and such authorization shall be deemed to include the signing and submission of the bid and the inclusion therein of such certification as the act and deed of the corporation.

In any case where the bidder cannot make the foregoing certification, the bidder shall so state and shall furnish with the signed bid a signed statement which sets forth in detail the reasons therefore. If the bidder is uncertain as to whether it can make the foregoing certification, it shall so indicate in a signed statement furnished with its bid, setting forth in such statement the reasons for its uncertainty.

Notwithstanding that the bidder may be able to make the foregoing certification at the time the bid is submitted, the bidder shall immediately notify MSDC in writing during the period of irrevocability of bids on the contract or any extension of such period, of any change of circumstances which might under this clause make it unable to make the foregoing certification or required disclosure. The foregoing certification or signed statement shall be deemed to have been made by the bidder with full knowledge that it would become a part of the records of MSDC and that MSDC will rely on its truth and accuracy in awarding the contract. In the event that MSDC should determine at any time prior or subsequent to the award of the contract that the bidder has falsely certified as to any material item in the foregoing certification or has willfully or fraudulently furnished a signed statement which is false in any material respect, or has not fully and accurately represented any circumstance with respect to any item in the foregoing certification required to be disclosed, MSDC may determine that the bidder is not a responsible bidder with respect to its bid on the contract or with respect to future bids on MSDC contracts and may, in addition to exercising any other rights or remedies it may have, exercise any of the rights or remedies set forth in the clause of the contract entitled "Rights and Remedies of MSDC".

In addition, bidders are advised that knowingly providing a false certification or statement pursuant hereto may be the basis for prosecution for offering a false instrument for filing (see e.g., New York Penal Law, Section 175.30 et seq.). Bidders are also advised that the inability to make such certification will not in and of itself disqualify a bidder, and that in each instance MSDC will evaluate the reasons therefore provided by the bidder.

NEW YORK STATE FINANCE LAW SECTIONS 139-J AND 139-K

State Finance Law Sections 139-j and 139-k (collectively, the "Section 139 Requirements") apply to this solicitation. These requirements (1) govern permissible communications between potential bidders and MSDC or other involved governmental entities with respect to this solicitation during the procurement process; and (2) establish sanctions for knowing and willful violations of the provisions of the requirements, including disqualification from eligibility for an award of any contract pursuant to this solicitation.

In order to comply with the Section 139 Requirements: (i) all communications regarding this solicitation, from the issuance of this solicitation through award and final approvals of any resulting contract (the “Restricted Period”), must be conducted only with the MSDC contact person listed in this solicitation; (ii) the completion by bidders of the Offerer Disclosure of Prior Non-Responsibility Determinations and the Offerer’s Affirmation of Understanding of an Agreement pursuant to State Finance Law, copies of which are available at www.esd.ny.gov/CorporateInformation/Data/RFPs/RequiredForms/SF_Law139_JK.pdf, is required; and (iii) periodic updating of such forms during the term of any contract resulting from this solicitation is required. Bidders must submit both of these forms, properly completed, as part of their Proposals.

The Section 139 Requirements also require MSDC and ESD employees to obtain and report certain information when contacted by a prospective bidder during the Restricted Period, make a determination of the responsibility of the bidder, and make all such information publicly available in accordance with applicable law. If a prospective bidder is found to have knowingly and willfully violated the Section 139 Requirements, that prospective bidder and its subsidiaries, and related and successor entities will be determined to be a non-responsible bidder and will not be awarded any contract issued pursuant to this solicitation. In addition, two such findings of non-responsibility within a four-year period can result in debarment from obtaining any New York State governmental procurement contract.

A copy of the Policy Regarding Permissible Contacts under State Finance Law Section 139-j and 139-k, which is applicable to all ESDC subsidiaries, including MSDC, can be found at www.esd.ny.gov/CorporateInformation/Data/RFPs/RequiredForms/PermissibleContactsPolicy_Jan2007.pdf. Neither this summary nor the referenced Policy is a complete presentation of the provisions of the Section 139 Requirements. A copy of State Finance Law Sections 139-j and 139-k can be found at <http://www.ogs.state.ny.us>. All potential bidders are solely responsible for full compliance with the Section 139 Requirements.

NEW YORK STATE TAX LAW SECTION 5-A

Any contract resulting from this solicitation is also subject to the requirements of State Tax Law Section 5-a (“STL 5-a”). STL 5-a prohibits MSDC from approving any such contract with any entity if that entity or any of its affiliates or subcontractors makes sales within New York State of tangible personal property or taxable services having a value over \$300,000 during the immediately preceding consecutive four sales tax quarters and is not registered for sales and compensating use tax purposes. To comply with STL 5-a, all bidders must include in their Proposals a properly completed Form ST-220-CA, (a copy of the form is available at www.tax.ny.gov/pdf/current_forms/st/st220ca_fill_in.pdf) or a satisfactory affidavit that the entity is not required to register (a copy of the affidavit form is available at www.esd.ny.gov/CorporateInformation/Data/RFPs/RequiredForms/STL_5A_Affidavit.pdf). Bidders must submit a properly completed ST-220-CA or an Affidavit of Non-Applicability as part of their Proposals.

NEW YORK STATE VENDOR RESPONSIBILITY

New York State Procurement Law requires that state agencies award contracts only to responsible vendors. Vendors are invited to file the required Vendor Responsibility Questionnaire online via the New York State Vendor Responsibility System (“VendRep System”) or may choose to complete and submit a paper questionnaire. Submission of this Vendor Responsibility Questionnaire is a requirement for all State vendors and does not by itself establish responsibility for the contract.

To enroll in and use the New York State VendRep System, see the VendRep System Instructions available at www.osc.state.ny.us/vendrep or go directly to the VendRep system online at <https://portal.osc.state.ny.us>. For direct VendRep System user assistance, the OSC Help Desk may be reached at 866-370-4672 or 518-408-4672 or by email at helpdesk@osc.state.ny.us.

Vendors opting to file a paper questionnaire can obtain the appropriate questionnaire from the VendRep website www.osc.state.ny.us/vendrep/forms_vendor.htm and execute accordingly pertaining to the company’s trade industry.

NON-DISCRIMINATION AND CONTRACTOR & SUPPLIER DIVERSITY REQUIREMENTS

Pursuant to New York State Executive Law Article 15-A, MSDC recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified minority-and women-owned business enterprises (MWBEs) and the employment of minority group members and women in the performance of MSDC contracts.

It is the policy of the State of New York and MSDC to comply with all Federal, State and Local laws, policy, orders, rules and regulations which prohibit unlawful discrimination based on race, creed, color, national origin, sex, sexual orientation, age, disability or marital status, and to take affirmative action in working with contracting parties to ensure that New York State Business Enterprises, MWBEs, minority group members and women share in the economic opportunities generated by MSDC’s participation in projects or initiatives, and/or the use of MSDC funds. MSDC’s Non-Discrimination and Contractor & Supplier Diversity goals will apply to this initiative.

The selected Contractor shall be required to use its Good Faith Efforts (pursuant to 5 NYCRR §142.8) to achieve the participation of certified Minority Business Enterprises (MBE) totaling 15% and Women Business Enterprise (WBE) totaling 5% of the total value of the share of the fees received by the Farley Building Events Manager for booking events. The overall MWBE participation goal requirement for the project shall be no less than 20% of the total value of the share of the fees received by the Farley Building Events Manager for booking events.

The selected Contractor shall also ensure the inclusion of Minorities and Women in the project labor force, totaling no less than 25% of the project workforce.

Bidders shall provide a properly subscribed and affirmed Equal Employment Opportunity Policy Statement (Form OCSD-1), anticipated Staffing Plan (Form OCSD-2), and MWBE Utilization Plan (Form OCSD-3) as part of the response to this RFP. Copies of these forms are available at:

Form OCSD-1

http://esd.ny.gov/CorporateInformation/Data/RFPs/OCSD_1MWBEEOPolicyStatement.pdf

Form OCSD-2

http://esd.ny.gov/CorporateInformation/Data/RFPs/OCSD_2StaffingPlan.pdf

Form OCSD-3

http://esd.ny.gov/CorporateInformation/Data/RFPs/OCSD_3MWBEUtilizationPlan.pdf

Form OCSD-4

http://esd.ny.gov/CorporateInformation/Data/RFPs/OCSD_4GoodFaithEfforts.pdf

The forms may also be requested from ESD's Office of Contractor & Supplier Diversity ("OCSD") at ocsd@esd.ny.gov.

Only the prime contractor shall complete these forms. In the Utilization Plan (Form OCSD-3) the prime contractor must list all of the sub-contractors and sub-consultants it proposes to use in achieving the MWBE goal requirement. OCSD is available to assist in identifying New York State certified MWBEs that can provide goods and services in connection with this contract. If bidders require MWBE listings or have other questions relating to MWBE requirements herein, please contact the OCSD with any inquiries and comments at ocsd@esd.ny.gov.

COMPLIANCE WITH THE IRAN DISINVESTMENT ACT

As part of MSDC/ESD procurement guidelines, upon submission of proposal, the prime-consultant shall comply with the Iran Divestment Act. The following language shall be submitted on company letterhead and signed by the consultant;

"By submission of this bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of its knowledge and belief that each bidder is not on the list created pursuant to paragraph (b) of subdivision 3 of section 165-a of the state finance law."

SUBMISSION OF QUALIFICATIONS

To: Moynihan Station Development Corporation:

The undersigned* _____
** _____ (hereinafter called "the Contractor") hereby submits the attached qualifications and supporting documentation with the intention, if selected, of negotiating a contract in good faith and in a reasonable timeframe to perform the services described herein under the terms and conditions and for the compensation as prescribed in this document.

To induce the acceptance of this Submission, the undersigned hereby makes each and every certification, statement, assurance, representation and warranty made by the Contractor in said Contract.

Moreover as a condition to receipt and consideration by MSDC of the Submission, whether or not it is accepted, the undersigned agrees that all information of any nature whatsoever, regardless of the form of the communication, received from the undersigned (including its officers, agents, or employees) by MSDC, its officers, agents or employees, and notwithstanding any statement therein to the contrary, has not been given in confidence and may be used or disclosed by or on behalf of MSDC without liability of any kind except as may arise under letters patent of the undersigned, if any.

Unless expressly stated otherwise, the Information for Bidders and all papers required by it and submitted in connection herewith at any time are made part of this Submission.

This offer shall be irrevocable for 90 days after the date on which MSDC opens this Submission.

The undersigned hereby designates the following as the Bidder's office:

The telephone number of the bidder is: _____

The fax number of the bidder is: _____

The E-Mail address of the bidder is: _____

(*) Insert bidder's name.

(**) If a corporation, give state of incorporation, using the phrase, "a corporation organized under the laws of the State of _____."

If a partnership, give full names of partners, using also the phrase, "co-partners doing business under the firm name of _____."

If an individual using a trade name, give individual name, using also the phrase, "an individual doing business under the trade name of _____."

If a joint venture, give the information required above for each participant in the joint venture.

SIGNATURE AND CERTIFICATE OF AUTHORITY(*)

Dated, _____, 2013

(Signature of individual or name of corporation or partnership) _____

(Signature of agent, partner or corporate officer) By(**) (***) _____

(Acknowledgment of signature to be taken on proper form on following page(s)) _____

CERTIFICATE OF AUTHORITY, IF BIDDER IS A CORPORATION

I, the undersigned, as Secretary of the corporation submitting the foregoing Submission, hereby certify that under and pursuant to the by-laws and resolutions of said corporation, each officer who has signed said Submission on behalf of the corporation is fully and completely authorized so to do.

(Corporate Seal) _____

(*) If bidder is a joint venture, insert signatures as appropriate for one participant of the joint venture on this page and attach and complete an additional signature sheet in the same form as appears on this page for each other participant as required.

(**) If Submission is signed by an officer or agent, give title and address.

(***) NOTE: The foregoing signature shall be deemed to have been provided with full knowledge that the foregoing Submission, the accompanying Contract booklet, as well as any certification, statement, assurance, representation, warranty, schedule or other document submitted by the bidder with the Submission will become a part of the records of MSDC and that MSDC will rely in awarding the Contract on the truth and accuracy of such Submission and each such certification, statement, assurance, representation, warranty and schedule made therein by the Contractor. Knowingly submitting a false statement in connection with any of the foregoing may be the basis

for prosecution for offering a false instrument for filing (see, e.g., N.Y. Penal Law, Section 175.30 et seq.).

STATEMENT ACCOMPANYING PROPOSAL(*)

Names and Residences of Officers, If Bidder
is a Corporation

Name	Title	Residence (**)
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Names and Residences of Partners, If Bidder
is a Partnership

Name	General or Limited Partner	Residence (**)
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Name and Residence, If Bidder is an Individual

Name	Residence (**)
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(*) If bidder is a joint venture, insert signature as appropriate for one participant of the joint venture on this page and attach and complete an additional Statement Accompanying Proposal sheet in the same form as appears on this page for each other participant as required.

(**) Give Street and Number of Residence. Do not give business address.

NON-COLLUSIVE BIDDING CERTIFICATION

_____ ("Bidder") which has submitted the attached Submission, each person signing on behalf of Bidder, and in the case of a joint bid each party thereto, as to its own organization, hereby certifies and affirms under penalty of perjury, that to the best of its knowledge and belief:

- (1) The prices in this bid have been arrived at independently without collusion, consultation, communication, or agreement, for the purpose of restricting competition, as to any matter relating to such prices with any other bidder or with any competitor;
- (2) Unless otherwise required by law, the prices which have been quoted in this bid have not been knowingly disclosed by Bidder and will not knowingly be disclosed by Bidder prior to opening of the bids, directly or indirectly, to any other bidder or to any competitor; and
- (3) No attempt has been made or will be made by Bidder to induce any other person, partnership or corporation to submit or not to submit a bid for the purpose of restricting competition.

Signed and sealed this _____ day of _____, 2013.

Name of Bidder: _____
By: _____
Print Name: _____
Title: _____

IN THE PRESENCE OF:
Signature: _____
Print Name: _____

ACKNOWLEDGMENT(*)

ACKNOWLEDGMENT OF BIDDER, IF A CORPORATION

State of New York)

) SS.:

County of)

On this.....day of....., 2013, before me personally came and appeared _____, to me known, who, being by me duly sworn, did depose and say that he/she resides at _____, that he/she is the _____ of _____, the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that one of the seals affixed to said instrument is such seal; that it was so affixed by order of the directors of said corporation; and that he signed his name thereto by like order.

(Seal)

ACKNOWLEDGMENT OF BIDDER, IF A PARTNERSHIP

State of New York.....)

) SS.:

County of.....)

On this.....day of....., 2013, before me personally came and appeared, to me known and known to me to be one of the members of the firm of described in and who executed the foregoing instrument and he acknowledged to me that he executed the same as and for the act and deed of said firm.

(Seal)

ACKNOWLEDGMENT OF BIDDER, IF AN INDIVIDUAL

State of.....)

) SS.:

County of.....)

On this.....day of....., 2013, before me personally came and appeared, to me known and known to me to be the person described in and who executed the foregoing instrument and he acknowledged to me that he executed the same.

(Seal)

(*) If bidder is a joint venture, insert signature as appropriate for one participant of the joint venture on this page and attach and complete an additional Acknowledgment sheet in the same form as appears on this page for each other participant as required.

PROCUREMENT PROTEST PROCEDURES

The following protest procedure is the sole administrative remedy for protesting procurement decisions of the Moynihan Station Development Corporation (MSDC).

Any bidder or proposer submitting a bid or proposal in response to a MSDC solicitation may protest the award or decision to award a contract by submitting to MSDC Project Manager by certified mail or by hand delivery such protest setting forth the basis thereof in writing to the no later than ten (10) calendar days after notice of the award or announcement of the decision to award on MSDC's website or actual knowledge by the protester that a decision by MSDC to award to other than the protester has been made whichever occurs first, addressed as follows:

Project Manager
Moynihan Station Development Corporation
633 Third Avenue
New York, NY 10017

The written protest must be received in MSDC office no later than 5:00 p.m. on the tenth (10th) day as set forth above. In the event the tenth (10th) day falls on a weekend or an official holiday, the (10) ten-day period expires at 5:00 p.m. on the next regular business day.

The protest should contain, at a minimum, the following:

- Name and address of the protester including telephone and facsimile numbers and email address;
- The solicitation title and number, if available;
- The contract or purchase order title and number, if available;
- A statement concerning the protester's interest in the award or non-award of the contract and/or purchase order;
- A detailed statement of the basis for the protest including any supportive documents and information;
- The relief requested and the reason therefore.

The MSDC Project Manager shall, within three (3) business days of receipt of the protest, appoint a Protest Officer who will be a manager or other employee of MSDC or New York State Urban Development Corporation d/b/a Empire State Development Corporation (ESD) with the requisite procurement knowledge, as designated by the ESD General Counsel.

The Protest Officer shall review the protest and supportive documents and issue a written decision within five (5) business days of the appointment where feasible. The Protest Officer may take any action or make any requests he or she deems necessary in order to investigate the protest including extending the time to issue a decision in order to obtain all evidence and other pertinent information.

The protester will be provided a copy of the written decision. This decision will be final unless within three (3) business days of receipt of the written decision the protester appeals to the ESD General Counsel or her/his designee. The appeal shall be in writing, sent via facsimile and certified mail, or by hand delivery to the ESD General Counsel as follows:

General Counsel
Empire State Development Corporation
633 Third Avenue
New York, NY 10017

Fax: (212) 803-3775

No evidence or information may be introduced or relied upon in the appeal that has not been presented to the Protest Officer prior to Protest Officer's decision. The ESD General Counsel or her/his designee will review the appeal and supportive documents and the decision of the Protest Officer and issue a written decision within five (5) business days of receipt if feasible. The ESD General Counsel or her/his designee may take any action or make any requests she or he deems necessary including extending the time to issue a decision in order to render a decision on the appeal.

The decision of the ESD General Counsel or her/his designee shall be conclusive and final.

EXHIBIT B

Schedule of Dates

April 16, 2013 Information for Bidders Posted & Contract Reporter Advertisement
Published

April 22, 2013 Deadline to RSVP for Pre-bid Meeting (5:00pm)

April 25, 2013 Pre-bid Meeting at the Farley Building (1:00pm)

April 26, 2013 Deadline for Submission of Questions (5:00pm)

May 9, 2013 Deadline for Submission of Qualifications (12:00pm)