



**Empire State
Development**

REQUEST FOR PROPOSALS



**FOR THE PURCHASE AND REDEVELOPMENT OF
MOUNT MCGREGOR CORRECTIONAL FACILITY**

1000 Mt. McGregor Rd., Wilton, New York

MtMcGregorCF@esd.ny.gov

SITE TOUR DATE:

Tuesday, June 2, 2015

DEADLINE TO SUBMIT QUESTIONS:

Thursday, June 11, 2015

DEADLINE TO SUBMIT PROPOSALS:

Tuesday, July 7, 2015

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I. INTRODUCTION

New York State Urban Development Corporation, d/b/a Empire State Development (“ESD”), is seeking proposals for the purchase and redevelopment (the “Project”) of an approximately 325 acre site located at 1000 Mount McGregor Road, Wilton, NY (the “Site”). Each party that submits a response (“Proposal”) to this Request for Proposals (“RFP”) is referred to herein as a “Respondent,” and the Respondent that is conditionally designated through this RFP process is referred to herein as the “Designated Developer.”

The Site was formerly part of the Mount McGregor Incarceration Correctional Facility. The facility was vacated in July 2014 as part of New York Governor Andrew M. Cuomo’s initiative for the Department of Correctional Services and Community Supervision (“DOCCS”) to decommission a number of facilities in order to reduce costs and consolidate inmates in response to a shrinking prison population. In 2015, the State announced its intention to transfer approximately 750 undeveloped acres of the facility to New York State Parks, Recreation and Historic Preservation (“State Parks”) for incorporation into the adjacent Moreau Lake State Park, and to issue a request for proposals for the sale of the remaining 325 acres at the facility. The 325 acre parcel available through this RFP includes all of the facility’s buildings and the immediately surrounding land. Two maps are included with this RFP delineating the Site, along with the portion of the former Mount McGregor property that is being transferred to Moreau Lake State Park.

ESD has posted an adaptive re-use study, closure plan, and video of the Site on ESD’s RFP website (<http://esd.ny.gov/CorporateInformation/RFPs.html>). The materials provide a comprehensive analysis of the facility, including descriptions and layouts of the structures (approximately 550,000 total gross square feet of floor area) and related infrastructure.

Selection Criteria are described in greater detail in Section V herein, and include Employment Impact (creation of new jobs, both permanent and construction), and Economic Impact (stimulating direct and indirect economic activity in the local municipality and region).

In order to further promote economic redevelopment in the area, the New York State’s Economic Transformation Program (2014) (“ETP”), authorizes ESD to make up to \$8 million in ETP funds available for projects within 10 miles of the Site. Therefore, if applicable, Respondents may request up to \$8 million of this funding. ETP funds may be used for:

- New construction, renovation or leasehold improvements;
- Construction or renovation of basic infrastructure systems;
- Acquisition of land, buildings, machinery and equipment;
- Soft costs of up to 25% of total project costs; and
- Planning and feasibility studies related to a specific capital project

Details regarding eligibility and other requirements of ETP can be found at http://www.esd.ny.gov/BusinessPrograms/2014Economic_Transformation.html

II. RFP TIMELINE

Site tour:	June 2, 2015
Deadline to submit questions:	June 11, 2015, 11:59 PM EDT
Deadline to submit Proposals:	July 7, 2015 2:00 PM EDT

III. SITE DESCRIPTION

Site Summary

The Site is a unique opportunity and noteworthy for its location, size and history.

The Site is located within the Towns of Wilton, Corinth and Moreau and features over 100 structures totaling approximately 550,000 square feet. Building construction dates range from 1913 to 2007 and the Site has been determined to be eligible for listing on the National Register (“NR”) of Historic Places. Figure 1 illustrates the layout of the Site and building locations. A description and inventory of the Site’s structures, size and status as National Register contributing buildings are provided in Figure 2.

Named after 19th century owner Duncan McGregor who built a small hotel on the summit, the Site was redeveloped as the Hotel Balmoral, a luxury resort destination, and subsequently destroyed in an 1897 fire. In 1910, the Site was purchased by the Metropolitan Life Insurance Company for the construction of a tuberculosis sanitarium. The Site became a fully-functioning community with onsite staff, nurses, doctors and a working farm. In 1945, Metropolitan Life sold the property to New York State to become a rest camp for veterans returning from World War II. In 1960, the Site was transitioned to Rome Developmental Center for the care of developmentally disabled people, and in 1976, repurposed as a minimum-security correctional facility.

The Site is split between a medium security facility and minimum security camp. A secure perimeter fence surrounds several of the buildings. All buildings are generally accessible through paved perimeter roads. The Site is situated around Artist’s Lake—a man-made lake that was carved when stone was quarried for building construction in the 20th century.

Significant structures within the medium-perimeter facility include:

- Administration Building - Built in 1915, the over 17,000-square-foot, two-story building housed central management offices.
- Mess Hall/Kitchen/State Shop - This 41,476-square-foot building was built in 1915. The building served as the kitchen and mess hall, in addition to also housing the library, visitor center, and various state shops.
- Dormitories A & B - Flanking the mess hall are two identical dormitories that date to 1914 and are each over 28,000 square feet. The barracks-style housing units have shared bathroom facilities, recreational and living areas.

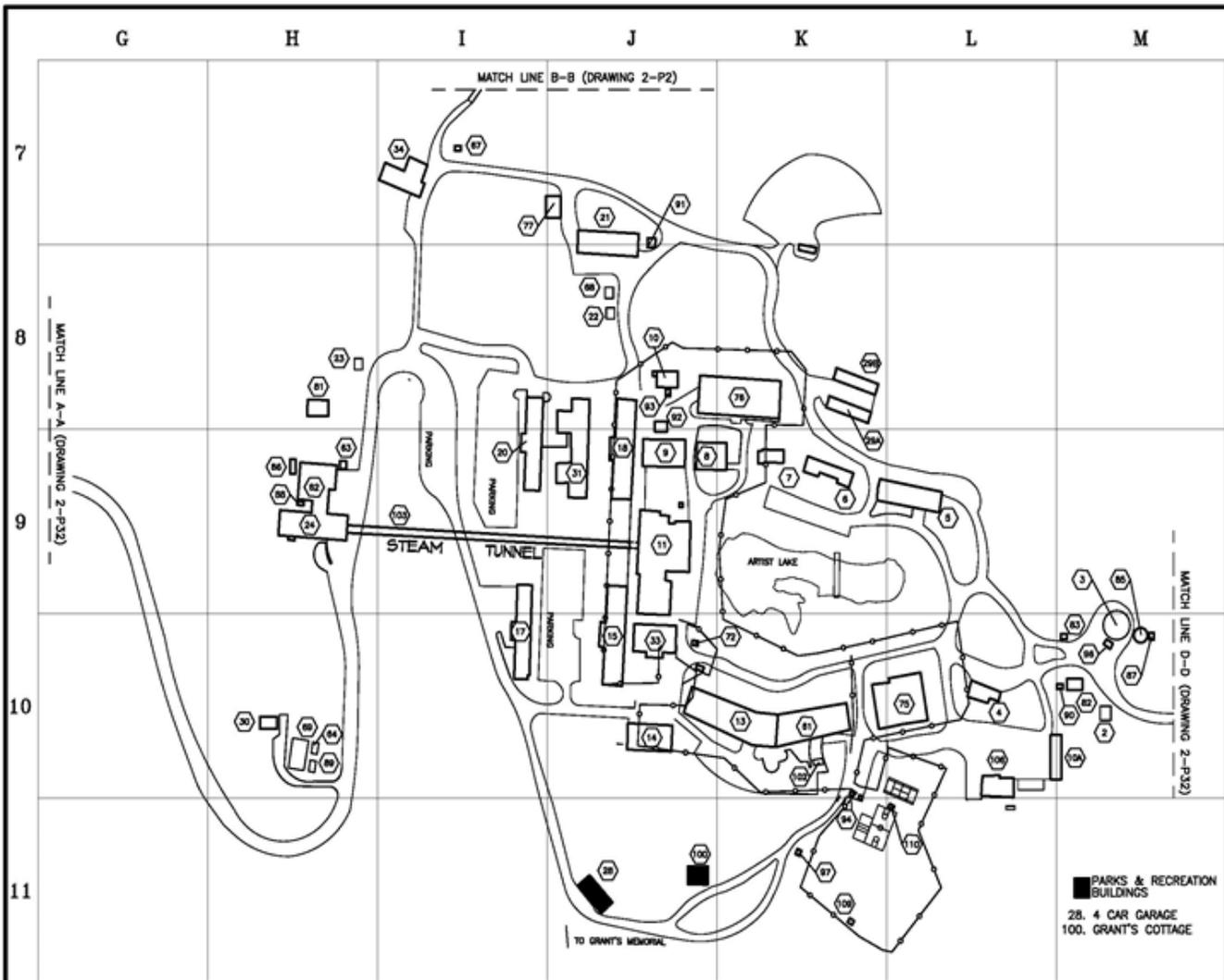
- Dormitories C (1915) & D (1957) - These two adjoining buildings make a combined 100,000 square feet of space. Mostly open barracks-style housing.
- Educational Building - This 1913 three-story, 19,600-square-foot building housed the facilities educational wing with classrooms and vocational instruction.
- Chapel - Completed in 1915, the chapel was built in a Mission-style and retains significant architectural elements from the period including Spanish-style tile floors, and a balcony for an organ and choir.
- Infirmary Building - Built in 1996, the 17,687-square-foot infirmary is a modern construction that housed s medical and dental facilities and offices.
- Gymnasium - Also a modern addition to McGregor built in 1983, the gymnasium has a full-court gym, weight rooms, offices, and shower and locker rooms, with access to the nearby outdoor recreational yard.

Significant minimum-security structures and other buildings outside the security perimeter include:

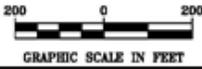
- Dormitories – The dormitories on the minimum-security side of were built as housing quarters for the sanitarium’s staff and nurses and are all configured with individual dormitory rooms. These include Dormitory E, 9,659 square feet with individual dormitory rooms, two stories and basement; the 22,269-square-foot Dormitory F with a full basement, two floors and attic; and Dormitory G, built in 1914 with over 16,000 square feet.
- A 17,000-square-foot minimum-security mess hall and recreation center dating from 1915.
- Additional program and administration buildings include: The Parole & Program Building at over 18,000-square-feet; The Training Building – built in 1923 with nearly 6,000 square feet of space; the Career Apparel building dating from 1913; and a 1960-era block construction multi-purpose building with nearly 15,000 square feet.
- Maintenance shops, including the laundry and fire & safety building, garages, and numerous other storage facilities.

The RFP includes the portion of Mount McGregor Road that falls within the Site boundaries.

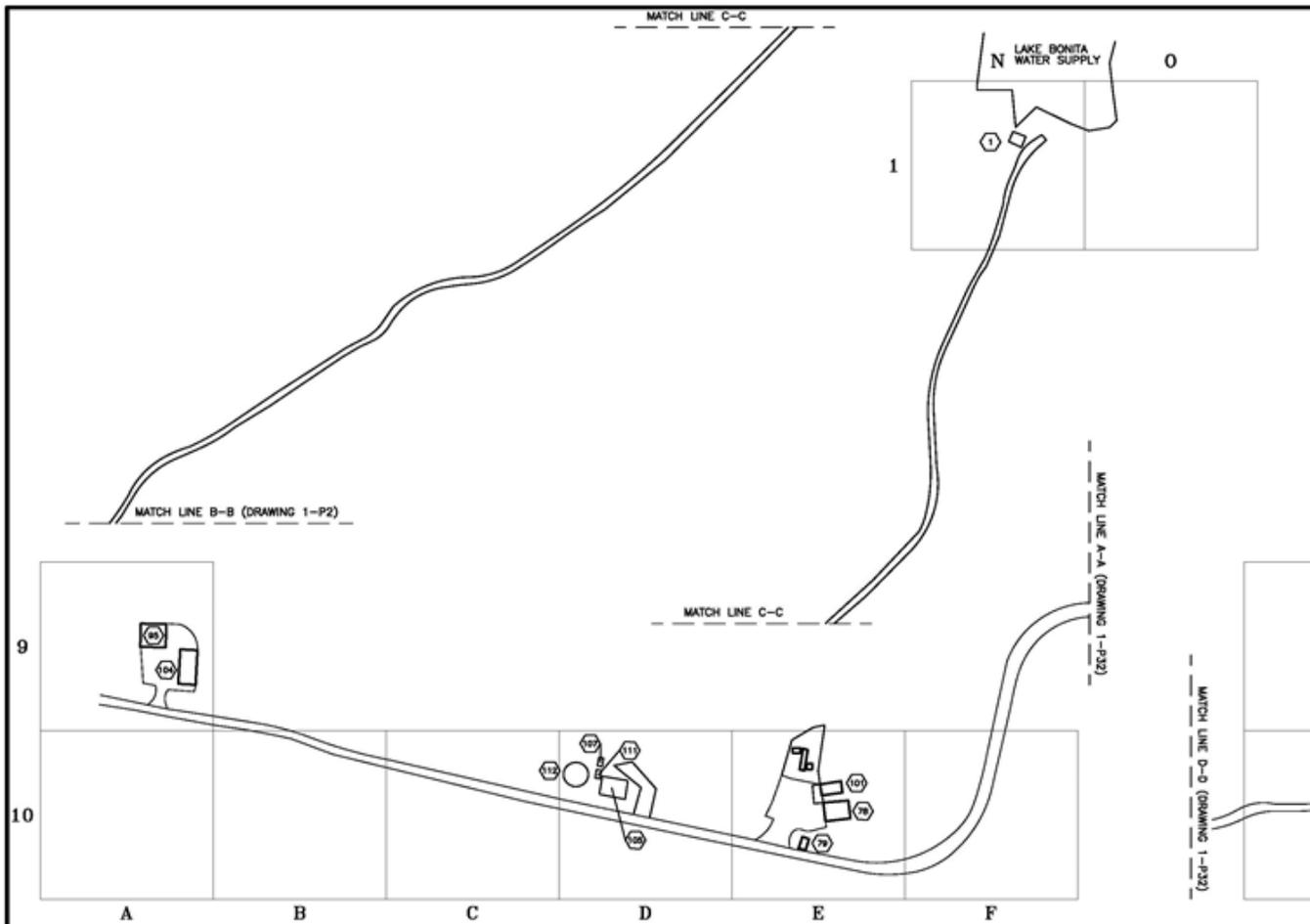
Figure 1-Facility Plot Plans



STATE OF NEW YORK EXECUTIVE DEPARTMENT
 OFFICE OF GENERAL SERVICES
 DESIGN AND CONSTRUCTION



DEPARTMENT OF CORRECTIONS AND COMMUNITY SUPERVISION
 MT. MCGREGOR CORRECTIONAL FACILITY
 WILTON, NEW YORK (Saratoga County)



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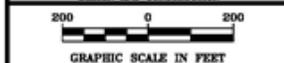


Figure 2 – Property Structure List

Building	Gross square feet	No of floors	NR Contributing Building	Building	Gross square feet	No of floors	NR Contributing Building
Lake Bonita Pump House	504	1	✓	Guard Post	143	1	
Two Car Garage	424	1	✓	Gym (Wes Lampman)	13,186	1	
Career Apparel	7,250	3		Infirmery	17,687	2	
Min. Dorm E	44,163	2	✓	Tool Shed	1,513	1	
Service/Prog/Parole	18,694	3	✓	Quality Work Life	4,836	1	
Training Building	5,989	2	✓	Access Post	168	1	
Chapel	7,916	2	✓	Wood Chipper	797	1	
School & Vocational Shops	19,600	3	✓	Range House	1,414	1	
Vocational & Barber Shops	9,640	3	✓	Range House Storage	178	1	
Drying Shed	2,548	1		Old Water Tower	1,524	2	✓
Mess/Visit/Shop/Dorm K	41,476	4	✓	Transformer Vault	319	1	
Med. Dorm C	41,457	3	✓	Storage Shack	2,999	1	✓
Rec/Commissary/Dorm L	16,280	2	✓	Burner Equipment	134	1	
Med. Dorm B	28,754	2	✓	Chemical Storage Shed	174	1	
Maintenance	18,974	1	✓	Range Generator	96	1	
Med. Dorm A	28,436	2	✓	Carpenter Shop			
Min. Mess & Recreation	16,985	1	✓	Lumber Stor.	269	1	
Min. Dorm F	22,269	2	✓	Vocational Storage	576	1	
Perimeter Post	234	1		Infectious Waste Storage	36	1	
Employee Cottage	4,740	2	✓	Perimeter Post	64	1	
Laundry/Fire&Safety/Dorm J	26,651	3	✓	Salt Shed	2,773	1	
10 Stall Garage	2,016	1	✓	Communication	167	1	
10 Stall Garage	2,016	1	✓	Rec. Yard Guard Tower	81	1	
Sewage Treatment Plan	373	1		Pavilion	1,010	1	
Multi-Purpose	14,861	1		Inmate Pavilion	257	1	
Admin. Business Office	17,480	3	✓	Steam Tunnel	7,971	1	✓
Min. Dorm G	16,107	2	✓	Equipment Shed	3,107	1	
Med. Dorm D	57,356	5	✓	OGS District Office	1,680	1	
Heating Plant	8,352	1	✓	Auto Garage	3,717	1	
Tool Storage	804	1	✓	Storage	126	1	
Storage	176	1		Visitation	68	1	
Storage	233	1		Officer's Station	28	1	
Volatile Storage	184	1	✓	Officer's Station	28	1	
Water Filter Plant	2,357	1		Storage	44	1	
				Old Water Tank (McGregor Rd)			
Total					552,469	99	

Surrounding Area

Saratoga County is one of the fastest growing communities in New York State and is bolstered by the emergent semiconductor industry and the creative economy. The Site occupies a midpoint between the regional cities of Saratoga Springs and Glens Falls. This area has close proximity to several institutions of higher education including Skidmore, Empire State College and Adirondack Community College.

The Capital District Regional Economic Development Plan has identified and targeted several sectors of opportunity in the area, including tourism, value added agricultural activities and food processing, transportation and logistics, as well green energy and semi-conductor manufacturing.

Saratoga County serves as the southern gateway to Adirondack Park, the largest park in the contiguous United States. The Saratoga National Historical Park is located along the Hudson River in Stillwater 10 miles south of Mt. McGregor. Saratoga Springs is extremely popular between late July and early September each year due to numerous tourist, cultural, and historical attractions. The world-famous Saratoga Race Course track and Saratoga Performing Arts Center are amongst its foremost attractions.

As mentioned in the Introduction, approximately 750 acres bordering the northern, eastern and western portions of the Site are currently in the process of being annexed by State Parks for incorporation into Moreau Lake State Park. The State Park is known for its trails, hardwood forest, beach and other recreational opportunities and serves an ideal neighbor to future development at the Site.

Transportation

Access to the Site is from McGregor Mountain Road, off State Route 9. The beginning of McGregor Mountain Road is approximately one mile from Exit 16 of I-87, the "Northway." The Site is 10 miles north of Saratoga Springs and 16 miles south of Glens Falls. It is also a 45 minute drive north of Albany, the New York state Capital.

The Site parking lot has spaces for roughly 100 cars

Zoning

The Site is located within the Towns of Corinth, Wilton and Moreau. The Town of Corinth and Town of Wilton presently identify the Site's zoning as "State", the Town of Moreau identifies the zoning as R4 (Agriculture, one and two family residential). A Proposal that requires any override of municipal laws or regulations, such as zoning requirements, will be considered by ESD in partnership with the three Towns. All proposed overrides of zoning requirements and other municipal laws and regulations should be specifically identified in the Proposal. As set forth in greater detail in Part VII, Disposition Process, ESD is required to adopt a General Project Plan ("GPP") in order to acquire the Site from the State and then convey the Site to the

Designated Developer for the Project. If the Designated Developer's Proposal requests an override of municipal law or regulations, ESD may effect such override by including it in the GPP.

Ownership and Taxes

The Site is currently owned by the State and is exempt from property taxes. Under a purchase and private re-use of the Site, property taxes would be assessed by Saratoga County, the Towns of Corinth, Moreau and Wilton, and the Corinth and South Glen Falls School Districts.

Site Infrastructure and Access and Maintenance Responsibilities

Power to the Site is supplied by National Grid. Water to the Site is pumped from nearby Lake Bonita reservoir to an on-Site, 1.3 million gallon capacity water storage tank and filtration facility. Lake Bonita also provides water for the Site's central steam plant. The steam plant is connected to the Site via an underground steam tunnel and provides heating for the entire Site along with several #2 fuel oil burners. Lake Bonita is included in the portion of the former Mt. McGregor property that the State is transferring to Moreau Lake State Park. Public access to Lake Bonita, as well as administrative access for State Parks, will be provided on existing roads through the Site. The Designated Developer must provide access to Lake Bonita via the existing roads. The Designated Developer may only access Lake Bonita to obtain potable water. The Designated Developer is authorized to withdraw water from the Lake for use on the Site via an easement to be provided by the State. The Site also has backup emergency generators, and waste water is serviced through Saratoga municipal.

The Site is accessed by McGregor Mountain Road (the "Road"), a one mile, two-lane roadway fronted by private residences. Each winter, DOCCS has provided snow plowing and salting services on an as needed basis, at no charge, to maintain this portion of the Road. The State will continue to provide these maintenance services for this portion of the Road on the same terms until a Respondent is designated as the Site developer. The Designated Developer must provide seasonal maintenance service on an as needed basis, at no charge, in coordination and consultation with the Town of Wilton.

The Saratoga County Office of Emergency Services ("Saratoga EMS") holds a permit to operate a 3,500 square foot public safety communications tower (the "Tower") and base facility on a parcel on the eastern edge of the Site. Saratoga EMS periodically accesses the Tower via the Road. The Designated Developer must maintain these portions of the Road and provide authorized personnel with access to the Tower as needed.

The Grant Cottage State Historic Site is also adjacent to the Site. In 1885 President Ulysses S. Grant spent the last 6 weeks of his life writing his memoirs there. The Cottage is managed by State Parks and is open to the public from May through October. Visitors to the Cottage must drive through the Site via the Road. The Designated Developer must maintain the Road and provide access for Cottage visitors.

Cultural and Historic Resources

The Site has been determined to be eligible for listing on the National Register of Historic Places. Figure 2 lists each building on the Site and whether it is classified as a contributing structure. Any substantial changes to contributing structures will require consultation with the State Historic Preservation Office (“SHPO”) of the State Parks in accordance with the New York State Historic Preservation Act of 1980 (Section 14.09 of the New York State Parks, Recreation and Historic Preservation Law) in order to explore potential measures that would avoid, minimize or mitigate any Adverse Impacts or Adverse Effects to historic resources as guided by the Secretary of the Interior’s Standards for Rehabilitation. The Designated Developer will be responsible for any required mitigation of Adverse Impacts or Adverse Effects to historic resources. A copy of the Secretary of the Interior’s Standards for Rehabilitation can be seen at: <http://www.nps.gov/tps/standards/four-treatments/treatment-rehabilitation.htm>

The Site is eligible for the federal historic tax credit programs. More information about this program can be found at <http://www.nysparks.com/shpo/tax-credit-programs/>.

Economic Development Incentives

The State has made available Economic Transformation Program (“ETP”) grants of up to \$8 million to fund projects at or within 10 miles of the Site. Preference in the award of ETP grants will be given to projects that create or retain jobs, prevent, reduce or eliminate unemployment or underemployment, or increase business activity. For more information and program guidelines visit: http://esd.ny.gov/BusinessPrograms/2014Economic_Transformation.html

As the State’s chief economic development agency, ESD is also responsible for the oversight and implementation of a variety of other economic development incentive programs. Receipt of ETP funds will not preclude a Respondent from pursuing other ESD or State programs (e.g., Excelsior Jobs Program). A list of such programs includes, but is not limited to, those on the following web page: <http://www.esd.ny.gov/BusinessPrograms.html>.

Respondents may also wish to learn about the Site’s potential eligibility as a START-UP NY program site, which would require partnership with a sponsoring academic institution (or institutions). Information on START-UP NY is available at www.startup-ny.com.

Respondents are encouraged to email MtMcgregorCF@esd.ny.gov for further inquiries related to Project eligibility for any and all such programs.

Additional Site Information

A substantial amount of additional information on the Site can be found on ESD’s RFP website at (<http://esd.ny.gov/CorporateInformation/RFPs.html>). Other documents that Respondents may wish to review for additional area context on local needs and priorities can be found as follows:

- **Capital District Regional Economic Development Council.** The Capital District Regional Economic Development Council’s five year strategic plan includes a comprehensive vision for economic development in the region, which encompasses Saratoga County: <http://regionalcouncils.ny.gov/content/capital-region>
- **Saratoga County Industrial Development Agency :** The Saratoga County Industrial Development Agency provides information about the region’s key industries, resources and incentives: <http://www.saratogacountyida.org/>

IV. PROPOSAL REQUIREMENTS

The following are the submission requirements for all Proposals. ESD reserves the right, in its sole discretion, to reject any Proposal that is deemed incomplete or unresponsive to the RFP requirements. ESD also reserves the right, in its sole discretion, to reject any and all Proposals for any reason or for no reason, and to proceed (or not proceed) with the development of the Site (either by itself or in conjunction with one or more third-party(ies)) without completing this RFP process.

In evaluating the capabilities of each Respondent, ESD may utilize any and all information available (including information not provided by the Respondent). Proposals should clearly and concisely state the unique capabilities, experience, and advantages of the Respondent, and demonstrate the Respondent’s capability to satisfy the requirements and objectives set forth in this RFP.

Proposals should be no longer than 100 pages of text.

A. Transaction Structure and Certain Costs

Every Proposal must provide an offer price for the acquisition of the entire Site (inclusive of land and improvements), which will be subject to a declaration regarding conformance to an ESD General Project Plan (“GPP”) detailing the agreed development of the Site, as applicable. It is intended that the Site will be conveyed to the Designated Developer at closing, and that the Designated Developer will hold title during development of the Site.

The purchase price must be expressed in a fixed, non-contingent dollar amount. The Designated Developer will be required to enter into a Development Agreement that provides the terms of any phasing of the Project and agreements to develop the Site in compliance with the proposed development plan.

Although ESD is requesting Proposals for sale, ESD reserves the right to request revised proposals that reflect a lease of the land only, or a sale or lease of all or a portion of the improvements, or a combination thereof. ESD reserves the right to make such requests to all Respondents or to a subset of all Respondents as set forth in Section V Selection Criteria. The determination of whether ESD will elect to dispose of the Site by sale, lease, or a combination thereof will depend on the offers received, ESD’s obligations to comply with Federal tax rules applicable to tax-exempt bond financing, and ESD’s assessment of the best interests of the

State. Any such Respondents still under consideration shall be given the opportunity to revise their Proposals and any related provisions of the RFP will be amended or deemed amended as necessary.

As noted below in this RFP's Section VIII, "Disposition Process," in order to implement the Project and transfer the Site, ESD, with the cooperation of the Designated Developer, must comply with legal and regulatory requirements such as the: (i) State Environmental Quality Review Act and its implementing regulations ("SEQRA"); (ii) State Historic Preservation Act; (iii) State's Coastal Zone Management Policies; (iv) Public Authorities Law; (v) State Finance Law; and (vi) New York State Urban Development Corporation Act (the "UDC Act"). Such compliance must be completed before disposition of the Site to the Designated Developer. Please also note that Section VIII of this RFP requires that the Designated Developer enter into agreements with ESD and the State that, commencing from the date of its conditional designation, will require the Designated Developer to pay:

1. A 10% security deposit against the purchase price;
2. ESD's out-of-pocket costs and expenses incurred in connection with the Project and the disposition to the Designated Developer of the Site, including, without limitation, costs and expenses of ESD's third party consultants and legal counsel.

At closing, the Designated Developer will be required to pay the balance of the purchase price to ESD in addition to an ESD administrative fee of an amount equal to 6.5% of the purchase price.

Respondent's financial offer for the Site should assume that the Site, including any and all improvements, infrastructure and equipment at the Site, will be sold "AS IS" and "WHERE IS" without any representation, warranty, or guaranty as to quantity, quality, title, character, condition, size, or kind or that the same is in condition or fit to be used for the Designated Developer's purpose.

B. Required Elements of the Proposal

1. Respondent Description

Each Respondent submitting a Proposal must demonstrate sufficient financial resources and professional ability to develop the Site in a manner consistent with its Proposal. In addition, all Respondents must complete and submit the NYS Vendor Responsibility Questionnaire, which is described in Section X "Procurement Forms and Requirements" and included in this RFP.

Each Proposal must include a description of the Respondent owner or the development team, including:

- The intended form and structure of the owner and any proposed partnership or joint venture must be clearly explained. A chart/diagram of the owner showing

structure (percentages) of ownership and investment must be included.

- Name, address, phone number and email of each member of the Respondent owner or development team. Respondents must provide the Federal EIN numbers of the development entity and identify a primary contact person.
- Current operating budget and previous three (3) years of audited financials for all entities with an ownership percentage in the Proposal.
- A copy of the most recent credit report for key members of the owner.
- Documentation addressing whether the Respondent, or any participating member of the team, has been involved in any litigation or legal dispute regarding a real estate venture during the past five (5) years.
- Evidence of ability to finance the Project including letters of interest and/or intent from equity sources and lenders.
- Evidence of Designated Developer's commitment to pay, from the date of its conditional designation: (i) the security deposit; and (ii) ESD's out-of-pocket costs and expenses incurred in connection with the Project and the disposition to the Designated Developer of the Site, including, without limitation, costs and expenses of consultants and legal counsel.
- Evidence of Designated Developer's commitment to pay the full purchase price for the Site (including 10% at designation and balance at closing, if a purchase transaction) as well as an ESD administrative fee in amount equal to 6.5% of the Site purchase price (at closing).
- Any additional documentation or information evidencing the strength of the Respondent and its ability to complete the Project in a timely manner.
- Disclosure of any existing or contemplated relationship with any other person or entity, including relationships with any parent, subsidiary or affiliated firm, which would constitute an actual or potential conflict of interest in connection with Respondents' Proposal or selection as the Designated Developer and completing the project. Respondents must also indicate how they will notify ESD if a conflict arises at any point after the submission of this Response, and how such a conflict would be resolved.

2. Project Description

The Project description should include a detailed narrative describing all relevant aspects of the Project and any plans/timing of phasing of the development. The description should address:

- The proposed use(s).
- Type, bulk and size of each component of the development program (gross and net square footages).
- Description of the proposed uses, a list of potential tenants and any letters of interest and/or intent from potential tenants.
- The description should address how this project will advance the objectives set forth in Section V "Selection Criteria" below.

3. Purchase Price

A purchase price offer must be expressed in a fixed, non-contingent dollar amount to be paid at closing. Under a purchase scenario, transfer of title will be by quit-claim deed (without any representations or warranties) at the closing.

4. Site Plan and Architectural Design

Each entity submitting a Proposal must provide the following:

- A summary of the proposed building program for the Project with square footages for each use.
- At a minimum, a set of concept sketches on 8.5" x 11" paper, showing the proposed Project and a set of schematic renderings of the proposed Project showing the principal elevations and massing, floor plans for each use, streetscape and landscape plans, entry feature and signage.
- A description of the proposed exterior materials and other relevant specifications.
- A description of sustainable building practices that will be incorporated into the project during construction/renovation and operation of the improvements.
- A description of which Site buildings will be preserved, as well as any significant proposed building modifications or enhancements.
- A description of the preservation plan. Identify preservation consultants and include narrative description of design approach. If proposal involves any demolition or substantial alteration to contributing structures, describe program design and economic rationale for doing so as well as proposed measures or design concepts to address the effect on the resource(s).

5. Development Timeframe

Respondent must submit a development timeline (subdivided into phases, if necessary), identifying the estimated length of time to reach key milestones, including: commencement and completion of design; financing; commencement and completion of construction; potential tenants; and operational stabilization for each component of the development program. Any contingencies that may affect this time line should be identified.

7. Mechanicals, Equipment, Infrastructure

Respondent shall provide an overview of how the principal spaces, systems and building elements existing at the Site would be modified or re-used or demolished. Proposal should outline all necessary development, including modifications from current "as-is" condition, and include an estimated schedule, budget and funding sources.

8. Flood Zones

Proposals should identify any flood zone and note how Respondent will meet Federal Emergency Management Agency guidelines as necessary.

9. Team Member Qualifications

Proposals should include a list of and background information for all key members of the development team, including:

- Identification and qualifications of each member of the development team, including all persons or entities that will design, develop, or operate the Project, as well as the attorney, engineer, general contractor and other professionals, as appropriate, including leasing and management, who will be involved with this Project.
 - A description of similar projects undertaken by the members of the Respondent's team.
 - A summary of the availability of each of the principal members of each firm and their availability for commitment to the Project.
 - Documentation addressing whether any participating team members have been involved in litigation or legal dispute regarding a real estate venture during the past five years.
 - Background information of the owner, including resumes describing the relevant experience of all principal members. This information must be submitted for every participant in a joint venture and should highlight similar projects (including a project description and approximate dollar value for each).

10. Project Information Supplement ("RFP Workbook")

Prior to the submission deadline, Respondents are required to email a completed RFP Workbook to the designated email account for this solicitation: MtMcGregorCF@esd.ny.gov. Instructions for completing the RFP Workbook are included in the Excel file that has been posted with this RFP. In addition to emailing a copy of the RFP Workbook, Respondents should submit hard copies of all RFP Workbook pages in their Proposals.

Among other items, completing the RFP Workbook requires Respondents to enter and submit information on the following subjects:

- a) *Key General Assumptions*: Public Benefits; Project Timeline; Economic Benefits; M/WBE Participation; Sustainability; NYS Vendor Participation; and Project Contingencies.
- b) *Key Financial Assumptions*: Development and Leasing Summary; Estimated Development Cost and Rents by Use; Financing Summary; and Stabilization Information.
- c) *Development Budget*: Acquisition; Site Work; Construction; Soft Costs; Construction Finance; Permanent Finance; Reserves; Marketing; Other.
- d) *Development Timeline*: Projected Expenditures and Square Footage of Development by Phase.
- e) *Sources of Funds*: Debt Attraction Calculation; and Proposed Permanent Financing.
- f) *Pro Forma*: Cash flows for the development and Project operation periods, including details of any as-of-right or discretionary real estate tax, other tax, energy or other governmental benefits assumed in the model. The cash flows

should include a section outlining all assumptions on which all calculations were based, including minimum returns sought. This data should include all necessary capital investments over time and reserves and debt service payments associated with the financings. Respondents are required to complete all Pro Forma worksheets in the format provided by the RFP Workbook. If Respondents wish, however, they may also complete a supplementary, fully optional Pro Forma as identified on the tab “Pro Forma (Hardcode)” in order to highlight any discrepancies between the existing format constraints and a more precisely modeled Project.

In completing the RFP Workbook, Respondents should address the following with respect to financial information:

- Pro forma cash flows in live-linked Excel format for the development and Project operation periods, including details of any as-of-right or discretionary real estate tax exemptions, other tax exemptions and energy or other governmental benefits assumed in the model. The cash flows should include a section outlining all assumptions on which all calculations were based, including minimum returns sought. This data should extend out to at least thirty (30) years of operations and include all necessary capital investments over time and reserves and debt service payments associated with the financings.
- Construction/renovation sources, budget, and uses of funds, including details of equity and financing sources and a break out of all soft and hard costs and development and financing fees. Indicate escalation rates to account for any increases in construction/renovation costs in the budget or contingences.
- Permanent sources and uses of funds, including details of equity and financing sources and all development fees and financing fees to be paid.

V. SELECTION CRITERIA

ESD invites Respondents to submit Proposals that maximize the economic benefit to the Towns of Corinth, Moreau, and Wilton, Saratoga County and the State through reuse and redevelopment of the Site in ways that maximize the creation of new jobs and the stimulation of the local economy.

In evaluating received Proposals, ESD will use the following Selection Criteria to select the Designated Developer:

- *Employment Impact:* Creation of construction and permanent on-site jobs and payroll. Indirect job creation through on-site job training programs may also be considered.
- *Economic Impact:* Projected expenditures, construction costs, annual operating costs and other direct spending that will help spur economic activity. ESD will also consider the impact of indirect spending that the Project will generate and any applicable tax

revenue.

- *Financial Offer*: Provision of competitive terms for the purchase of the Site.
- *Financial Feasibility*: Respondent's demonstrated financial condition to complete the Project; availability of identifiable funding sources to finance the Project; sufficient revenue to support operating revenues, scheduled payments related to capital costs, reserve fund contributors and debt service.
- *Environmental Impact*: The incorporation of sustainable building practices including adaptive reuse, the degree of LEED or Energy Star Certification, and overall impact of the project on the environment, including any on-site renewable energy generation.
- *Development Team Qualifications*: Experience, development skills, and financial resources necessary to complete a high-quality Project on time and within budget.
- *Schedule and Timing*: Proven ability to complete the Project in a timely manner.

Prior to selecting the Designated Developer, ESD reserves the right to remove Respondents from competitive consideration at one or more points throughout the solicitation based on these criteria and/or a failure to achieve minimum satisfaction of the Selection Criteria. In order to remain in competitive consideration, Respondents are encouraged to present their most competitive Proposal terms at each stage of the solicitation.

ESD also reserves the right to conduct interviews with or pose questions in writing to individual Respondents in order to clarify the content of their proposals and to ensure a full and complete understanding of each proposal. ESD shall undertake to pursue uniformity in the questions it asks to Respondents to the extent practicable, but ESD may ask different or additional questions to different Respondents in the context of individual interviews or written questions. ESD shall convene a committee of staff who shall be permissible contacts for the purpose of such interviews and Respondents who are invited to interview will receive additional instructions about the interview format and any further requests for information.

Proposals may be reviewed by ESD and other State officials. The sale of the Site may be subject to various approvals, as required under applicable law and regulation, which may include approval of the ESD Directors, the Commissioner of General Services, the Public Authorities Control Board ("PACB"), the Comptroller of the State of New York, and the New York State Attorney General.

VI. DEVELOPER DUE DILIGENCE

"As Is, Where Is" Condition

Respondents should assume that the Site, including land, improvements, and any supporting building infrastructure, will be sold or long-term leased "AS IS" and "WHERE IS" without representation, warranty, or guaranty as to quantity, quality, title, character, condition, size, or kind, or that the same is in condition or fit to be used for the Respondent's purpose (e.g., conveyed by quitclaim).

ESD will post information regarding the RFP on the RFP website (<http://www.esd.ny.gov/CorporateInformation/RFPs.html>); Respondents are encouraged to

check back for updates. ESD makes no representation or warranty concerning the accuracy or utility of information posted or otherwise provided to the prospective Respondents or to the Respondents. **Prospective Respondents should notify ESD of their interest as soon as possible in order to ensure that they receive all updates associated with this solicitation by sending an email to MtMcGregorCF@esd.ny.gov**

Respondents must rely on their own research and investigations for all matters, including, costs, title, survey, development, financing, construction, remediation, and renovation.

VII. SUBMISSIONS

Ten (10) hard copies and one (1) electronic copy (in the form of a flash drive or CD-ROM) of the Proposal identified by “Mt. McGregor C.F. RFP” must be received by ESD by 2:00 PM on Tuesday, July 7, 2015 at the following address:

Empire State Development
633 Third Avenue
New York, NY 10017
Attn: Edgar Camacho, ESD Procurement Unit
Re: MtMcGregor C.F. RFP

RFP Inquiries

ESD will accept written questions via email from prospective Respondents regarding the RFP. Please submit questions to:

MtMcGregorCF@esd.ny.gov

Written questions must include the requestor’s name, e-mail address and the Respondent represented and should be received by 11:59 PM EDT on Thursday, June 11, 2015. Responses to all timely and appropriate questions will be posted on ESD’s website at: <http://www.esd.ny.gov/CorporateInformation/RFPs.html>.

No contact related to this solicitation with ESD Board members, staff or consultants, other than emails to the designated email account for the solicitation, attention Alexis Offen the designated contact person, MtMcGregorCF@esd.ny.gov, will be allowed by Respondents or employed representatives of Respondent team members during the procurement period of this RFP. Any such contact by a Respondent or potential Respondent will be grounds for disqualification.

Site Tours

Potential Respondents may also attend a Site tour that is anticipated to be scheduled on or around June 2, 2015. Please email MtMcGregorCF@esd.ny.gov at least three business days in advance if you plan on participating in the Site tour. ESD may choose to offer one or more additional tour(s) at its discretion.

ESD reserves the right to modify this RFP schedule at its discretion. Notification of changes in connection with this RFP will be made available to all interested parties by e-mail and via ESD's website at: <http://www.esd.ny.gov/CorporateInformation/RFPs.html>.

VIII. DISPOSITION PROCESS

The following is a summary description of the disposition process. After a review of the Proposals, ESD intends to conditionally designate one of the Respondents as the Designated Developer. The Designated Developer will enter into a Memorandum of Understanding ("MOU") with ESD regarding the disposition of the Site and the Project and separate agreements with ESD regarding payment by the Designated Developer of expenses as described at the end of this section. In implementing the Project, including the disposition process, ESD intends to:

1. conduct a SEQRA compliant environmental review of the Project;
2. prepare, in accordance with the UDC Act and in consultation with the Designated Developer, if necessary, a proposed GPP for the Project reflective of the Designated Developer's Proposal, which will be expected to comply with all building, fire, and other applicable codes and regulations, as enforced by the State of New York;
3. present to ESD Directors for adoption for purposes of a public hearing any requisite draft environmental review, any draft GPP, essential transaction contract terms, any required Public Authorities Law findings, any municipal law and regulation overrides, and any other applicable statutory or regulatory requirements;
4. give prior notice of and conduct a public hearing in order to receive comments from the public on any proposed GPP and essential contract terms (including any requisite draft environmental review);
5. review such public comments, and present to the ESD Directors for either affirmation or modification any proposed GPP as a final GPP or modified GPP and authorize the Project and the proposed transaction;
6. present the Project to the PACB for review and approval, if required;
7. in consultation with the Designated Developer, prepare and record in the *State Register*, a declaration for the Site (the "Declaration") regarding conformity of the Project, including, as may be applicable, overrides of municipal laws and regulations, permitted uses, bulk and height limits, and similar matters with any GPP; and
8. deliver to the Designated Developer, *at closing*, a quitclaim deed for the Site that is subject to the Declaration.

This process may take up to twelve months from the commencement of the environmental review, however depending upon the complexity of the Project the duration of that process may vary.

Upon designation by ESD, as noted above, the Designated Developer is expected to pay to ESD a security deposit in the amount equal to 10% of the purchase price.

The Designated Developer shall also pay all of ESD's out-of-pocket costs and expenses (including, without limitation, costs and expenses of consultants, legal counsel, and appraisers) related to the disposition of the Site and the Project. At the time of and as a pre-requisite to its designation, such Respondent and ESD shall enter into an agreement pursuant to which, among other things: (i) the Respondent shall deposit into an ESD imprest account funds (in an amount that shall be satisfactory to ESD) that shall be held by ESD and used by ESD for payment of such out-of-pocket costs and expenses; (ii) each time that the balance in the imprest account falls below 50% of the original amount required to be deposited into the account, the Respondent shall promptly make an additional payment into the ESD imprest account so that balance in the account shall be returned to such original amount; and (iii) the amount remaining in the imprest account after all such costs and expenses are paid will be returned to the Respondent.

In addition to the full purchase price for the Site less the security deposit, at closing, the Designated Developer shall pay to ESD an administrative fee in an amount equal to 6.5% of such purchase price, which shall be separate and apart from the purchase price.

IX. STATEMENT OF LIMITATIONS

1. This RFP, submissions from Respondents to this RFP, and any relationship between ESD and Respondents arising from or connected or related to this RFP, are subject to the specific limitations and representations expressed below, as well as the terms contained elsewhere in this RFP. By responding to this RFP, Respondents are deemed to accept and agree to this Statement of Limitations. By submitting a response to this RFP, the Respondent acknowledges and accepts ESD's rights as set forth in the RFP, including this Statement of Limitations.
2. The issuance of this RFP and the submission of a response by any firm or the acceptance of such response by ESD does not obligate ESD in any manner whatsoever. Legal obligations will only arise upon execution of a formal contract by ESD and the firm(s) selected by ESD.

ESD reserves the right to: (i) amend, modify, or withdraw this RFP; (ii) revise any requirements of this RFP; (iii) require supplemental statements or information from any responding party; (iv) accept or reject any or all responses thereto; (v) extend the deadline for submission of responses thereto; (vi) negotiate or hold discussions with any respondent and to correct deficient responses which do not completely conform to the instructions contained herein; and (vii) cancel, in whole or part, this RFP, for any reason or for no reason. ESD may exercise the foregoing rights at any time without notice and without

liability to any Respondent or any other party for its expenses incurred in the preparation of responses hereto or otherwise. Responses hereto will be prepared at the sole cost and expense of each Respondent.

3. All information submitted in response to this RFP is subject to the New York Freedom of Information Law (FOIL), which generally mandates the disclosure of documents in the possession of ESD upon the request of any person, unless the content of the document falls under a specific exemption to disclosure. If any Respondent wishes to claim that any information submitted in its response to this RFP constitutes a Trade Secret or is otherwise exempt from disclosure under FOIL, such claim must be made at the time of the response, and must be in writing supported by relevant and material arguments.
4. ESD reserves the right, in its sole discretion, without liability, to utilize any or all of the RFP responses, including late responses, in its planning efforts. ESD reserves the right to retain and use all the materials and information, and any ideas or suggestions therein, submitted in response to this RFP (collectively, the "Response Information") for any purpose. By submitting a Response, each Respondent waives any and all claims against ESD relating to ESD's retention or use of the Response Information.
5. This RFP shall not be construed in any manner to implement any of the actions contemplated herein, nor to serve as the basis for any claim whatsoever for reimbursement of costs for efforts expended in preparing a response to the RFP. ESD will not be responsible for any costs incurred by Respondents related to preparing and submitting a response to this RFP, attending oral presentations, or for any other associated costs.
6. To the best of ESD's knowledge, the information provided herein is accurate. Respondents should undertake appropriate investigation in preparation of responses.

X. PROCUREMENT FORMS AND REQUIREMENTS

Additional requirements for this RFP are described below. Relevant forms, where required to be submitted, must be executed and included in the submission in the same order as listed below:

1. State Finance Law §§139-j and 139-k forms
2. New York State Vendor Responsibility Questionnaire For-Profit Business Entity
3. Iran Divestment Act Statement
4. Non-Discrimination and Contractor & Supplier Diversity Requirements
5. Encouraging the Use of NYS Businesses in Contract Performance Form
6. Certification Under State Tax Law Section 5-a
7. Schedule A (for review only—no separate form requirement)
8. Project Sunlight (for review only—no separate form requirement)

A Checklist is provided in Section XII. Respondents must complete the Checklist and include in their Response.

1. State Finance Law Sections 139-j and 139-k forms

State Finance Law Sections 139-j and 139-k (collectively, the “Procurement Requirements”) apply to this RFP. These Procurement Requirements: (1) govern permissible communications between potential respondents and ESD or other involved governmental entities with respect to this RFP; (2) provide for increased disclosure in the public procurement process through identification of persons or organizations whose function is to influence procurement contracts, public works agreements and real property transactions; and (3) establish sanctions for knowing and willful violations of the provisions of the Procurement Requirements, including disqualification from eligibility for an award of any contract pursuant to this RFP. Compliance with the Procurement Requirements requires that all communications regarding this RFP, from the time of its issuance through final award and execution of any resulting contract (the “Restricted Period”), be conducted only with the designated contact persons listed below; the completion by Respondents of the Offerer Disclosure of Prior Non-Responsibility Determinations, and the Offerer’s Affirmation of Understanding and Agreement pursuant to State Finance Law (each form is accessible at the Required Forms for Vendors link at the ESD web site under “RFPs/RFQs”); and periodic updating of such forms during the term of any contract resulting from this RFP.

Respondents must submit the Offerer Disclosure of Prior Non-Responsibility Determinations, and the Offerer’s Affirmation of Understanding and Agreement pursuant to State Finance Law as part of their submittal. Copies of these forms are available at:

http://www.empire.state.ny.us/CorporateInformation/Data/RFPs/RequiredForms/SF_Law139_JK.pdf.

The Procurement Requirements also require ESD staff to obtain and report certain information when contacted by prospective respondents during the Restricted Period, make a determination of the responsibility of Respondents and make all such information publicly available in accordance with applicable law. If a prospective respondent is found to have knowingly and willfully violated the State Finance Law provisions, that prospective respondent and its subsidiaries, related or successor entities will be determined to be a non-responsible Respondent 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. The designated contact account for this solicitation is MtMcgregorCF@esd.ny.gov .

This is not a complete presentation of the provisions of the Procurement Requirements. A copy of State Finance Law Sections 139-j and 139-k can be found at:

<http://esd.ny.gov/CorporateInformation/RFPs.html>

(under “ESDC Policy Regarding Permissible Contacts under SFL 139”).

All potential Respondents are solely responsible for full compliance with the Procurement Requirements. The prime consultant and any sub-consultants must complete the forms required above.

2. Vendor Responsibility

All Respondents to this RFP must be “responsible,” which in this context means that they must have the requisite financial ability, organizational capacity and legal authority to carry out its obligations under this RFP, and in addition must demonstrate that both the Respondent and its principals have and will maintain the level of integrity needed to contract with New York State entities such as ESD. Further, the Respondent must show satisfactory performance of all prior government contracts. Accordingly, the contract to be entered into between ESD and the Designated Developer, if any, shall include clauses providing that the Designated Developer remain “responsible” throughout the term of the contract, that ESD may suspend the contract if information is discovered that calls into question the responsibility of the contracting party, and that ESD may terminate the contract based on a determination that the contracting party is non-responsible. On request, model language to this effect will be provided to any Respondent to this RFP.

To assist in the determination of responsibility, ESD requires that all respondents to this RFP register in the State's Vendor Responsibility System (“VendRep System”). The VendRep System allows business entities to enter and maintain their Vendor Responsibility Questionnaire information in a secure, centralized database. New York State Procurement Law requires that state agencies award contracts only to responsible vendors. Respondents are to file the required Vendor Responsibility Questionnaire online via the VendRep System or may choose to complete and submit a paper questionnaire. Please include a copy of your VendRep submission receipt with your proposal. If you submit a paper questionnaire please submit it using certified mail and provide a copy of the return receipt.

To enroll in and use the VendRep System, see the 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 Office of the State Comptroller’s Help Desk may be reached at 866-370-4672 or 518-408-4672 or by email at helpdesk@osc.state.ny.us.

Respondents opting to file a paper questionnaire can obtain the appropriate questionnaire from the VendRep website [available at http://www.osc.state.ny.us/vendrep/forms_vendor.htm](http://www.osc.state.ny.us/vendrep/forms_vendor.htm) and execute accordingly pertaining to the company’s trade industry. Per the website, respondents are to “Select the questionnaire which best matches the business type (either For-Profit or Not-For-Profit) and business activity (Construction or Other).” For ESD RFPs concerning the purchase and redevelopment of real estate, it is most common for a Respondent to complete the form as a “Non-Construction” company. Unless the Respondent is primarily a Construction firm, the Respondent should thus fill out the Vendor Responsibility Questionnaire as a “Non-Construction” entity, either as a For-Profit or Not-For-Profit entity, depending on the Respondent organization type.

3. Iran Divestment Act

Every Proposal made to ESD pursuant to a competitive solicitation must contain the following statement, signed by the Respondent on company letterhead and affirmed as true under penalty of perjury:

“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.”

The list in question is maintained by the Office of General Services. No Response that fails to certify compliance with this requirement may be accepted as responsive.

4. Non-Discrimination and Contractor & Supplier Diversity Requirements

Pursuant to New York State Executive Law Article 15-A, ESD 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 ESD contracts.

It is the policy of the State of New York and ESD 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 ESD’s participation in projects or initiatives, and/or the use of ESD funds. ESD’s Non-Discrimination requirements will apply to this initiative.

The Designated Developer shall commit to ESD’s policy of Non-Discrimination and Equal Employment Opportunity and is strongly encouraged to include meaningful and material participation in the project by New York State certified MWBEs. Respondents are also encouraged to include, in their response, details regarding their MWBE participation plan and objectives. Favorable consideration shall be given to proposals that include plans to achieve participation by MWBEs in the proposed project. **Respondents must submit the Non-Discrimination and Equal Employment Opportunity form.** Copies of these forms are available at: http://esd.ny.gov/CorporateInformation/Data/RFPs/OCSD_1MWBEEEOPolicyStatement.pdf

5. Encouraging the Use of NYS Businesses in Contract Performance Form

New York State businesses have a substantial presence in State contracts and strongly contribute to the economies of the state and the nation. In recognition of their economic activity and leadership in doing business in New York State, bidders/proposers for this ESD

contract for commodities, services or technology are strongly encouraged and expected to consider New York State businesses in the fulfillment of the requirements of the contract. In order for ESD to assess the use of New York State businesses in each Proposal, ESD requests that each Respondent complete the Encouraging Use of New York State Businesses in Contract Performance form, available at:

<http://esd.ny.gov/CorporateInformation/Data/ENCOURAGINGUSEOFNEWYORKSTATEBUSINESSESINCONTRACTPERFORMANCE.pdf>.

6. Certification Under 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 ESD from approving any such contract with any entity if that entity or any of its affiliates, subcontractors or affiliates of any subcontractor makes sales within New York State of tangible personal property or taxable services having a value over \$300,000 and is not registered for sales and compensating use tax purposes. To comply with STL 5-a, all Respondents to this solicitation must include in their Proposals a properly completed Form ST-220-CA, or an affidavit that the Respondent is not required to be registered with the State Department of Taxation and Finance. A copy of the ST-220-CA form and affidavit is accessible at the Required Forms for Vendors link at the ESD web site: labeled "Schedule A- Conditions Applicable to the Corporation's Agreements for Materials and Services (includes ST220 and all other required forms) at

<http://esd.ny.gov/CorporateInformation/RFPs.html>

Also in accordance with the requirements of STL 5-a, any contract resulting from this solicitation will require periodic updating of the certifications contained in Form ST-220-CA. Solicitation responses that do not include a properly completed ST-220-CA will be considered incomplete and non-responsive and will not be considered for contract award. Only the prime consultant completes Form ST 220-CA, but Schedule A to Form ST 220-CA requires detailed information from the sub-consultants, such as tax ID number, etc., if applicable. Moreover, if applicable, certificates of authority must be attached by the prime consultant and all the sub-consultants.

7. Schedule A

Following final selection of a Designated Developer, ESD will prepare a contract defining all project terms and conditions and the Designated Developer's responsibilities in conformance with "Schedule A," which can be found at:

http://esd.ny.gov/CorporateInformation/Data/ScheduleA_ConditionsApplicabletoCorporationAgreementsForMaterialServices_RevisedAug2014.pdf

Please note Respondents do not need to complete the entire Schedule A with the submission of their Proposal. However, Respondents should still review these terms, which are standard in all ESD contracts, and raise any concerns present prior to submission of their Proposal, as the Designated Developer will need to accept these terms prior to contract execution.

8. Project Sunlight

This procurement is subject to the Public Integrity Reform Act of 2011. Under the Public Integrity Reform Act of 2011, “appearances” (broadly defined and including any substantive interaction that is meant to have an impact on the decision-making process of a state entity) before a public benefit corporation such as ESD by a person (also broadly defined) for the purposes of procuring a state contract for real property (as contemplated in this RFP) must be reported by ESD to a database maintained by the State Office of General Services that is available to members of the public. If in doubt as to the applicability of Project Sunlight, Respondents and their advisors should consult the Laws of 2011, Ch. 399 for guidance.

XI. INSURANCE REQUIREMENTS

The Designated Developer will be expected to show evidence of the following insurance requirements (at a minimum and to the extent applicable), as listed below:

- A. Commercial General Liability insurance - \$1 million per occurrence / \$2 million aggregate.
- B. Auto Liability insurance - \$1 million per occurrence
- C. Excess Umbrella Liability insurance - \$10 million per occurrence / \$10 million aggregate minimum
- D. Professional Liability insurance - \$1 to \$3 million minimum (preferably \$5 million)
- E. Worker’s Compensation & Employer’s Liability insurance at State statutory limits.
- F. Disability insurance coverage at State statutory limits.

The NYS Urban Development Corporation d/b/a Empire State Development and the People of the State of New York, as their interests may appear, must be named as an “additional insured” on a primary and non-contributory basis on all of the following policies: Commercial General Liability, Auto Liability, and Excess Umbrella Liability policies.

All policies above should include a waiver of subrogation in favor of the NYS UDC d/b/a ESD and the People of the State of New York.

XII. RFP Checklist

I _____, a principal of the firm _____ certify that the following information has been submitted as part of the response to this Request for Proposals.

- Submitted all required information with respect to the Proposal, including but not limited to a project narrative, concept sketches, and Project Information Supplement “RFP Workbook” that clearly outlines all assumptions (Section IV)
- Submitted an electronic copy of the proposal (Section VII)
- Completed and submitted State Finance Law Sections 139-j and 139-k forms (Section X)
- Completed and submitted ST-220-CA Form or affidavit (Section X)
- Copy of VendRep receipt (Section X)
- Completed an Equal Employment Opportunity Policy Statement (Section X)
- Completed and submitted Iran Divestment Act Statement (Section X)
- Completed and submitted Use of NYS Business Form (Section X)

Note: Incomplete responses may not be considered by Empire State Development

Signed: _____

Name:

Date: