



BATTERY PARK CITY AUTHORITY

REQUEST FOR PROPOSALS

FOR

INVESTMENT ADVISORY SERVICES

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I. SUMMARY

Battery Park City Authority d/b/a Hugh L. Carey Battery Park City Authority (“BPCA”) requests proposals (each individually, a “Proposal” or collectively, the “Proposals”) from independent, experienced and qualified firms (each individually, a “Proposer” or collectively, the “Proposers”) to provide investment advisory services in connection with BPCA’s approximately \$500-650 million fixed income portfolio, based upon the Services Required, as set forth in Section III of this RFP. The firm selected will work directly with BPCA’s Investment Committee and Treasurer.

Minority-Owned Business Enterprises (“MBE”) and Women-Owned Business Enterprises (“WBE”) are encouraged to submit Proposals.

This request for proposals, the attachments and any additional information submitted herewith, (collectively, the “RFP”) does not obligate BPCA to complete the selection and contract award process. BPCA reserves the right to: 1) accept or reject any and all Proposals; 2) request additional information from any or all Proposers to assist BPCA in its evaluation process; 3) amend or withdraw this RFP prior to the announcement of the selected firm and 4) award the proposed services in whole or in part, to one or more firms. In case of an amendment to the RFP, all Proposers will be provided with a copy of any such amendment(s) and be afforded the opportunity to revise their Proposals in response to the RFP amendment.

II. DESCRIPTION OF BPCA

BPCA is a public benefit corporation created in 1968 under the laws of the State of New York for the purpose of financing, developing, constructing, maintaining, and operating a planned community development of the Battery Park City site as a mixed commercial and residential community.

Under the Battery Park City Authority Act (the “Act”), BPCA has the following powers, among others: to borrow money and to issue negotiable bonds, notes or other obligations and to provide for the rights of the holders thereof; to acquire, lease, hold, mortgage and dispose of real property and personal property or any interest therein for its corporate purposes; to construct, improve, enlarge, operate and maintain Battery Park City; to make bylaws for the management and regulation of its affairs, and, subject to agreements with bondholders, for the regulation of Battery Park City; to make contracts and to execute all necessary or convenient instruments, including leases and subleases; to accept grants, loans and contributions from the United States, or the State of New York or the City of New York (the “City”), or any agency or instrumentality of any of them, or from any other source and to expend the proceeds for any corporate purpose; to fix, establish and collect rates, rentals, fees and other charges and to do all things necessary or convenient to carry out the powers expressly granted by the Act. BPCA has no taxing power.

Since its inception, BPCA has caused the staged development of Battery Park City, in individual parcels, creating a richly diversified mixed use community providing residential and commercial space, with related amenities such as parks, plazas, recreational areas and a waterfront esplanade. Most individual parcels of land in Battery Park City were developed into residential and commercial buildings by tenants (“Ground Lease Tenants”) under long-term ground leases with BPCA. The Ground Lease Tenants are responsible for the maintenance, insurance and defense and indemnification of BPCA with regard to those leased parcels.

One of BPCA’s key responsibilities under the Act is to operate, maintain and repair the parks and open spaces in and around Battery Park City’s residential and commercial areas. This function has been delegated

by BPCA to the Battery Park City Parks Conservancy Corporation (“BPCPC”) through a written Management Agreement. The BPCPC carries out its mission by maintaining 36 acres of parks, playgrounds and open spaces, including a mile-long waterfront esplanade. The BPCPC also develops programs and manages public events for the Battery Park City community. BPCA owns and has built out a commercial condominium unit in a residential building in Battery Park City, which serves as the BPCPC headquarters.

III. SERVICES REQUIRED

A. General Services Required

The firm selected for this engagement will be required to become thoroughly familiar with BPCA’s bond resolutions, policies, procedures, operations and objectives to assure security and soundness of investments at the best competitive rates.

BPCA is limited in the types and duration of investments that it may make by the Public Authorities Law, Article 8, Title 12, bond resolutions, the New York State Comptroller’s Investment Guidelines for Public Authorities, BPCA’s Investment Policy and Procedures and BPCA’s cash flow requirements. BPCA Act, as amended, permits BPCA to use any monies of BPCA, including the proceeds of bonds or notes, not required for immediate use, at the discretion of BPCA to be invested in obligations of the State, U.S. Government and its agencies, or in any other obligation in which the Comptroller is authorized to invest pursuant to Section 98 of the State Finance Law.

In order for your firm to obtain an understanding of the scope of this engagement, BPCA’s most recent Audited Financial Statements, an Official Statement of BPCA’s most recent bond issue (December 2009), the State Comptroller’s Guidelines for Investments, Investment Policies and Procedures and Quarterly Investment Performance Reports are available on BPCA’s website located at: www.batteryparkcity.org (select ‘Public Information’).

BPCA reserves the right to add and/or delete any other tasks to the Services Required that it may identify in the course of this solicitation.

Among the Services Required to be performed by the selected firm will be the following:

1. Assist BPCA in planning its overall investment plan and strategy for the next three years, including providing advice on the structure, credit quality, management and investment of BPCA’s portfolio in a manner consistent with BPCA’s requirements and policies so as to maximize BPCA’s return on capital. A conference call will be held once a week between BPCA Finance staff and the selected firm to discuss current week maturities as well as general market conditions.
2. Review BPCA’s Investment Guidelines and make recommendations on revisions thereto;
3. Advise BPCA on investment opportunities;
4. Assist in all aspects of investment portfolio management including competitive solicitation and documentation of investment bids, gain/loss information on sales, interest accruals and investment data transfer and account reconciliations, as well as transfer of trade tickets showing competitive bids investments.
5. Prepare monthly reports on investment activity within the portfolio. A principal or senior portfolio manager shall present (in person) a quarterly report on investment activities and performance of BPCA’s investment portfolio to BPCA Investment Committee and be available for additional presentations to the Investment Committee and/or the Board, upon request. The reports should be presented in a format that is acceptable to BPCA. At a minimum, the quarterly reports should include:

- status and performance of the portfolio; current and historical characteristics of the portfolio, including yield, sector allocation, effective duration and maturity, duration distribution and changes in market value;
 - a detailed analysis and certification of compliance with New York State law, BPCA's investment policies and guidelines, and any other relevant statutory, policy or guideline requirements; and
 - an analysis of the total rate of return on the portfolio, relative to selected benchmarks.
6. At least once per week provide a written report (via email) containing strategic investment advice to BPCA staff. The report should include, at a minimum, a market commentary, review of macroeconomic trends, and review of sector spreads.
 7. Provide ongoing technology enhancement recommendations for portfolio management, cash flow forecasting, and daily investment activities.
 8. Provide online access to BPCA investment portfolio reports on earnings performance and trend analysis.
 9. Assist in performing related services and special projects as required by BPCA, including projects relating to special banking relationships, debt financing, arbitrage calculations, investment contracts and direct execution of transactions. For example, BPCA is seeking to minimize its costs for routine banking/investment of cash reserves for its investment portfolio and would seek advice from the selected firm in this regard.
 10. Provide ongoing "best practices" recommendations.

IV. KEY DATES, CONTRACT TERM AND MINIMUM QUALIFICATIONS

A. Key Dates

The following is a list of key dates, up to and including the date Proposals are due to be submitted, which is subject to change at BPCA's discretion:

- Request for Proposals issued: Thursday, July 12, 2012
- Deadline to submit questions to BPCA: Thursday, July 26, 2012 by 3:00 p.m. (by email only)
All questions regarding this RFP should be submitted in writing emailed to BPCA "Designated Contact" Linda Soriero (linda.soriero@batteryparkcity.org).
- Deadline for BPCA's response to substantive questions: Thursday, August 2, 2012 (by email).
- **DUE DATE FOR RESPONSES TO RFP: Thursday, August 16, 2012 by 3:00 p.m. (the "Due Date")**
- Selection and notification of successful Proposer: To be determined.
- Contract start date: To be determined.

B. Anticipated Contract Term

It is anticipated that the term of the contract awarded pursuant to this RFP (the "Contract") will be three (3) years. BPCA reserves the right to terminate the Contract at any time, with or without cause, upon thirty (30) days written notice. BPCA reserves the right to terminate the Contract at any time, without prior notice, if the partner identified in the Proposal as the Lead Partner for this engagement ceases to be employed by the selected Proposer.

C. Minimum Qualification Requirements

The following are the Minimum Qualification Requirements for this RFP: (Please note: **Proposals that fail to comply with these requirements will be rejected**)

1. Proposer must be an independent Investment Advisor, registered with the Securities and Exchange Commission under the Investment Advisors Act of 1940. In addition, Proposer must be registered with any required New York State entities in order to perform the function of an investment advisor for the entire term of the contract.

Proposer must submit a copy of its most recent ADV Form, Parts I and II with its response.

2. Proposer must be completely independent of any financial institutions and/or securities brokerage firms.
3. Proposer must have a minimum of 6 years' experience in providing the services requested to governmental entities in an investment advisory capacity. If the firm has been in business for less than five years, the experience of its principals may be used to meet this requirement.
4. Proposer must have active management experience with New York State governmental agency investment portfolios.
5. Proposer and its personnel must have all other authorizations, permits, licenses, and certifications required by federal and state laws and regulations to perform the services specified in this RFP at the time the Proposer submits a response to this RFP and shall continue to possess such authorizations throughout the life of the contract.
6. Proposer must have at least \$1 billion in firm assets (public sector non-retirement funds) under management.
7. Proposer must maintain at least \$2 million in Errors & Omissions Insurance.
8. If selected to serve as BPCA's investment advisor, the Proposer must agree to serve as a fiduciary.
9. The firm must have an office in New York State; a New York City office is desirable.

V. GENERAL REQUIREMENTS

A. Questions regarding MBE/WBE participation, joint ventures and sub-contracting goals

Please see **Exhibit A** (attached) for contractor requirements and procedures for business participation opportunities for New York State certified MBEs/WBEs and equal employment opportunities for minority group members and women.

For questions relating to MBE/WBE participation, joint ventures and sub-contracting goals ONLY, please contact "MBE/WBE Designated Contact" Mr. Anthony Peterson at 212.417.2337.

B. Restricted Period

Applicants are restricted from making contact with anyone other than the Designated Contact or MBE/WBE Designated Contact specified above during the period from the date of publication of the notice of this RFP in the New York State Contract Reporter through approval of the Contract by BPCA (the “Restricted Period”). Employees of BPCA are required to record certain contacts during the Restricted Period, including, but not limited to, any oral, written or electronic communication with a governmental entity under circumstances where a reasonable person would infer that the communication was intended to influence BPCA’s conduct or decision regarding the governmental procurement, and to make a determination of responsibility based, in part, upon any such contact. Failure to abide by this process may result in a finding that the firm is a non-responsive Proposer.

C. Submission of Proposals

Proposals are due no later than 3:00 p.m. on August 16, 2012

Proposers must submit **ten (10) hard copies of their Proposals and one (1) electronic CD-Rom copy** in a sealed package clearly marked “**Proposal Enclosed – Investment Advisory Services**” to the Designated Contact **by messenger, overnight courier or certified mail** to the following address:

**Linda Soriero
Finance Department
Battery Park City Authority
One World Financial Center, 24th Floor
New York, NY 10281**

BPCA is not responsible for any internal or external delivery delays which may cause any Proposal to arrive beyond the stated deadline. To be considered, Proposals must arrive at the time and place specified herein and be time/date stamped by BPCA prior to the Due Date. Please allow ample time for building security, as late Proposals will not be accepted. A Proposal submitted by fax or electronic transmission will NOT be accepted. Proposers may, after submitting a Proposal, amend its Proposal by submitting a second, amended Proposal, clearly labeled “**Amended Proposal Enclosed – Investment Advisory Services**”, as long as the amended Proposal is submitted within the parameters specified herein.

Public access to Proposals shall be governed by the relevant provisions of the Freedom of Information Law, Article 6 of the New York State Public Officers Law, and regulations adopted pursuant thereto.

D. Mandatory Forms

Proposers must complete and include, by the Due Date, all “Mandatory Forms” which can be found at the following URL address: http://www.batteryparkcity.org/pdf_n/Mandatory_Forms_Packet.pdf.

These Mandatory Forms include the following:

1. NYS Standard Vendor Responsibility Questionnaire – **Submit with the Cost Proposal (as described below), one (1) original unbound set of a completed NYS Standard Vendor Responsibility Questionnaire with original ink signatures. Do not include the Standard Vendor Responsibility Questionnaire in the bound copies of the Cost Proposal.** The NYS Standard Vendor Responsibility Questionnaire must be notarized and signed by the individual(s) authorized to bind the firm contractually. Indicate the title or position that the signer holds within the firm.

2. State Finance Law § 139 Form 1 – **one (1) original unbound completed SFL 139 Form 1: Professional’s Certifications Pursuant to SFL § 139-j and § 139-k with original signature.** State Finance Law § 139 Forms 1 must be signed by the individual(s) authorized to bind the firm contractually.
3. W-9 form.
4. Statement of Non-Collusion.
5. Diversity Forms.

Please append a copy of Mandatory Forms to each Proposal.

VI. PROPOSAL FORMAT AND CONTENTS

A. Proposal Format

The Proposal must be printed on 8½” x 11” paper. Pages should be numbered. The Proposal will be evaluated on the basis of its content, not length and should be limited to no more than ten (10) pages, exclusive of the Transmittal Letter and the Appendices listed below. BPCA reserves the right to disqualify Proposals that fail to comply with any of these instructions.

B. Proposal Content

Proposals must include the following sections in the order listed:

1. Transmittal Letter, as follows:

The Proposal must include a signed Transmittal Letter from a person within the firm who is authorized to bind the firm, preferably the Lead Partner. **Transmittal Letters must be signed. Proposals with unsigned Transmittal Letters will be rejected.** The Transmittal Letter must include a representation by the Proposer that, except as disclosed in the Proposal, no officer or employee of the Proposer is directly or indirectly a party to or in any other manner interested financially or otherwise in this RFP.

2. Executive Summary.
3. Firm’s description of the process and resources that will be employed to fulfill the specifications and requirements outlined in the Services Required (see Section III).
4. Firm’s Responses to the RFP Questions and RFP Additional Information Request, set forth below.
5. Firm’s Cost Proposal, as described below.

C. RFP Questions

If your firm wishes to be considered as an investment advisor to BPCA, please provide the information requested below (please note that if sample reports or resumes are requested below, they will not be included in the ten (10) page limitation):

1. Describe the organization and ownership structure of your firm. Describe any other business affiliations (e.g., subsidiaries, joint ventures, soft dollar arrangements with brokers).

2. Has your firm experienced any significant change in organizational structure, ownership or management during the past three years? If so, please describe.
3. Describe your firm's experience in managing investment portfolios for governmental entities, including relevant experience managing governmental funds in New York State.
4. Provided an organizational chart showing your proposed project team (the "Team") to provide the Services Required in this RFP, including analytical investment and research staff and back office support. Please identify the primary contact and describe the role of the primary contact and of each key person on the Team.
5. As to each Team member, identify the specific individuals employed by your firm who would be assigned to provide the Services Required in this RFP. As to each such individual state: (a) the individual's name, title, years of experience and substantive areas of expertise and (b) which aspect of the Services Required the individual will provide. Please provide copies of resumes for each Team member, including professional designations or licenses.
6. Describe your firm's capabilities for providing current and historical portfolio transaction, income, and valuation history. Specify the formats (i.e., online, data feeds), timeliness of the information available (real-time, prior month-end, prior day) and system requirements necessary for BPCA to utilize the various methods of information retrieval. Describe and show evidence of your firm's ability to produce investment reports at least equal in quality and detail to BPCA's current quarterly performance reports.
7. Describe your firm's investment philosophy for public clients, including the firm's approach to the public sector mandate of safety, liquidity and yield.
8. Describe your firm's knowledge of New York State law as it relates to BPCA investments. Describe your firm's research capabilities and resources including firm's ability to evaluate credit quality of investment alternatives.
9. Describe the firm's approach to enhancing the performance of client portfolios (e.g., market research, credit analysis and trading strategies).
10. Describe your firm's experience and approach to the preparation of cash flow projections for operating funds.
11. Describe how your firm projects trade settlement (future maturities), capital changes (pay-downs) or income events (interest earnings) and whether projection reports of any kind would be provided to BPCA. Provide three (3) samples of projection reports mentioned as an appendix.
12. Describe the level of involvement you anticipate with BPCA staff and what information you require from BPCA on a daily, monthly, or other basis to execute investment advisory responsibilities, i.e., confirmation of cash projections, receipt of new monies and knowledge of pending BPCA funding requirements.
13. Describe your anticipated role and what specific services you would provide as investment advisor. Does your firm have the capability of soliciting competitive bids on investment purchases?
14. Describe and provide sample fixed income trade tickets to BPCA. How would you provide trade tickets to BPCA?
15. Provide a list of other similar recent engagements (with emphasis on the public sector) where your firm has acted as investment advisor. Specifically, list each client and for each describe the scope of services provided, size of portfolio, type of investment portfolio and a summary of results or accomplishments. Include services provided to governmental clients that may be relevant to this engagement.
16. Discuss your prognosis of interest rates (both short and long-term) over the next year and the investment strategy you would currently recommend for BPCA over the next year. Briefly, discuss investment alternatives, available to BPCA currently on the market in terms of rate of return and relative risks.

17. Provide a copy of your firm's most recent annual audited financial statements and list the address of each place of business your firm maintains in the State of New York.
18. Describe the frequency and format of reports you will provide to BPCA, including the methods and formulas used to calculate yield and performance.
19. Provide examples along with descriptions of your firm's periodic advisory reports on market conditions and interest rates.
20. Does your firm act as a broker or primary securities dealer? Does your firm receive any other form of additional compensation (including soft dollars) for client transactions – other than direct fees paid by clients?
21. Discuss your firm's assessment of the current market outlook and how your firm plans to provide superior performance for clients in the years ahead.
22. Describe any SEC, NASD or other regulatory censure or litigation involving your firm or any member of the Team proposed in question #5 above during the past five (5) years. Please attach a copy of the Review Committee findings and the firm's responses.
23. Proposer must provide a record and explanation of any unsatisfactory performance as evidenced by complaints filed with the Securities and Exchange Commission, the National Association of Securities Dealers, or any other federal or state agencies with jurisdiction over the services to be provided by the firm.
24. Provide any additional information pertinent to this RFP including description(s) of any additional services the firm can provide to BPCA that have not previously been discussed.

D. RFP Additional Information Request

1. Insurance:

- a. Do you impose any limitations on liability through your contracts?
- b. Describe the levels of coverage for any professional liability insurance your firm carries. List the insurance carrier(s).

2. Appendices:

- a. Include professional biographies for all personnel listed in your proposal.
- b. Attach a sample contract or retainer agreement your firm uses for the provision of services to governmental clients.

3. References:

Please provide at least three client (3) references for whom your firm has performed similar work to that requested in this RFP. For each client, please provide the name, address and telephone number for a contact person.

E. Cost Proposal

1. BPCA is seeking to enter into an agreement for a not-to-exceed, maximum compensation amount. Please describe the proposed compensation for services either (a) as a flat, annual fee or (b) as a fee calculated based upon the dollar value of assets managed with a maximum cap.
2. For project-specific services that may be requested from time to time that are not otherwise covered by the Services Required outlined above, please provide an hourly fee structure.

3. Any expenses incurred in the performance of the services by the selected firm shall be the sole responsibility of the selected firm and included in the fee structure.

VII. THE EVALUATION PROCESS

A. Objectives

The primary objective of the evaluation process is to select a firm:

1. That demonstrates a thorough understanding of the scope of the engagement and the specific responsibilities which it entails;
2. Possesses adequate resources to handle assigned responsibilities and to handle unforeseen circumstances that may arise;
3. Assigns highly skilled, experienced, diligent, responsible and professional personnel to perform the required services;
4. Maintains high ethical standards and has an unblemished reputation;
5. Has no conflict of interest between its representation of BPCA and that of other clients.

The selection process will begin with the review and evaluation of each of the written Proposals. The purpose of this evaluation process is twofold: (a) to examine the responses for compliance with this RFP and (b) to identify the complying firms that have the highest probability of satisfactorily performing the Services Required at a reasonable cost to BPCA. The evaluation process will be conducted in a comprehensive and impartial manner. The evaluation process will be conducted by a committee of BPCA's employees selected by BPCA (the "Committee").

The Committee will evaluate the Proposals based upon the evaluation criteria for selection set forth below:

BPCA reserves the right to reject and return unopened to the Proposer any Proposal received after the RFP Due Date. All timely submitted Proposals will be reviewed to determine if they contain all required submittals specified herein. Incomplete Proposals may be rejected.

B. Interviews

BPCA reserves the right to determine whether interviews will be necessary for any or all of the Proposers. The purpose of the interview is to further document a Proposer's ability to provide the Services Required, and to impart to the Committee an understanding of how specific services will be furnished. The proposed lead Principal, as well all other key personnel proposed to provide the services must be present and participate in the interview. The firm will be evaluated on the basis of whether the interview substantiates the characteristics and attributes claimed by the Proposer in its written response to this RFP and any other information requested by the Committee prior to the interview.

C. Evaluation Criteria for Selection

Selection will be based upon the following criteria:

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Selection will be based upon the following criteria:

1. Demonstrated relevant experience with BPCA, public municipalities or other similar governmental entities: 30%
2. Appropriate composition and experience of proposed team, overall firm depth and resources, availability of principals and interview feedback (if applicable): **30%**
3. Fees: **30%**
4. Proposed MBE/WBE utilization plan (the “Utilization Plan”) and/or Firm MBE/WBE status: **10%**

D. Basis for Contract Award

The Contract will be awarded to the highest technically rated Proposer whose Proposal is determined to be responsive and in the best interests of BPCA, subject to a determination that the Cost Proposal is fair and reasonable.

VIII. NON-COLLUSION

By submitting a Proposal, Proposers hereby warrant and represent 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.

EXHIBIT A

CONTRACTOR REQUIREMENTS AND PROCEDURES FOR BUSINESS PARTICIPATION OPPORTUNITIES FOR NEW YORK STATE CERTIFIED MBEs/WBEs AND EQUAL EMPLOYMENT OPPORTUNITIES FOR MINORITY GROUP MEMBERS AND WOMEN

Pursuant to New York State Executive Law Article 15-A, BPCA recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified MBE/WBEs and the employment of minority group members and women in the performance of BPCA contracts.

In 2006, the State of New York commissioned a disparity study to evaluate whether minority and women-owned business enterprises had a full and fair opportunity to participate in state contracting. The findings of the study were published on April 29, 2010, under the title “The State of Minority and Women-Owned Business Enterprises: Evidence from New York” (the “Disparity Study”). The report found evidence of statistically significant disparities between the level of participation of minority-and women-owned business enterprises in state procurement contracting versus the number of minority-and women-owned business enterprises that were ready, willing and able to participate in state procurements. As a result of these findings, the Disparity Study made recommendations concerning the implementation and operation of the statewide certified minority- and women-owned business enterprises program. The recommendations from the Disparity Study culminated in the enactment and the implementation of New York State Executive Law Article 15-A, which requires, among other things, that BPCA establish goals for maximum feasible participation of New York State Certified MBEs/WBEs and the employment of minority groups members and women in the performance of New York State contracts.

Business Participation Opportunities for MBE/WBEs

For purposes of this solicitation, BPCA hereby establishes an overall goal of 20% for MBE/WBE participation, 10% for MBE participation and 10% for WBE participation (based on the current availability of qualified MBEs and WBEs). A contractor (“Contractor”) on the Contract must document good faith efforts to provide meaningful participation by MBE/WBEs as subcontractors or suppliers in the performance of the Contract and Contractor agrees that BPCA may withhold payment pending receipt of the required MBE/WBE documentation. The directory of New York State Certified MBE/WBEs can be viewed at:

<http://www.esd.ny.gov/mwbe.html>.

For guidance on how BPCA will determine a Contractor’s “good faith efforts,” refer to 5 NYCRR §142.8.

In accordance with 5 NYCRR §142.13, Contractor acknowledges that if it is found to have willfully and intentionally failed to comply with the MBE/WBE participation goals set forth in the Contract, such finding constitutes a breach of Contract and BPCA may withhold payment from the Contractor as liquidated damages.

Such liquidated damages shall be calculated as an amount equaling the difference between: (1) all sums identified for payment to MBE/WBEs had the Contractor achieved the contractual MBE/WBE goals; and (2) all sums actually paid to MBEs/WBEs for work performed or materials supplied under the Contract.

By submitting a bid or Proposal, a Proposer agrees to submit the following documents and information as evidence of compliance with the foregoing:

- A. Proposers are required to submit a Utilization Plan with their bid or Proposal. Any modifications or changes to the Utilization Plan after the Contract award and during the term of the Contract must be reported on a revised Utilization Plan and submitted to BPCA.
- B. BPCA will review the submitted Utilization Plan and advise the Proposer of BPCA's acceptance or issue a notice of deficiency within 30 days of receipt.
- C. If a notice of deficiency is issued, Proposer agrees that it shall respond to the notice of deficiency within seven (7) business days of receipt by submitting to BPCA, at the address specified in this RFP, or by Facsimile at 212.417.2279 a written remedy in response to the notice of deficiency. If the written remedy that is submitted is not timely or is found by BPCA to be inadequate, BPCA shall notify the Proposer and direct the Proposer to submit, within five (5) business days, a request for a partial or total waiver of MBE/WBE participation goals. Failure to file the waiver form in a timely manner may be grounds for disqualification of the bid or Proposal.
- D. BPCA may disqualify a Proposer as being non-responsive under the following circumstances:
 - 1. If a Proposer fails to submit a Utilization Plan;
 - 2. If a Proposer fails to submit a written remedy to a notice of deficiency;
 - 3. If a Proposer fails to submit a request for waiver; or
 - 4. If BPCA determines that the Proposer has failed to document good faith efforts.

Contractors shall attempt to utilize, in good faith, any MBE/WBE identified within its Utilization Plan, during the performance of the Contract. Requests for a partial or total waiver of established goal requirements made subsequent to the Contract award may be made at any time during the term of the Contract to BPCA, but must be made no later than prior to the submission of a request for final payment on the Contract.

Contractors are required to submit a Contractor's MBE/WBE Contractor Compliance & Payment Report to BPCA on a monthly basis over the term of the Contract documenting the progress made toward achievement of the MBE/WBE goals of the Contract.

Equal Employment Opportunity Requirements

The Contractor is required to ensure that it shall undertake or continue programs to ensure that minority group members and women are afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status. For these purposes, equal opportunity shall apply in the areas of recruitment, employment, job assignment, promotion, upgrading, demotion, transfer, layoff, termination, and rates of pay or other forms of compensation. This requirement does not apply to: (i) work, goods, or services unrelated to the Contract or (ii) employment outside New York State.

Proposer further agrees, where applicable, to submit with the Proposal, a staffing plan identifying the anticipated work force to be utilized on the Contract and if awarded a Contract, will, upon request, submit to BPCA a workforce utilization report identifying the workforce actually utilized on the Contract, if known.

Further, pursuant to Article 15 of the Executive Law (the "Human Rights Law"), all other New York State and Federal statutory and constitutional non-discrimination provisions, the Contractor and sub-contractors will 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.

Please Note: Failure to comply with the foregoing requirements may result in a finding of non-responsiveness, non-responsibility and/or a breach of the Contract, leading to the withholding of funds, suspension or termination of the Contract or such other actions or enforcement proceedings as are allowed by the Contract.

For questions on MBE/WBE participation, joint ventures and sub-contracting goals **ONLY**, please contact Mr. Anthony Peterson at 212.417.2337.