

SCHEDULE B

CONTRACTOR RESPONSIBILITY FORM

CONTRACTOR RESPONSIBILITY FORM**INSTRUCTIONS:**

1. This Contractor Responsibility Form (the “Responsibility Form”) must be completed for: (i) all contracts in the amount of \$250K or greater; (ii) contractors and subcontractors in contracts involving “Special Circumstances” (as defined below); (iii) all known subcontractors having “Significant Subcontracts” (as defined below); (iv) change orders which require approval by the MTA Board; and (v) whenever required by the MTA. The individual who signs this Responsibility Form must have the authority to legally bind the contractor or subcontractor.
2. If Contractor has previously submitted a Responsibility Form within the past twelve (12) months and if there have not been any changes to information contained in the previously submitted form, the Contractor does not need to complete this Form. Instead you should complete Schedule R, the “Prime Contractor Certification of No Change for the Document Repository”.
3. Contractor must answer all questions in this Responsibility Form. “None” or “not applicable” may be used for those questions where these responses are appropriate, but no answers can be left blank. Information that Contractor believes to be unfavorable must be disclosed. While unfavorable information will be considered in the MTA’s overall responsibility finding, it will not necessarily result in the denial of a contract award.
4. Contractor may attach additional sheets to its response if more space is needed to fully respond to any question. If after submitting the Responsibility Form, Contractor realizes any of its responses to the questions are incorrect, incomplete or the answer(s) have otherwise changed, Contractor must promptly submit written notice of those changes to the designated point of contact for the solicitation. If the contract has since been awarded, then the notice of changes must be submitted to both the Agency’s Chief Procurement Officer and the designated point of contact for the contract.
5. Contractor shall fully cooperate with the MTA in connection with the MTA’s review of its responses to this Responsibility Form, including any MTA requests for further information/discussions and backup documentation.
6. Unless otherwise stated in this document, the applicable time frame for all questions is the prior ten (10) years.
7. Contractor must affirmatively demonstrate its responsibility both prior to award and throughout the life of the contract in order to be deemed “Presently Responsible” (as defined below).



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8. Definitions:

- a. Contractor: Any entity that intends to contract with the MTA or become a Significant Subcontractor, including contractors, suppliers, bidders, proposers or entities that wish to participate in future MTA procurement solicitations.
- b. Control: (i) directing or having the right to direct daily operations; and/or (ii) holding a ten percent (10%) or more ownership interest in the company.
- c. Managerial Employees: Employees who operate in a supervisory capacity and, either by virtue of their title or their duties, operate with discretion over solicitation, letting, or management of contracts with public agencies.
- d. MTA: the Metropolitan Transportation Authority and its present and future subsidiary and affiliate agencies, including New York City Transit Authority (“NYCT”) and its subsidiary agencies including Manhattan and Bronx Surface Transit Operating Authority (“MaBSTOA”) and Staten Island Rapid Transit Operating Authority (“SIRTOA”), Triborough Bridge and Tunnel Authority (“TBTA”), Metro-North Commuter Railroad Company (“MNR”), Long Island Rail Road (“LIRR”), MTA Bus Company (“MTA BC”), MTA Construction and Development Company (“MTAC&D”) and First Mutual Transportation Assurance Company (“FMTAC”).
- e. Monitor: an independent private sector firm with legal, audit, investigative and loss prevention skills, employed voluntarily or by compulsory process, to monitor an entity’s business activities in order to ensure compliance with relevant laws and regulations, and to uncover and report unethical or illegal conduct within and against the entity. This definition includes Independent Private Sector Inspector Generals.
- f. Present Responsibility: Ongoing review of Contractor’s fitness for work.
- g. Significant Subcontracts: subcontracts in which the subcontractor is proposed to perform work (i) valued at \$1 million or more and more than 10% of the prime contract value; or (ii) valued at \$5 million or more; or (iii) in Special Circumstances subcontracts of \$100,000 or more.
- h. Special Circumstances: Contracts or subcontracts valued at \$100,000 or more relating to the following types of work: painting, scrap, concrete, lead, asbestos, and carting, or such other areas as the MTA may designate from time to time.



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PART I. IDENTITY OF CONTRACTOR:

- A. Contractor's full legal name: _____
- B. Contractor's mailing address: _____

- C. Contractor's street address (only if different than mailing address): _____

- D. If Contractor has changed its mailing address or street address within the past five (5) years, list all prior addresses within that five (5) year period:

- E. Name, e-mail and telephone number of Contractor's primary point of contact with the MTA:

- F. Contractor's Employer Identification Number ("EIN"): _____
- G. Type of legal entity (corporation, joint venture, sole proprietorship, etc.):

If the Contractor is a joint venture or partnership, please list all parties to the joint venture and partners to the partnership. All partners and parties listed below are required to each complete their own Responsibility Form.

- (1) Partner/Party name: _____
TIN, EIN, or SSN _____ Percentage of Ownership: _____
- (2) Partner/Party name: _____
TIN, EIN, or SSN _____ Percentage of Ownership: _____
- (3) Partner/Party name: _____
TIN, EIN, or SSN _____ Percentage of Ownership: _____

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- H. List year Contractor was organized/incorporated and the state of organization/incorporation. If organized under the laws of a foreign country, please list the country:

- I. List any doing business as or “DBA”, name, trade name or abbreviation the Contractor has used over the past five (5) years.

PART II. IDENTITY OF PERSON COMPLETING THIS FORM:

A. Name: _____

B. Employer/Title: _____

C. Office and mobile number: _____

D. Email address: _____

PART III. CONTRACTOR REPRESENTATIONS:

The following questions apply to any bid, proposal, or contract between Contractor and any governmental entity, including but not limited to the City and State of New York, the United States government or the MTA. (If the answer to any question is “YES”, Contractor must provide all relevant information on a separate sheet annexed hereto). Please check this box if a separate sheet is attached: ☐

The following questions apply to: (i) Contractor, Contractor’s parent(s), subsidiaries and affiliates of Contractor (if any); (ii) any joint venture (including its individual members) and any other form of partnership (including its individual members) which include Contractor or Contractor’s parent(s), subsidiaries, or affiliates of Contractor, (iii) Contractor’s directors, officers, principals, Managerial Employees, and any person or entity with a 10% or more ownership interest in Contractor; (iv) any legal entity controlled, or 10% or more of which is owned, by Contractor, or by any director, officer, principal, Managerial Employee of Contractor, or by any person or entity with a 10% or more interest in Contractor.

- A. Within the past five (5) years, has Contractor been declared not responsible by any governmental entity? NO YES

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- B. Within the past ten (10) years, has Contractor been debarred, suspended, or otherwise disqualified from bidding, proposing, or contracting by any governmental entity?
NO YES
- C. Is there a proceeding pending relating to Contractor's responsibility, debarment, suspension, or qualification to receive a public contract with any governmental entity?
NO YES
- D. Within the past five (5) years, has Contractor defaulted on a contract or been terminated for cause?
NO YES
- E. Within the past ten (10) years, has any entity requested or required enforcement of any of its rights under a surety agreement on the basis of the Contractor's default or in lieu of declaring Contractor in default?
NO YES
- F. Within the past five (5) years, has the Contractor been required to engage the services of a Monitor in connection with the award of or in order to complete, any contract?
NO YES
- G. Within the past five (5) years, have Contractor's safety practices/procedures been evaluated and ruled as less than satisfactory?
NO YES
- H. Has Contractor's workers compensation experience rating been 1.2 or greater at any time in the last five (5) years? If "yes", please explain and provide ratings for the most recent five (5) years.
NO YES

PART IV. QUESTIONS WHICH MUST BE ANSWERED BY "YES" or "NO":

Please attach a complete organization chart and indicate on that chart which entities are in a direct line of report to and from Contractor in the same business group.

If the Contractor answers "YES" to any question below, it must provide all relevant information on a separate sheet that must be attached to this Responsibility Form. Please check this box if a separate sheet is attached. ☐

After diligent inquiry, in connection with the business of the Contractor or any other company that is related to Contractor by a direct line of reporting, in the same business group, do any of the following questions apply to: (i) Contractor, Contractor's parent(s), subsidiaries and affiliates of Contractor (if any); (ii) any joint venture (including its individual members) and any other form of partnership (including its individual members), which includes Contractor or Contractor's parent(s), subsidiaries, or affiliates of Contractor; (iii) Contractor's directors, officers, principals, Managerial Employees, and any person or entity with a 10% or more interest in Contractor; (iv) any legal entity Controlled, or 10% or more of which



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is owned, by Contractor, or by any director, officer, principal, Managerial Employee of Contractor, or by any person or entity with a 10% or more interest in Contractor:

- A. Within the past ten (10) years has been convicted of or pleaded nolo contendere to: (i) any felony; or (ii) a misdemeanor related to truthfulness in connection with business conduct?

NO YES

- B. Within the past ten (10) years, had or has pending before any state or federal grand jury or court an indictment or information of the commission of a crime which has not been favorably terminated?

NO YES

- C. Within the past ten (10) years, has been or is the subject of a pending investigation by any grand jury, commission, committee or other entity or agency or authority of any local, state, or the federal government in connection with the commission or alleged commission of a crime?

NO YES

- D. Within the past ten (10) years, has been or is currently disqualified from selling or submitting bids/proposals to, or receiving awards from, or entering into any contract with any government entity?

NO YES

- E. Within the past five (5) years, has refused to testify or to answer any question concerning a bid or contract with any entity when called before a grand jury or other committee, agency or forum which is empowered to compel the attendance of witnesses and examine them under oath, upon being advised that neither the person's statement nor any information or evidence derived from such statement will be used against that person in any subsequent criminal proceeding?

NO YES

- F. Has been or is currently disqualified from selling or submitting a bid to, or receiving an award from, or entering into any contract with any public entity or public authority within the State of New York because, within the past five (5) years, such entity or person refused to testify or to answer any relevant question concerning a transaction or contract with the State of New York, any political subdivision of the State of New York, or a public authority or a public department, agency or official of the State of New York or of a political subdivision of the State of New York, when called before a grand jury or other state or local department, commission or agency which is empowered to compel the attendance of witnesses and examine them under oath, upon being advised that neither that person's statement nor any information or evidence derived from such statement will be used against that person in any subsequent criminal proceeding?

NO YES

- G. Within the past ten (10) years, has been convicted of or had a civil judgment rendered against

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it for or in relation to: (i) commission of fraud or a criminal offense in connection with obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; (ii) collusion with another person or entity in connection with the submission of bids/proposals; (iii) violation of federal or state antitrust statutes or False Claims Acts; or (iv) commission of embezzlement, theft, forgery, bribery, falsification or destruction of records, making false statement(s) or receiving stolen property?

NO YES

H. Within the past ten (10) years, has entered into a deferred prosecution agreement, or a non-prosecution agreement?

NO YES

Explain any “YES” answer in Part IV in the space provided below (or attach additional pages immediately after this page and indicate below that additional pages have been attached).

PART V. ADDITIONAL QUESTIONS:

In the event of an answer of "Yes" to any questions in Part V, Contractor must provide all relevant information on a separate sheet of paper attached to this Responsibility Form.

A. List the name, title, and home and business address of each person or legal entity that holds 10% or more ownership or Control interest in Contractor (attach additional sheets as necessary):

1.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #:	

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2.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #	

3.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #:	

B. List the name, title, and home and business address of each director and principal officer of Contractor (attach additional sheets as necessary):

1.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #:	

2.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #:	

3.

Name:	
Title:	
Home Address:	
Business Address:	
Email Address:	
Business Phone #:	



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- C. In the past three (3) years, has Contractor been a subcontractor on any contract with MTA?
NO YES

If the answer is yes, please provide the contract number, contract description and name of the prime Contractor (attach additional sheets as necessary).

- D. In the past seven (7) years, has the Contractor filed for bankruptcy protection?
NO YES

- E. In the past five (5) years, have there been any judgments, injunctions, or liens (including tax liens) in the amount of \$100,000 or more rendered including but not limited to, judgments based on taxes owed, fines and penalties assessed by a government agency against the Contractor?
NO YES

- F. Are there any judgments, injunctions, or liens for \$100,000 or more each against Contractor that remain open, unsatisfied or in effect today?
NO YES

- G. During the past five (5) years, has the Contractor failed to file, or been delinquent in filing, any federal, state or local tax return?
NO YES

- H. Does the Contractor own or rent office space? Please provide details. NO YES
-

- I. Does any owner or principal officer of the Contractor, or any member of their immediate family, have an ownership interest in any entity that holds the title or lease to any real property used by the Contractor?
NO YES

- J. Does Contractor share office space, staff, equipment, or expenses with any other entity/entities? If "YES", please list the name of the entity/entities, where the office space/equipment is located, who owns the office space/equipment, the names of the staff that are shared and their functions and titles, and the expenses that are shared, along with the duration of all of the above.
NO YES
-

- K. 1. List all contracts completed during the last three (3) years. If more than three (3) contracts have been completed in the past three (3) years, list the last three (3) contracts completed. If the answer is none, type "None". _____

a. Brief description of work performed: _____



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Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

b. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

c. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

2. List each contract completed by Contractor during the last three (3) years for which liquidated damages or penalties were assessed against Contractor, along with the reason for the assessment of damages/penalties. If the answer is none, type "None". _____

a. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____



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Reason: _____

b. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

Reason: _____

c. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

Reason: _____

3. Has the Contractor been awarded any contracts by the MTA where the work has not yet reached substantial completion? If none, state "None". _____ If yes, provide the following information (attach additional sheets if necessary).

Name of Contracting Entity: _____ Contract number: _____

Award Date: _____ Contract period: _____

Brief description of the work to be performed: _____



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Awarded to Contractor as prime contractor or joint venture? _____

Percent of Completion: _____

Name/Telephone number of owner's representative: _____

4. Does the Contractor have any active contracts with any government entity where the contract work is being managed by the same office that manages its contracts with MTA? If none, state "None". _____ If yes, provide the following information. Contractor need not provide more than three (3) such descriptions (include the most recent and highest dollar value contracts).

Name of Contracting Entity: _____ Contract number: _____

Award Date: _____ Contract period: _____

Brief description of the work to be performed: _____

Awarded to Contractor as prime contractor or joint venture? _____

Percent of Completion: _____

Name/Telephone number of owner's representative: _____

5. Has the Contractor performed or is performing as a subcontractor on any contracts awarded by the MTA where the contract has not yet reached substantial completion? If none, state "None". _____ If yes, provide the following information (attach additional sheets if necessary).

Name of Contracting Entity: _____ Contract number: _____

Award Date: _____ Contract period: _____

Brief description of the work to be performed: _____

Awarded to Contractor as prime contractor or joint venture? _____

Percent of Completion: _____

Name/Telephone number of owner's representative: _____

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L. Furnish the following information for each contract for which, during the last three (3) years, the Contractor was:

- (1) Defaulted and terminated; or
- (2) Sued to compel performance; or
- (3) Sued to recover damages, including, without limitation, upon an alleged breach of contract, misfeasance, error or omission or other alleged failure on Contractor's part to perform as required by the contract; or
- (4) Called upon a surety to perform the work; or
- (5) Required to engage the services of a Monitor in connection with the award of or in order to complete, any public or private contract; or
- (6) Required to draw on a letter of credit in lieu of a performance bond.

a. Brief description of work performed: _____

Contract number: _____ Dollar amount of award: _____

Date Completed: _____ Dollar amount at completion: _____

Name/Telephone number of company and owner's representative: _____

If none of the above situations occurred during the last three (3) years, state "NONE" here: _____

M. Attach additional sheets as needed in response to 1 below. If the answer is none, type "None".

- _____
1. List all employees, consultants and independent contractors of the Contractor who are currently employees of the MTA:

Name: _____

Currently employed by: (check as appropriate)

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNR ☐ LIRR ☐
TBTA ☐ MTAC&D ☐ MTA BC ☐

Name: _____

Currently employed by: (check as appropriate)

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNR ☐ LIRR ☐
TBTA ☐ MTAC&D ☐ MTA BC ☐



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Name: _____

Currently employed by: (check as appropriate)

MTA ☐ NYCT ☐ MaBSTOA ☐ SIRTOA ☐ MNR ☐ LIRR ☐
TBTA ☐ MTAC&D ☐ MTA BC ☐

N. Does the Contractor have any subsidiary or affiliate companies in a direct line of report to the Contractor within the same business group?

NO YES

O. Is Contractor a subsidiary of another entity in a direct line of report in the same business group?

NO YES

P. Within the past five (5) years or currently, does Contractor, any director, officer, principal, Managerial Employee of Contractor, or any person or entity with a 10% or more interest in Contractor have an interest of 10% or more in any other legal entity?

NO YES

Q. If the answer to N, O, or P, is "YES", would Contractor's answers pertaining to Part V Questions A through M above be the same for each such parent, subsidiary, affiliate, firm or legal entity in a direct line of report to or from Contractor within the same business group? If not, please provide a full explanation on a separate sheet of paper.

NO YES

CONTRACTOR RESPONSIBILITY FORM**PART VI. IDENTITY OF OWNERS/PARTNERS**

Who are the owners and/or partners of the Contractor and what percentage does each such person or entity own?

Name of Partner/Owner	Percentage Owned

PART VII. CERTIFICATION

Contractor certifies that the responses contained in this Responsibility Form are true, accurate and complete as of the date of this submission, and authorizes MTA to verify any such information through a background check or other method(s) that the MTA deems appropriate.

Contractor acknowledges and understands that its responses to this Responsibility Form will be used for the purpose of determining Contractor's responsibility in connection with an MTA contract or change order award, and that Contractor's failure or refusal to provide the information and authorization requested may impact or otherwise prevent Contractor from being deemed eligible to receive the prospective contract or change order award.

Signatory certifies that they are duly authorized by the Contractor to sign this Responsibility Form on the Contractor's behalf and to bind the Contractor to the responses contained in this document.

Signature: _____

Date: _____

Name (print): _____

Title: _____

Information received by the MTA in connection with this form will be maintained by the agency in accordance with all applicable legal requirements, including those contained in the NYS Personal Privacy Protection Law.