



**Battery Park  
City Authority**

**REQUEST FOR PROPOSALS  
FOR  
COMMERCIAL REAL ESTATE BROKERAGE SERVICES**

**STEP 1 OF TWO-STEP PROCESS**

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## I. SUMMARY

Battery Park City Authority d/b/a Hugh L. Carey Battery Park City Authority (“BPCA”) requests qualifications (individually a “Qualification Package” and collectively “Qualification Packages”) from commercial real estate brokerage firms (individually a “Respondent” and collectively the “Respondents”) to provide BPCA with commercial real estate brokerage services. The selected firm will assist BPCA in evaluating and negotiating the ground lease for one or more properties within Battery Park City (hereafter the “Project”). These efforts are intended to complement and enhance BPCA’s existing staff capabilities, and the selected firm will work in concert with BPCA’s real estate advisor and owner’s representative, HR&A Advisors, Inc. All brokerage services must be performed by brokers duly licensed in New York State.

New York State-certified Minority-Owned Business Enterprises (“MBE”), Women-Owned Business Enterprises (“WBE”) and Service-Disabled Veteran-Owned Business Enterprises (“SDVOB”) are encouraged to submit Qualification Packages.

### *A. Project Scope*

Broadly, the Project will include, but not be limited to:

- Evaluation of existing lease terms and cash flows for the subject property or properties, including the value of rentals and conformance with current market conditions;
- Development of a negotiation strategy and framework ground lease structure reflective of BPCA’s long-term goals, an understanding of fair market value, and experience with comparable transactions;
- Management of negotiations with the subject lessee or lessees, including leading in-person meetings, written communications, and term sheet negotiations;
- Identification of key regulatory, political or other interested parties, management of discussions with such parties and preparation of any required documentation;
- Financial analysis of offers made by the subject lessee or lessees, including implications to BPCA’s near- and long-term revenues, and development of BPCA counteroffers;
- Recommendations for final ground lease terms, with supporting documentation;
- Support of lease drafting;
- Background market and other research and analysis as needed; and
- Preparation of written reports and presentations to BPCA executive staff, Board of Directors, and other interested parties.

### *B. Solicitation Process Overview*

This solicitation will be conducted utilizing a two-step Request for Proposals (“RFP”) process:

- **STEP 1:** During Step 1, interested Respondents will provide BPCA with a Qualification Package consisting of information and documents required herein. BPCA will evaluate Respondent’s Qualification Package in accordance with the Step 1 evaluation criteria, set forth below in Section VII(C). The purpose of Step 1 is to allow BPCA to broadly evaluate the substantive qualifications, experience, technical approach, financial capacity and responsibility of the pool of interested Respondents. After evaluating all Respondent

Qualification Packages, BPCA will select one or more technically- and financially-qualified Respondents (the “Step 1 Pre-Qualified Respondents”) to advance to Step 2 of the RFP process.

- Qualification Packages **must** be received by BPCA no later than **3:00 p.m. on December 30, 2019**.
- **STEP 2:** During Step 2, the Step 1 Pre-Qualified Respondents will be invited to submit a comprehensive, detailed response to the RFP (individually a “Step 2 Proposal,” collectively “Step 2 Proposals”), which shall be evaluated in accordance with the Step 2 evaluation criteria, which will be set forth in the Step 2 RFP documents. **Step 2 Proposals will only be accepted from Step 1 Pre-Qualified Respondents.** A detailed scope of work for the Project, along with other necessary information, will be provided in conjunction with Step 2. **NOTE: All Step 1 Pre-Qualified Respondents will be required to execute a non-disclosure agreement, provided by BPCA, prior to the receipt of the Step 2 RFP documents.**
- Due dates for Step 2 RFP Proposals will be provided in the Step 2 RFP documents issued to the Step 1 Pre-Qualified Respondents.

### ***C. M/WBE and SDVOB Requirements:***

Pursuant to New York State Executive Law Article 15-A and Parts 140-145 of Title 5 of the New York Codes, Rules and Regulations, BPCA is required to promote opportunities for the maximum feasible participation of New York State-certified MBEs/WBEs (collectively, “MWBE(s)”) and the employment of minority group members and women in the performance of BPCA contracts. Pursuant to New York State Executive Law Article 17-B and 9 NYCRR §252, BPCA is required to promote opportunities for maximum feasible participation of certified Service-Disabled Veteran-Owned Businesses (“SDVOBs”).

Requirements and procedures for business participation opportunities for New York State certified MBEs/WBEs/SDVOBs and equal employment opportunity requirements relating to minority group members and women are attached as Exhibit D. Note that as this solicitation has been issued to develop a list of Step 1 Pre-Qualified Respondents, no MWBE or SDVOB goals have been established at this time. However, BPCA will assess any contract issued pursuant to this solicitation for MWBE and SDVOB goals prior to award.

For purposes of responding to this RFP, Respondents may provide information related to the potential use of M/WBE and SDVOB firms, but may opt not to provide such information at this time because the business participation goals will be established at a later date.

In addition, the “diversity practices” of Step 2 Proposers will be evaluated as part of the Step 2 evaluation criteria. Further information regarding MWBE and SDVOB participation will be provided in the Step 2 documents. For questions relating to MBE/WBE/SDVOB participation, joint ventures and sub-contracting goals only, please contact the “MBE/WBE/SDVOB Designated Contact” Justin McLaughlin-Williams (Justin.mclaughlin-williams@bpca.ny.gov) or 212-417-2337.

## **II. GENERAL PROVISIONS**

This RFP, including all attachments, exhibits, and any amendments or addenda is subject to the rights reserved by BPCA, including, but not limited to, BPCA’s right to:

- Withdraw and/or cancel this solicitation at any time before final award of any related contract;
- Request clarification and/or additional information from any or all Respondents;

- Amend any term or requirement of this RFP at any time before award of a contract (Respondents may amend their submissions, as directed by BPCA, if BPCA materially alters or amends the RFP, or any portion of it, after submission);
- Based upon the Qualifications Packages received in Step 1, select one or more Step 1 Pre-Qualified Respondents to submit Proposals in response to Step 2 of the RFP and, based upon the Proposals received from the Step 1 Pre-Qualified Respondents that submit proposals (the “Step 2 Proposers”), select one or more Step 2 Proposers to perform the Project;
- Alter any key dates or deadlines related to this RFP;
- Reject any Qualification Package or Step 2 Proposal that does not strictly conform to the requirements of the RFP;
- Conduct one or more interviews, in person or by phone, with any or all of the Respondents or Step 2 Proposers to aid the evaluation process; and,
- During Step 2, negotiate potential contract terms related to the Project with any Step 2 Proposer.

BPCA is not liable or responsible in any way for any expenses incurred in the preparation of a submission in response to this RFP. All information submitted in response to this RFP is subject to the Freedom of Information Law, Article 6 of the New York State Public Officers Law (“FOIL”), which requires public access to certain documents possessed by BPCA, unless a specific exemption applies. Respondents are responsible for identifying any information in their respective submissions considered by them to be confidential and exempt from disclosure under FOIL. BPCA, however, is obligated to disclose information consistent with the requirements of FOIL, Article 6 of the New York State Public Officers Law.

### **III. TIMETABLE & DESIGNATED CONTACT**

#### ***A. Key Dates***

Subject to change at BPCA’s discretion, the following are key dates for this RFP:

- RFP Step 1 documents issued: December 6, 2019

All questions regarding this RFP should be submitted in writing via email to the “Designated Contact”:

Emily Birdseye, Battery Park City Authority, at [emily.birdseye@bpca.ny.gov](mailto:emily.birdseye@bpca.ny.gov).

- QUALIFICATION PACKAGE DUE DATE: December 30, 2019 by 3:00 p.m. (the “Due Date”)

#### ***B. Anticipated Contract Term***

It is anticipated that any contract awarded pursuant to this solicitation will have a term of approximately twenty-four (24) months from the date of execution, with the option to extend the contract by up to two periods of twelve (12) months each, executable at BPCA’s sole discretion.

#### ***C. Restricted Period***

New York State Finance Law sections 139-j and 139-k apply to this RFP, restricting Respondents’ contacts with BPCA. Respondents are restricted from making any contact (defined as oral, written or electronic communications with BPCA under circumstances where a reasonable person would infer that a communication was intended to influence BPCA’s conduct or decision with respect to a procurement) relating to this RFP with

anyone other than the Designated Contact, as specified in Section III.A., or the MBE/WBE/SDVOB Designated Contact, as applicable., from the time of Respondent's receipt of notice of this RFP through award and approval of the contract by BPCA (the "Restricted Period"). BPCA employees must record certain contacts during the Restricted Period, including, but not limited to, any oral or written communications that could reasonably be seen as intended to influence BPCA's conduct or award of this RFP. Upon notice of an improper contact, BPCA shall make a determination regarding the Respondent's responsibility and eligibility to continue participating in this RFP.

#### **IV. QUALIFICATION PACKAGE SUBMISSION, FORMAT AND CONTENT**

##### ***A. Submission of Qualification Packages***

**Qualification Packages must be received by BPCA no later than 3:00 p.m. on December 30, 2019.**

Each Respondent must submit eight (8) paper copies of its Qualification Package and a PDF version (via CD-ROM or flash drive) in a sealed package clearly marked "Qualification Package Enclosed– Commercial Real Estate Brokerage Services" to the Designated Contact by messenger, overnight courier or certified mail to the following address:

Emily Birdseye  
Battery Park City Authority  
200 Liberty Street, 24<sup>th</sup> Floor  
New York, NY 10281  
emily.birdseye@bpca.ny.gov

BPCA is not responsible for late submittals, no matter the cause. Qualification Packages *must* arrive at the time and place specified herein and be time stamped by BPCA by the Due Date. Please leave ample time for building security. Late submissions will NOT be accepted. Qualification Packages submitted by fax or electronic transmission will NOT be accepted. A Respondent may, after submitting its Qualification Package, amend its Qualification Package by submitting an amended Qualification Package, clearly labeled "Amended Qualification Package Enclosed – Commercial Real Estate Brokerage Services," as long as the amended Qualification Package is submitted by the Due Date.

##### ***B. Format***

The Response must:

- Be printed on 8½" x 11" paper;
- Have numbered pages; and
- Be no longer than fifteen (15) single-sided pages, exclusive of the cover letter and required attachments.

##### ***C. Content***

The Qualification Package must include the following in the order listed:

- 1) Cover Letter, signed by a person within the firm who is authorized to bind the Respondent, which includes representations that:
  - (a) Except as disclosed in the Qualification Package, no officer or employee of Respondent is directly or indirectly a party to or in any other manner interested financially or otherwise in the Project;
  - (b) Respondent satisfies all of the following minimum qualification requirements:

- i. Respondent must have an office in New York State (a New York City office is preferred);
- ii. Respondent must be lawfully authorized to do business in the State of New York;
- iii. Respondent (or a combination of its principals, partners and/or subconsultants) must have at least fifteen (15) years of experience in providing commercial brokerage services in New York City;
- iv. Respondent must have one or more individuals on its project team who are licensed real estate brokers in New York State as of the Due Date. This requirement must be adhered to at all times during the term of the contract and any and all extensions thereof;
- v. Respondent must have, within the last five (5) years, (a) led at least three (3) commercial ground lease negotiations; (b) led at least two (2) commercial real estate negotiations on behalf of a public or quasi-public agency, authority, or department for a property within New York State; and, (c) led at least three (3) commercial real estate negotiations in which the present value of negotiated lease payments, or of negotiated land value, equaled \$100 million or more.

(c) A statement that the Respondent will be able to meet the insurance requirements set forth in Section VI hereof.

**Cover Letters must include each of these representations and be signed by an authorized signatory of Respondent. Responses with Cover Letters that are unsigned or that fail to include each of the above representations will be rejected.**

- 2) Executive Summary. The summary should broadly describe Respondent's skills, abilities and experience that are most relevant to the Project and demonstrate that they understand the Project objectives and have adequate experience and staffing resources to handle Project assignments.
- 3) Responses to the questions in Sections V(A), (B) and (C).
- 4) Attachments required in Section V(D).

**V. INFORMATION REQUIRED: QUALIFICATION PACKAGE**

**A. *Questions and Information Sought Relating to Proposer's Experience and Technical Qualifications***

- 1) Describe your firm's background, services, size, and history as relevant to commercial brokerage services within the New York City market.
- 2) Describe your general approach and methodology for commercial lease negotiations.
- 3) Describe your project team, including an organizational chart with the name, title, and role of each core member, and the expected distribution of total team hours among the core team members (listing a percentage for each member). Indicate which team member(s) will: a) have ultimate responsibility for successful completion of the Project, and b) serve as lead negotiator. For each, provide the team members' other current and known upcoming commitments.
- 4) Provide resumes for each core team member listing recent work relevant to the scope described in this RFP. Either within the resumes or as separate attachments, provide a thorough description of at least six (6) projects completed by the core team members involving ground lease negotiations in New York City, major transaction support for public entities in New York State, and/or commercial real estate transactions with a present value of greater than \$100 million. For each project, provide the project's

date, the services performed, the role of the team members, and the material business terms. If the Proposer has signed an agreement not to disclose such information, provide the information in an anonymized format, such as “Building X in Lower Manhattan and Private Corporation ABC.” Collectively, the experience cited in the core team’s resumes should demonstrate the minimum qualification requirements outlined in Section IV above.

- 5) Provide a statement certifying that, to the best of your firm’s knowledge, all core team members will be available to work on the Project, in their respective capacity, for the duration of the contract.
- 6) Provide copies of New York State licenses for each real estate broker on the Project team.
- 7) Clearly identify any information in your Qualification Package that you believe to be confidential and exempt from disclosure FOIL, and state the reasons. Please note that this question is for informational purposes only, and BPCA will determine whether material is exempt from disclosure under FOIL in its sole discretion.
- 8) Provide at least five (5) client references for whom the core project team has performed work relevant to this RFP. For each, describe the project, the project’s date, and services performed (unless otherwise provided in other attachments), and the name, e-mail address, and telephone number for a lead contact at the client organization who is familiar with your firm’s work.

***B. Questions and Information Sought Relating to Respondent’s Firm and Eligibility***

- 9) How does your firm identify and manage conflicts of interest? In addition to your general approach, describe how you would manage a situation in which one team at your firm is negotiating with an entity, while at the same time another team at your firm is contracted to work on behalf of that same entity for a separate project.
- 10) Identify a salaried individual of your firm who is independent from all brokerage activities who would serve as the proposing entity’s Conflicts of Interest Officer with respect to the contract, as well as their role, their current commitments, and their qualifications to perform under this contract. The Conflicts of Interest Officer should be dedicated to preventing corruption and conflicts of interest and assuring that all disclosures pertaining thereto are full, complete and timely.
- 11) List any professional or personal relationships your firm or your firm’s employees may have with existing BPCA ground lessees. See list attached as Exhibit B.
- 12) List any professional or personal relationships your firm’s employees may have with BPCA’s Board Members and/or employees. See list attached as Exhibit C.
- 13) If selected, will your firm assign any person to this engagement who was previously an employee of BPCA or Battery Park City Parks Conservancy (“BPCPC”)? If so, please: i) identify when (month and year) that person’s employment at BPCA/BPCPC terminated, and ii) describe that person’s involvement, if any, with matters related to this RFP during his/her employment at BPCA/BPCPC.
- 14) In addition to any relationships cited in the prior questions, are there any potential conflict of interest issues posed by your firm’s performance of the Project on behalf of BPCA?
- 15) Has your firm or have any of the firm’s partners/employees been disciplined or censured by any regulatory body within the last five (5) years? If so, please describe the relevant facts and disposition.
- 16) Within the last five (5) years, has your firm, or a partner or employee in your firm, been involved in litigation or other legal proceedings relating to the provision of professional services? If so, please

provide an explanation and the current status or disposition of the matter.

- 17) In the past five (5) years, have any public sector clients terminated their working relationship with your firm? If so, please provide a brief statement of the reasons. Provide the name of the client and provide a contract person, address and telephone number.

***C. Questions and Information Sought Relating to Proposer's Compensation Structure***

- 18) While Step 1 of this RFP is not seeking a fee proposal, describe the range of compensation structures under which you typically work for commercial real estate transactions, including any incentive structures you have found to be advantageous to both your firm and your clients. Please indicate if you have a preferred approach.
- 19) Describe the minimum information you would need about the subject transaction or transactions to provide an accurate fee proposal.

***D. Required Attachments for Qualification Package***

- 1) Mandatory Forms:

Each Qualification Package must include a completed copy of all "Mandatory Forms" found at:

<http://bpca.ny.gov/wp-content/uploads/2015/03/Vendor-ResponsibilityQuestionnaire.pdf>.

The Mandatory Forms include the following:

- a) NYS Standard Vendor Responsibility Questionnaire, notarized and signed by the individual(s) authorized to contractually bind the Respondent, indicating the signer's title/position within the firm.\*
- b) State Finance Law § 139 Form 1, signed by the individual(s) authorized to contractually bind the Respondent.\*
- c) W-9 form.
- d) Statement of Non-Collusion.

\*In addition to the copy required to be included in each bound submission, Respondents must additionally provide one (1) unbound, completed original, with ink signatures, of the NYS Standard Vendor Responsibility Questionnaire and SFL 139 Form 1.

- 2) Financial Statements:

Respondents are required to provide a copy of your firm's most recent audited financial statements (within the last year) upon request, though the statements are not required to be included in the Qualification Package. In the event you do not have audited financials you will be required, if requested, to provide a statement to that effect, and summary financial information for the calendar year most recently ended.

- 3) Acknowledgement of Addenda:

Attach a completed and signed Acknowledgement of Addenda form, attached as Exhibit A, acknowledging receipt of all addenda to this RFP, if any, issued by BPCA before the Due Date. Addenda are posted by BPCA as necessary and can be found on the BPCA website at

[www.bpca.ny.gov](http://www.bpca.ny.gov). It is the responsibility of each Respondent to check the BPCA website for addenda and to review addenda prior to submitting any Qualification Package to this RFP.

4) Appendices:

If a resume is not provided as required in Section V(A)(4), attach professional biographies for all other project executives and managers identified in your Qualification Package.

## **VI. INSURANCE AND BONDING REQUIREMENTS**

### ***A. General Requirements***

The selected Step 2 Proposer and its subconsultants will be required to maintain the insurances listed below in paragraph B throughout the Project.

The additional insured protection afforded BPCA, BPCPC, and the State of New York must be on a primary and non-contributory basis. All policies must include a waiver of subrogation in favor of BPCA, BPCPC, and the State of New York, no policies may contain any limitations / exclusions for New York Labor Law claims, and cross liability coverage must be provided for BPCA, BPCPC, and the State of New York.

All of the carriers that provide the below required insurance must be rated "A-VII" or better by A.M. Best and must provide direct written notice of cancellation or non-renewal to BPCA, BPCPC, and the State of New York at least 30 days before such cancellation or non-renewal is effective, except for cancellations due to non-payment of premium, in which case 10 days written notice is acceptable.

### ***B. Insurance Requirements for the Selected Step 2 Proposer and its subconsultants***

- **Commercial General Liability Insurance**, written on ISO Form CG 00 01 or its equivalent and with no modification to the contractual liability coverage provided therein, shall be provided on an occurrence basis and limits shall not be less than:
  - \$1,000,000 per occurrence
  - \$2,000,000 general aggregate which must apply on a per location
  - \$2,000,000 products/completed operations aggregate

BPCA, BPCPC, and the State of New York must be protected as additional insureds on ISO Form CG 2010 (11/85) or its equivalent on policies held by the selected Step 2 Proposer and any of its subconsultants.

- **Automobile Liability Insurance** with a combined single limit of not less than \$1,000,000. Coverage must apply to the Proposer's owned, hired, and non-owned vehicles and protect BPCA, BPCPC, and the State of New York as additional insured.
- **Workers' Compensation, Employer's Liability, and Disability Benefits** shall not be less than statutory limits.
- **Umbrella Liability Insurance** at a limit not less than \$1,000,000 per occurrence and in the aggregate. BPCA, BPCPC, and the State of New York must be protected as additional insureds on policies held by the selected Step 2 Proposer and any of its subconsultants.
- **Professional Liability ("Errors & Omissions") Insurance** must be maintained at a limit of not less than \$2,000,000 each claim.

**VII. SELECTION PROCESS FOR STEP 1**

**A. *Evaluation***

Each timely-submitted Qualification Package will be reviewed for compliance with the form and content requirements of this RFP. A committee of BPCA employees selected by BPCA (the “Committee”) will then review and evaluate the Qualification Packages in accordance with the Step 1 evaluation criteria set forth below. While only Committee members will score the evaluation criteria, the Committee may consult one or more outside experts on matters requiring technical expertise.

**B. *Interviews***

BPCA reserves the right to decide whether to interview any or all of the Respondents submitting Qualifications Packages prior to the selection of the Step 1 Pre-Qualified Respondents who will be requested to submit Step 2 Proposals for the performance of a detailed scope of work for the Project.

**C. *Step 1 Evaluation Criteria***

Selection of the Step 1 Pre-Qualified Respondents will be based upon the following criteria:

- A) Demonstrated experience and success among the project team on relevant transactions, including strength of references ..... 50%
- B) Project team staffing plan and availability ..... 20%
- C) Quality of proposed approach ..... 30%

Based upon the evaluation of the Qualification Packages, BPCA will select one or more Step 1 Pre-Qualified Respondents to propose on a detailed scope of work for the Project, which will be provided as part of Step 2 of the RFP, subject to the execution by each Step 1 Pre-Qualified Proposer of a non-disclosure agreement in a form provided by BPCA. The Step 2 evaluation criteria may differ from the Step 1 criteria and will be provided in the Step 2 RFP documents.

It is expected that the Step 2 RFP documents will be issued within fifteen (15) days following the submission of Qualification Packages and that proposals will be due within ten (10) days of the issuance of the Step 2 RFP documents. The exact timeframes will be set forth in the Step 2 RFP documents.

**VIII. NON-COLLUSION**

By submitting a Qualification Package, each Respondent warrants and represents that any ensuing contract has not been solicited or secured directly or indirectly in a manner contrary to the laws of the State of New York, and that said laws have not been violated and shall not be violated as they relate to the procurement or the performance of the contract by any conduct, including the paying or giving of any fee, commission, compensation, gift, or gratuity or consideration of any kind, directly or indirectly, to any member of the board of directors, employee, officer or official of BPCA.

**IX. IRAN DIVESTMENT ACT**

By submitting a Qualification Package or by assuming the responsibility of any contract awarded hereunder, each Respondent certifies that it is not on the “Entities Determined To Be Non-Responsive Bidders/Offerers Pursuant to The New York State Iran Divestment Act of 2012” list (“Prohibited Entities List”) posted on the New York State OGS website at: <http://www.ogs.ny.gov/about/regs/docs/ListofEntities.pdf>, and further certifies that it will not utilize any subcontractor/consultant that is identified on the Prohibited Entities List on this Project. The selected Step 2 Proposer agrees that should it seek to renew or extend any contract awarded

hereunder, it must provide the same certification at the time the contract is renewed or extended. The selected Respondent also agrees that any proposed assignee of the contract will be required to certify that it is not on the Prohibited Entities List before BPCA may approve a request for assignment of the contract.

During the term of any contract awarded hereunder, should BPCA receive information that a person (as defined in State Finance Law §165-a) is in violation of the above-referenced certifications, BPCA will review such information and offer the person an opportunity to respond. If the person fails to demonstrate that it has ceased its engagement in the investment activity which is in violation of the New York State Iran Divestment Act of 2012 within 90 days after the determination of such violation, then BPCA shall take such action as may be appropriate and provided for by law, rule, or contract, including, but not limited to, seeking compliance, recovering damages, or declaring the selected Step 2 Proposer in default of the awarded contract.

BPCA reserves the right to reject any request for renewal, extension, or assignment for an entity that appears on the Prohibited Entities List prior to the renewal, extension, or assignment of the Contract, and to pursue a responsibility review with the selected Proposer should it appear on the Prohibited Entities List hereafter.

**X. ENCOURAGING USE OF NEW YORK STATE BUSINESSES IN CONTRACT PERFORMANCE**

New York State businesses have a substantial presence in State contracts and strongly contribute to the economies of the state and the nation. In recognition of their economic activity and leadership in doing business in New York State, Respondents for this contract for commodities, services or technology are strongly encouraged and expected to consider New York State businesses in the fulfillment of the requirements of the Contract. Such partnering may be as subcontractors, suppliers, protégés or other supporting roles.

Respondents are strongly encouraged, to the maximum extent practical and consistent with legal requirements, to use responsible and responsive New York State businesses in purchasing commodities that are of equal quality and functionality and in utilizing services and technology. Furthermore, Respondents are reminded that they must continue to utilize small, minority and women-owned businesses, consistent with current State law.

Utilizing New York State businesses in State contracts will help create more private sector jobs, rebuild New York's infrastructure, and maximize economic activity to the mutual benefit of the consultant and its New York State business partners. New York State businesses will promote the consultant's optimal performance under the contract, thereby fully benefiting the public sector programs that are supported by associated procurements.

Public procurements can drive and improve the State's economic engine through promotion of the use of New York businesses by its contractors. The State therefore expects bidders/proposers to provide maximum assistance to New York businesses in their contracts. The potential participation by all kinds of New York businesses will deliver great value to the State and its taxpayers.

If requested to submit a proposal for the Project, Step 2 Proposers will be asked to demonstrate, as part of their proposals, their commitment to the use of New York State businesses by indicating whether or not New York State businesses will be used in the performance of any contract awarded and to identify New York State businesses that will be used.

[NO FURTHER TEXT]

**EXHIBIT A**

**Acknowledgement of Addenda**

**RFP TITLE:** \_\_\_\_\_

**Complete Part I or Part II, whichever is applicable, and sign your name in Part III.**

**Part I**

Listed below are the dates of issue for each Addendum received in connection with this RFP:

Addendum # 1, Dated \_\_\_\_\_, \_\_\_\_

Addendum # 2, Dated \_\_\_\_\_, \_\_\_\_

Addendum # 3, Dated \_\_\_\_\_, \_\_\_\_

Addendum # 4, Dated \_\_\_\_\_, \_\_\_\_

Addendum # 5, Dated \_\_\_\_\_, \_\_\_\_

Addendum # 6, Dated \_\_\_\_\_, \_\_\_\_

**Part II Acknowledgement of No Receipt**

\_\_\_\_\_ No Addendum was received in connection with this RFP

**Part III**

Proposer's Name: \_\_\_\_\_

Proposer's Authorized Representative:

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

**EXHIBIT B**

**List of BPCA Ground Lessees**

Albanese Organization, Inc.

American Express Company

Brookdale Senior Living

Brookfield

Centurion Real Estate Partners

Clipper Equity

Glenwood Management

Goodstein Development Organization

Goldman Sachs Group, Inc.

Kreiser Borg Florman General Construction Company

Lefrak Organization, Inc.

Millennium Partners

Milstein Properties

Property Resources Corporation

Rockrose

Sheldrake Organization, Inc.

The Brodsky Organization

The DeMatteis Organization

The Related Companies

Urban Commons

Ventas, Inc.

Zeckendorf Company, Inc.

**EXHIBIT C**

**List of BPCA & BPCPC Board Members and Employees**

**LIST OF BOARD MEMBERS**

George Tsunis (chair)

Donald Cappocia

Lester Petracca

Catherine McVay Hughes

Louis J. Bevilacqua

Martha J. Gallo

Anthony Kendall

**Employees:**

Betzayda Abreu  
Deborah Addison  
Curtis Afzal  
Elsa Alvarez  
Dana Anders  
Anthony Andriano  
Stephen Arciold  
Sharmila Baichu  
Marie Baptiste  
Brett Beecham  
Freddy Belliard  
Marieke Bender  
Marcus Billups  
Emily Birdseye  
Nidia Blake-Reeder  
LaToya Brooks-Jones  
Nancy Buivid  
Anthony Buquicchio  
Peter Campbell  
Frances Caperchi  
Monica Centeno  
Julissa Cooke  
Sarah Fisher-Curtin  
Gwen Dawson  
Nicole Dawson  
Gilbert DePadua  
Paul Diaz-Larui  
Tonesia Dopson  
Jennifer Dudgeon  
Abigail Ehrlich  
Maria Ellison  
Richard Faraino  
Anitra Fauntleroy  
Tamara Flores  
Pamela Frederick  
James Gallagher  
Abigail Goldenberg  
Anastasia Gonzalez  
Lenron Goode  
Neresa Gordon  
Sakina Graves  
Ned Greenberg  
Evelyn Gregg  
Jonathan Gross

Robert Hansen  
Nicole Heater  
Sankar Heerah  
Robert Hinkelman  
Craig Hudon  
Jake Jacevicius  
Amy Jogie  
William John  
Jasmine Johnson  
Benjamin Jones  
Roland Kemp  
Ann Ketring  
Susie Kim  
Karl Koenig  
Leandro Lafuente  
Michael Lamancusa  
Della Lee  
Rene Lopcy  
Janira Lopez  
Robert Maggi  
Evelin Maisonet  
Jonathan McCain  
Princess McNeill  
Brian Meikle  
Vanessa Mesine  
Ronnie Mohammed  
Dana Morgera  
Eric Munson  
Lauren Murtha  
Bertha Narcisse  
Jahmeliah Nathan  
Robert Nesmith  
Siu May Ng  
Yoshihiro Nishida  
Anne O'Neill  
Maril Ortiz  
Bienvenido Osorio  
Kevin O'Toole  
Hector Oyola  
Willem Paillant  
Jonathan Parker  
Nimisha Haribaran Patel  
Gladys Pearlman  
Dahlia Pena  
Bruno Pomponio  
Katherine Powell

Sandra Power  
Robert Quon  
Jason Rachnowitz  
Madelin Ramirez  
Aline Reynolds  
Chad Rimer  
Manual Rivera  
Anthony Robinson  
Kim Robledo  
Nelson Rogers  
Jose Rosado  
Holly Ross  
Carlos Santiago  
Nicholas Sbordone  
Jean Schwartz  
Rekha Sewraj  
Sean Simon  
Kemnarine Singh  
Sarah Smedley  
Bruce Spierer  
Shinay Stewart  
Jerome Sturiano  
Lance Super  
John Tam  
Alexis Torres  
Ryan Torres  
Douglas Van Horn  
Noe Velasquez  
Evangelio Villalobos  
Jeffrey Vixamar  
Sharon Wade  
David Wallace  
Annalise Warren  
Eric White  
Angela Whitehead  
Dwight Williams  
Kenneth Windman  
Al Wright  
Erin Yokoi  
Nishida Yoshihiro  
Alaura Zaya

**EXHIBIT D**

**M/WBE AND EEO POLICY STATEMENT**

The selected Step 2 Proposer agrees to adopt the following policies with respect to the Project:

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**MBWE**

Consultant will and will cause its Subconsultants to take good faith actions to achieve the M/WBE contract participations goals set by the Owner for that area in which the Owner-funded project is located, by taking the following steps:

(a) Actively and affirmatively solicit bids for contracts and subcontracts from qualified State-certified MBEs or WBEs, including solicitations to M/WBE consultant associations.

(b) Request a list of State-certified M/WBEs from Owner and solicit bids from them directly.

(c) Ensure that plans, specifications, request for proposals and other documents used to secure bids will be made available in sufficient time for review by prospective M/WBEs.

(d) Where feasible, divide the work into smaller portions to enhance participation by M/WBEs and encourage the formation of joint ventures and other partnerships among M/WBE consultants to enhance their participation.

(e) Document and maintain records of bid solicitation, including those to M/WBEs and the results thereof. Consultant will also maintain records of actions that its Subconsultants have taken toward meeting M/WBE contract participation goals.

(f) Ensure that progress payments to M/WBEs are made on a timely basis so that undue financial hardship is avoided, and that bonding and other credit requirements are waived or appropriate alternatives developed to encourage M/WBE participation.

**EEO**

(a) This organization will not discriminate against any employee or applicant for employment because of race, creed, color, national origin, sex, age, disability or marital status, will undertake or continue existing programs of affirmative action to ensure that minority group members are afforded equal employment opportunities without discrimination, and shall make and document its conscientious and active efforts to employ and utilize minority group members and women in its work force on Owner contracts.

(b) Consultant shall state in all solicitation or advertisements for employees that in the performance of the Owner contract all qualified applicants will be afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex disability or marital status.

(c) At the request of Owner, Consultant shall request each employment agency, labor union, or authorized representative will not discriminate on the basis of race, creed, color, national origin, sex, age, disability or marital status and that such union or representative will affirmatively cooperate in the implementation of Consultant's obligations herein.

(d) Consultant shall comply with the provisions of the Human Rights Law, all other State and Federal statutory and constitutional non-discrimination provisions. Consultant and Subconsultants shall not discriminate against any employee or applicant for employment because of race, creed (religion), color, sex, national origin, sexual orientation, military status, age, disability, predisposing genetic characteristic, marital status or domestic violence victim status, and shall also follow the requirements of the Human Rights Law with regard to non-discrimination on the basis of prior criminal conviction and prior arrest.

(e) Consultant will include the provisions of sections (a) through (d) above in every subcontract in such a manner that the requirements of the subdivisions will be binding upon each Subconsultant as to work in connection with Owner's contract.

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Agreed to this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

By: \_\_\_\_\_

Print: \_\_\_\_\_ Title: \_\_\_\_\_