

DRAFT – SUBJECT TO REVIEW AND REVISION



AGENDA

MEETING OF THE START-UP NY APPROVAL BOARD

TUESDAY, MAY 13, 2014, 10:00 A.M.

**EMPIRE STATE DEVELOPMENT, ROOM 824
ALBANY, NEW YORK**

- I. Welcome and Introductions
- II. Ratification of Minutes from START-UP NY Approval Board Meeting 04/10/14
- III. Consideration of Albany Medical College Plan
- IV. Consideration of Hartwick College Plan
- V. Other issues



**START-UP NY Approval Board
Meeting Minutes
625 Broadway, Room 824, Albany
3:00 P.M., Thursday, April 10, 2014**

The following Board members were present: Andrew Kennedy (Chair), Governor’s Appointee, Governor’s Assistant Secretary for Economic Development; Abraham M. Lackman, Temporary President of the Senate’s Appointee, Senior Officer for Civic Affairs at the Simons Foundation; Edward M. Cupoli, Speaker of the Assembly’s Appointee, Professor Emeritus at the University at Albany and Trustee Emeritus at Cornell University.

The meeting was called by Chairman Kennedy at 2:58. Chairman Kennedy observed that this was a particularly significant meeting, as it marked the first occasion the Board would have to approve a university or college’s plan to sponsor a Tax-Free NY Area.

At 3:00, Chairman Kennedy noted that the minutes from the Board’s previous meeting on March 4, 2014, required adoption by the Board. Chairman Kennedy moved to adopt the minutes prepared by the Secretary, and Mr. Cupoli seconded the motion. The motion was put to a vote, and carried unanimously 3-0.

Thereafter, Chairman Kennedy indicated that the START-UP NY Approval Board bylaws, prepared by the staff to the Board, required adoption by the Board. Chairman Kennedy moved to adopt the bylaws, and Mr. Lackman seconded the motion. The motion was put to a vote, and carried unanimously 3-0.

At 3:01, Chairman Kennedy indicated that the Board would now proceed to review of Rochester Institute of Technology’s (RIT) plan to sponsor a Tax-Free NY Area. Chairman Kennedy yielded the floor to Ms. Patricia Hartle of Empire State Development to provide a summary of RIT’s plan.

Ms. Hartle proceeded to summarize RIT’s plan, noting that:

- RIT proposes to designate 56,081 square feet of space in two buildings located on RIT’s campus, including 26,245 square feet on the first, third, and fourth floors of the building

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located at 40 Franklin Street, and 29,836 square feet of space at the Venture Creations Incubator facility located at 125 Tech Park Drive;

- RIT seeks to attract businesses to the aforementioned spaces in the fields of high-technology, sustainability & green technology, sustainable manufacturing, game design and development, film and animation, software development, information technology and cyber security, aerospace, and imaging.

Ms. Hartle stated that RIT had informed Empire State Development that an IT company had expressed interest in locating at the 40 Franklin Street building, and that RIT estimated that the business in question would create between fifty (50) and seventy-five (75) net new jobs within two years. RIT also informed Empire State Development that RIT had received about a dozen inquiries regarding the Venture Creations Incubator facility, and that RIT estimated that the clean technology, medical technology and information technology businesses it expected to attract could create approximately forty (40) jobs.

Ms. Hartle concluded by noting that Empire State Development had determined that, in addition to meeting all program requirements, RIT's plan has significant potential to generate jobs and does not rely on unreasonable economic or fiscal assumptions. Lastly, Ms. Hartle observed that RIT's plan must be prioritized for acceptance by the Board because it is located in a city with a population of one hundred thousand or more without a SUNY university center.

At 3:04, Mr. Cupoli requested that Empire State Development identify all other cities in the State of New York with a population greater than one hundred thousand (100,000) that lacked a university center. Ms. Jennifer Chung, counsel to the Board, stated that this information would be provided to Mr. Cupoli.

Mr. Cupoli then proceeded to inquire as to whether RIT maintained academic programs in management or business. Mr. Lackman responded that RIT did in fact have such academic programs. Mr. Cupoli then asked whether Empire State Development would be leveraging these resources to maximize the success of RIT's START-UP NY Program.

Chairman Kennedy responded that the Governor's Office is working with RIT's school of business on developing RIT's incubator to bring businesses into inner-city Rochester, and that the academic resources previously demonstrated to be effective in attracting and growing businesses would continue to help businesses participating in START-UP NY to grow.

At 3:09, Mr. Lackman inquired as to whether RIT's conflict of interest policy, submitted as part of its plan, covered members of the RIT Board of Trustees. Ms. Hartle answered that the persons covered by the conflict of interest policy would depend on those who RIT chose to involve in the administration of its START-UP NY program. Mr. Lackman responded that, going forward, he would like to ensure that members of sponsors' boards of trustees are covered by conflict of interest policies in light of their role as policymakers at academic institutions. Ms. Chung stated that this issue would be addressed.

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At 3:10, Chairman Kennedy observed that RIT had reduced the space that it proposed to designate under its plan to include only those spaces with immediate economic potential, and that, in light of the two-tiered process of designating space and approving businesses, the issue of conflicts would not become relevant until the business application stage. Mr. Cupoli expressed satisfaction that RIT had reduced the amount of space it was proposing to designate in light of the importance of rationing the limited space available to private colleges and universities under START-UP NY.

At 3:13, Mr. Kevin Younis of Empire State Development offered that Empire State Development could request more information from private sponsors as to what space proposed for designation is ready for immediate use. Mr. Lackman approved of this course of action, in particular because of the limited space available in the downstate region. Mr. Lackman further observed that the limited downstate space would quickly result in competition between sponsors for space, and that the information Mr. Younis said that Empire State Development would collect would be needed to make the best use of limited space resources.

At 3:15, Chairman Kennedy suggested that the Board continue to a vote on RIT's plan. Mr. Lackman moved to consider RIT's plan, and Mr. Cupoli seconded the motion. The motion carried 3-0. The Board then proceeded to vote upon the approval of RIT's plan, and the plan was approved 3-0.

At 3:16, Mr. Lackman noted that he would like to set a date for the next meeting. Chairman Kennedy observed that he expected to have another meeting before the summer as other sponsors take notice of RIT's example. Chairman Kennedy further indicated that he expects the Board to meet when several plans have been advanced to the Board by Empire State Development. Mr. Younis proposed that this would be possible every five (5) to six (6) weeks. Mr. Cupoli requested that backup dates be set several days after the next proposed meeting against the possibility of a scheduling conflict arising.

Mr. Lackman then requested information on the new legislation allowing sponsors to designate as Tax-Free NY Areas certain state prisons that have been closed. Mr. Younis summarized the legislation, noting that the applicable prisons were limited to four recently closed facilities, and that these facilities would not be counted against the twenty (20) strategic state assets that the Board is empowered to designate.

At 3:20, Chairman Kennedy moved to adjourn the meeting, and Mr. Lackman seconded the motion. The motion was put to a vote, and carried unanimously 3-0.

Respectfully submitted,

Phillip Harmonick



MEETING OF THE START-UP NY APPROVAL BOARD

TUESDAY, MAY 13, 2014, 10:00 A.M.
EMPIRE STATE DEVELOPMENT, ROOM 824
ALBANY, NEW YORK

Resolution 003

WHEREAS, Albany Medical College (“AMC”) has submitted a Plan to designate vacant land and space as a Tax-Free NY Area pursuant to Econ. Dev. L. § 435 and the Commissioner of Economic Development, having determined that the Plan meets the statutory and regulatory requirements for approval, has forwarded the Plan to the Board.

WHEREAS, the Board has determined that AMC’s Plan, a copy of which is attached hereto, proposing to designate 7,859 ft² of vacant space at the S Building located at 43 New Scotland Ave. in Albany and 2,000 ft² of vacant space at the ME Building located at 43 New Scotland Ave. in Albany, complies with the eligibility criteria of 5 NYCRR § 220.5 and is eligible to be approved as a Tax-Free NY Area.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby approve, pursuant to Econ. Dev. L. § 435(2), AMC’s Plan to sponsor a Tax-Free NY Area, encompassing the abovementioned vacant space, of 9,859 ft².

Resolution 004

WHEREAS, Hartwick College has submitted a Plan to designate vacant land and space as a Tax-Free NY Area pursuant to Econ. Dev. L. § 435 and the Commissioner of Economic Development, having determined that the Plan meets the statutory and regulatory requirements for approval, has forwarded the Plan to the Board.

WHEREAS, the Board has determined that Hartwick College’s Plan, a copy of which is attached hereto, proposing to designate 50,000 ft² of vacant land on a lot of property located on Hartwick Drive in Oneonta, complies with the eligibility criteria of 5 NYCRR § 220.5 and is eligible to be approved as a Tax-Free NY Area.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby approve, pursuant to Econ. Dev. L. § 435(2), Hartwick College’s Plan to sponsor a Tax-Free NY Area, encompassing the abovementioned vacant land, of 50,000 ft².

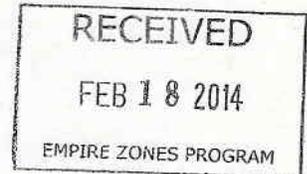


Albany Medical College

47 New Scotland Avenue, Mailcode 112, Albany, New York 12208-3479
Kevin M. Leyden
Senior Vice President for Business Development and Strategic Partnerships

(518) 262-1678
Email: leydenk@mail.amc.edu

February 10, 2014



Ms. Leslie F. Whatley
Executive Vice President
START-UP NY
633 Third Avenue
New York, New York 10017

Dear Leslie,

Please find attached the application and campus plan of Albany Medical College to participate in the START-UP NY initiative. We are very excited to offer businesses that have synergy with our mission the opportunity to be part of the Capital Region's only academic medical center, and all it has to offer, to ensure their success. We are in the process of putting together a comprehensive educational and logistical package that will assist and allow them a fast start and easy incorporation into our family. Of note is that we have put forth approximately 2,000 sq. ft. of hooded laboratory space but we are open to expanding that considerably if the need arises as we have access to the various category/type lab spaces that may be requested. If you or your staff has any additional questions please feel free to contact me.

Sincerely,

Kevin M. Leyden

attachments

Business Mission

Indicate how the business's participation in the START-UP NY program will have positive community and economic benefits.

The types of businesses Albany Medical College would locate on its campus in the StartUpNY Program would be those primarily focused on biomedicine, bioengineering, biotechnology and pharmaceutical. Albany Medical College provides an ideal setting to foster relationships with these companies to develop a variety of biomedical equipment, biomedical material products and clinical testing. Ideally, the companies will have mutual biomedical product development interests in the specialty areas of clinical and medical research outlined below.

Albany Medical College provides the full range of comprehensive clinical services traditionally provided in the academic medical center setting. These specialty services include, but are not limited to, anesthesiology, emergency medicine, family medicine, medicine, neurology, neurosurgery, obstetrics & gynecology, ophthalmology, pediatrics, physical medicine and rehabilitation, psychiatry, radiology and surgery. In addition, most of these specialties offer sub-specialty services that include, but are not limited to, cardiology endocrinology, critical care surgery, gastroenterology, HIV medicine, maternal fetal medicine, orthopedic surgery, otolaryngology surgery, pediatric critical care, pediatric endocrinology, pediatric gastroenterology, pediatric neonatology, pediatric infectious disease, pediatric oncology, pediatric surgery, pulmonary, renal, rheumatology, thoracic surgery, trauma surgery, urogynecology, urology surgery and vascular surgery. Albany Medical College employs over four hundred clinical physician faculty with specialty and sub-specialty clinical expertise in each of these areas. The Clinical Faculty at Albany Medical College receive on average approximately \$2M - \$3M on an annual basis in clinical trial funding from the pharmaceutical industry to develop new drugs and treatments for patients.

Albany Medical College houses four interdisciplinary research centers in the areas of cardiovascular science, cell biology and cancer, immunology and microbial disease and neuropharmacology & neuroscience. There are approximately sixty basic scientist research faculty who with expertise in these research center fields. Together these basic scientists receive an average of \$12M - \$14M of external federal or state grant funding on an annual basis to support their research initiatives.

Albany Medical College shares the same mission as Albany Medical Center as the two are inexorably linked. The mission of Albany Medical College/Center is included in the attached "2013 – 2015 Strategic Plan" document (attachment). This mission is to provide excellence in patient care, medical education and biomedical research. Albany Medical College/Center has the responsibility to:

- *Provide a broad range of patient services to the people of eastern New York and western New England, including illness-prevention programs, comprehensive care, and the highly complex care associated with academic medical centers.*
- *Educate medical students, physicians, biomedical students, and other health care professional from demographically diverse backgrounds in order to meet the future primary and specialty health care needs of the region and nation.*
- *Foster biomedical research that leads to scientific advances and improvement of the health of the public.*

It is also important to note that Albany Medical College's culture is shaped by its vision and values. These vision and values are formally tied to the College's mission in its "2013 – 2014 Strategic Plan".

Vision

We at Albany Medical College/Center will continue to develop as a nationally recognized academic health science center. In collaboration with the community, we will provide excellence in patient care programs, education, and research.

Our vision for the future includes a commitment to working with other providers to make comprehensive and advanced clinical services available to the public while emphasizing quality and service. We will be a leader in developing an innovative health care delivery system and educational consortium that respond to the needs of the community.

Albany Medical College/Center will sustain a working and learning environment that fosters teamwork and commitment to shared values and goals. Through sound fiscal management, the College/Center will be able to enhance its teaching and research programs to be on the forefront of medical knowledge and innovative patient care.

Values

Quality and Excellence

- *Assure continuous quality improvement in all aspects of our mission*
- *Commit to excellence in all we do*

Service

- *Provide excellent service to patients, students, staff, and all others who use, work in, or visit our facility*
- *Recognize and value the contributions and potential of the entire College/Center community*
- *Seek and be sensitive to the advice of our constituents*

Collaboration

- *Collaborate in a way that enhances the health of our region*

Integrity

- *Maintain the highest standards of ethical and professional conduct*
- *Assure that relationships are open, honest, and fair*

Compassion

- *Recognize an individual's basic rights to respect, privacy, dignity, understanding, and spiritual guidance*

Fiscal Responsibility

- *Manage all resources in a fiscally responsible and prudent manner*
- *Meet our charitable responsibilities*

The businesses aligning with Albany Medical College for StartUpNY initiatives are expected to directly contribute to one component of our mission, "foster biomedical research that leads to scientific advances and improvement of the health of the public." While the focus of these relationships will be the biomedical research piece of our mission, we also anticipate benefits to the other two components of our mission that apply to patient services and educating students. We would also anticipate these businesses share our approach to vision and values.

Lastly, Albany Medical College currently participates in the NY CAP Research Alliance with Rensselaer Polytechnic Institute (RPI) and the University at Albany (SUNY). Recently, through the Capital Region Economic Development Council (CREDC), the NY CAP Research Alliance has received awards of \$950K and \$500K respectively. These awards were based on fostering research collaborations between the three participating institutions. Currently, ten (10) specific projects have been funded that required collaborative participation of faculty from at least two of the participating institutions. The NY CAP Research Alliance is expanding by involving other institutions that include Wadsworth / NY State Department of Health and potentially other biomedical corporations.

Business Mission

Describe how the mission and activities of the business aligns with or furthers the academic mission of the campus, college or university sponsoring the Tax-Free Area

As noted in both Albany Medical College vision statement and "2013 -2015 Strategic Plan" document, community development is a priority. As noted in our "2013 – 2015 Strategic Plan",

Community Service:

- *Continue to offer opportunities for faculty, residents and students to assist with community initiatives, particularly in underserved areas.*
- *Continue to provide and support a wide range of student internship opportunities in the Albany Medical College biomedical research labs.*
- *Further develop partnerships with regional businesses, institutions and state and local governments to support community development and projects.*
- *Sustain and grow global relationships outside the immediate Albany Medical College region to aid underdeveloped areas with clinical and academic expertise.*

The primary community and economic benefits would relate to traditional economic development pipelines. Investment in biomedical research and development leads to entrepreneurship of product development. Both biomedical research and development and the resulting product development increases employment opportunities resulting in high salary jobs and support staff jobs. These new jobs allow for increased spending at regional businesses. The end result is regional economic growth.

By combining our traditional medical school setting with corporate venture capital initiatives, there will likely be enhanced graduate learning and new internship opportunities, not only for our students but potentially for students from the University at Albany, Rensselaer Polytechnic Institute, etc.

Campus Plan for Albany Medical College

1. **Campus Name:** Albany Medical College

Contact: Kevin M. Leyden

Senior Vice President, Business Development and Strategic Partnerships
Albany Medical College
47 New Scotland Ave
Albany, New York 12208
(518) 262-1678
leydenk@mail.amc.edu

2. **Identification of the space and/ or land. (see attached)**

3. **A description of the type of businesses that the campus is intending to be located on the area to be designated.**

The types of businesses Albany Medical College would locate on its campus in the StartUpNY Program would be those primarily focused on biomedicine, bioengineering, biotechnology and pharmaceutical. Albany Medical College provides an ideal setting to foster relationships with these companies to develop a variety of biomedical equipment, biomedical material products and clinical testing. Ideally, the companies will have mutual biomedical product development interests in the specialty areas of clinical and medical research outlined below.

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4. A description of how participation by the types of businesses sought to occupy space in the campus tax-free zone would generate positive community and economic benefits.

As noted in both Albany Medical College vision statement and "2013 -2015 Strategic Plan" document, community development is a priority. As noted in our "2013 – 2015 Strategic Plan",

Community Service:

- Continue to offer opportunities for faculty, residents and students to assist with community initiatives, particularly in underserved areas.
- Continue to provide and support a wide range of student internship opportunities in the Albany Medical College biomedical research labs.
- Further develop partnerships with regional businesses, institutions and state and local governments to support community development and projects.
- Sustain and grow global relationships outside the immediate Albany Medical College region to aid underdeveloped areas with clinical and academic expertise.

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By combining our traditional medical school setting with corporate venture capital initiatives, there will likely be enhanced graduate learning and new internship opportunities, not only for our students but potentially for students from the University at Albany, Rensselaer Polytechnic Institute, etc.

5. A description of the process the campus or college will follow to select businesses to participate in the Tax-Free NY Program.

The starting point of the selection process will begin with a general business plan to serve as a Request for Proposal (RFP). The business plan RFP will require the following elements:

- **Business Description**
A general description of the business which identifies key services, products/equipment, and other elements essential to the particular business.
- **Goals and Objectives**
Typically includes a mission statement, and then an outline of primary goals and objectives to be achieved in proceeding with the business.
- **Operation Plan**
A summary of how goals and objectives planned to be achieved.
- **Market Analysis**
A review of local, national, and international market trends for the particular business.
- **SWOT Analysis**
An outline of strengths, weaknesses, opportunities and threats involved with proceeding with the particular business.
- **Implementation Plan**
A timeline that includes brief summaries of important milestones with target dates for completion.
- **Financial Plan**
Typically, a three-year financial analysis with budget calculations for specific areas of income and expenditures.

Business Plan RFP's will be reviewed by the College's Scientific Advisory Board. A priority will be given to Business Plan RFP's that have higher level of clinical and basic science expertise match and/or greater potential for collaboration with Faculty at Albany Medical College. After their review, the Albany Medical College Scientific Advisory Board will provide its recommendation to the Dean of Albany Medical College. The Dean of Albany Medical College will then decide the appropriate course of action to pursue as it relates to each Business Plan RFP.

6. (see attached)

Albany Medical College StartUpNY Application

Question 5. A description of the process the campus or college will follow to select businesses to participate in the Tax-Free NY Program.

Part 1. Application / Request for Proposal (RFP)

The starting point of the process will begin with a general business plan to serve as a Request for Proposal (RFP). Each business requesting consideration will be required to complete an RFP with the following elements:

- **Business Description**
A general description of the business which identifies key services, products/equipment, and other elements essential to the particular business.
- **Goals and Objectives**
Typically includes a mission statement, and then an outline of primary goals and objectives to be achieved in proceeding with the business.
- **Operation Plan**
A summary of how goals and objectives planned to be achieved.
- **Market Analysis**
A review of local, national, and international market trends for the particular business.
- **SWOT Analysis**
An outline of strengths, weaknesses, opportunities and threats involved with proceeding with the particular business.
- **Implementation Plan**
A timeline that includes brief summaries of important milestones with target dates for completion.
- **Financial Plan**
Typically, a three-year financial analysis with budget calculations for specific areas of income and expenditures.

Part 2: Selection Decision Process:

There will be a two phased decision approach to the selection process. The first phase will comprise a scientific review, and the second phase will be a business review process. Both are outlined below with current and proposed membership.

Phase 1 - Scientific Review Process. Business Plan RFP's will be reviewed by the College's Scientific Advisory Board (see attached list for current membership). A priority will be given to Business Plan RFP's that have higher level of clinical and basic science expertise match and/or greater potential for collaboration with Faculty at Albany Medical College. After their review, the Albany Medical College Scientific Advisory Board will provide its recommendation to the Dean of Albany Medical College.

Current College Scientific Advisory Board:

Richard Blinkhorn, MD, Department of Medicine
David Conti, MD, Department of Surgery
John DePaola, Dean's Office
Michael Falzano, Dean's Office
Stanley Glick, MD, PhD, Center for Neuropharmacology & Neuroscience
Michael Gruenthal, MD, Department of Neurology
Paul Higgins, PhD, Center for Cell Biology & Cancer Research
Jeffrey Kennedy, MD, Translational Medicine
Christopher King, MD, Department of Emergency Medicine
Paula McKeown-Longo, PhD, Center for Cell Biology & Cancer Research
Dennis Metzger, PhD, Center for Immunology and Microbial Disease
Jeffrey Ross, MD, Department of Pathology
Hal Singer, PhD, Center for Cardiovascular Disease
Steven Stain, MD, Department of Surgery
Vince Verdile, MD, Dean's Office
Peter Vincent, PhD, Center for Cardiovascular Disease

Phase 2 – Business Review Process. Business Plan RFP's will be reviewed by the Business Selection Committee. This Committee will be comprised of business leaders both within the Capital Region and throughout the state of New York (see attached list of current membership). Based on its diverse business background, the Business Selection Committee will provide an appropriate business opportunity score as a recommendation to the Dean of Albany Medical College.

Based on recommended scoring received from both the Scientific Advisory Board and the Business Selection Committee for each Business Plan RFP, the Dean of Albany Medical College will then decide the appropriate course of action to pursue as it relates to each Business Plan RFP. The Dean of the Albany Medical College will propose the course of action related to each Business Plan RFP to the Board of Directors of Albany Medical Center for approval to proceed.

Proposed Business Selection Committee Membership:

John DePaola, Albany Medical College
Joseph DeVivo, Angio Dynamics
Jon Dordick, Rensselaer Polytechnic Institute

Dick Frederick, Autotask / RPI Incubator Program
Amy Johnson, Capstone
Kevin Leyden, Albany Medical College
John Nigro, The Nigro Companies
Robert Samson, International Business Machines (Retired)
Omar Usmani, Aeon Nexus
Vincent Verdile, MD, Albany Medical College

*Note, membership of the proposed Business Selection Committee may change related to business opportunities.

Location	UniqueID	Owner	PropertyType	StreetAddress	City	ZipCode	Building	SpaceType	Sqft	Description	onCampus	Latitude	Longitude	Note
City of Albany	AMC 001	Albany Medical Center	1	43 New Scotland Ave	Albany	12208	S Building	A	7859	First Floor	Yes	42.6540000	73.7770000	
City of Albany	AMC 002	Albany Medical Center	1	43 New Scotland Ave	Albany	12208	ME Building	C	1050	First Floor	Yes	42.6540000	73.7770000	ME106 /108
City of Albany	AMC 003	Albany Medical Center	1	43 New Scotland Ave	Albany	12208	ME Building	C	950	First Floor	Yes	42.6540000	73.7770000	ME110/112

* 1= on campus
 2= 1 mile off campus
 3= State Asset

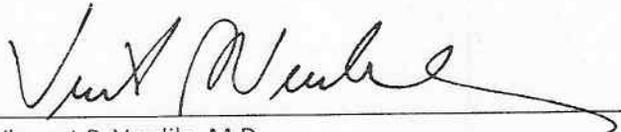
** A=entire building
 B=floor within building
 C=Room within building
 D=land on campus
 E= land off campus
 F=entire building off campus
 G=partial building off campus
 H=state asset

STARTUP-NY ATTESTATION AND CERTIFICATION

I, Vincent P. Verdile, M.D., as Dean and chief executive officer of Start-Up NY sponsorship applicant Albany Medical College ("College"), hereby attest and certify as follows:

1. No space and/or land which is proposed for designation as a Tax-Free NY Area in the College's Tax Free NY Area Plan and application, to which this document is attached, has been financed with any tax-exempt bonds; nor will any such space and/or land jeopardize or conflict with any existing tax-exempt bonds used to finance any property of the College.
2. The College has not relocated or eliminated any academic program, administrative program, office, housing facility, dining facility, athletic facility, or any other facility, space or program that actively serves students, faculty or staff in order to create vacant land or space to be designated as a Tax-Free NY Area.

The above attestation and certification, as well as the information contained in the Tax Free NY Area Plan and application to which this document is attached is, to the maximum extent possible and to the best of my knowledge, accurate and complete.

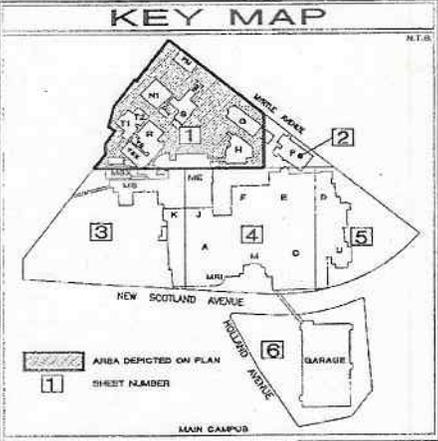


Vincent P. Verdile, M.D.

2/7/14

Date

Drawing Name: G:\PROJECTS\Albany Medical Center\Campus Survey Update 8669.dwg Acad\Civil\Main Campus Survey.dwg\2010 UPDATE Main Campus Diagram.dwg
 Date last accessed: 10/27/2010 11:37 AM
 Date last plotted: 10/27/2010 3:37 PM
 Plotted By: Jim McKeough



GENERAL NOTES:

1. MAP BOUNDARIES SHOWN HEREON ARE BASED ON "BEST" NORTH.
2. THE LOCATION OF UNDERGROUND WORKDOWNS OR ENCROACHMENTS, IF ANY EXIST OR ARE SHOWN HEREON, ARE NOT CERTIFIED.
3. THIS MAP MAY NOT BE USED IN CONNECTION WITH A "SURVEY AFFIDAVIT" OR SIMILAR DOCUMENT, STATEMENT OR MECHANISM TO OBTAIN TITLE INSURANCE FOR ANY SUBSEQUENT OR FUTURE GRANTEES.
4. MONUMENTATION OF CORNER CORNERS, OR REFERENCE MEASUREMENTS AS APPLICABLE, TO BE SET.
5. THE TOTAL LAND AREA FOR THE ALBANY MEDICAL CENTER HOSPITAL PROPERTY:
 - MAIN CAMPUS 786,871 S.F. OR 18,004 ACRES
 - SOUTH CAMPUS COMPLEX 271,654 S.F. OR 6,234 ACRES
 - TOTAL 1,058,525 S.F. OR 24.23 ACRES
6. THE TOTAL NUMBER OF PARKING SPACES FOR THE ALBANY MEDICAL CENTER HOSPITAL:
 - MAIN CAMPUS 345 STANDARD AND 13 HANDICAPPED PARKING
 - SOUTH CAMPUS COMPLEX 350 STANDARD AND 16 HANDICAPPED PARKING
 - TOTAL 695 STANDARD AND 29 HANDICAPPED

NOTE: "AREA A" PARKING SPACES INCLUDED IN THE TOTAL AND PARKING GARAGE SPACES ARE NOT INCLUDED.

DISCLAIMER NOTES:

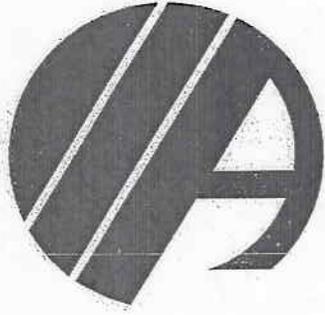
1. UNDERGROUND UTILITIES SHOWN HEREON ARE BASED UPON UTILITY EVIDENCE VISIBLE ON THE ORIGINAL SURFACE AND FROM AVAILABLE RECORD DRAWINGS AND ARE SUBJECT TO FIELD VERIFICATION BY EXCAVATION. UTILITIES SHOWN DO NOT PURPORT TO CONSTITUTE OR REPRESENT ALL UTILITIES LOCATED UPON OR ADJACENT TO THE SURVEYED PREMISES. PIPE SIZES, INVERTS, AND TYPES ARE ALL APPROXIMATE.
2. UTILITY R/W AND INVERT ELEVATIONS ARE SHOWN FOR REFERENCE ONLY AND ARE NOT TO BE USED AS BENCHMARK OR DATUM INFORMATION.

MAP REFERENCES:

1. MAP TITLED, "BOUNDARY AND TOPOGRAPHY SURVEY OF THE ALBANY MEDICAL CENTER, NEW SCOTLAND AVENUE, CITY OF ALBANY, COUNTY OF ALBANY, STATE OF NEW YORK, DATED APRIL 23, 1956, SHEETS 1 THROUGH 8, BY SMITH AND WARDEN, P.C. 79 NORTH PEARL STREET, ALBANY, NEW YORK.
2. MAP TITLED, "ALBANY MEDICAL CENTER, PARKING GARAGE, ALBANY, NEW YORK, UTILITY AND GRADING PLAN, DATED APRIL 1994, REVISED 6/17/94, SHEET 5 OF 6, DRAWING #C-3, BY CLOUGH, HARGOUR & ASSOCIATES, 8 WINDMILL CIRCLE, ALBANY, NEW YORK, 12205.
3. MAP TITLED, "A 12'-STRIP OF LAND TO BE CONVEYED TO ALBANY MEDICAL CENTER HOSPITAL, FROM THE CITY OF ALBANY, WATKINS AVENUE, CITY OF ALBANY, COUNTY OF ALBANY, STATE OF NEW YORK, DATED FEBRUARY 13, 2002, MAP #C2002-6, BY HERGENBERG & HERGENBERG, CONSULTING ENGINEERS AND LAND SURVEYORS, 40 COLUMBIAN AVENUE, ALBANY, NEW YORK, 12205.
4. MAP TITLED, "MAP & SURVEY OF LANDS OF CIVILIAN HOSPITAL L. 1814 P. 437,441,457 L. 1808 P. 288 AND SARABATAN SERVICE CORPORATION L. 2022 P. 627 DATED FEBRUARY 22, 1981, SHEET 1 OF 2 BY CLOUGH, HARGOUR & ASSOCIATES LLP, 8 WINDMILL CIRCLE, ALBANY, NEW YORK, 12205.

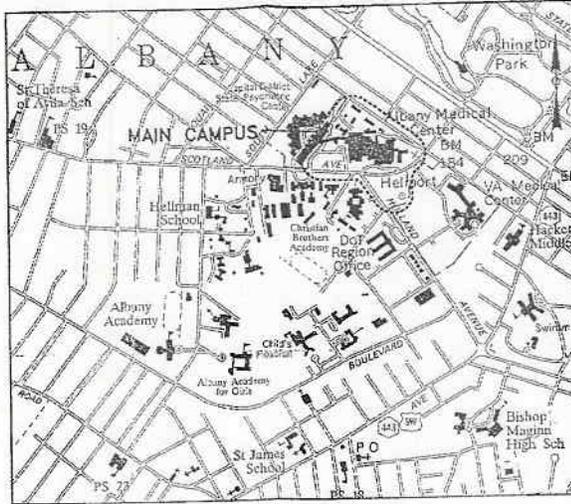
LEGEND

—	GRADE R/W	—	BOUNDARY LIGHT
—	GRADED SURFACE & ELEV	—	LIGHT PIPE
—	STREET CENTER LINE	—	CITY R/W
—	STREET CENTER	—	SHIELD ROAD SIGN
—	UNDERGROUND UTILITY LINE	—	SCALE ROAD SIGN
—	UNDERGROUND FLEET DECKING	—	PIPE BOLLARD
—	SEWER & SANITATION DUCT	—	TRUCK CONTROL ARM
—	PHONE CORDS WITHIN 10'	—	POST NO LOCAL TRUCK
—	WATER LINE	—	ROAD MARK
—	COMMUNICATIONS LINE	—	THE SIGNAGE
—	TELEPHONE LINE	—	MARKER
—	NEW PRESSURE TOWER LINE	—	MARKER SIGN
—	WATER/SEWERAGE CURB	—	CLIMB OUT
—	W/E LINE	—	MARKER W/LL PLANT
—	EGG/SP/LINE	—	FRAGILE FLOOR PLANT
—	PROPERTY LINE	—	SOIL ELEVATION
—	FOUR	—	CLIMB ELEVATION
—	STONE CURB	—	RAILING W/LL
—	PIPE	—	UNDERGROUND UTILITIES/TRENCH



Albany
Albany
CITY OF ALBANY

ALTA / AC
F
ALBANY MEDICAL



PROJECT LOCATION MAP
N.T.S.

CLARK PATTERSON LEE
 LICENSED PROFESSIONAL ENGINEER
 540 BROOKHOLM BLVD FLOOR 2000
 ALBANY, NEW YORK 12207
 TEL: (518) 274-9500
 FAX: (518) 282-5224
 www.clarkpattersonlee.com

NO.	DATE	BY	DESCRIPTION
1	12/27/10	JAN GFC	ISSUED PERMITTER WITH REVISIONS TO ORIGINAL PLANS
2	12/27/10	JAN GFC	ISSUED PERMIT

ALBANY MEDICAL CENTER
 ALBANY CAMPUS AND
 SOUTH CAMPUS COMPLEX
 COUNTY OF ALBANY
 CITY OF ALBANY



ALTA / ACSM SURVEY
 FOR
 ALBANY MEDICAL CENTER HOSPITAL

DATE	DRAWN	CHECKED
04/30/10	JAN	GFC
SCALE	NONE	
SHEET TITLE		
TITLE SHEET		

PROJECT NUMBER
11286.05

DRAWING NUMBER

Albany Medical Center Albany Main Campus

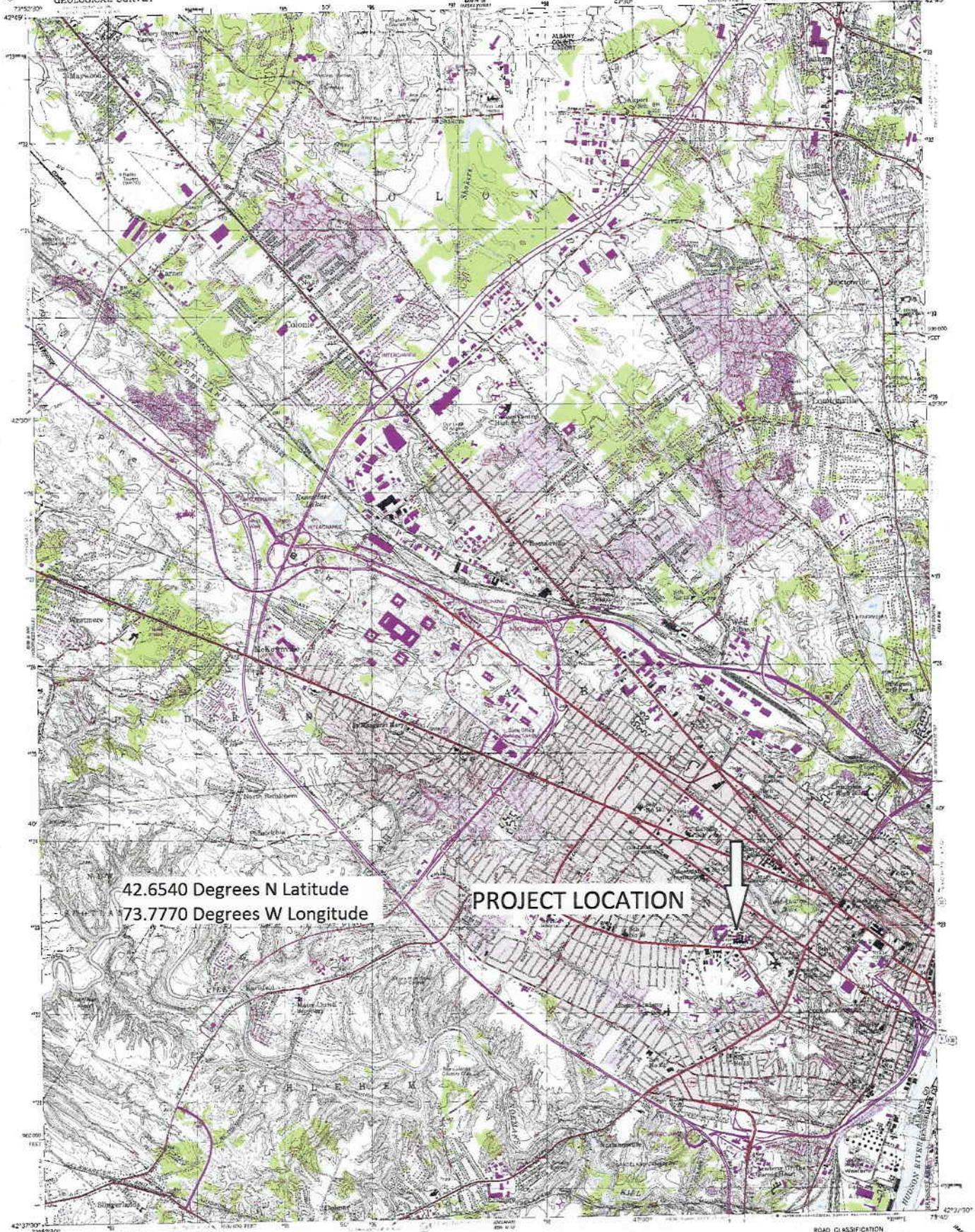
IN THE COUNTY OF ALBANY
 STATE OF NEW YORK

ALTA / ACSM SURVEY FOR ALBANY MEDICAL CENTER HOSPITAL

I hereby certify to the U.S. Department of Housing and Urban Development (HUD), Albany Medical Center Hospital, 524 E. Livingston St., Montrose at Albany, New York, that the information contained herein is true and correct to the best of my knowledge, belief and information, except as shown herein, there are no encroachments other than those shown, and the lines and lines of actual possession are the same, and the premises are located in a FEMA designated Zone C (Areas of Minimal Flooding) and are free of any flood hazard from any flood hazard, and such flood free condition is shown on the Federal Flood Insurance rate map, Community Plan No. 20001 0067 C (Albany Main Campus and South Campus Complex).

GARY F. CHIDWARD P.E., N.Y.S.
 Registered Land Surveyor
 License No. 4926

I, CLARK PATTERSON LEE, LICENSED PROFESSIONAL ENGINEER, NO. 12345, STATE OF NEW YORK, HEREBY CERTIFY THAT THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT TO THE BEST OF MY KNOWLEDGE, BELIEF AND INFORMATION, EXCEPT AS SHOWN HEREIN, THERE ARE NO ENCROACHMENTS OTHER THAN THOSE SHOWN, AND THE LINES AND LINES OF ACTUAL POSSESSION ARE THE SAME, AND THE PREMISES ARE LOCATED IN A FEMA DESIGNATED ZONE C (AREAS OF MINIMAL FLOODING) AND ARE FREE OF ANY FLOOD HAZARD FROM ANY FLOOD HAZARD, AND SUCH FLOOD FREE CONDITION IS SHOWN ON THE FEDERAL FLOOD INSURANCE RATE MAP, COMMUNITY PLAN NO. 20001 0067 C (ALBANY MAIN CAMPUS AND SOUTH CAMPUS COMPLEX).

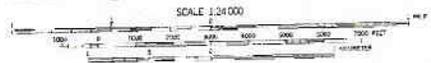


42.6540 Degrees N Latitude
73.7770 Degrees W Longitude

PROJECT LOCATION



Mapped, edited, and published by the Geological Survey
Control by UNCS and NOS/NOAA
Topography by photogrammetric methods from aerial photographs taken 1952; field checked 1953
Hydrography from NOS chart 284 1947
Projections: elevation - 10,000-foot grid based on New York coordinate system, east zone; 1000-meter Universal Transverse Mercator grid SCS, zone 18, 1927 North American Datum. Its place on the projected North American Datum 1983 moves the projection lines 5 meters south and 30 meters west as shown by dashed center lines
Red tint indicates areas in which only landmark buildings are shown
Projections shown in purple obtained from aerial photographs taken 1978 and other source data. This information not field checked. Map dated 1980
Isopleths from 1:250,000 edition of USGS 7.5'



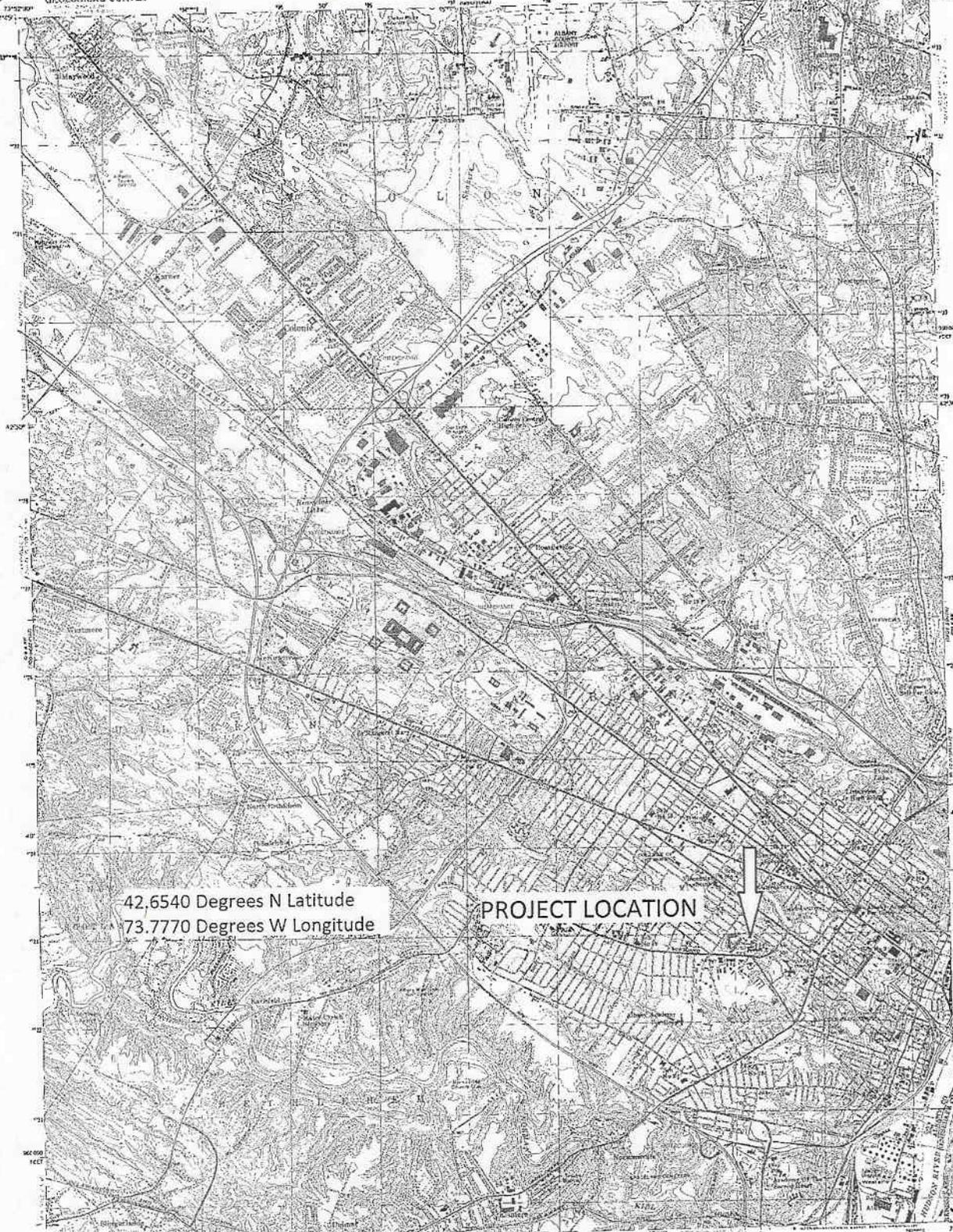
CONTOUR INTERVAL 10 FEET
NATIONAL GEODESIC METHOD, PARTIAL OF 1929
BENCH MARKS AND MEASUREMENTS IN FEET -202.4 IN MEAN LOW WATER
THE BENCHMARK BETWEEN THE TWO SPOTS IS UNUSUAL
SOMEWHERE NEAR REPRESENTS THE APPROXIMATE LINE OF MEAN HIGH WATER
THE MEAN RANGE OF TIDE IS 4.4 FEET
THIS MAP COMPLEYS WITH NATIONAL MAP AGENCY STANDARDS
FOR SALE BY U.S. GEOLOGICAL SURVEY
DENVER, COLORADO 80206, OR RESTON, VIRGINIA 20192
A 1:25,000 BENCHMARK SURVEY MAP AND SYMBOLS AS APPEAR ON THE SURVEY

ROAD CLASSIFICATION
Primary highways: Light duty rural, hard or improved surface
Secondary highways: hard surface
Unimproved road
Interstate Route U.S. Route State Route

ALBANY, N.Y.
NEW ALBANY QUADRANGLE
R4237 7.5x7.5
1953
PHOTOREPRODUCED FROM
DATA 600-18 IN MICROFORM 1981

UNITED STATES
DEPARTMENT OF THE INTERIOR
GEOLOGICAL SURVEY

ALBANY QUADRANGLE
NEW YORK
7.5 MINUTE SERIES TOPOGRAPHIC
SCALE 1:62,500



42.6540 Degrees N Latitude
73.7770 Degrees W Longitude

PROJECT LOCATION

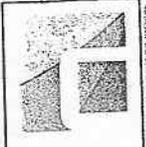
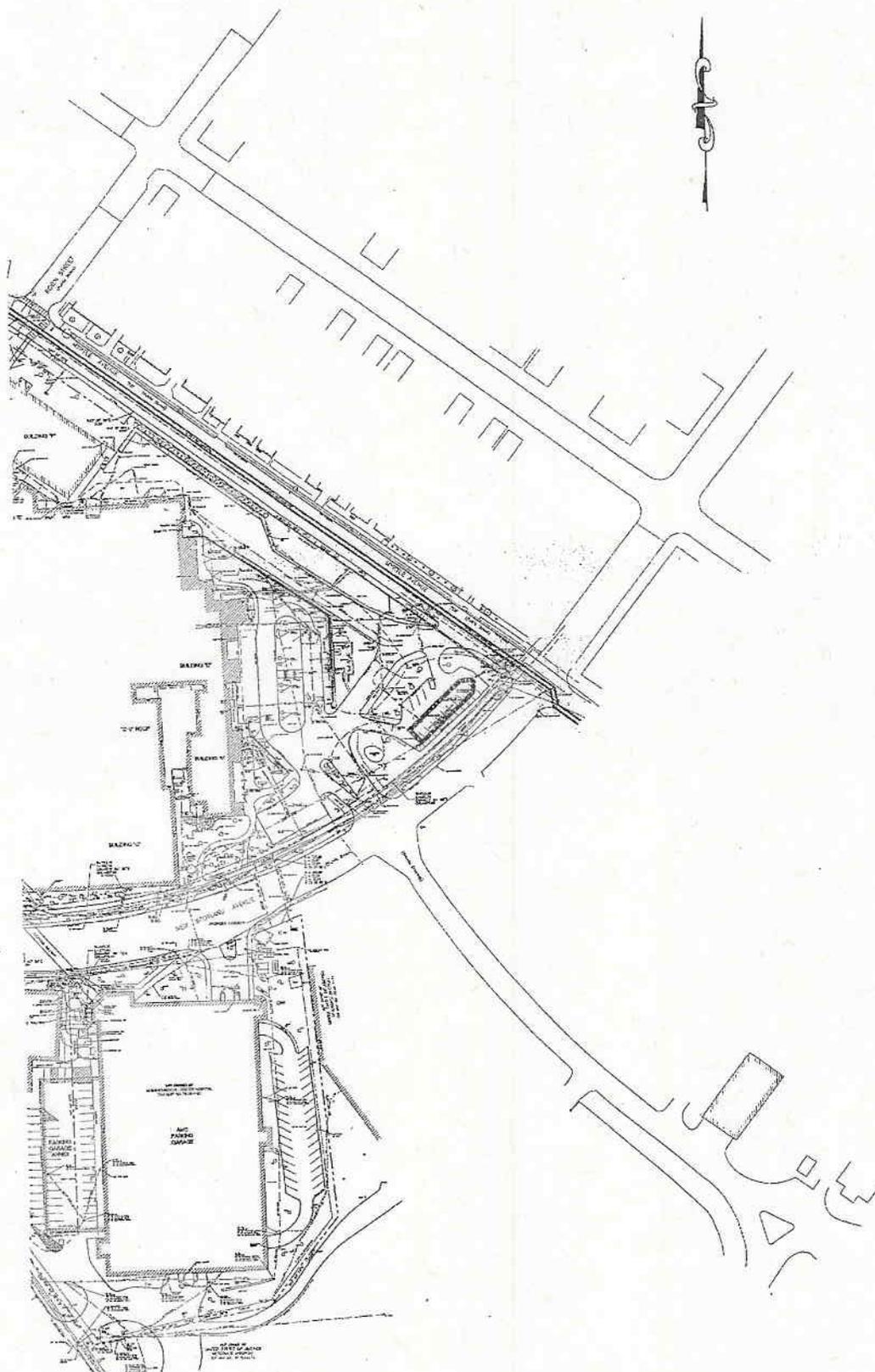


Mapped, edited, and published by the Geological Survey
Covered by USGS and MGS/NOAA
Topography by stereoscopic methods from aerial photography
taken 1957. Initial edition 1963
Hydrography from NAD 83/NOAA 1942
Population, 10,000 and odd based on New York household
survey, and other 1000 meter intervals. Contours, 100 feet and 200 feet,
and 10, 20, 30, 40, 50, 60, 70, 80, 90, 100, 110, 120, 130, 140, 150, 160, 170, 180, 190, 200, 210, 220, 230, 240, 250, 260, 270, 280, 290, 300, 310, 320, 330, 340, 350, 360, 370, 380, 390, 400, 410, 420, 430, 440, 450, 460, 470, 480, 490, 500, 510, 520, 530, 540, 550, 560, 570, 580, 590, 600, 610, 620, 630, 640, 650, 660, 670, 680, 690, 700, 710, 720, 730, 740, 750, 760, 770, 780, 790, 800, 810, 820, 830, 840, 850, 860, 870, 880, 890, 900, 910, 920, 930, 940, 950, 960, 970, 980, 990, 1000, 1010, 1020, 1030, 1040, 1050, 1060, 1070, 1080, 1090, 1100, 1110, 1120, 1130, 1140, 1150, 1160, 1170, 1180, 1190, 1200, 1210, 1220, 1230, 1240, 1250, 1260, 1270, 1280, 1290, 1300, 1310, 1320, 1330, 1340, 1350, 1360, 1370, 1380, 1390, 1400, 1410, 1420, 1430, 1440, 1450, 1460, 1470, 1480, 1490, 1500, 1510, 1520, 1530, 1540, 1550, 1560, 1570, 1580, 1590, 1600, 1610, 1620, 1630, 1640, 1650, 1660, 1670, 1680, 1690, 1700, 1710, 1720, 1730, 1740, 1750, 1760, 1770, 1780, 1790, 1800, 1810, 1820, 1830, 1840, 1850, 1860, 1870, 1880, 1890, 1900, 1910, 1920, 1930, 1940, 1950, 1960, 1970, 1980, 1990, 2000, 2010, 2020, 2030, 2040, 2050, 2060, 2070, 2080, 2090, 2100, 2110, 2120, 2130, 2140, 2150, 2160, 2170, 2180, 2190, 2200, 2210, 2220, 2230, 2240, 2250, 2260, 2270, 2280, 2290, 2300, 2310, 2320, 2330, 2340, 2350, 2360, 2370, 2380, 2390, 2400, 2410, 2420, 2430, 2440, 2450, 2460, 2470, 2480, 2490, 2500, 2510, 2520, 2530, 2540, 2550, 2560, 2570, 2580, 2590, 2600, 2610, 2620, 2630, 2640, 2650, 2660, 2670, 2680, 2690, 2700, 2710, 2720, 2730, 2740, 2750, 2760, 2770, 2780, 2790, 2800, 2810, 2820, 2830, 2840, 2850, 2860, 2870, 2880, 2890, 2900, 2910, 2920, 2930, 2940, 2950, 2960, 2970, 2980, 2990, 3000, 3010, 3020, 3030, 3040, 3050, 3060, 3070, 3080, 3090, 3100, 3110, 3120, 3130, 3140, 3150, 3160, 3170, 3180, 3190, 3200, 3210, 3220, 3230, 3240, 3250, 3260, 3270, 3280, 3290, 3300, 3310, 3320, 3330, 3340, 3350, 3360, 3370, 3380, 3390, 3400, 3410, 3420, 3430, 3440, 3450, 3460, 3470, 3480, 3490, 3500, 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MAP REFERENCES:

- 1.) MAP FILED, "BOUNDARY AND TOPOGRAPHY SURVEY OF THE ALBANY MEDICAL CENTER NEW SCOTLAND AVENUE, CITY OF ALBANY, COUNTY OF ALBANY, STATE OF NEW YORK, DATED APRIL 23, 1960, SHEETS 1 THROUGH 8, BY SMITH AND MAHOEY, P.C. 79 NORTH FEARL STREET, ALBANY, NEW YORK.
- 2.) MAP FILED, "ALBANY MEDICAL CENTER, PARKING GARAGE, ALBANY, NEW YORK, UTILITY AND GRADING PLAN" DATED APRIL, 1994, REVISED 6/17/94, SHEET 5 OF 8, GRADING 80'-0" BY CLOUGH HARBORON & ASSOCIATES, 71 WINNERS CIRCLE, ALBANY, NEW YORK, 12202.



CLARK PATTERSON LEE
 ARCHITECTS
 240 BROADWAY, 20TH FLOOR, SUITE 200
 ALBANY, NEW YORK 12207
 TEL: (518) 235-4400
 FAX: (518) 235-4434
 www.cplarchitects.com

NO.	DATE	BY	CHKD	DESCRIPTION
1	12/15/10	JAM	GFC	REVISED COGN LANE PAVIL & SOUTH CAMPUS
2	10/12/10	JAM	GFC	REVISED SOUTH CAMPUS

Albany Medical Center
Albany Campus and
South Campus Complex
 COUNTY OF ALBANY
 STATE OF NEW YORK




ALTA / ACSM SURVEY
 FOR
ALBANY MEDICAL CENTER HOSPITAL

DATE: 04/30/10
 DRAWN: JAM
 CHECKED: GFC
 SCALE: 1" = 60'
 SHEET TITLE: OVERALL PLAN MAIN CAMPUS

PROJECT NUMBER:
 11266.05
C
 001
 DRAWING NUMBER

IT IS A CONDITION OF THE PLAN THAT THE CONTRACTOR SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES AND THE CITY OF ALBANY. THE CONTRACTOR SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES AND THE CITY OF ALBANY. THE CONTRACTOR SHALL BE RESPONSIBLE FOR OBTAINING ALL NECESSARY PERMITS AND APPROVALS FROM THE APPROPRIATE AGENCIES AND THE CITY OF ALBANY.

11. THE DESIGN, CONSTRUCTION AND MAINTENANCE OF THE ALBANY MEDICAL CENTER CAMPUS SURVEY SHALL BE THE RESPONSIBILITY OF THE ARCHITECT. THE ARCHITECT SHALL BE RESPONSIBLE FOR THE ACCURACY OF THE SURVEY DATA AND FOR THE INTEGRITY OF THE SURVEY DOCUMENTS. THE ARCHITECT SHALL BE RESPONSIBLE FOR THE PROTECTION OF THE SURVEY INSTRUMENTS AND FOR THE SAFETY OF THE SURVEY PERSONNEL. THE ARCHITECT SHALL BE RESPONSIBLE FOR THE OBTAINING OF ALL NECESSARY PERMITS AND FOR THE COORDINATION OF THE SURVEY WITH ALL OTHER PROJECTS ON THE CAMPUS. THE ARCHITECT SHALL BE RESPONSIBLE FOR THE PROVISION OF ALL NECESSARY INFORMATION TO THE SURVEYOR AND FOR THE REVIEW OF THE SURVEY RESULTS. THE ARCHITECT SHALL BE RESPONSIBLE FOR THE PROVISION OF ALL NECESSARY INFORMATION TO THE SURVEYOR AND FOR THE REVIEW OF THE SURVEY RESULTS.



	<p>ALTA / ACSM SURVEY FOR ALBANY MEDICAL CENTER HOSPITAL</p>		<p>Albany Medical Center Albany Campus and South Campus Complex</p> <p><small>CITY OF ALBANY COUNTY OF ALBANY STATE OF NEW YORK</small></p>	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>NO.</th> <th>DATE</th> <th>BY</th> <th>DESCRIPTION</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>10/27/10</td> <td>JM</td> <td>ALTA / ACSM SURVEY FOR ALBANY MEDICAL CENTER HOSPITAL</td> </tr> <tr> <td>2</td> <td>10/27/10</td> <td>JM</td> <td>REVISIONS</td> </tr> </tbody> </table>	NO.	DATE	BY	DESCRIPTION	1	10/27/10	JM	ALTA / ACSM SURVEY FOR ALBANY MEDICAL CENTER HOSPITAL	2	10/27/10	JM	REVISIONS	
NO.	DATE	BY	DESCRIPTION														
1	10/27/10	JM	ALTA / ACSM SURVEY FOR ALBANY MEDICAL CENTER HOSPITAL														
2	10/27/10	JM	REVISIONS														

THIS DRAWING IS THE PROPERTY OF THE ARCHITECT. IT IS TO BE USED ONLY FOR THE PROJECT AND SITE SPECIFICALLY IDENTIFIED HEREON. IT IS NOT TO BE REPRODUCED, COPIED, REPRODUCED, OR TRANSMITTED IN ANY FORM OR BY ANY MEANS, WITHOUT THE WRITTEN PERMISSION OF THE ARCHITECT. THE ARCHITECT ASSUMES NO LIABILITY FOR ANY DAMAGE OR INJURY TO PERSONS OR PROPERTY ARISING FROM THE USE OF THIS DRAWING. THE ARCHITECT'S LIABILITY IS LIMITED TO THE PROFESSIONAL SERVICES RENDERED BY THE ARCHITECT. THE ARCHITECT'S LIABILITY IS LIMITED TO THE PROFESSIONAL SERVICES RENDERED BY THE ARCHITECT.



DEPARTMENT
OF

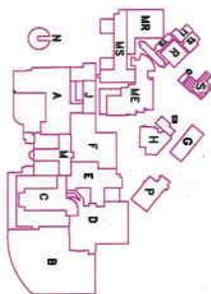


BUILDING:	S	FLOOR:	1
DATE:	Feb 6, 2014		
SCALE:	1" = 12' +/-		

S BUILDING FIRST FLOOR OCCUPANCY PLAN

DRAWN BY: D. Michael

ALBANY MEDICAL CENTER
43 NEW SCOTLAND AVE
ALBANY, NY 12208



DEPARTMENT
OF



CONSTRUCTION

BUILDING: ME FLOOR: 1

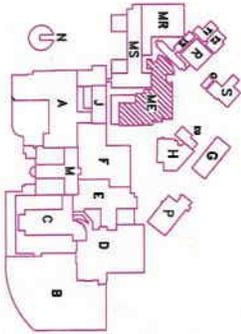
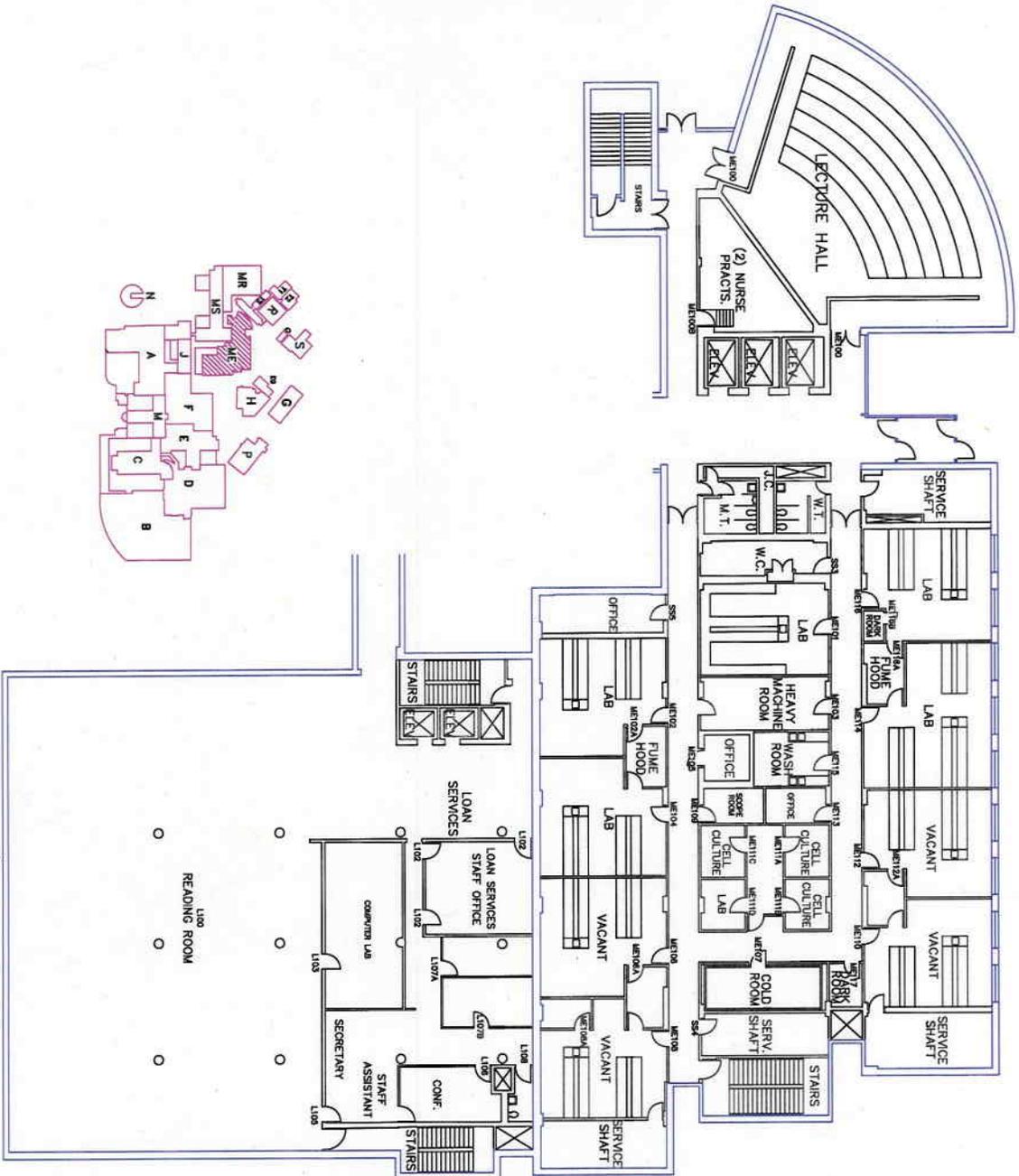
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SCALE: 1" = 21' 4"

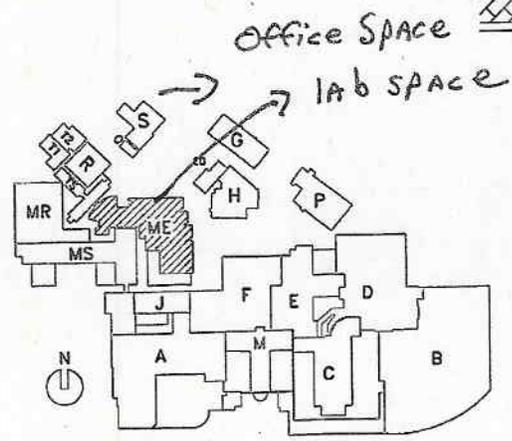
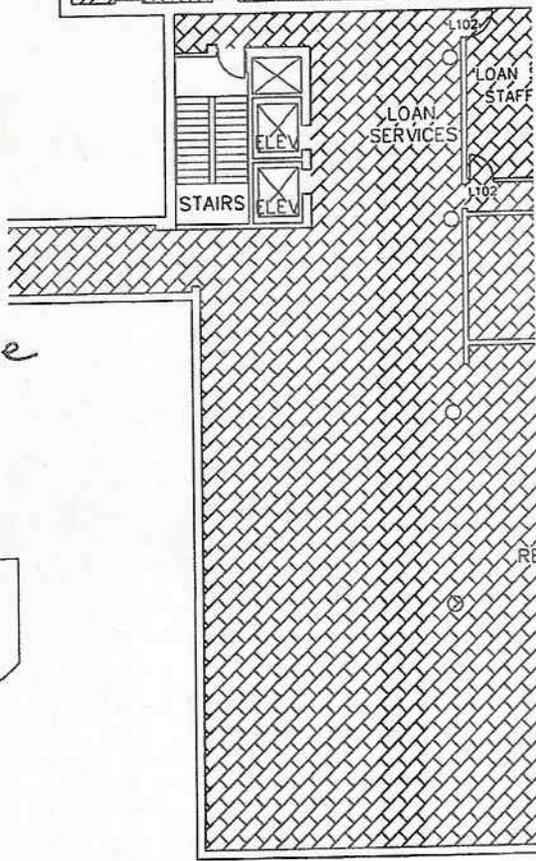
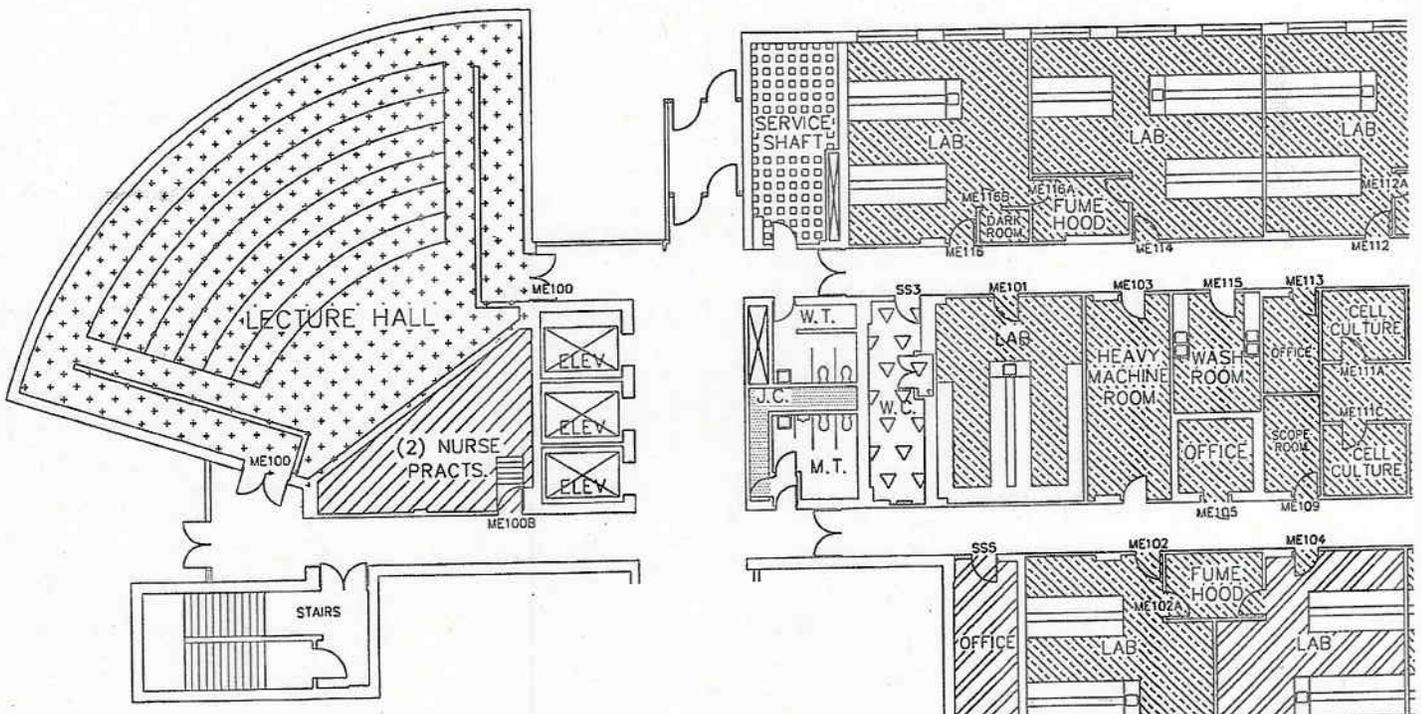
ME BUILDING FIRST FLOOR OCCUPANCY PLAN

DRAWN BY: D. Michael

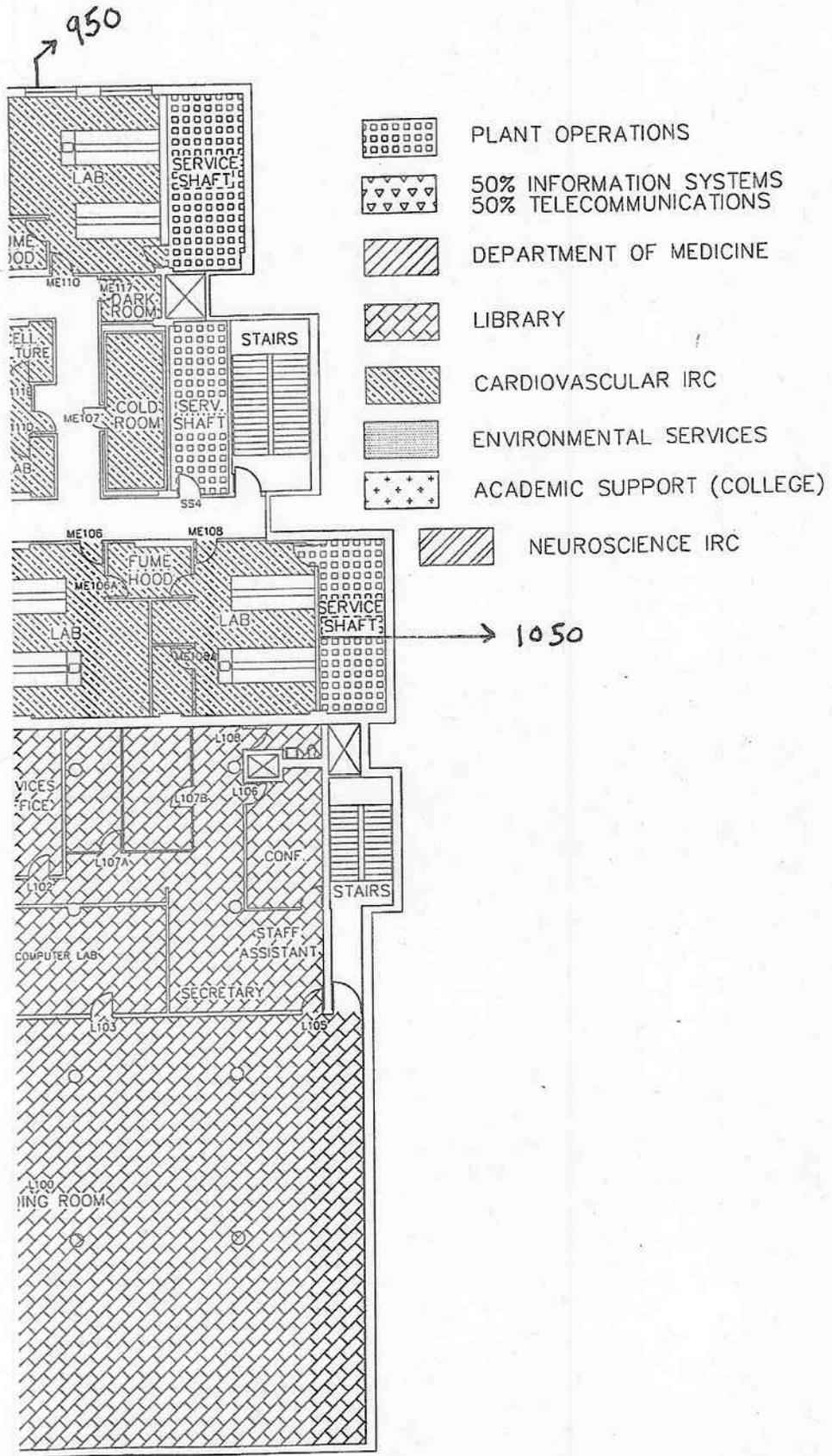
ALBANY MEDICAL CENTER
43 NEW SCOTLAND AVE
ALBANY, NY 12208



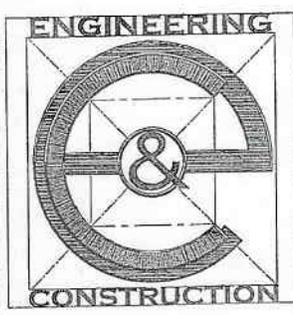
LAB S



ACE



DEPARTMENT OF

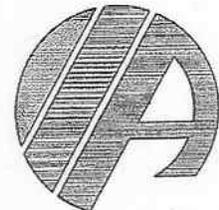


BUILDING:	FLOOR:
ME	1
DATE:	SCALE:
June 30, 2013	1" = 21' +/-

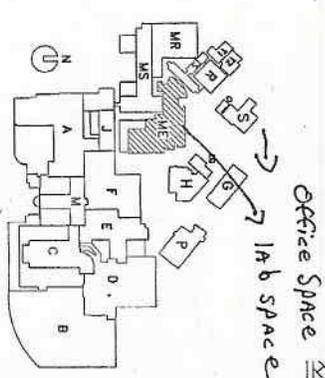
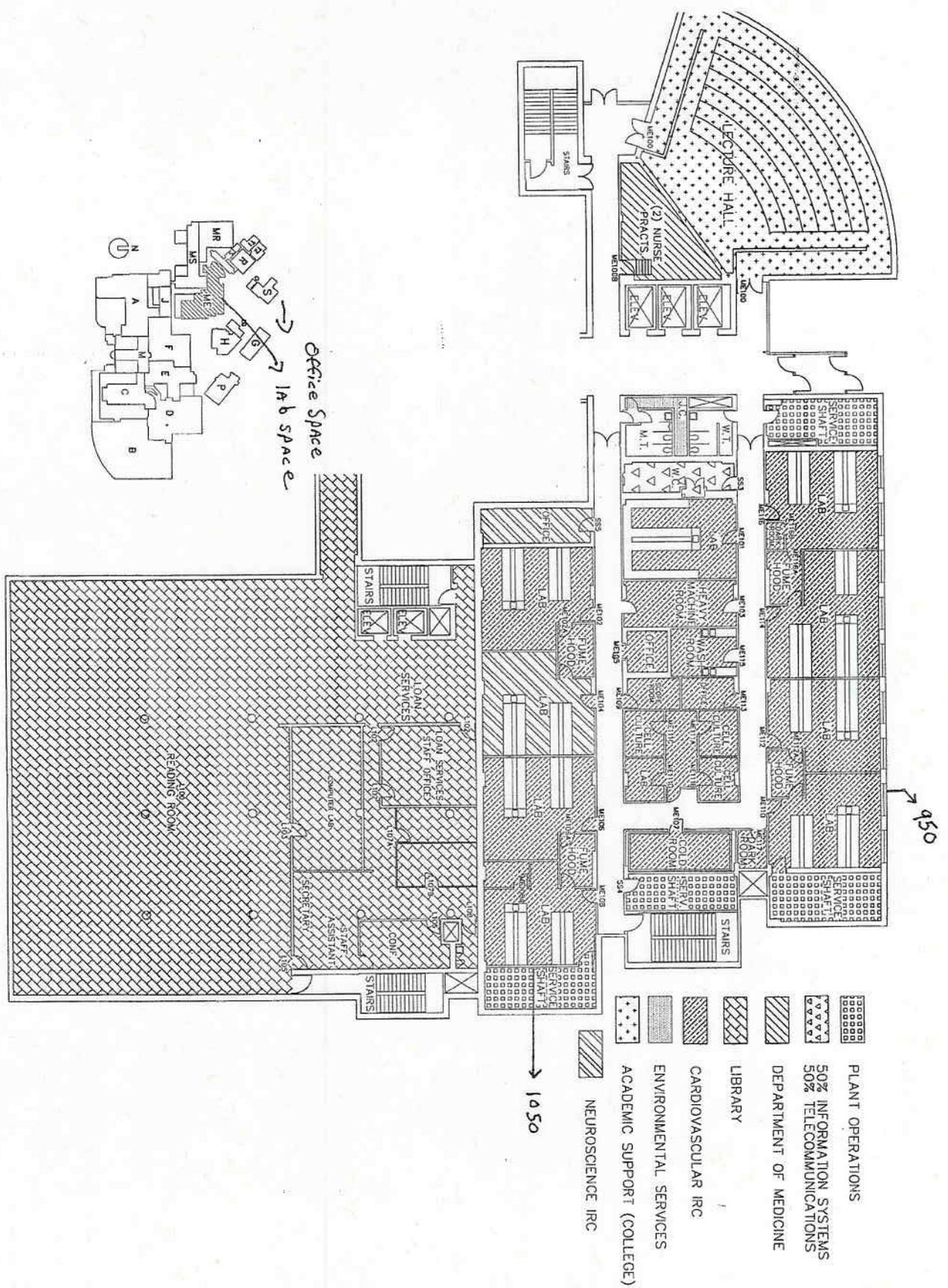
**ME BUILDING FIRST FLOOR
OCCUPANCY PLAN**

DRAWN BY: D. Michael

ALBANY MEDICAL CENTER
43 NEW SCOTLAND AVE
ALBANY, NY 12208



LAB Space



- PLANT OPERATIONS
- 50% INFORMATION SYSTEMS
- 50% TELECOMMUNICATIONS
- DEPARTMENT OF MEDICINE
- LIBRARY
- CARDIOVASCULAR IRC
- ENVIRONMENTAL SERVICES
- ACADEMIC SUPPORT (COLLEGE)
- NEUROSCIENCE IRC

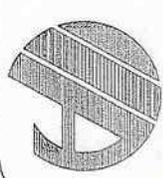
DEPARTMENT OF ENGINEERING CONSTRUCTION



BUILDING: ME FLOOR: ME
 DATE: June 30, 2013
 SCALE: 1" = 21'

ME BUILDING FIRST FLOOR OCCUPANCY PLAN

DRAWN BY: D. Michael
 ALBANY MEDICAL CENT
 43 NEW SCOTLAND AVE
 ALBANY, NY 12208



ALBANY MEDICAL CENTER Conflict of Interest Policy

PURPOSE

Albany Medical Center and all entities under its direction and control exist to serve the major health care needs of surrounding communities by providing medical education, biomedical research, patient care and charitable services.

Many activities undertaken in service of the Center's mission require that the public rely on the competence, professionalism and diligence of the Center and its people to safeguard and promote the well-being of the community. To deserve the community trust, all Individual's acting on behalf of the Center must avoid situations or relationships that may or may reasonably be perceived to hinder or bias our efforts due to the introduction of inappropriate or undisclosed personal benefit.

POLICY

Conflicts of Interest are any action or relationship involving some value (beyond compensation from the Center) accruing to an Individual, whether direct or indirect, which could reasonably have the result or give the impression that the Individual's conduct may be affected by the potential for personal benefit. Conflicts of Interest include relationships and conduct that would lead a reasonable independent observer to conclude a Conflict of Interest may exist.

At Albany Medical Center we recognize that events or relationships that may create the potential for a Conflict of Interest are an inevitable aspect of conducting our activities. This policy will guide each Individual and the Center in avoiding, eliminating, or mitigating to an acceptable level, potential Conflicts of Interest. Every Individual is expected to educate themselves regarding potential Conflicts of Interest that may affect the performance of their duties on behalf of the Center.

To aid in managing potential Conflicts of Interest the Center has adopted a three tiered structure depending on the value and nature of the event. The three tiers include *Nominal Events*, *Incidental Events*, and *Reportable Events and Relationships*.

However, in no instance should an Individual accept a gift or inducement in the form of cash or cash equivalents.

Nominal Events – are those events where the value received by an Individual was not solicited either expressly or implicitly, and the amount received is reasonably estimated to be less than or equal to \$150.00

- These events should be managed by the Individual taking care to be aware of any patterns that may create the potential for a perception that a Conflict of Interest exists. The Individual should maintain a record of these events, but no additional reporting is expected unless required as part of an investigation.

Incidental Events – are those events where the value is received incident to required activities in the performance of an Individual's duties to the Center. Any such event and value should be minor relative to the business purpose involved and cumulatively less than \$1,000.00 from a person or entity in a calendar year.

- These events should be managed at the department level by the Individual and their manager. Normally preapproval by the manager is required. The Individual is responsible for demonstrating the event furthers Center goals to a sufficient degree to warrant participation. Written documentation should be maintained by the Individual and their manager.

Reportable Events and Relationships – are all other events or relationships that may create real or potential Conflicts of Interest for an Individual or for a member of an Individual's Immediate Family.

- All Individuals must fully comply with the system administered by Corporate Compliance and Audit to provide the Committee on Audit and Compliance of the Board with the assurance that all real and potential Conflicts of Interest have been identified, eliminated or mitigated as appropriate to safeguard the Center, its related entities and their missions.
 - **Disclosure Requirements:** Selected Individuals, due to their roles and responsibilities, will be required to complete an Annual Disclosure for themselves and on behalf of all members of their Immediate Family. In addition, all Individual's must report all potential Conflicts of Interest for themselves or any member of their Immediate Family if not previously reported or if the related facts and circumstances change.
 - **Determination of Conflicts:** Completed Conflict of Interest Questionnaires will be forwarded to Corporate Compliance and Audit. In those instances where a Conflict of Interest is determined to exist, notice will be provided the Individual notifying him/her of that determination.
 - **Resolving Conflicts:** The Chief Compliance Officer (CCO) or his designee will work with Individuals in eliminating or reducing the impact of a Conflict to an acceptable level. A Conflict of Interest Advisory Committee will assist the CCO in developing appropriate responses to Conflict of Interests. In those instances where an established institutional response does not exist, the CCO will be aided by the Center Compliance Committee in resolving individual situations. Final determination of the information required and the appropriate resolution of Conflicts of Interest is vested in the Chief Compliance Officer of the Center.

- Reporting/Recordkeeping: Corporate Compliance and Audit will maintain a system necessary to report at least annually to the Center Compliance Committee, the Chief Executive Officer of Albany Medical Center, and the Board Committee on Audit and Compliance on the identification and resolution of potential Conflicts of Interest. The Individual's manager is responsible for monitoring compliance with the Resolution of Conflict memoranda and reporting any noncompliance to the CCO.

Special Situations and Duties – in most instances reflect heightened sensitivity to the potential harm caused by certain conflicts of interest common to a healthcare or educational environment. Additional requirements relating to these and other special situations are contained in the Appendices to this Policy.

- Gifts are defined as anything of value that is given, directly or indirectly, to an Individual or group of Individuals for which the Individual or group does not give consideration of equal or greater value in return. See Appendix 4-a.
 - Gifts should never be accepted if in the form of cash or cash equivalents. In all other instances, gifts should not exceed a *Nominal Event*.
 - Gifts should never be accepted from a government employee agent representative or official, a vendor or vendor representative, or a single student or their representative.
- Individuals involved in the design, conduct, oversight, or reporting of research are required to comply with additional requirements intended to ensure that all Financial Interests are properly disclosed, managed, reduced or eliminated, and reported consistent with federal requirements at 42 CFR part 50 and 45 CFR Part 94. See Appendix 4-f for more specific direction.
- Individuals involved in third-party sponsored educational events, in procurement or development of Center policy directing prescribed use of products or services, or in the receipt or distribution of pharmaceutical samples should comply with the additional requirements described in Appendix 4-b, 4-c and 4-d respectively.
- Individuals acting in the capacity of Board members, corporate officers, or an Interested Party as defined by the Internal Revenue Service governing Excess Benefit Transactions are also subject to additional requirements described in Appendix 4-g.
- In the event a Conflict of Interest relates to the Chief Compliance Officer, the Chief Executive Officer of Albany Medical Center will replace him in administering this policy and the Chief Compliance Officer's involvement will be restricted to only those activities involving the CCO as the Individual.

Education

Corporate Compliance and Audit will develop education to increase general awareness and understanding of regulatory expectations of institutions and individuals in eliminating the detrimental effects of conflicts on interests. Corporate Compliance and Audit will assist entities and departments in the development and delivery of education specific to the unique circumstances of that unit.

Albany Medical Center Foundation, Inc.

This Policy is not intended and shall not be construed to limit or constrain the Albany Medical Center Foundation, Inc. from soliciting and accepting those gifts or charitable donations which it is legally authorized to solicit and accept. Individuals may assist the Foundation in the identification and solicitation of gifts or grants to the extent the terms of the gift or grant are not so narrowly defined as to convey unfair advantage to the Individual in benefiting from the gift. The management and disposition of gifts to the Foundation are at the sole discretion of Center management in compliance with relevant laws and policies.

Sanctions

Employees of any Albany Medical Center Entity who violate any aspects of this Policy will be subject to the Albany Medical Center Human Resources Policy #5.007 – *Non-Faculty Corrective Action Procedure*, or to disciplinary procedures under the Albany Medical College Operational Policy COL-DO-001 (Faculty Disciplinary Policy) as appropriate. Non-employee members of the Medical Staff are subject to corrective action consistent with the provisions of the Medical Staff By-Laws. All others will be subject to appropriate sanctions, as determined by the Chief Compliance Officer taking into account the facts and circumstances surrounding the violation, including possible termination of their relationship with the Center.

Effect on other policies

This Policy does not preclude more restrictive policies which may be adopted by the Center or any Albany Medical Center Entity including as required by law or regulation, or in the interest of effective patient care or other components of the Center's mission.

Approved by the Board of Directors of Albany Medical Center: July 1, 2009
*Revisions to Appendix 1 and Appendix 4-f approved by Committee on
Audit and Compliance August 15, 2012*

Policy Effective Date: January 1, 2010

APPENDICES

<u>Appendix</u>	<u>Description</u>
1.	Definitions
2.	Illustrative Examples of Selected Concepts
3.	By-law Procedures Affecting Board Members and Officers
4.	Special Events or Relationships
	4 - a. Gifts
	4 - b. Participation in Sponsored Educational Events
	4 - c. Procurement and Prescribed Use Activities
	4 - d. Pharmaceutical Samples
	4 - e. Conflict of Commitment
	4 - f. Research
	4 - g. Excess Benefit Transactions

DEFINITIONS

Albany Medical Center Entities (the "Center") – means collectively, Albany Medical Center and the following entities over which Albany Medical Center has direction and control: Albany Medical Center Hospital, Albany Medical Center - South Clinical Campus, Albany Medical College, Albany Medical Center Foundation, Inc., Albany Medical Center Auxiliary, Albany Medical Center Kidskeller, Albany Medical College Funding Corporation, Albany Medical College Alumni Association, The Center for Donation and Transplant, and Madison Avenue Services Corporation. An Albany Medical Center Entity shall mean an entity included within the Center.

Board – means the Board of Directors of Albany Medical Center.

Board Members – means members of the Board, non-director members of Board committees, and all members of the governing boards of the Center.

Cash or cash equivalent – includes currency, coins, money orders, checks, travelers' checks, credits, gift cards, or value in an equivalent form that would be readily accepted as an accepted means of consideration in the conduct of commerce.

Chief Compliance Officer – means the Chief Compliance Officer of Albany Medical Center.

Conflict of Interest ("COI", "Conflict") – means any potential or existing relationship or activity involving some value accruing to an Individual (including but not limited to a Financial Interest), whether direct or indirect, which could reasonably have the result, or could reasonably give the impression, that the Individual may be unable to conduct themselves in accordance with the following Center expectations:

- All Individuals shall commit the time and effort necessary to perform their institutional duties and responsibilities with excellence;
- All Individuals shall conduct their duties and responsibilities in the best interests of the Center, its patients, its students, its research subjects, its customers, and for the advancement of knowledge without favor or prejudice;
- Individuals shall use his/her institutional position or confidential information gained from such position, solely in the performance of Center duties and only as authorized in accordance with the Center Authority to Act document;
- All Individuals shall ensure that any interest, activity or relationship, does not impair or appear to impair their judgment in the discharge of their institutional duties;
- All Individuals shall fully disclose and manage all affiliations, relationships and activities which may give rise to Conflicts of Interest in accordance with the requirements of this Policy.

Faculty Member – means a person who holds an academic appointment to the general faculty, including the voluntary faculty, of Albany Medical College

Financial Interest – means an interest that does or likely could result in a monetary benefit, in cash or in kind, directly or indirectly, to the Individual now or in the future. Examples of a Financial Interest include, but are not limited to:

- Ownership of stock, stock options, or other financial instruments providing the possibility of a financial return in relation to a direct ownership interest;
- Salary or other payment for services from other than an Albany Medical Center Entity;
- Income from service on advisory committees or review panels for public, non-profit, or for-profit entities;
- Funds obtained through lending or mortgage and/or arrangements providing the forgiveness or forbearance from debt (other than arrangements with commercial banking or lending institutions at terms available to the general public);
- Gifts, royalties, patents, pending patents, copyrights, consulting fees, honoraria, other payments or promises of payment whether immediately determinable or dependent on a future occurrence;
- Promises of ownership or other relationships offering the potential for monetary returns.

Individual – means all Board Members, employees, credentialed physicians, licensed independent practitioners, Faculty Members, as well as those agents, independent contractors and volunteers with recurring involvement in and influence over the goals and activities of the Center.

Individual's Immediate Family (Immediate Family) – means spouse, domestic partner, children, parents (including in-laws), siblings, any person living in the Individual's household or who is dependent on the Individual for on-going financial support, and any person whom the Individual is dependent on for on-going financial support.

Investigator – means the project director or principal investigator and any other person, regardless of title or position, who is responsible for all or part of the design, conduct, or reporting of research. Investigator includes the investigator's spouse and dependent children, significant contributors such as contractors, subcontractors, sub-grantees, collaborators or consultants and any other person regardless of title and/or position, who is named on the grant application and has a high degree of autonomy with responsibility for all or part of the design, conduct or reporting of research.

Officer – means the president or similarly entrusted chief executive officer, and any corporate or administrative officers duly elected or approved by action of the governing body or similarly designated by the Chief Executive Officer of an Albany Medical Center Entity.

Pharmaceutical Sample - is defined as any free prescription medication product supplied by a pharmaceutical firm or any of its agents directly to any non-pharmacy personnel for general use or use in specifically identified patients. The product does not need to be labeled as a "professional sample" to be considered a Pharmaceutical Sample. Medications provided at no cost to Center prescribers for use as part of an approved clinical trial, and controlled through the Albany Medical Center Hospital pharmacy are not considered Pharmaceutical Samples.

Policy - means this Conflict of Interest Policy and Procedure including all attached appendices.

Principal Investigator/Project Director - is the Individual ultimately responsible for the overall research project and for ensuring that disclosure forms are submitted for all Investigators in accordance with the Policy.

Research - means a systematic investigation, study or experiment designed to develop or contribute to generalizable knowledge relating broadly to public health, including behavioral and social-sciences research. The term encompasses basic and applied research and product development. As used here, research includes any such activity for which research funding is available from any funding source (both internal and external) including but not limited to the Public Health Service (PHS), including NIH and any other PHS Components, the National Science Foundation (NSF), industry sponsored clinical studies or research funding from private Foundations and institutional sources within the Center.

Resolution of Conflicts of Interest ("Resolved") - means a Conflict of Interest is eliminated, reduced or otherwise managed in accordance with the terms and intent of this Policy.

Vendor - means any individual or entity that has entered into, or has signified the intention to enter into, a contractual or other commercial relationship with an Albany Medical Center Entity.

Managing Potential Conflicts of Interest

Managing potential Conflicts of Interest depends on the value received and the circumstances surrounding each event or relationship. The Conflict of Interest Policy provides an escalating means of accommodating the unique facts of each case. Examples of potential Conflicts of Interest include:

Nominal Amounts
(Individual Level)

- A practitioner receives a box of candy and flowers from a grateful patient at discharge

Incidental Amounts
(Department Level)

- A vendor offers to cover the cost of accommodations for a team of individuals from the Center to visit other sites using vendor products under consideration.
- A member of an evaluation team receives a reusable portfolio during a vendor presentation one month and travel expenses during a site visit the following month.

Reportable Events and Relationships
(Institution Level)

- In return for expert advice a practitioner receives the rights to share in future returns on an innovative medical device.
- In appreciation for lending support to a study a practitioner is promised support in gaining appointment to a prestigious board.
- As thanks for a department's patience in working through some vendor implementation problems, the supervisor is offered accommodations for a professional development weekend sponsored by the vendor.

The examples above are summarized. The Policy should be consulted to understand the specific requirements of each approach to managing potential Conflicts of Interest.

BY-LAW PROCEDURES AFFECTING BOARD MEMBERS AND OFFICERS

Section 5.2 - Conflicts of Interest:

(a) No director or person serving as a member of any committee of the corporation, officer, or employee of the Corporation, nor any such person's spouse, child, parent, sibling or spouse's parent, shall have an interest in any purchase, sale or other financial transaction with the Corporation, any affiliate of the Corporation, or any corporation or enterprise having such an interest, except upon the prior disclosure to the Board, and then only if the Board, directly or through the Committee on Audit and Compliance, determines, after examination of all material facts and through a majority vote of disinterested directors (1) that there is no substantial or material conflict, or (2) that the arrangement is fair, reasonable and consistent with the Corporation's best interests. Unless a majority of the disinterested directors present has earlier determined that the conflict is not material, a director or committee member with such an interest shall not be present at meetings of the Board during any discussion and vote upon such a transaction. The Board may subsequently excuse failure to bring the transaction before the Board and approve the transaction, if the Board is satisfied that the nondisclosure was inadvertent and in good faith, and if the Board also makes either of the determinations described in (1) or (2) above. As long as the provisions of this Article are followed, the interested director, committee member or officer shall not be liable to the Corporation or to any creditor of the Corporation for any loss derived from the existence of such a conflict and incurred by reason of the contract, transaction, or other business, nor shall the interested director, committee member or officer be accountable on account of the conflict to the Corporation for any gains or profits realized by reason of the contract, transaction, or other business.

(b) Upon the recommendation of the President or the Committee on Audit and Compliance, the Board shall periodically review and amend a written policy to require the disclosure and to evaluate potential conflicts of interest. Such policy shall (1) be consistent with paragraph (a) above; (2) require the disclosure by interested persons, including without limitation persons who would be considered "disqualified" for purposes of the Internal Revenue Code, of potential conflicts and all related material facts; (3) establish procedures for determining whether the interests of the disclosing person may result in a conflict, including prohibiting an interested director from participating in the discussion and vote on a potentially conflicting matter; and (4) include appropriate procedures for addressing a conflict of interest after having determined that it exists. The conflict of interest policy shall be administered in connection with the Corporate Compliance Plan.

SPECIAL EVENTS OR RELATIONSHIPS

Special Events or Relationships define additional policies and procedures that apply to specific situations or individuals in addition to the general requirements of the Conflict of Interest Policy.

In most instances these additional policies reflect heightened sensitivity to the potential harm caused by certain conflicts of interest common to a healthcare or educational environment. These policies will affect individuals or segments of the Center depending on the persons or activities covered by each policy. The policies are intended to apply in all instances covered by each policy meaning that an Individual may be covered by one or several of the specific policies contained here.

In addition to the specific policies appended as part of Appendix 4: educators, physicians, licensed independent practitioners, researchers, and other Individuals serving in positions of trust within educational, research, and clinical environments should have a heightened awareness of the role that trust of their students, research subjects, or patients has in the performance of their duties. Consequently those same Individuals should remain vigilant to the potential harm done from real or perceived conflicts of interest.

While this Conflict of Interest Policy and the specific directives added as part of Appendix 4 attempt to adhere to the objectives of The Joint Commission and other appropriate guiding organizations; any attempt to identify all possible areas where Conflicts of Interest may arise will be incomplete. It is incumbent therefore on each Individual to be alert to avoid those Conflicts of Interest that are clearly identified within this policy and those Conflicts of Interests, which while less defined, are equally inconsistent with the delivery of the Center's mission in a manner deserving of community trust.

GIFTS

Covered persons and activities:

All Individuals or groups of Individuals who receive or are offered a “gift” that could reasonably be attributed to the performance of their duties or their position with the Center are covered by this policy.

A “gift” is defined as anything of value that is given, directly or indirectly, to an Individual or group of Individuals for which the Individual or group does not give consideration of equal or greater value in return.

Requirements:

- a) **General** – As a general rule gifts should not be encouraged. An Individual or group of Individuals may accept a gift that is Nominal and is not in the form of cash or cash equivalents. All other gifts should be handled as follows.
- b) **Prohibited gifts** – An Individual or group of Individuals is prohibited from accepting any gift from:
 - a. A government employee, agent, representative or official
 - b. Any person where the gift is made in connection with a Center business transaction
 - c. A single student where the gift is made to a Faculty Member or other Individual involved in the education of that student
 - d. A Vendor unless receipt of the gift is specifically allowed under another provision of this Conflict of Interest Policy.
- c) **Directed Gifts** – any gifts offered or received that are neither Prohibited or acceptable under the General rule defined above:
 - a. Offers from a potential donor should be directed to representatives of the Albany Medical Center Foundation, Inc. or instructed to adhere to the guidelines of the Grateful Patient Program.
 - b. Received gifts should be administered according to the requirements of Incidental Amounts or Reportable Events and Relationships accordingly. Individuals should be aware that the receipt of a gift that doesn't meet the General Requirements of this appendix may result in the return of the gift or equivalent value by the Center, the redirection of the gift to other Center services, or the expectation of personal reimbursement by the Individual benefiting from the gift. The determination of the actions required to remedy potential Conflicts of Interests caused by the receipt of gifts is at the sole discretion of the Center.

PARTICIPATION IN SPONSORED EDUCATIONAL EVENTS

Covered persons and activities:

Educational events include all activities that expressly or implicitly purport to advance participants knowledge or skills beyond the implementation of a single product or service. *(Presentation of single products or services are typically considered sales presentations and covered by the guidelines for Procurement and Prescribed Use Activities described in Appendix 4-c.)*

Individuals who participate in a variety of educational programs that have been sponsored in whole or in part by a third-party are covered. This may include aiding in the development or promotion of a program of education, developing materials in support of the program, presenting as part of the program or attending as a participant. Some examples of these programs include events at other academic institutions, professional conferences, government sponsored expert panels or review committees, seminars, symposia, expert training or presentations in the use of new technologies or products/services, and presentations to lay audiences. Any educational program resulting in continuing education credit must comply with the regulations of the educational accrediting body.

Requirements:

- a) **Value of the Event:** The Individual and their manager are required to determine that the program and content are primarily educational in intent, design and implementation providing legitimate educational value for the participants. Further, both the Individual and supervisor must conclude that the program is relevant to the performance of duties at the Center, of appropriate rigor, at a level necessary to advance the participants knowledge in this area, and sufficiently balanced in presentation to avoid the introduction of unwarranted bias. Elements of this evaluation include:
 - a. The program and the content should be predominantly directed towards the advancement of knowledge required in the performance of duties at the Center.
 - b. The program should strive at all times to present a balanced representation of available options or perspectives. In those instances, where a reasonable person may conclude an unbiased presentation can't or won't be provided, full disclosure of the factors contributing to the perception of unwarranted bias should be disclosed prior to beginning the program.
 - c. The program should limit whenever possible the introduction of commercial content or labeling. Exceptions to this limitation are when the introduction of commercial content is required to accomplish the legitimate educational goals of the program. In all instances where the introduction of commercial content occurs, an equal effort should be made to introduce alternative solutions or methods in order to preserve a balanced presentation.
 - d. Program developers and presenters should demonstrate sufficient expertise through credentials or degrees, and relevant experience to conclude that the

program participant's knowledge will be significantly advanced by their attendance at this program.

- b) **Disclosure by Program Planners or Presenters to Participants:** The preservation of an unbiased educational setting requires honest and full disclosure of all potentially influencing factors. Program planners and presenters should disclose all circumstances involving real, potential, or perceived support from third-party sources to safeguard the integrity of the program:
- a. The participating Individual should timely disclose clearly, completely and prominently the nature, source and amount of all external support received. The participating Individual should insure that all support, whether financial or in-kind, received from third-party sources is disclosed to program participants prior to the beginning of the educational activity.
- c) **Compensation to Individuals:**
- a. Individuals should only lend their name or expertise to those types of activities that serve to enhance the reputation of the Center. To this end an Individual should only participate in or otherwise allow his/her affiliation with these activities when the Individual has determined that the program and his/her participation meet the expectations of legitimate educational purpose and:
 1. All activities resulting in remuneration or financial benefit are supported by written agreements documenting all terms, conditions, and purposes of the agreement between the sponsor and the Individual.
 2. The compensation paid is consistent with fair market value for the Individual's services, and such services are both meaningful and substantive,
 3. The Individual has disclosed in advance, all relevant Financial Interests directly or indirectly related to their involvement.
- d) **Support from Vendors:**
- a. Support for Center sponsored events must be in the form of a general educational grant paid directly to a Center fund.
 - b. The Center shall retain exclusive responsibility for all aspects of educational events/activities.
 - c. Sponsors may not display commercial exhibits or distribute promotional materials in the space where the program is offered. Further the inclusion of company representatives in the program cannot be a requirement for support of any type. Vendor representatives, displays and promotional materials may be present in an adjoining space if agreed to ahead of time.
 - d. Support can never be made directly to or earmarked specifically for an individual or individuals.
 - e. Vendors may be acknowledged in printed materials, but specific products should not be mentioned.
 - f. Refreshments, study materials and promotional items should be limited to those directly contributing to the stated educational objectives of the program. The provision of food should be modest, appropriate to the event and provided infrequently.
 - g. A letter of agreement outlining expectations and restrictions will be signed by the Department Head and the Vendor.

- e) **Single Product/Service Presentations** – should prominently disclose the inherent limitations of the approach and the resulting limitations on program content and applicability

PROCUREMENT AND PRESCRIBED USE ACTIVITIES

Covered persons and activities:

Individuals involved in the evaluation, recommendation or authorization of products or services, or of policies and procedures that create an institutional incentive to use particular products or services need to be aware of the potential for bias introduced by potential Conflicts of Interest.

The commitment of Center resources, directly or indirectly, requires all Individuals involved to maintain an "arms-length" independence from Vendors in both appearance and fact, and to utilize rigorous decision-making practices that insure all decisions are made in the best interests of the Center.

Requirements:

a) The following actions are required:

- a. **Personal Incentives:** Occasionally, Vendors offer an incentive if a buyer agrees to purchase the company's goods or services. Personal incentives, e.g., merchandise, tickets to special events, food, vacation trips, etc. are considered Prohibited Gifts as described in GIFTS above and cannot be accepted under any circumstances.
- b. **Visits by Vendor Representatives:** Individuals must act to ensure compliance with the following requirements.
 - i. All Vendor representatives must be registered with Albany Medical Center and be issued an identification badge by the Albany Medical Center Security Office. The ID badge must be worn at all time when on the premises of any part of the Center campus.
 - ii. Vendor representatives from pharmaceutical, biotechnology and other industries may visit healthcare providers, researchers, and other Individuals to talk about and demonstrate their new products only upon appointment and at the request of the Individual being visited. An appointment is always required; generally representatives are not permitted on campus on a drop-in basis or in any clinical patient diagnostic or treatment area including waiting rooms. However, nothing in this policy is intended to prohibit the involvement of trained technical representatives in clinical areas necessary for the effective delivery of patient care. Scheduled appointments are also required for Vendor visits to train physicians, researchers or others in device use or new technologies.
- c. **Placement of Vendor Equipment at the Center:** Individuals must act to ensure compliance with the following.

- i. Vendors may offer to place a new device or piece of equipment on-campus on a trial basis. Such arrangements require notice to Albany Medical Center Purchasing Department in advance of accepting the trial use and are required to be terminated if in the opinion of the Purchasing Department the trial basis arrangement results in an unfair advantage in a procurement decision.
 - ii. The Vendor will be expected to deliver and retrieve the item within the designated time period not to exceed three months.
- d. **Site Visits to View Vendor Products and/or Services:** Site visits to Vendors to evaluate and compare Vendor products and/or services are sometimes necessary to assist Center staff in making the best purchasing decision. All Individuals must comply with the requirements of this Policy in responding to and managing these activities.

PHARMACEUTICAL SAMPLES

Albany Medical Center Hospital Policy: Medication Monitoring & Storage –
Pharmaceutical Samples, is incorporated into this Policy and shall be followed by all
Individuals as amended from time to time in accordance with AMC Hospital governance
practices.

CONFLICT OF COMMITMENT

Covered persons and activities:

All Individuals are potentially affected by a Conflict of Commitment. Conflicts of Commitment are a type of Conflict of Interest where the presence of another commitment impacts the Individual's ability to conduct their duties and responsibilities in the best interests of the Center. They may arise with respect to the distribution of effort between an Individual's obligations and responsibilities to the Center, and his/her commitment to outside professional activities.

Requirements:

Activities such as consulting, involvement with professional societies, or private practice, or educational opportunities in the Individual's area of interest or profession may be appropriate as they promote the professional development of the Individual and enrich the Individual's contributions to the Center, to his/her profession, and to the various Center activities and communities that the Individual serves. However, an Individual shall not participate in any activity that involves a conflict of commitment unless such activity has been approved in advance in writing by his/her manager. If such approval has been given, any terms or conditions regarding such activity will be monitored by the manager to ensure they are satisfied.

RESEARCH

Albany Medical Center (AMC) has adopted this policy and the accompanying procedures in order to promote objectivity in the performance of research by establishing standards to ensure there is no reasonable expectation that the design, conduct, or reporting of research will be biased by any conflicting financial interest of an "Investigator."

Covered persons and activities:

Individuals involved in the design, conduct, or reporting of research are covered by this policy. These requirements are intended to ensure that all Financial Interests are properly disclosed, managed, reduced or eliminated and reported consistent with federal requirements at 42 CFR Part 50 and 45 CFR Part 94. The requirements for Funded Research are in addition to the general requirements of the Center Conflict of Interest Policy.

Institutional Responsibilities of the Investigator under this policy apply to:

1. The Investigator's professional responsibilities on behalf of Albany Medical Center and all entities under its direction and control as defined by the Conflict of Interest Policy.
2. All research (including basic science and human subject research) regardless of funding source performed or proposed to be performed at the Center or with the support of the Center.
 - a. All "Investigators" which means the principal investigator/project director, co-investigator(s), and any other person responsible for all or part of the design, conduct, or reporting of research.
 - b. "Investigator" includes the investigator's spouse and dependent children.
 - c. "Investigator" also include significant contributors such as contractors, subcontractors, sub-grantees, collaborators or consultants
 - d. "Any other person" regardless of title and/or position, who is named on the grant application and has a high degree of autonomy with responsibility for all or part of the design, conduct or reporting of research.
3. All Financial Interests that would reasonably appear to be affected by the research or in entities whose financial interests would reasonably appear to be affected by such research activities including:
 - a. Salary or other payments for services (e.g., seminars, lectures, teaching engagements, consulting fees or honoraria, gifts, paid authorship);

- b. Income from service on advisory committees or review panels for public, nonprofit, or for-profit entities.
- c. Equity interests (e.g., stocks, stock options or other ownership interests), and intellectual property rights and interests (e.g. patents, copyrights, and royalties from such rights), upon receipt of income related to such rights and interests.
- d. Any occurrence of reimbursed travel. This includes any sponsor funded travel which is paid on behalf of the investigator and not reimbursed to the investigator.

Investigator and Institution Requirements:

- **General Disclosure Requirements**

In addition to annual disclosures required by the Center Conflict of Interest Policy, Investigators must make a complete disclosure of Financial Interests:

- Prior to submission of a research proposal;
- And if funded, disclose within 30 days:
 - When there is a change in the previously disclosed Financial Interest during the period after submission of the proposal through the period of the research
 - When a new reportable Financial Interest arises at any time during the period after submission of the proposal through the period of the research

All Investigators must disclose their Financial Interests utilizing the Investigator Financial Interest Disclosure Form. The completed Form and all supporting documentation must be submitted with the proposal and the Sponsored Programs Review and Approval Form (Form A) to the Office of Research Affairs/Research Administration and Compliance.

- **Travel Disclosure Requirements**

Details of travel disclosure must include at a minimum, the purpose of the trip, the identity of the sponsor/organizer, the destination and the duration. The institutional official (s) determines if further information is needed, including a determination or disclosure of monetary value, in order to determine whether the travel constitutes an FCOI with any PHS/NSF funded research.

- **Determination of a Conflict of Interest**

All research related disclosures of Financial Interest will be reviewed by the AMC Research Integrity Officer (RIO). If the Research Integrity Officer believes a potential Conflict of Interest may exist the RIO will forward the Investigator Financial Interest Disclosure Form, all supporting documentation and a recommendation to the Center Chief Compliance Officer for review.

- **Managing a Financial Conflict of Interest (FCOI)**

Management of an identified research related financial conflict of interest requires development and implementation of a management plan in accordance with the requirements of 42 CFR Part 50 and 45 CFR Part 94. Whenever the Center

implements a financial interest management plan, it will monitor the investigator's compliance with the plan on an ongoing basis until the completion of the research project.

Examples of conditions or restrictions that might be imposed to manage research conflicts of interest include but are not limited to:

- Public disclosure when presenting or publishing the research
- For research involving human subjects, disclosure of financial conflicts directly to subjects/participants addressed at a minimum within the informed research consent document
- Monitoring of research by independent reviewers
- Modification of the research plan
- Change in personnel or personnel responsibilities
- Disqualification from participation on all or a portion of the research
- Divestiture or reduction of financial interest
- Severance of relationships that create actual or potential conflicts

In addition to the above conditions or restrictions that might be imposed, the Center may require other actions to mitigate or eliminate Conflicts of Interest, as it deems appropriate.

• **Reporting/Recordkeeping Requirements:**

If the research includes or proposes to include Federal funds (partial or total funding by the Public Health Service (PHS), including NIH and any other PHS Components to which the authority involved may be delegated) or if the Federally funded research is in any way reportable to FDA, the Center will comply with the following Federal reporting requirements:

- Prior to spending any funds under a Federal award, the Center will report to the Federal sponsor, the existence of any conflicting financial interests (as defined in 42 CFR Part 50 and 45 CFR part 94) and ensure a management plan has been implemented such that the interest has been managed, reduced, or eliminated in accordance with these regulations. The Center will make information available to the Federal sponsor regarding all financial Conflicts of Interest identified in accordance with these regulations; and,
- For any new Financial Interest that the Center identifies as posing a Conflict of Interest as defined in 42 CFR Part 50 and 45 CFR Part 94 subsequent to the Center's initial report under the award, a report will be made and the Conflict of Interest managed, reduced, or eliminated; at least on an interim basis, within sixty days of the determination that a Conflict exists.
- Whenever a financial interest was not disclosed timely by an Investigator or was not previously reviewed or managed by the Center in a timely manner during an ongoing PHS-funded research project, the Center will, within sixty days, review the financial interest and if a financial Conflict of Interest exists, implement a management plan at least on an interim basis. If a Conflict of Interest exists, within 120 days of the determination, the Center will complete a retrospective review to determine whether any Federally funded research was biased in the design,

conduct or reporting of the research. The Center will document the retrospective review and if bias is found, will promptly notify the awarding sponsor and submit a mitigation report.

- In addition to the reporting of financial Conflicts of Interest, the Center may report other conflicts, as it deems appropriate.
- For any financial Conflict of Interest reported to the Federal sponsor, the Center will monitor the management plan and provide annual updates for the duration of the research project period.

Prior to the expenditure of any funds under a PHS-funded research project, the Center will ensure public accessibility of information concerning any significant financial interest that meets the criteria as defined in 42 CFR Part 50 and 45 CFR Part 94. The information will remain available for at least three years from the date the information was most recently updated.

Records relating to all Investigator disclosures of financial interests and the Center's review of and response to such disclosures and all actions taken under this Policy will be maintained for at least three years from the date the final expenditure report is submitted to the funding agency.

The Center will maintain its COI Policy via a publicly accessible Web site.

AMC Institutional Research Committee/Board Requirements:

Institutional Research Committee Members include Institutional Officials, Committee/Board Chairs, Committee/Board Vice-Chairs and Members of the following research review committees:

- Institutional Review Board (IRB)
- Institutional Animal Care and Use Committee (IACUC)
- Institutional Bio-safety Committee (IBC)
- Controlled Substances Governing Board (CSGB)

• **Disclosure Requirements:**

Institutional Research Committee/Board Members must disclose:

- Any Financial Interest in entities that sponsor research
- Any relationship (including non financial relationships) or issues that would appear to impact the Committee/Board member's objectivity in the performance of his/her Committee/Board duties reviewing, commenting and voting on research protocols and Institutional Committee/Board standard operating policies and procedures
- Any conflict of commitment that interferes with their ability to effectively perform their responsibilities as a Committee/Board Member

Additional Disclosure Process for Institutional Committee /BoardMembers:

- Institutional Committee/Board Members shall complete a Committee/Board Disclosure Questionnaire annually and amend same at any time there is a new reportable conflict.
- Institutional Committee/Board Members are responsible for immediately reporting any protocol specific conflicts to the Institutional Committee/Board Chair prior to review and discussion of the protocol.

- **Resolving a Committee/Board Conflict of Interest:**

The Institutional Committee/Board Chair will determine and document any protocol specific conflict, whether the member will be able to participate in the discussion and voting, that the conflict was communicated to the Committee/Board and any related action taken as part of the meeting minutes. All potential Conflicts of Interest must be reported to the Research Integrity Officer and the Chief Compliance Officer.

Questions concerning compliance with any of the requirements included in Appendix 4-f should be directed to the Dean's Office, Research Integrity Officer (RIO) of the Albany Medical College. The Dean's Office/RIO will conduct or provide training of researchers on this policy applied to research activities prior to engaging in PHS-funded research at least every four years, and as otherwise required by federal regulation.

EXCESS BENEFIT TRANSACTIONS

Covered persons and activities:

In order to safeguard the Center's tax-exempt status increased scrutiny is required to insure relationships and transactions involving persons or parties (Interested Parties) having the potential to influence the actions of the Center and its entities do not result in excess benefit to those parties beyond what would have been received at fair market value.

For purposes of this section Interested Parties include:

- Any director, principal officer or member of a committee with governing board delegated powers
- Any employee:
 - with responsibilities, powers or influence over an entity as a whole that is similar to those of officers, directors, or trustees, or
 - who manages a discrete segment or activity of an entity that represents 5% or more of the activities, assets, income, or expenses of that entity, or
 - has or shares the authority to control or determine 5% or more of an entity's capital expenditures, operating budget, or compensation for employees, and
 - has annual reportable compensation that exceeds \$150,000.
- Any person who was in a position to exercise substantial influence over the affairs of an entity at any time during the five-year period ending on the date of the transaction by virtue of a substantial ownership or investment interest, or a compensation arrangement in any entity, trust or venture with which the Center has a business relationship, is contemplating a transaction or arrangement, or has been the beneficiary of a substantial level of gifts from that person, family members or related entities.

Requirements:

Preservation of the tax-exempt status of Center entities requires all activities and relationships further the tax-exempt purposes of the organization and do not unduly benefit an individual or group of individuals.

This requires that all relationships and transactions by the Center be on the basis of fair market value defined as the price at which property or the right to use property would change hands between a willing buyer and a willing seller, neither being under any compulsion to buy, sell, or transfer property or the right to use property, and both having reasonable knowledge of relevant facts. For purposes of this standard; compensation includes all forms of cash and non-cash payments or benefits provided in exchange for services or goods, direct and indirect remunerations, gifts or favors. Examples include

salary and wages, bonuses, severance payments, deferred payments, retirement benefits, fringe benefits, and other financial arrangements or transactions such as personal vehicles, meals, housing, personal and family educational benefits, below-market loans, payment of personal or family travel, entertainment, and personal use of the organization's property.

• **Disclosure Requirements:**

Any Interested Party has a duty to disclose all material facts and circumstances for review by the Compliance and Audit Committee of the Albany Medical Center prior to soliciting or engaging in any activities that may result in the exchange of financial assets between any entity of the Center and the individual, related entities or members of their family. In addition to those persons included in the definition of Immediate Family of this policy, for the purpose of this section family members also include ancestors, grandchildren, great grandchildren, and spouses of brothers, sisters, children, grandchildren, and great grandchildren.

Annual Statements – Each person covered by this section is required to annually sign a statement which affirms such person:

- Has received a copy of the Conflicts of Interest policy,
- Has read and understands the policy,
- Has agreed to comply with the policy, and
- Understands the Center entities are charitable and in order to maintain their federal tax exemption each entity must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

• **Resolving a Conflict of Interest**

Excess Benefit Transactions – In those instances where a transaction or arrangement results in economic benefit to a Interested Party beyond the consideration that would be paid under like facts and circumstances between disinterested parties with sufficient knowledge to engage in an arms length exchange; an excess benefit transaction is deemed to have occurred.

When an excess benefit transaction occurs the Interested Party that benefits beyond the fair market value will be expected to return the compensation in excess of fair market value to the Center. In all instances, the terms of the transaction or arrangement will be amended to comply with the rules and regulations of the U.S. Internal Revenue Service requiring the avoidance of transactions or arrangements resulting in excess benefit transactions prior to any future exchange or encumbrance of the finances of the Center.

• **Reporting/Recordkeeping Requirements:**

Proceedings – The minutes of the Audit Committee of the Albany Medical Center shall contain:

- The names of persons who disclosed or otherwise were found to have a potential conflict of interest under this section, the nature of the potential conflict, any action taken to determine whether a conflict of interest was present, and the committees decision as to whether a conflict of interest in fact existed.

- The names of all persons present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
- Notice to all other committees with board delegated powers of identified conflicts of interest and actions taken or required to be taken.

Periodic Reviews – At least annually a periodic review will be completed of selected transactions and arrangements involving the Center and Interested Parties which shall, at a minimum, include:

- Whether the compensation and benefits are reasonable based on comparison to reliable sources of transactions or arrangement of like facts between disinterested parties and as the result of arm's length bargaining.
- Whether partnerships, joint ventures, or other arrangements conform to the Center's written policies, relevant laws and regulations are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not inure impermissible private benefit or in an excess benefit transaction.

START-UP NY Program

Addendum

Pursuant to designation as a Tax-Free Space under the SUNY Tax Free Areas to Revitalize and Transform Upstate New York Program (START-UP NY Program) the Conflict of Interest Policy is amended for all activities related to the START-UP NY Program at Albany Medical College, and for all Individuals involved in or who participate in the administration of any transaction governed by START-UP NY program requirements in accordance with Econ. Dev. L. § 439 and 5 NYCRR § 220.20.

In addition to the requirements of the Conflict of Interest Policy the following amendments are made to policies and procedures covering the administration of and involvement in the START-UP NY Program:

1. No official who is a vendor or employee of a vendor of goods or services to Albany Medical College, or who has a business interest in such vendor, or whose relative has a business interest in such vendor, shall vote on, or participate in the administration by the Albany Medical College of any transaction with such vendor in any activity related to the START-UP NY Program.
2. The Office of the Dean will maintain a written record of all disclosures of actual or potential conflicts of interest made pursuant to the START-UP NY Conflict of Interest Guidelines, and shall report such disclosures, on a calendar year basis, by January 31st of each year, to the auditor for Albany Medical College. The auditor shall forward such reports to the Commissioner, who shall make public such reports.
3. For all persons participating in any activity of or administering any part of the START-UP NY Program at Albany Medical College, the definition of Immediate Family is amended to include “any person who is a direct descendant of the Individual’s grandparents or the spouse of such descendent” in addition to any spouse, domestic partner, children, parents (including in-laws), siblings, ancestors, grandchildren, great grandchildren, ancestors, spouses of brothers, sisters, children, grandchildren, and great-grandchildren. In addition any person living in the Individual’s household or who is dependent on the Individual for on-going financial support, and any person whom the Individual is dependent on for on-going financial support are also included.

Questions concerning the interpretation and administration of conflict of interests under the START-UP NY Program will be resolved in accordance with Econ. Dev. L. § 439 and 5 NYCRR § 220.20. Any person having questions regarding this policy should contact the Senior Vice President and Chief Compliance Officer at (518) 262-4692.

Representations, Certifications, and Assurances for Hartwick College's Plan for Designation of Property as a START-UP New York Tax-Free Area

By reference to the Guide for Submitting Campus Plan for designation of Tax-Free NY Area(s)

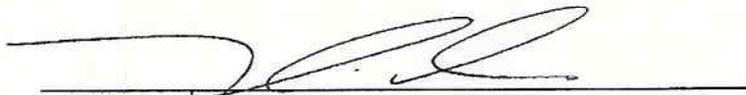
iii. This statement serves to certify that Hartwick College is in compliance with the Commissioner's rules and guidelines on anticompetitive behavior made pursuant to section four hundred forty-two of Article 21 of the Economic Development Law, including certifications of efforts to check for local competitors.

iv. This document also attests that the vacant property on Hartwick's campus, the proposed Tax-Free NY Area, has not been financed with any tax exempt bonds.

v. This also certifies that the property is vacant and that Hartwick College has not relocated or eliminated any academic programs, any administrative programs, offices, housing facilities, dining facilities, athletic facilities, or any other facility, space or program that actively serves students, faculty, or staff in order to create vacant land or space to be designation as a Tax-Free NY Area.

vi. This is also an assurance that the property is within Hartwick's campus boundaries; however, the College has informed the chief executive officer of the municipality and the economic development entity regarding its plan for designation of part of the campus as a Tax-Free New York area.

vii. The information contained in Hartwick's application is, to the maximum extent possible, accurate and complete.



Dr. Margaret L. Drugovich
President, Hartwick College



**HARTWICK
COLLEGE**

est. 1797

**Start-Up New York Campus Plan for Designation of
Tax-Free Area**

**Submitted to Empire State Development Corporation
by Hartwick College**

May 2014

1. **Campus Name:** Hartwick College
Contact Person: Dr. Margaret L. Drugovich, President
Hartwick College
Post Office Box 4020
One Hartwick Drive
Oneonta, New York 13820-4020
607 431-4991
drugovichm@hartwick.edu

2. **Identification of the space and/or land being designated**

Hartwick College is applying for participation in the START-UP NY program as an educational partner.

In addition, Hartwick is applying for the designation of a vacant area of the Hartwick campus in Oneonta, New York as a qualified START-UP NY program site. The available area consists of 50,000 square feet within a 25-acre section of cleared property on Oyaron Hill near the uppermost boundary of campus, the northern half of which is located in the Town of Oneonta, and the southern section in the City of Oneonta. The property is currently vacant; a practice field is located adjacent to the area but is not included in the 50,000 square foot space proposed for designation as a tax-free zone.

Grid number: 299140/898130
Parcel number: 287.16-1-1.1
Longitude: 42-27
Latitude: 075-04'-01" W

- See attached:**
- i. digital files containing Polygon shapefile of campus area
 - ii. digital files containing Point shapefile of vacant space
 - iii. Property Designation spreadsheet
 - iv. Campus Map

3. **Description of Types of Businesses and Links to the Academic Mission of Hartwick College:**

Hartwick College is well-prepared to participate as a partner to business in the Start-Up NY program. The Hartwick College community has significant intellectual resources and many active research and practice-based activities that would align well with the needs of business. Hartwick College has been an important economic force in the community since the 18th century and has a vested interest in promoting the economic vitality of upstate New York. As one of the largest employers in Otsego County, our annual economic impact is estimated at over \$100 million.

Hartwick is committed to educating students for successful careers and purposeful lives, and has an abiding interest in retaining its alumni within the state. We are eager to leverage our intellectual capital to help create good-paying jobs. Though close to 70% of Hartwick students are from New York State, many graduates find that they must leave the state after graduation in an effort to secure post-graduate employment.

A tax-free zone on or near Hartwick's campus could be developed for a variety of purposes, all of which would link to the academic mission of Hartwick College. The types of businesses that could locate in the START-UP NY-designated area include: 1) a new or start-up company, 2) an out-of-state company relocating to New York State, or 3) an expanding business currently based in New York State. Prospective businesses will have to substantiate that they will create net new

jobs, in addition to being aligned with Hartwick's academic mission and offering community and economic benefit.

Industry Sectors:

These business sectors will align well with the mission of the College and our current academic programs:

- Agriculture and Food (Hops cultivation and processing)
- Battery Technology (storage research)
- Bioengineering and Genetics
- Biotechnology/Biomedical Research, product development, testing, or storage
- Environmental Research
- Geotechnical Research
- Health Care Research and Technology
- Renewable Energy Development
- Arts Production or Warehousing
- Business Marketing

Academic Mission:

Hartwick College, an engaged community, integrates a liberal arts education with experiential learning to inspire curiosity, critical thinking, creativity, personal courage and an enduring passion for learning. Further, our efforts are guided by an Organizing Principle that states: Hartwick College will be the best at melding a liberal arts education with experiential learning. As a result of Hartwick's institutional commitment to experiential learning, close to 60% of Hartwick students study abroad, 40% perform internships or practica, and 100% produce a thesis or senior capstone project before they graduate.

The College offers 31 degree programs, including popular and outstanding programs in the sciences, nursing, and business. The academic and practical work associated with these programs could be of great benefit to business.

Hartwick faculty and students have received competitive research grants, published in peer-reviewed journals, and presented at national and international conferences. All faculty grants in the sciences have included student research and hands-on learning opportunities. Hartwick's Tissue Culture Laboratory was established with a grant from Corning, Inc. Foundation and an ongoing partnership with Corning continues to fund research and curriculum development. Corning, Inc. also provided funding to create Hartwick's glassblowing program; Hartwick's program is one of a small number at liberal arts colleges. Students have interned at the Corning Museum and graduates have worked as glassblowers at the Corning facility.

The Department of Geology and Environmental Sciences is research-oriented with strong laboratory and field components; students have direct access to rock-preparation, computer, mineralogy, and geochemistry labs for hands-on learning during individual research, class work, and group projects, and the department places great emphasis on experiential learning outside the classroom. Students conduct research in the Adirondacks, the deserts of southwest Texas, and the volcanoes of Hawaii. The Department of Geology and Environmental Sciences addresses economic, social, and environmental issues - oil and mineral exploration; safe disposal of industrial and municipal wastes; preservation of groundwater supplies; and the choice of sites for dams, nuclear power plants, and high-rise buildings - issues that are relevant to economic development in New York State.

In the disciplines of biology, chemistry, business and economics, Hartwick faculty have included hands-on learning in courses such as *Microbes, Markets, and Food*, which explores the biology and economics of wine, cheese, and beer making. Faculty and students in Biology and Chemistry are working with local breweries to provide various types of testing and analysis. For example, a professor-student team is collaborating with Scott Britton at Brewery Ommegang to investigate the microorganisms that occur naturally on hops, in an effort to determine how they might impact new brewing technologies that increasingly rely on fresh, instead of dried, hops.

Hartwick's Economics program has provided research and practical business assistance through internships in the areas of hops growing, municipal strategic planning, barley production, small business tax policy, and microbusiness. Students in the Business program have conducted research on economic development issues and provided analysis to the City and Chamber of Commerce. Hartwick is currently exploring the possibility of collaborating with the Industrial Development Authority in creating the Susquehanna Regional Center for Entrepreneurship, Innovation, and Incubation to directly connect student/faculty research with businesses toward the goal of job creation.

Sector specific opportunities that tie to Hartwick's mission and experiential learning approach:

Agriculture. Several potential hops growers have contacted the College or participated in needs assessment meetings and described the necessity of soil testing in order to evaluate the possibility of planting hops. A member of the Economics faculty has worked closely with the Oneonta Community Alliance to study the feasibility of reviving hops growing locally and a student is investigating the viability of barley malting.

Following the first Beer, Wine, and Spirits Summit, laws governing production and sale of beer and wine were revised and the state is promoting hops farming by providing incentives to brewers who purchase hops grown in the state. The New York State Farm Brewery Law permits on and off-site sales at reduced cost, provided that a percentage of the ingredients have been grown in New York.

Several local entrepreneurs are actively pursuing growing and processing hops and there are currently four hops growers in Otsego County, but according to research compiled by a Hartwick economist and student intern, the region could support expansion of hops growing. A rough estimate of local demand puts the annual need for hops at 80-100,000 pounds which would require upwards of 90 acres under cultivation. Since 2013, the College has been contacted by four more potential hops growers. According to Steve Miller, Cornell Cooperative Extension's hops expert in New York State, "...the type of high quality aromatic hops grown in New York is in great demand by craft brewers. The industry is expanding production as quickly as possible and there is a need to develop information that is pertinent to the Northeast."

The College is proposing that hops growers, hops processors, or other types of agribusinesses could locate on the available campus site; the site may also be appropriate for test farms and research or processing facilities.

Craft Food and Beverage. The development of the craft food and beverage industry locally presents opportunities for undergraduate research and internships for students as well as jobs in emerging fields for Hartwick graduates. Currently, there are no formal relationships between higher education and the craft food and beverage industry in New York State.

The interests and needs of craft food and beverage producers are aligned with existing courses in Hartwick's curriculum and with the research interests of Hartwick's faculty and students. A Hartwick biology major is pursuing soil research that has direct relevance to hops growing. The lab manager at Brewery Ommegang, the largest brewery in Otsego County, sought out Hartwick's biologists to discuss the possibility of collaborating with students and faculty on biochemical research related to brewing science and using Hartwick's labs for product testing. (In Europe there is a long tradition of interaction and collaboration between brewers and institutions of higher education.) Ommegang is one of Otsego County's economic development success stories. Its expansions in recent years were supported by the Mohawk Valley REDC and the Otsego County Industrial Development Authority.

Faculty and students in Biology and Chemistry can provide various types of testing and analysis needed by brewers; in fact, all Hartwick science students are required to produce a senior thesis. Collaboration with craft brewers provides opportunities for students to conduct original mentored research that can result in presentations and publications. Many craft food and beverage producers expressed an interest in testing that would focus on quality improvement, helping them to develop or enhance their products and enabling them to market them more effectively. Hartwick departments of Geology and Environmental Science could collaborate with hops growers in continuous soil monitoring and analysis and longitudinal studies of hops growing.

Hartwick is creating the Center for Craft Food and Beverage to provide testing, marketing research/ business planning, and education. The Center was approved for a grant from Empire State Development Corporation through the Consolidated Funding Application process in 2013. The College has participated in discussions related to the possible creation of a Food Hub in Otsego County which would connect food and beverage producers to larger markets.

The College is proposing that a craft food and/or brewer related business could locate on the available campus site, and would be greatly advantaged by association with Hartwick's faculty and students, as well as by proximity to the Center for Craft Food and Beverage.

Environmental Research/Renewable Energy Development. Issues related to gas extraction and their potential environmental impact in rural farm communities are relevant to energy development in New York State.

Hartwick faculty and students have received competitive grants to study the environmental impact of pesticides on amphibians. Their work was published in *Science*, the premier journal in biology, and was featured on BBC Earth News. A Hartwick biologist has studied the presence of bacteria resistant to antibiotics in local streams and rivers. Faculty in Chemistry and Geology are researching chemical deposition and the effects of acid rain. The lodge at Hartwick's Pine Lake Environmental Campus (PLEC) is powered by solar panels and the PLEC has served as a long-time demonstration site for sustainable building practices. Students constructed two natural buildings at the Lake, a Strawbale house and a cob house, both of which have intentionally small ecological footprints and are examples of construction that requires less in terms of non-renewable resources. A faculty member in Economics is conducting ongoing research on the intersection between ecological sustainability and economic development, and a student in Economics recently completed an internship studying carbon sequestration models.

Environmental research firms or solar energy producers could use Hartwick's property, which is located on the top of Oyaron Hill, as a research or demonstration site for new sustainable energy technologies such as photovoltaic panels or biofuels. The vacant property at Hartwick can also be used as a site for environmental research or renewable energy development.

Biotechnology and Medical Research. The Hartwick College site could be developed as a research or manufacturing site by a biotechnology start-up company. The proximity to Hartwick's labs and researchers, and its vibrant intellectual community, would provide an attractive site for companies that need access to skilled interns and scientists.

Health Care. The Affordable Care Act is creating new markets and expanding access to health care. There are many types of business opportunities for the development of equipment, devices, or technology for the management of chronic illness, technology to support telemedicine or the development of software for health education applications. Hartwick's nursing program has a 70-year record of providing nursing education, and the program is accredited by the Commission on Collegiate Nursing Education. Hartwick student nurses work in health care organizations across the region and are also actively involved in community service and research. Hartwick has had a long-term and mutually beneficial relationship with Bassett Healthcare Network. Hartwick students have conducted research on the expenditure implications of expanded health care coverage, and the role of government in the provision of health care based upon a comparative analysis of national health care policies.

The Hartwick College site could be developed as a research or manufacturing site by a company related to the maintenance or management of health care. Hartwick provides nursing education using state-of-the-art technology including simulation equipment and distance education technology. The research of faculty and nursing students in areas such as diabetes patient education and public health policy could be attractive to a company in the health care domain.

Arts Production or Warehousing. Hartwick's Anderson Center for the Arts houses Hartwick's well-regarded music and fine arts programs. Arts faculty and students work in the areas of glass blowing, ceramics, painting, metal and materials sculpture, and photography. The Hartwick College site, or a site near-by, could be developed as a research, manufacturing, or warehousing facility for arts materials or products.

In summary, Hartwick is actively seeking businesses with which to partner in order to offer students an even wider array of experience-based learning opportunities while providing business partners with the advantage of skills and experience that have been honed by Hartwick faculty and students. Hartwick's research and practice-based liberal arts education prepares alumni for success. Graduates of Hartwick's science programs have earned advanced degrees from prestigious universities including Cornell University, the University of Chicago, the University of Michigan, and Yale University. Hartwick alumni have established their own labs at respected research institutions and are continuing important work on cellular growth, cytogenetics, molecular genetics, and regenerative medicine. Hartwick alumni with advanced degrees work in local and global public health initiatives, and their areas of inquiry are where new therapeutic discoveries are likely to be made. Hartwick alumni are also involved in the startup of biotechnology companies in other states. Alumni have found success in medicine, all areas of business, education, and the arts.

4. Description of positive community and economic development benefit

Hartwick College has worked with the City of Oneonta and the Otsego County Economic Development Department which are supportive of the College's economic development initiatives. In 2013, the City and regional economic development entities, including the Mohawk Valley Regional Economic Development Council (REDC), supported the College's application through the Consolidated Funding Application. The College proposed the creation of the Center for Craft Food and Beverage to support small businesses that are growing and have the potential

to generate positive community and economic benefits. The REDC rated the Center as a priority project. Hartwick continues to reach out to local and regional economic development agencies and is currently working closely with the restructured Industrial Development Authority to coordinate efforts and to leverage the College's resources to support economic development. Designation of the campus-based site as a tax-free zone would result in the creation of jobs through company startups, expansions, or relocations. Companies that have a link to the College's academic mission would provide internships and experiential learning opportunities for students and jobs for graduates. The research areas linked to Hartwick's academic programs are attractive to entrepreneurs and biotech companies that would diversify the local economy. Several of the initiatives described would support existing small scale businesses and would boost the local economy.

5. Description of business solicitation and selection process

Hartwick College is working with the Industrial Development Agency and the Economic Development Department of Otsego County, as well as the Regional Economic Development Council, to explore ways in which the College can partner with businesses to promote economic development. The College is speaking with potential business partners directly. The Susquehanna Regional Center for Entrepreneurship, Innovation, and Incubation, proposed by the IDA, could serve as a single point of business support for expanding businesses. The College will market the tax-free designation through its nation-wide network of alumni and friends. Hartwick will follow-up on state-wide marketing efforts aimed at attracting business to New York State by working closely with the Governor's Start-Up NY office.

The College will create a START-UP NY Advisory Committee composed of the President, the Vice President of Finance, the Provost, and one faculty from each of the Hartwick academic programs in business, economics, the sciences and nursing, and the Director of Corporate, Foundation, and Government Relations. Members of the Advisory Committee will be chosen by the President. The Committee will seek input from additional campus constituents on matters related to facilities use, space and land, and business/financial impact. The Committee will make recommendations to the President for final approval. Per the College's governance process, the selection of a business partner will be approved by vote of the Hartwick College Board of Trustees.

The Advisory Committee will review and evaluate business applications for startup companies, business expansions, and businesses relocating to New York State. The Committee will determine if applicant businesses meet the eligibility criteria and are compliant with the guidelines established by the START-UP NY program in terms of competition with existing businesses. The Committee will review applicants and rate them based on a determination of alignment with Hartwick's academic mission. In addition, selection will be informed by a discussion of the following criteria:

- Is the business in an industry aligned with College research, scholarly, and creative activity?
- Does the business provide experiential learning and workforce opportunities (e.g., internships, fellowships, full-time jobs) for students and graduates?
- Does the business provide areas for partnership and advancement for faculty and students?
- Will the business provide access to research instrumentation, tools, and/or equipment necessary to advance the academic and research mission?

- Will the business fund scholarships, campus facilities or other academic services or amenities?
- Will the business and/or its employees contribute to instruction or provide student mentoring?
- Does the business offer the use of company resources, intellectual property or expertise to support the academic mission?

Hartwick will also consider each applicant's potential for positive economic benefits, taking into consideration the following factors:

- How many net new jobs will be created?
- Is the business viable in both the short- and long-term?
- Will the business attract private financial investment?
- Does the business plan to make capital investments (e.g., renovation, new construction)?
- Are the new jobs in critical areas of the economy?
- How will the College financially benefit from the terms of the lease?

The College will also consider community benefits related to each business's application including:

- Does the business have the support of one or more municipal or community entities?
- Will the business recruit employees from the local workforce?
- Does the business invest in underserved, economically distressed regions?
- Will the business rely on suppliers within the local and regional economy?

6. List of Attachments:

- i. template for leases or other agreements that will be signed with eligible businesses;
- ii. conflict of interest guidelines;
- iii. certification of compliance with the Commissioner's rules and guidelines on anticompetitive behavior
- iv. Attestation that the proposed Tax-Free NY Area has not been financed with any tax-exempt bonds;
- v. certification that Hartwick College has not relocated or eliminated any academic, administrative, or athletic programs in order to create vacant land or space to be designated as a Tax-Free NY Area
- vi. A statement signed by the President regarding municipality and economic development entity input
- vii. A statement signed by the President of the campus or college seeking the designation or by their designee that the information contained in such application to the maximum extent possible is accurate and complete.

**7. Senator James L. Seward, Senate District 51
Assemblyman William Magee, Assembly District 121**



HARTWICK
COLLEGE

est. 1797

**CONFLICT OF INTEREST POLICY
for Start-UP NY**

Hartwick College's Board of Trustees, Officers, faculty and staff accept responsibility for conducting the affairs of the College consistent with our objectives to provide the best possible co-curricular experience for Hartwick's students, to provide the proper environment for Hartwick's faculty to teach, and to maintain the College on a sound financial footing.

As a general principle, service at the college shall not be used as a means for private benefit or inurement for the individual, a relative thereof, or any entity in which the individual, or relative thereof, has a business interest. However, the College respects the right of its trustees, officers, faculty and staff members to engage in outside business, financial, service, and/or other activities, recognizing that conflicts of interest do arise from time to time, and that these conflicts:

- May result from the individual's relationships with outside organizations, persons, or causes reflecting the person's prominence, reputation, and influence, and
- Need not be harmful, and, indeed may be favorable, to the College's interests, as long as they are disclosed and understood in Hartwick's decision-making processes.

A **conflict of interest** may exist when the interests or concerns of any Trustee, officer, faculty or staff member, or the individual's relatives¹ or associates², may be seen as competing with the interests or concerns of the College. Such conflicts exist when the individual has a relationship, whether economic or otherwise as an owner, investor, officer, director, trustee, partner, employee, consultant, or when the individual receives compensation (direct or indirect, monetary or non-monetary) with or from any person, firm, corporation, or organization that provides (or receives) funds, goods, services, or required approvals to (or from) Hartwick, or which proposes to do so, or with which Hartwick has active and ongoing affiliations. Such affiliations might include (but would not be limited to) restricted or unrestricted donations or grants to Hartwick, contracts, consulting, investments, or landlord-tenant arrangements.

Such real or apparent conflicts are *not* considered detrimental to Hartwick if:

1. They are fully disclosed to the appropriate designated senior staff member, for faculty and staff employees or the Audit and Compliance Committee of the Board of Trustees for senior staff members³, Trustees and Officers;
2. Their nature is known and understood by the employee's immediate supervisor and the appropriate senior staff member for faculty and staff employees, and the Board of Trustees for senior staff members, Trustees and Officers;
3. Disclosure is made at the earliest practicable time;
4. The commitment of time to these activities does not interfere with the individual's duties;
5. The Trustees and Officers refrain from being present at, or participating in deliberations of the Board of Trustees or Committees of the Board, or voting on a matter considered a conflict;
6. The Trustees and Officers refrain from attempting to influence deliberations of the Board of Trustees on matters considered a conflict; and
7. The Trustee, Officer or employee always acts to foster the objectives stated in the first paragraph of this policy statement.

¹ "Relative" as defined by the Nonprofit Revitalization Act of 2013 includes an individual's spouse, domestic partner, child, grandchild, great-grandchild, sibling, half-sibling, ancestor or the spouse of the individual's child, grandchild, great-grandchild or sibling and/or any person living in the same household as the individual and any person who is a direct descendant of that individual's grandparents or the spouse of such descendant

² An "associate" of an individual includes any person, trust, organization, or enterprise of which the individual or any members of his or her family is a director, officer, employee, members, partner, or trustee or that has a significant financial or other interest that enables the individual to exercise control and/or significantly influence policy.

³ A "senior staff member" shall mean an employee at the level of Vice President or above.

Trustees, Officers, and senior staff members and all individuals participating in Hartwick's START-UP NY program shall make specific disclosures which, may or may not indicate a potential conflict of interest, by completing the Hartwick College Conflict of Interest Questionnaire on an annual basis, by September first of each year. The original, signed copy of the questionnaires shall be kept on file by the Assistant Secretary of the Board of Trustees.

Candidates for nomination to the Board of Trustees shall be provided with a copy of this policy and shall complete the Hartwick College Conflict of Interest Questionnaire as part of the nomination process, prior to their election to the Board of Trustees.

If after the completion of the questionnaire, a Trustee, Officer, or senior staff member becomes aware of a new, actual or potential, conflict of interest, they shall promptly disclose the conflict, in writing, by completing a new Hartwick College Conflict of Interest Questionnaire.

The Audit and Compliance Committee must approve all substantial, potential conflicting activities of the Trustees, Officers and senior staff members; the appropriate senior staff members must approve all substantial, potential conflicting activities of faculty and staff members. When there is doubt as to whether a conflict of interest exists, the matter shall be resolved by the President and senior staff members for faculty and staff employees; and by a vote of the Audit and Compliance Committee for senior staff members, Officers, and Trustees.

Related-Party Transactions

Hartwick College is prohibited by law from entering into a transaction with a related party unless the Board of Trustees determines that the transaction is fair, reasonable and in the College's best interest at the time of such determination.

A "related party transaction" is defined by the Nonprofit Revitalization Act of 2013 as any transaction, agreement or other arrangement in which a related party has a financial interest, and in which the corporation or any affiliate of the corporation is a participant.

The definition of a "related party" is:

1. Any Trustee, Officer, or senior staff member of the College or any affiliate of the College;
2. Any relative⁴ of any Trustee, Officer, or senior staff member; or
3. Any entity in which any individual defined in (1) or (2) has a 35 percent or greater ownership or beneficial interest, or for a partnership or professional corporation, a direct or indirect ownership interest in excess of five percent.

Any Trustee, Officer, or senior staff member who has an interest in a related party transaction:

1. Shall disclose in good faith to the board, or an authorized board committee thereof, the material facts concerning his/her interest in a contract or transaction and any such common directorship, officership or financial interest in a contract or transaction;
2. Is prohibited from participating in the deliberations or vote concerning the transaction, but may, upon request of the Board of Trustees or Audit and Compliance Committee provide information pertaining to the transaction prior to the commencement of deliberations or voting; and
3. Shall not participate in the administration of the transaction by the College.

The Board of Trustees or Audit and Compliance Committee will undertake an independent review of transactions between the College and related parties, and affirmatively determine that such transactions are in the College's best interest.

⁴"Relative" as defined by the Nonprofit Revitalization Act of 2013 includes an individual's spouse, domestic partner, child, grandchild, great-grandchild, sibling, half-sibling, ancestor or the spouse of the individual's child, grandchild, great-grandchild or sibling and/or any person living in the same household as the individual and any person who is a direct descendant of that individual's grandparents or the spouse of such descendant.

Before acting on a transaction between the College and a related party, the Board of Trustees, by its Trustees, will:

1. Consider alternative transactions to the extent available;
2. Approve the transaction as fair and reasonable to the College by a majority of those participating at a meeting; and
3. Contemporaneously document the approval and consideration of alternatives.

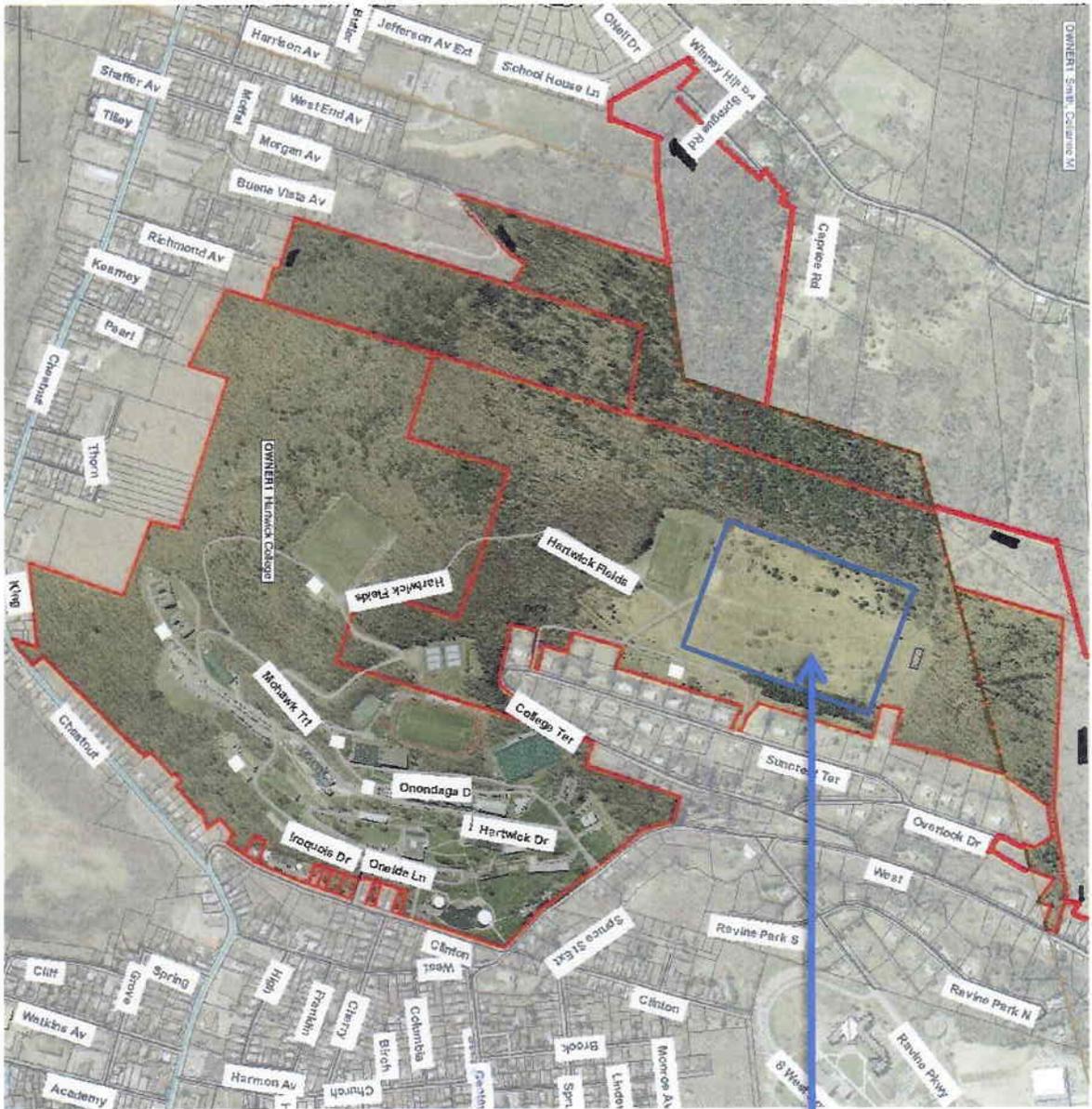
A copy of this Conflict of Interest Policy shall be provided annually to each Trustee, Officer, senior staff member, faculty and staff employee who is currently serving the College, and every new Trustee, Officer, and employee shall be advised of this policy upon joining the Hartwick community.

This policy shall be reviewed periodically to ensure it aligns with legal requirements and best practice.

AS IT RELATES SPECIFICALLY TO THE START-UP NEW YORK PROGRAM:

Hartwick's conflict of interest policy prohibits persons from participating in any activity related to the START-UP NY program that would cause those persons to experience a conflict of interest. This includes conflicts of interest experienced by any persons involved in Hartwick College's START-UP NY program, including persons unaffiliated with Hartwick who serve as members of any panel or committee that recommends businesses for acceptance into the START-UP NY program. Actual or potential conflicts of interest will be reported to the State by Hartwick College in the course of administering the START-UP NY program.

- No person may participate in any aspect of Hartwick College's START-UP NY program that would result in that person experiencing a conflict of interest.
- Persons must disclose actual or potential conflicts of interest to the President or CEO of the College.
- Hartwick College will record all conflict of interest disclosures, and report those disclosures to the Commissioner of Economic Development by January 31st of each year.



- Hartwick Campus border and lots
- - - Town of Oneonta Line
- 25-acre Vacant Property

Hartwick's campus boundary is indicated by the bold red line. The 50,000 square foot area proposed for designation by Start-UP NY is within the 25 acre cleared property indicated in the blue outlined box.

Location	Uniqueld	Owner	PropertyType	StreetAddress	City	ZipCode	ParcelID	Building	SpaceType	Sqft	Acres	Description	onCampus	Within1milesOfCampus	Latitude	Longitude	Note
ex. City of Albany Oneonta	H-1-2014 BIC000125	SUNY Albany Hartwick College	1	1400 Washington Ave Hartwick Drive	Albany	12222	14	ABC Building N/A	B	4750 50,000		Third floor Vacant Property	Yes Yes	no N/A	42.6548860	-73.7979340	

- * 1= on campus
- 2 = 1 mile off campus
- 3= State Asset

- ** Aseintre building
- B= floor within building
- C= room within building
- D= land on campus
- E= land off campus
- F= entire building off campus
- G= partial building off campus
- H= state asset