



REQUEST FOR PROPOSALS

## **Bedford Atlantic Armory**

**Release Date:** Tuesday, August 14, 2012

**Info Session and Site Visit:** Wednesday, September 12, 2012

**Submission Date:** Friday, October 19, 2012



New York City Economic Development Corporation

**Bedford Atlantic Armory Site Lease [DRAFT]**

**Release Date: Tuesday, August 14, 2012**

**Information Session Date: Wednesday, September 12, 2012**

**Responses Date: Friday, October 19, 2012**

## TABLE OF CONTENTS

<b>INTRODUCTION.....</b>	<b>1</b>
<b>SITE CONTEXT &amp; DESCRIPTION.....</b>	<b>1</b>
CURRENT DHS OPERATIONS .....	2
NEIGHBORHOOD & IMMEDIATE VICINITY.....	3
TRANSPORTATION & ACCESS.....	4
<b>PROPOSAL REQUIREMENTS.....</b>	<b>4</b>
PROJECT DESCRIPTION & SCHEDULE.....	4
LEASE TERM .....	5
LEASE PAYMENTS .....	5
RESPONDENT DESCRIPTION.....	5
FINANCIAL INFORMATION .....	6
HIRENYC PROGRAM.....	6
MINORITY-AND WOMEN-OWNED BUSINESS ENTERPRISE (“M/WBE”) UTILIZATION PLAN.	7
VENDOR INFORMATION EXCHANGE SYSTEM (“VENDEX”).....	7
LOCAL LAW 34.....	7
STATEMENT OF AGREEMENT.....	7
<b>SELECTION CRITERIA.....</b>	<b>8</b>
<b>DEVELOPER DUE DILIGENCE.....</b>	<b>8</b>
<b>RFP PROCESS.....</b>	<b>9</b>
TIMELINE.....	9
<b>INFORMATION SESSION &amp; SITE VISIT .....</b>	<b>9</b>
<b>PROCEDURE TO RESPOND TO THIS REQUEST .....</b>	<b>10</b>
<b>APPROVAL PROCESS .....</b>	<b>11</b>
CITY ENVIRONMENTAL QUALITY REVIEW (“CEQR”) .....	11
UNIFORM LAND USE REVIEW PROCEDURE (“ULURP”) .....	11
CITY CHARTER SECTION 384(B)(4) (“384(B)(4)”) .....	11
DESIGN & CONSTRUCTION REVIEW & APPROVALS .....	11
LANDMARK DESIGNATION .....	11
NYCEDC BOARD APPROVAL & MAYORAL AUTHORIZATION .....	12
ECONOMIC DEVELOPMENT BUSINESS INCENTIVES .....	12
<b>CONDITIONS, TERMS, &amp; LIMITATIONS .....</b>	<b>12</b>

<b>APPENDICES .....</b>	<b>13</b>
APPENDIX 1A: ZONING & LAND USE MAPS .....	14
<i>ZONING &amp; LAND USE OVERVIEW.....</i>	16
APPENDIX 1B: SITE LOCATION MAP .....	17
APPENDIX 1C: TRANSPORTATION MAP .....	18
APPENDIX 2: RESPONDENT INFORMATION & APPLICANT QUESTIONNAIRE .....	19
APPENDIX 3: NYCEDC BACKGROUND INVESTIGATION FORM .....	23
APPENDIX 4: PROJECT FINANCING QUESTIONNAIRE .....	33
APPENDIX 5: HIRENYC PROGRAM .....	34
APPENDIX 6: M/WBE HIRING UTILIZATION PLAN AND JOB CREATION TABLE .....	38
APPENDIX 7: VENDEX BACKGROUND QUESTIONNAIRE FORMS .....	40
APPENDIX 8: DOING BUSINESS DATA FORM .....	41
APPENDIX 9: STATEMENT OF AGREEMENT .....	46
APPENDIX 10: CEQR & ULURP FEE SCHEDULE .....	47
APPENDIX 11: ECONOMIC DEVELOPMENT BENEFITS .....	48
APPENDIX 12: CONDITIONS TERMS & LIMITATIONS .....	50



## INTRODUCTION

New York City Economic Development Corporation (“NYCEDC”), on behalf of the City of New York (the “City”) and the Department of Homeless Services (“DHS”) is seeking proposals (“Proposals”, each a “Proposal”) from qualified developers for the ground lease, development, and operation of approximately 50,000 square feet of available space within the historic 23<sup>rd</sup> Regiment (also known as “Bedford-Atlantic”) Armory (“Armory”). The Armory is located at 1322 Bedford Avenue in Crown Heights, Brooklyn. Located on Block 1199 Lot 15 on the Tax Map of the City, the Armory is zoned M1-1, as more fully described in *Appendix 1A*. DHS maintains a fully operational men’s assessment center in the Armory’s Head House. The available space is located in the Armory’s Drill Hall, which is currently used for storage and deliveries. Situated along bustling Atlantic Avenue, the site’s attractive location and size present a unique opportunity to reposition an important historic building. Additionally, up to \$13.65 million in capital funding through various City-sponsored sources is available for the restoration and redevelopment of the Armory’s Drill Hall. These funds are automatically available to the Selected Respondent for necessary capital improvements.

Through this request for proposals (“RFP”) NYCEDC is seeking users and/or developers to enhance the surrounding community’s access to the Armory’s Drill Hall through potential neighborhood-serving uses within the Drill Hall. All proposals must be attuned with existing DHS shelter use (outlined below). Respondents will be selected based on its ability to meet the following goals (“Development Goals”):

- Enhance the community’s access to the Armory through redevelopment of the Armory’s Drill Hall floor and mezzanine space for uses allowable by zoning
- Minimal impact to DHS’s active operations within the Armory’s Head House
- Ensure the uses are community-serving
- Create a financially feasible and economically viable project
- Complete necessary capital improvements, including the upgrade and separation of mechanical systems utilizing up to \$13.65 million in available funding
- Contemplate and preserve the historic character of the facility

Each party submitting a response to this RFP (a “Proposal”) is referred to herein as a “Respondent” and each Respondent that is ultimately selected for the Lease through this RFP process is referred to herein as a “Selected Respondent”. Respondents are to keep in mind that DHS will continue to remain an active user of the Armory’s Head House space. Upon the successful redevelopment of the Amory Drill Hall, it is expected that access to the Amory Drill Hall through the Armory Head House will cease in entirety. Responses to this RFP should address the lease, development, and operation of the available space in the Armory Drill Hall only.

## SITE CONTEXT & DESCRIPTION

Originally constructed by the National Guard between 1891 and 1895, the 23<sup>rd</sup> Regiment Armory is 5-stories tall with load-bearing masonry walls and steel and timber framing. The Armory was designated a historic site by the New York City Landmarks Preservation Commission in 1978. In

1993 it was added to the National Register of Historic Places. The Armory, with a total footprint of approximately 82,400 square feet, has 581 feet of frontage on both Atlantic Avenue and Pacific Avenue and 219 feet of frontage along Bedford Avenue. The ceiling height within the Armory's Drill Hall is more than 92 feet. The Armory Drill Hall's mezzanine space contains stadium seating approximately 17 feet above the Drill Hall floor. This space is currently not in use, however restoration and use of the space is possible. Given the ceiling heights, Respondents may consider creating additional levels above the Armory Drill Hall floor subject to approval by the State Historic Preservation Office.

Three years ago, in an effort to increase operational efficiency, DHS built additional rooms along the Pacific Avenue and Atlantic Avenue walls of the Drill Hall. Inside this infill space, DHS currently houses the facility's laundry room, mechanical and electrical closets, as well as a 250 KVA emergency generator. Additionally, two 1,200 square foot bathrooms, containing showers and changing areas were also constructed within this space. Currently, the Armory Drill Hall can be accessed through the Head House at both the ground floor and mezzanine levels, as well as through a service entrance along Pacific Avenue. The Drill Hall has one (1) ground floor fire exit on Atlantic Avenue.

The Armory's boiler room is located in its basement and contains three (3) oil-gas steam boilers (13,387 MBh capacity per boiler) and two (2) water heaters with 250 gallon storage tank. Water service is supplied from the City of New York's water mains. DHS's cafeteria is also located on this level.

Please refer to NYCEDC's Site Information File ("Site File"), hereinafter defined, for further details about DHS's operations and other site-related information, including a history of renovations made since 1992.

### **Current DHS Operations**

Since 1982 DHS has occupied the Romanesque-style building as one of New York City's several homeless assessment centers and shelters. The shelter accommodates up to 350 single men seeking assistance. Clients sleep in dormitories located on floors 2 through 5 accessed through the Armory's Head House entrance located on Bedford Avenue. The dormitories are open from 5:00 PM to 8:00 AM. All clients must check-in by 10:00 PM. Two freight elevators located in a corridor between the Armory Drill Hall and Head House service the basement and the five (5) floors comprising the Head House.

All food delivery and laundry services occur through the Armory's current service entrance along Pacific Avenue. A security guard is stationed at this entrance 24-hours a day. Though actively used by DHS at present, all DHS operations within the Armory Drill Hall, including the use of storage rooms, electrical and mechanical closets, bathrooms and laundry facilities will cease prior to a lease commencing with the Selected Respondent. The Selected Respondent shall be responsible for providing a new service entrance and relocating the laundry facilities, mechanical, electrical components and any other utility presently located in the drill floor that is being used for the assessment center, as detailed in the *Proposal Requirements* section of this RFP.

## Neighborhood & Immediate Vicinity

The historic Armory is located at the intersection of Atlantic Avenue and Bedford Avenue at the border between Crown Heights and Bedford Stuyvesant Brooklyn (see *Appendix 1B*). The site is surrounded by a number of commercial and institutional uses, in addition to a substantial residential community. The Drill Hall is bordered by Atlantic Avenue to the north, which serves as a major commuter corridor between Jamaica, Queens, Downtown Brooklyn, and Lower Manhattan.

The Armory is situated along a bustling industrial/commercial-zoned section of Atlantic Avenue, and features several storage, automotive, and manufacturing-related businesses. Facilitated by its M1-1 zoning, the Armory acts as a major buffer between the neighborhood's commercial and residential zones. Pacific Avenue (directly south of the Armory) is a pedestrian residential block consisting of brownstones that epitomize the Brooklyn neighborhood experience. One block north lies Fulton Street, a lively neighborhood-serving retail corridor offering a variety of food, recreational, and other community uses. Households within a one (1)-mile radius of the site spent an approximate \$7,222 on household-related goods and services in 2011; roughly \$4,000 of this figure is derived from grocery expenditures<sup>1</sup>.

Adjoined by densely populated Prospect Heights to the west and Bedford Stuyvesant to the north, the Armory's location is further benefited by neighboring access to cultural and community-uses, and serves as a major transit node. The Armory is within a mile and a half of the new Barclay's Center, home of the Brooklyn Nets and Atlantic Terminal, Brooklyn's major retail and transit hub.

The Brooklyn Children's Museum, Brooklyn Museum, Brooklyn Botanical Garden, and Bedford Stuyvesant YMCA are all within walking distance of the site. Additionally, the Armory is proximate to the annual Labor Day parade route along Eastern Parkway to the south. This event has attracted roughly 3 million parade-goers annually.

## Transportation & Access

The site is well-linked to a number of public transit options in its immediate vicinity providing exceptional access to the New York City metropolitan area (see *Appendix 1C*). The Armory is a block from both the Nostrand Avenue (annual ridership of 5.1 million passengers) and Franklin Avenue (annual ridership of 1.9 million passengers) stations<sup>2</sup>. The A and C lines at both stations provide direct access to downtown Manhattan in approximately 20 minutes, while the S shuttle seamlessly connects Crown Heights to Prospect Park and the rest Prospect-Lefferts Gardens. Additionally, a Long Island Rail Road ("LIRR") stop located a block and a half east of the site at Nostrand Avenue station provides easy access to the Atlantic Terminal/Atlantic Avenue transit hub (served by the 2, 3, 4, 5, B, D, N, Q, and R lines) and all points in Long Island. The Armory is also heavily surrounded by transit bus lines along Bedford Avenue, Franklin Avenue, and Fulton Avenue.

---

<sup>1</sup> "Consumer Expenditures Comparison – 2011 Actuals". *DemographicsNow*. Accessed June 15, 2012.

<sup>2</sup> 2011 MTA Subway Ridership Report on 421 Subway Stations.



In addition to the many public transit options, the Armory is also highly accessible by car along Atlantic Avenue, the major east-west commuter corridor in Brooklyn and Queens. Stretching from the East River to Jamaica, Queens, it is also the only east-to-west truck route through Brooklyn. The site is also connected to the rest of New York City, New Jersey, and upstate New York via major bridges, tunnels, and highways, including the Brooklyn-Queens Expressway, Gowanus Expressway, and Brooklyn Battery Tunnel. Atlantic Avenue also provides an integral link to JFK International Airport via the Nassau Expressway and Van Wyck Expressway.

## **PROPOSAL REQUIREMENTS**

Proposals must contain the following:

### **Project Description and Schedule**

The project description should be a detailed narrative of the project, including type and size of development, explanation of how the proposed project relates to the neighboring space, proposed uses and corresponding square feet, development plans and schedule, and the Respondent's operation assumptions. The project description should also address each of the issues detailed in the Proposal Requirements section of this RFP. Employment generation projections (direct and indirect, construction and permanent jobs) must be supplied.

A basic description of the build out including, but not limited to, the size, and uses of new space is required. The description should detail the upgrades necessary to the mechanical systems to achieve separation of the Armory Drill Hall from the DHS facility. Respondents should also provide a detailed construction schedule and staging area plan for the proposed building and tenant improvements. Respondents should contemplate the following required upgrades and modifications in its Proposal:

- Separation of HVAC system – the Armory Drill Hall should have an independent HVAC system. The existing ducts and other existing piping can be utilized for the new independent HVAC system;
- Separation of Electrical and Water service – the Selected Respondent should coordinate with the utility company to provide a separate electric service for all their electrical needs. A percentage of the DHS water bill can be shared with the Selected Respondent or otherwise separate water metering should be implemented by the Selected Respondent;
- Sub Fire Alarm panel – the potential to tap DHS's main fire alarm system is possible for separate fire alarm system to the new facility;
- New Delivery Location and Modified Garbage Area – a new and separate service entrance for DHS deliveries will be required along Pacific Avenue. Additionally, trash is collected off of Pacific Avenue, but the new service entrance will require changes to its current configuration. The possible location for this new entrance is Room 105 which is directly above the boiler room. Respondents should consider the Armory's historic

nature and potential impacts to the Armory's façade in its design of the new DHS entrance; and

- Cease Access between Head House and Drill Hall – The redeveloped Armory Drill Hall should maintain access points that are completely independent of the Armory Head House. Respondents should design and program the Armory Drill Hall with no interior access at both the floor and mezzanine levels to the DHS facility in the Armory Head House.

Additionally, Respondents should consider the potential for upgrades to the emergency exits in the Drill Hall due to the repurposing of the Drill Hall. NYCEDC and DHS will also consider other recommended upgrades that enhance the design and operation of the overall facility.

Please review NYCEDC's Site File for available site plans with proposed entrance location and additional details.

### **Lease Term**

The Respondent should propose a ground lease term. The Lease will be a triple net structure, requiring the Selected Respondent to be responsible for all costs associated with the Armory's Drill Hall, including, but not limited to, insurance, utilities, ongoing maintenance, security, and capital repairs.

### **Lease Payments**

Respondents must provide a competitive annual Lease payment amount including escalations. The Respondent must provide a net present value Lease offer based on 50,000 square feet of available floor area representing the Armory's Drill Hall.

The final Lease proposal will be subject to an appraisal and the final lease rates will be the higher of a Selected Respondent's offer or the lease payments indicated by the appraised value. The appraised value will be determined through an independent appraisal commissioned by NYCEDC and paid for by the Selected Respondent.

### **Respondent Description**

Respondents must demonstrate sufficient financial resources and professional ability in line with their Proposals. Each Proposal must provide the following:

- Description of each member of the interested party's team including his or her relationship to the Proposal, and capacity to commit to the timely implementation of the Proposal;
- Name, address, telephone number, fax number and email address of the individual who will be authorized to act on behalf of the Respondent as the primary contact and who is available to answer questions or requests for additional information;

- Completed “Respondent Questionnaire (see *Appendix 2*) for the entire Respondent team and NYCEDC Background Investigation Form (see *Appendix 3*);
- Current organizational structure. Any proposed partnership or joint venture must be clearly explained and an organizational chart/diagram of the development entity, showing structure and percentages of ownership and investment must be included;
- Description of any previous relevant experience of all principal members thereof and their availability for commitment to the renovation and lease of the Armory Drill Hall. This information must be submitted for every participant in a joint venture; and
- Any additional documentation that will support the Proposal.

## **Financial Information**

Please answer the “Project Financing Questionnaire”, which can be found in *Appendix 4*. Respondents must provide the following financial information:

- Current operating budget and previous three years of audited financials. Additionally, the Respondent should be prepared to provide an income statement summarizing net assets;
- Pro forma cash flows for the proposed project for ten (10) years (including construction and operations). Respondents should outline all assumptions on which the pro forma document is based, including minimum returns sought. The pro forma document should include all necessary capital improvements over time, reserves, and debt service payments associated with construction financing. The cash flows should be submitted in Excel format and link to the section clearly outlining assumptions on which all calculations were based;
- Construction sources and uses of funds, including details of equity and financing sources and a break out of all soft and hard costs and development and financing fees to be paid on the “uses” side. Respondents should address and include the \$13.65 million of available City capital funding available for use of Selected Respondent for all necessary modifications to maintain shelter operations and renovating the Armory Drill Hall. Please clearly indicate escalation rates to account for any increases in construction costs in your budget or contingencies;
- A detailed description of proposed equity investment and construction and permanent financing;
- Letters of interest and/or intent from lenders, if applicable; and
- Letters of interest and/or intent from tenants, if applicable.

## **HireNYC Program**

NYCEDC recognizes the importance of creating employment opportunities for low-income persons and enabling them to participate in the City’s economic growth. If a Respondent is proposing redevelopment of the Drill Hall, it is encouraged to make good faith efforts to achieve the hiring and workforce development goals, comply with the other programmatic requirements outlined in *Appendix 5*, and submit a plan to NYCEDC to address participation through the HireNYC Program (such plan, the “HireNYC Program Plan”).

## **Minority Women Business Enterprise (“M/WBE”) Utilization Plan**

Respondents must submit a plan to address M/WBE participation in the project (the “M/WBE Utilization Plan”).

- Establishment of numerical M/WBE contracting utilization goals or targets;
- Strategies and methods that will facilitate participation by M/WBE firms such as carve-outs and/or unbundling bid packages;
- Identification of M/WBE firms seeking construction work on the project;
- Establishment of administrative procedures for implementation, monitoring and reporting of M/WBE participation.

Please see *Appendix 6* for additional details.

## **Vendor Information Exchange System (“VENDEX”)**

Respondents must complete and submit an original VENDEX form, and receive clearance from the investigation (see *Appendix 7*).

## **Local Law 34**

All entities doing or seeking to do business with the City, as well as their principal officers, owners and senior managers must follow the procedures established in Local Law 34, as amended, of the NYC Administrative Code. In order to avoid the actual link or appearance of a link between governmental decisions and large campaign contributions, lower municipal campaign contribution limits apply to any person listed in the Doing Business Database. Respondents must complete a Standard Doing Business Data Form, found in *Appendix 8*.

## **Statement of Agreement**

The Respondent must submit a notarized statement signed by an authorized principal or officer of the Respondent that states that the Respondent has read this RFP and the Appendices fully and agrees to the terms and conditions set forth herein (see *Appendix 9*).

## **SELECTION CRITERIA**

NYCEDC, working closely with DHS, will evaluate each Proposal according to the selection criteria outlined below, as applicable, and any supplemental information made available to NYCEDC. NYCEDC reserves the right to request supplemental information from Respondents through interviews, or presentations, as well as require Respondents to comment on a draft contract of sale, pursuant to any non-exclusive negotiations for the sale of the Site.

- *Economic Impact on New York City* - projected expenditures, including lease proposal, construction costs and annual operating costs; temporary (construction) and permanent on-site employment and payroll; and any applicable New York City taxes such as real property, sales, and personal income taxes; the project’s ability to provide a reliable revenue stream will also be a factor in determining selection;

- *Respondent Team Qualifications* - experience, development skills, and financial resources necessary to complete a high-quality project on time and within budget;
- *Financial Feasibility* - the Respondent's demonstrated financial condition to complete the project; availability of identifiable funding sources to finance the project; and an economically viable mix of parking facilities that generate sufficient revenue to support operating expenses, capital costs and debt service;
- *Approvals* – extent to which the project manifests the development goals and complies with regulatory controls, including but not limited to zoning and environmental requirements;
- *Financial Feasibility* – the developer's demonstrated financial condition to complete the project; availability of identifiable funding sources to finance the project; and an economically viable mix of parking facilities that generate sufficient revenue to support operating expenses, capital costs and debt service; and

## DEVELOPER DUE DILIGENCE

Information provided in the RFP and Site File are for general informational purposes only. Neither DHS nor NYCEDC makes any representation to the completeness of the information that may be relevant to Respondents. Prior to submitting a Proposal, it is the Respondent's responsibility to conduct due diligence. Respondents are encouraged to review (i) any and all publicly available sources of information regarding the Armory, and (ii) NYCEDC's Site File, containing information regarding the Armory. The Site File will be available for purchase for \$300, or at no cost by appointment at the offices of NYCEDC, by request to Serena Hernandez at [shernandez@nycedc.com](mailto:shernandez@nycedc.com) or 212-312-3551.

The Site File, amongst other items, contains:

- IPIS report;
- Map collection, including the tax map and zoning map;
- New York City's Landmarks Preservation Commission Notice of Designation;
- Site Plans;
- Bedford Atlantic Recreation Center Pre-Preliminary Feasibility Study;
- New York City's Department of Design and Construction Project Manual and Construction Drawings (2002); and
- Environmental Information, as available.

Neither DHS nor NYCEDC makes any representation regarding the presence or absence of hazardous materials or any other environmental conditions that may impact the value of the Site, or any future development thereon. Each Respondent should conduct its own due diligence and independent sampling/research prior to closing. DHS and NYCEDC will require, before leasing the property, that the Selected Respondent assume the obligation to remediate any environmental contamination, indemnify DHS and NYCEDC for any claims that may be made against it in the future, and release DHS and NYCEDC from any claims that Selected Respondent may have in the future arising out of the condition of the Armory.

## RFP PROCESS

NYCEDC will review Proposals over the course of two (2) months with no additional RFP's accepted past the submission deadline of **4:00 P.M. Friday October 19, 2012**.

NYCEDC may, at its sole and absolute discretion, elect to commence negotiations with one or more Respondents at any time as part of the Proposal review process. Notwithstanding any other provisions herein that may be to the contrary, NYCEDC will not be under any obligation to lease the Site to the Selected Respondent unless, and until, a ground lease is executed between NYCEDC and such Selected Respondent.

NYCEDC reserves the right, in its sole discretion, to withdraw or modify this RFP and to reject any proposal as being non-responsive or if it is in the best interest of the City or NYCEDC to do so.

### Timeline

The following schedule has been established for this RFP:

Release of RFP .....	Tuesday August 14, 2012
Information Session & Site Visit.....	Wednesday September 12, 2012
Information Session & Site Visit Response Posting .....	Friday September 21, 2012
Question & Answer Deadline.....	Friday October 5, 2012
Question & Answer Response Posting.....	Friday October 12, 2012
Submission Deadline .....	Friday October 19, 2012

## INFORMATION SESSION & SITE VISIT

Interested parties are strongly encouraged to attend the information session and site visit, which will be held at **10:00 A.M. on Wednesday September 12, 2012** at the Site. Those who wish to attend the Information Session and Site Visit should RSVP by contacting Serena Hernandez at [BedfordAtlanticArmory@nycedc.com](mailto:BedfordAtlanticArmory@nycedc.com) ("[RFP Email Address](#)") or 212-312-3551 on, or before, **4:00 P.M. Friday September 7, 2012**. Directions and specific information will be provided upon RSVP.

Should NYCEDC elect to keep the RFP open for additional Submission Deadlines, Information Sessions and Site Visits will be scheduled accordingly, and the dates in connection with the subsequent Submission Deadline will be released following the previous Submission Deadline.

Throughout the entire process, Respondents may submit questions and/or request clarifications by emailing the RFP Email Address. Answers to all questions asked at the Information Session and Site Visit will be posted to the Armory RFP Website ("[RFP Website](#)") not later than **4:00 P.M. on Friday September 21, 2012** and answers to all questions submitted via the RFP Email Address will be posted on the RFP Website not later than **4:00 P.M. on Friday October 12, 2012**. No questions will be accepted after this date.

For all questions that do not pertain to the subject matter of this RFP, please contact NYCEDC's Contracts Hotline at 212-312-3969.

## **PROCEDURE TO RESPOND TO THIS REQUEST**

A Respondent may include any additional information it considers relevant and consistent to the response requirements of the RFP. All Proposals must be submitted in accordance with the following procedures:

Ten (10) copies of the Proposal and one (1) electronic version of the Proposal, on flash drive or CD, in PDF and Excel formats must be delivered by such Submission Date for which a Proposal is to be considered, in a sealed envelope identified by "**Bedford Atlantic Armory RFP**," by hand delivery, express mail, or courier service to NYCEDC at the following address:

New York City Economic Development Corporation  
110 William Street, 6th Floor  
New York, New York 10038  
Attn: Maryann Catalano, Senior Vice President, Contracts

The Proposal must be signed by an officer authorized to bind the Respondent and will contain a statement to the effect that the Proposal is a firm offer for a minimum period of ninety (90) days.

Proposals that are not enclosed in a sealed envelope and/or are not properly labeled and/or are received after the Submission Deadline may, in NYCEDC's sole discretion, be deemed ineligible. Proposals received by any delivery method other than the method indicated above, will not be accepted.

NYCEDC reserves the right, in its sole discretion, to postpone the submission deadline for Proposals. In case of any such postponement, notice will be given to the companies to whom this RFP was distributed; any Proposal submitted prior to such postponement may, at the Respondent's election, be withdrawn and/or revised and resubmitted.

Respondents may receive a request for clarification or supplemental information following the Submission Deadline. Respondents may also receive a request for a final and best offer before a final selection is made.



## **APPROVAL PROCESS**

The ground lease and redevelopment of this City-owned Site is subject to, and may require, certain approvals including, but not limited to, the following:

### **City Environmental Quality Review (“CEQR”)**

The Site requires environmental review and approval under CEQR. It will be the Selected Respondent’s responsibility to conduct environmental due diligence and prepare any necessary documents. An NYCEDC planner will assist the Selected Respondent and its consultants in complying with applicable environmental review procedures. For a schedule of fees, please see *Appendix 10*.

### **Uniform Land Use Review Procedure (“ULURP”)**

This ground lease is subject to the New York City Charter’s (197-c and 197-d) ULURP. The Selected Respondent will be responsible for the preparation of, and all costs associated with, the ULURP application. For a schedule of fees, please see *Appendix 10*. However, Proposals that require further actions, such as zoning modifications, will be considered insofar as they are justified by the economics of the Proposal.

### **City Charter Section 384(b)(4) (“384(b)(4)”)**

384(b)(4) provides the public an opportunity to review the business terms of the sale to the Selected Respondent. The Selected Respondent will be required to complete the 384(b)(4) process, which includes both Brooklyn Community Board 8 and the Brooklyn Borough Board review.

### **Design and Construction Review and Approvals**

All design and construction related plans and work affecting the historic nature of the Armory’s façade and/or in the Head House, Drill Hall, mezzanine, or basements areas shall be reviewed and approved by DHS and NYCEDC prior to the commencement of any work. With respect to any construction work that may affect, damage or have a detrimental effect on the Armory, the Selected Respondent, at its sole cost and expense, shall be responsible for completion of all improvements, rehabilitations, and construction work that may be needed to restore such affected areas.

If the proposed design or construction schedule impedes upon the use or operation of the homeless shelter, DHS will participate in the review of the feasibility of such construction plan or schedule and will request additional clarification materials from the Respondents, if necessary.

### **Landmark Designation**

The Armory was designated as a City and national landmark in 1978, and was placed on both the New York State and National Register of Historic Places in 1993. Any redevelopment must therefore restore and preserve the Armory’s historic facade. The Selected Respondent will be responsible for obtaining approvals for the proposed reuse plan by the New York City



Landmarks Preservation Commission (“LPC”) and, if required, the New York State Historic Preservation Office (“SHPO”).

Redevelopment plans may also qualify for rehabilitation tax credits. More information is available in *Appendix 11*.

### **NYCEDC Board Approval & Mayoral Authorization**

The Selected Respondent should be prepared to present its plans to Brooklyn Community Board 8, Brooklyn Borough Board, elected officials and/or the Brooklyn Borough President, if necessary. The transaction will also be subject to review and approval by the NYCEDC Real Estate Committee, the NYCEDC Board of Directors and Mayoral Authorization.

### **Economic Development Business Incentives**

*Appendix 11* highlights select economic development benefits that may be available to the Proposal. Respondents should specify whether they intend to seek any such benefits and to what extent, if any, their Proposals are contingent upon receipt of such benefits.

## **CONDITIONS, TERMS & LIMITATIONS**

This RFP and any transaction resulting from such Proposals are subject to the conditions, terms, and limitations set forth in *Appendix 12*.

## **APPENDICES**

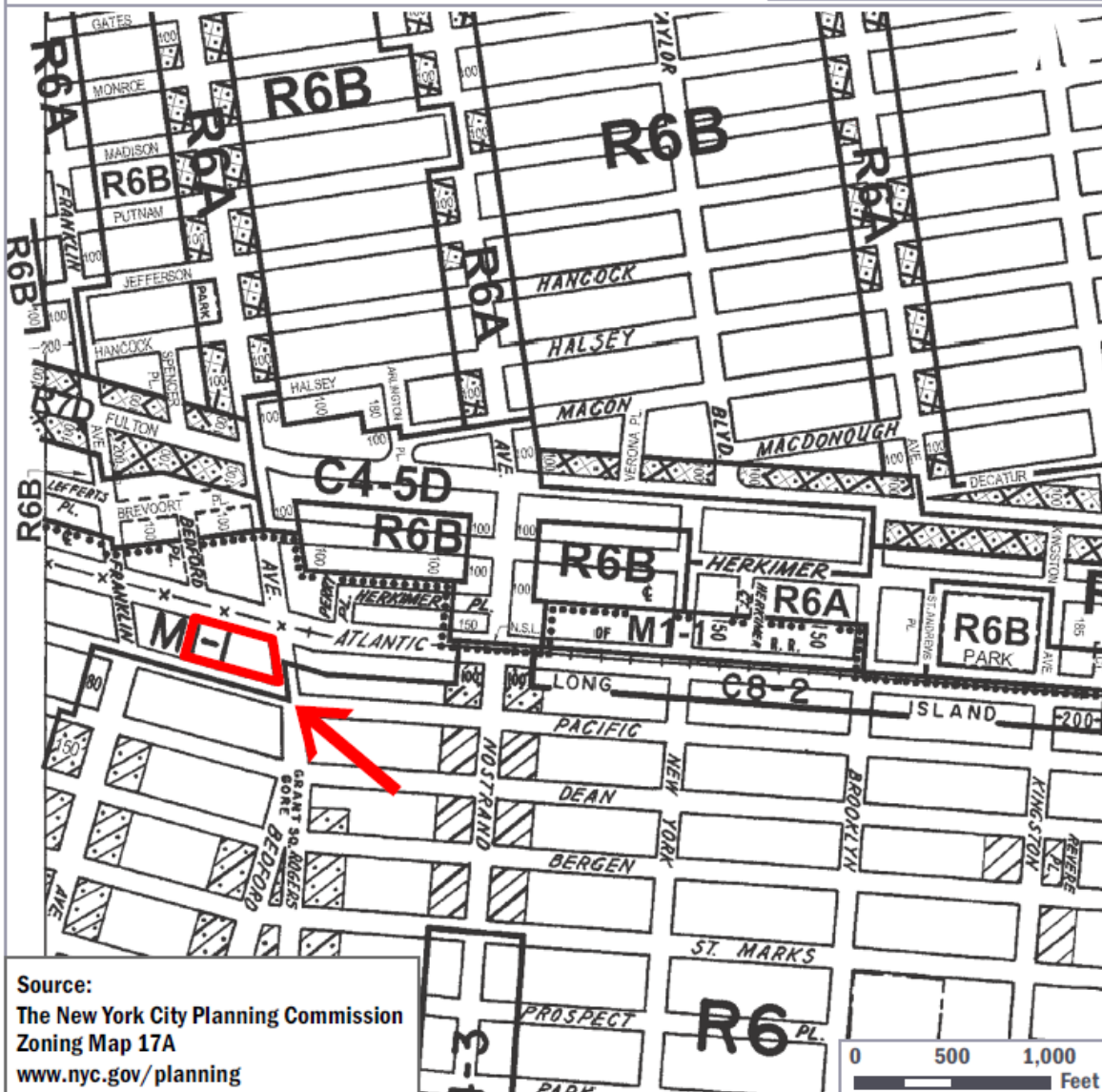
## APPENDIX 1A: Zoning and Land Use Maps

### Zoning

Borough: Brooklyn  
Block: 1199 Lot: 15  
Zoning District: M1-1



Site













Source:  
The New York City Planning Commission  
Zoning Map 17A  
[www.nyc.gov/planning](http://www.nyc.gov/planning)

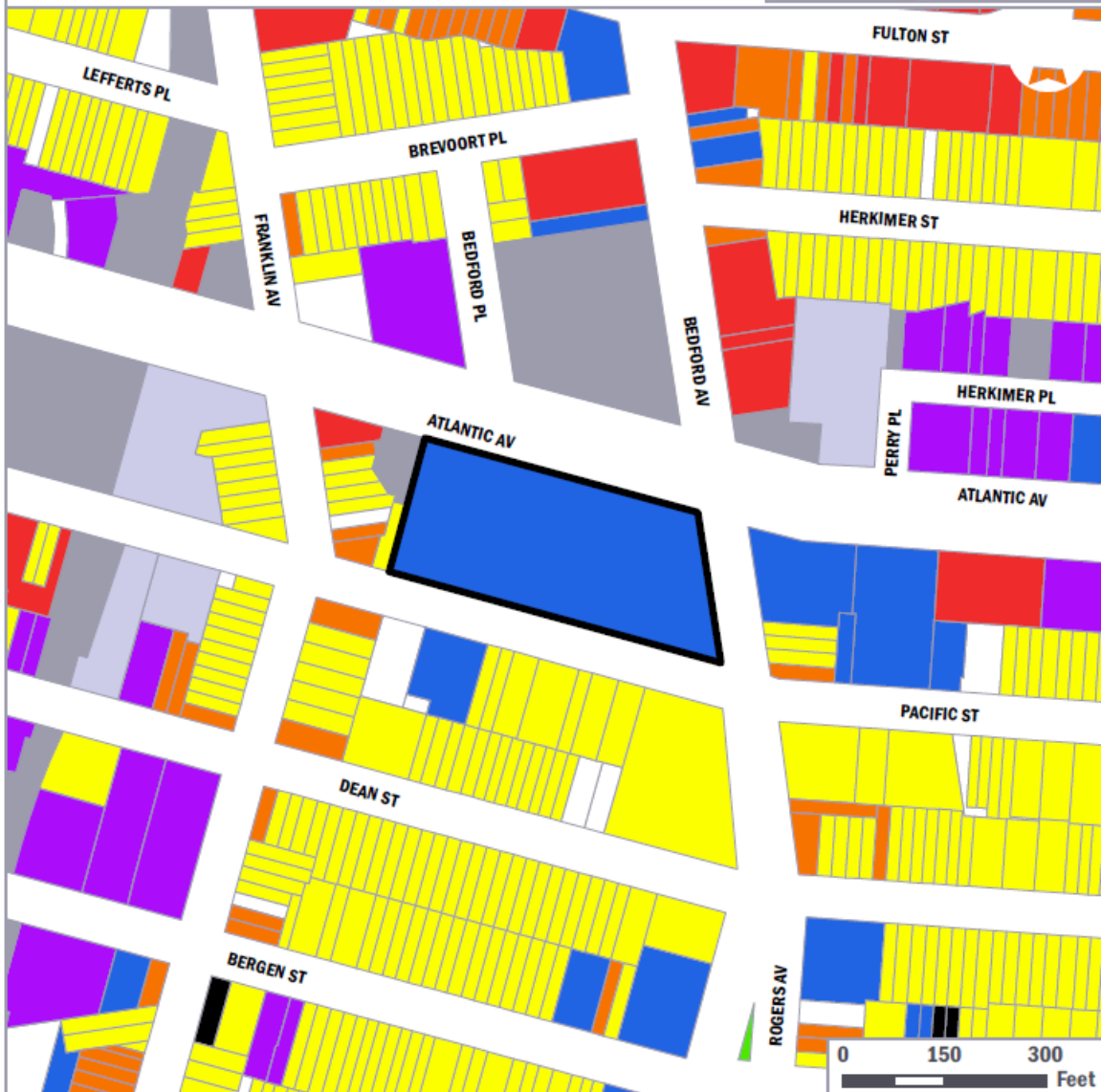


NYCEDC MGIS 06/12/12

# Land Use

- |  |   |
|--|---|
|  Residential                |  Institutions & Public   |
|  Mixed Use                  |  Open Space & Recreation |
|  Commercial & Office        |  Parking Facilities      |
|  Industrial & Manufacturing |  Vacant Land             |
|  Transportation & Utility   |  Other/Unknown           |

 Site



 **NYCEDC**

NYCEDC MGIS 06/12/12

## Zoning and Land Use Overview

The Armory is located within an M1-1 zoning district, which is situated in a moderate density neighborhood characterized by a number of residential and commercial uses. By design, M1 zones act as a buffer between older, heavier industrial zones and adjacent residential and commercial neighborhoods. Along Atlantic Avenue, the Armory and several other industrial and commercial-zoned sites insulate the surrounding residential communities from industrial and commercial traffic and other nuisance-generating concerns. Currently, retail, commercial, light industrial, and certain community uses are permitted as-of-right under M1 zoning. However, nearly all industrial uses can locate in an M-1 zone if facilities conform to the more stringent M1 performance standards.

Bulk is constrained under M1-1 zoning regulations to a maximum floor area ratio (“FAR”) of 1.0 for industrial and commercial uses and 2.4 for community facility uses. Building heights and setbacks are controlled by sky exposure planes. Community facilities (Use Group 4), retail and commercial facilities (Use Groups 5 through 14), general services (Use Group 16), and light industrial uses (Use Group 17) are permitted as-of-right within M1-1 zoning districts. Residential, certain community facilities and heavy industrial uses are expressly prohibited in this zoning district.

At present, the Department of City Planning has not set forth any proposals to establish any special districts that encompass this Site, however the parcel is an historic landmark and is thus subject to regulations preserving the integrity of the building.

Respondents should note that the relevant zoning information contain herein is intended for informational purposes only, and should not be construed as official zoning data or analysis. In the planning and development of any Proposals for the site, Respondents should consult the use regulation text set forth in the Zoning Resolution. Additional information on zoning, including an online version of these guidelines, may be found on the NYC Department of City Planning website at <http://www.nyc.gov/html/dep/home.html>.



## APPENDIX 1B: Site Location Map

### Site Location

Borough: Brooklyn  
Neighborhood: Crown Heights North  
Block: 1199 Lots: 15  
Community Board: 8



NYCEDC MGIS 06/12/12

## APPENDIX 1C: Transportation Map



## APPENDIX 2: Respondent Information & Applicant Questionnaire

Please complete the following information:

1. Business Applicant Information (if more than one business will occupy the site, please submit multiple pages)

Business Name	
Business EIN	
Business Address	
Business Phone/Fax	
Business Email/Web Site	
Secondary Business Address	
Principal's Name, Title, % Ownership	
Principal's Name, Title, % Ownership	
Principal's Name, Title, % Ownership	
Primary Business Activity	
Primary 4-Digit SIC Code	
Description of Business	
History of Business	
Primary Clients	
Location of Clients	
Year Business was Established	
Number of Years at Present Location	
Block and Lot(s) Currently Occupied by Business	
Number of Square Feet at Present Location	
Rent or Own Current Space	
Description of Expansion or Relocation Needs	



Number of Full-Time Payroll Employees	
Number of Part-Time Payroll Employees	
Number of Contract Employees	
Average Annual Employee Salary	
Describe Benefits Offered to Employees	
Average Length of Employment (in Years)	

## 2. Developer Information (if different from #1)

Business Name	
Business EIN	
Business Address	
Business Phone/Fax	
Business Email/Web Site	
Principal's Name, Title, % Ownership	
Principal's Name, Title, % Ownership	
Principal's Name, Title, % Ownership	
Ownership Chart	
Principal Business Activity	
Primary 4-Digit SIC Code	
Description of Business	
History of Business	
Description of Recent Development Projects (in New York City region)	
Proposed Rents (price/square foot)	
Proposed Lease Terms	

### 3. Development Plan and Development Team Information (If Applicable)

Detailed Project Description	
Development Occupant(s)	
Number and Type of Jobs to be Created	
Average Annual Salary for Each Type of Job to be Created	
Describe Benefits Offered to New Employees	
Describe Necessary Skills for New Employees. Are you willing to train?	
Number and Type of Jobs to be Retained (Full Time Equivalents)	
Number of Construction Jobs (Full Time Equivalents)	
Reasons for Undertaking Proposed Development	
Relocation or Expansion	
Description of goods to be manufactured or distributed	
Total Square Footage of Building to be Developed	
Total Footprint of Building to be Developed	
Stories	
Height of Building	
Number of Loading Docks	
Floor Load (pounds/square foot)	
Total Number of Anticipated Roundtrip Truck Trips/Day	
Total Number of Anticipated Roundtrip Car Trips/Day (by Employees and Customers)	
Utility Load Needs	
Hazardous Material Disposal Requirements	
Are any permits required from NYC regulatory agencies? Please explain.	
Days and Hours of Operation	
Security Requirements	
Number of Parking Spaces	

Proposed Construction Start Date	
Construction Period	
Contact Person for this Project (Address, Phone Number and Email)	
Project Developer/Construction Manager	
Project Architect	
Project Attorney	
Additional Project Team Members	

#### 4. Purchase Price

<b>Purchase Price</b> The purchase price must be expressed in a fixed non-contingent dollar amount. The purchase price must be confirmed by an appraisal, and the final purchase price will be the higher of the offering price or the appraised value.	\$ _____
--	----------

## **APPENDIX 3: NYCEDC Background Investigation Form**

## INSTRUCTIONS FOR COMPLETING NYCDC INTERNAL BACKGROUND INVESTIGATION QUESTIONNAIRE

1. Please submit, with this Questionnaire, the organizational documents for the submitting business entity.
2. For purposes of completing this Questionnaire, the following defined terms shall have the meanings given to them below (unless provided otherwise with respect to specific questions in the Questionnaire):

**"Affiliate"** – A Person is "affiliated with" or an "affiliate" of another Person if the Person controls, is controlled by or is under common control with that other Person.

**"Applicant"** – The submitting business entity.

**"Control"** – A Person controls another Person if the Person (i) owns ten percent (10%) or more of the voting interest or has a ten percent (10%) or greater ownership interest in that other Person or (ii) directs or has the right to direct the management or operations of that other Person or (iii) is a member of that other Person's Board of Directors\*.

**"Executive Officer"** – Any individual who serves as chief executive officer, chief financial officer, or chief operating officer of the Applicant, by whatever titles known, and all other executive officers of Applicant.

**"Family Member"** – With respect to a particular Person, includes spouse, children, grandchildren, parents, parents-in-law, brothers, sisters, brothers-in-law, sisters-in-law, and all family members living in the same household as such Person (except if such individuals are minors).

**"Person"** – Any individual, corporation, partnership, joint venture, sole proprietorship, limited liability company, trust or other entity.

**"Principal"** – each of the following Persons is a Principal of the Applicant and must be identified in Section B, Part I on page 2 of the Questionnaire.

- Executive Officers
- Persons that "Control" the Applicant
- For Limited Liability Companies, ALL members
- For Partnerships, ALL general partners and ALL partners performing on the contract or able to bind the Partnership

\*For a not-for-profit corporation, ONLY the Chairperson of the Board of Directors and any director who is also an employee of Applicant needs to be considered for purposes of determining "Control" under this clause (iii).

**SECTION A**

The following questionnaire is to be completed by Persons desiring to do business with the New York City Economic Development Corporation or the New York City Industrial Development Agency or Apple Industrial Development Corp.

This form may be duplicated for additional space. PLEASE COMPLETE THIS QUESTIONNAIRE CAREFULLY AND COMPLETELY.

Refer to attached instruction sheet for specific instructions and definitions of terms required to complete this Questionnaire.

BUSINESS NAME: \_\_\_\_\_ EIN/SSN: \_\_\_\_\_

BUSINESS ADDRESS: \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

BUSINESS TELEPHONE: \_\_\_\_\_ TYPE OF ENTITY: \_\_\_\_\_

BUSINESS FAX: \_\_\_\_\_ BUSINESS E-MAIL: \_\_\_\_\_

**SECTION B**

**I. PRINCIPALS OF APPLICANT**

PRINCIPAL NAME	TITLE	HOME ADDRESS	PERCENTAGE OF VOTING INTEREST	PERCENTAGE OF OWNERSHIP	DATE OF BIRTH	SOCIAL SECURITY NUMBER/EMPLOYER IDENTIFICATION NUMBER
(1)						
(2)						
(3)						
(4)						
(5)						

II. FAMILY MEMBERS OF EACH INDIVIDUAL PRINCIPAL

Note: Only the following Family Members need to be identified in this Section B. Part II:

- Spouse
- Family Members who are employed by, are officers of or have a less than 10% voting or ownership interest in the Applicant
- Family Members who are directly or indirectly providing services and/or supplies with respect to the subject project (e.g. consultants, subcontractors, suppliers or an employee thereof)

PRINCIPAL NAME	IMMEDIATE FAMILY MEMBER	RELATIONSHIP TO PRINCIPAL	HOME ADDRESS
(1)			
(2)			
(3)			
(4)			
(5)			

SECTION B (Continued)

PROVIDE A DETAILED RESPONSE TO ALL QUESTIONS CHECKED "YES" ON THE FOLLOWING PAGE

NO YES

1. Does the Applicant or any Principal have any Affiliates? If yes, please identify the Affiliates, with SSN/EIN and respective addresses, and describe the nature of the affiliation, on the following page.
2. In the past 7 years, has the Applicant, any Principal, or any entity affiliated with the Applicant (each of the foregoing individually, a "Subject Person" and collectively, the "Subject Persons") been adjudicated bankrupt or placed in receivership, filed bankruptcy, or is any Subject Person currently the subject of any bankruptcy or similar proceedings? If yes, please explain on the following page.
3. In the past 5 years, has any Subject Person been a plaintiff or defendant in any civil proceeding (including any court and federal, state and local regulatory agency proceedings) other than a domestic relations proceeding (e.g., divorce, separation, support, alimony, maintenance, adoption, custody)? If yes, please identify all adjudicated, settled and pending lawsuits on the following page.
4. In the past 5 years, has any Subject Person or any Family Member identified in Section B, Part II (a "Subject Family Member"):
  - been disqualified as a bidder, or defaulted or terminated, on a permit, license, concession, franchise, lease, or other agreement with the City of New York or any governmental agency? If yes, please explain on the following page.
  - failed to file any required tax returns or to pay any applicable federal, state, or New York City taxes or other assessed New York City charges or fines, including but not limited to water and sewer charges and administrative fees? If yes, please explain on the following page.
5. In the past 10 years, has any Subject Person or any Subject Family Member used an EIN, SSN, name, trade name, or abbreviation other than the name or number provided in response to Section A or Section B, Part I or II of this Questionnaire or provided in response to question 1 above, as the case may be? If yes, please specify on the following page.
6. In the past 5 years, has any Subject Person, any Subject Family Member, any Affiliate of any Subject Family Member or any managerial employee of Applicant:
  - been the subject of any criminal investigation and/or civil anti-trust investigation (by any federal, state or local prosecuting or investigative agency) and/or investigation by any governmental agency (including, but not limited to federal, state and local regulatory agencies)? If yes, please explain on the following page.
  - had any judgment, injunction or sanction obtained against it in any judicial or administrative action or proceeding other than a domestic relations proceeding or motor vehicle proceeding? If yes, please explain on the following page.
7. In the past 10 years, has any Subject Person, any Subject Family Member, any Affiliate of any Subject Family Member or any managerial employee of Applicant been convicted, after trial or by plea, of any criminal offense and/or are there any felony or misdemeanor charges pending against any of them? If yes, please explain on the following page.



INDICATE  
QUESTION #

[illegible]

Section C – IDENTIFICATION OF PROPERTY INTERESTS

1. Identify Project Property:

Block & Lot(s): \_\_\_\_\_

Street Address: \_\_\_\_\_

Borough of: \_\_\_\_\_

2. The following, together with attachment(s) hereto, if any, is a complete list of properties in which any of the Subject Persons or any of the Subject Family Members have an ownership interest and which are located in the City of New York, together with a statement as to each such property of any current arrears in real estate taxes, sewer rents, sewer surcharges, water charges or assessments due and owing to the City of New York.

PROPERTY OWNED IN THE CITY OF NEW YORK

PROPERTY OWNER	BOROUGH	BLOCK/LOT	STREET ADDRESS	DATE OF PURCHASE	AMOUNT OF ARREARS	TYPE OF ARREARS

SECTION C (Continued)

PROVIDE A DETAILED RESPONSE TO ALL QUESTIONS CHECKED "YES" ON THE FOLLOWING PAGE

NO YES

3. In the past 5 years, has any Subject Person or any Subject Family Member, been a former owner of the Project Property?
4. Is any Subject Person or any Subject Family Member a tenant of the City of New York? If yes, please list below; Agency, Borough, Block, Lot, Account Number, Monthly Rent, and Current Balance.
5. Has any Subject Person or any Subject Family Member previously purchased property from the City of New York? If yes, please list below; Agency, Borough, Block, Lot, Sale Date, Parcel Number, and Closing Date.
6. Does any Subject Person or any Subject Family Member have a mortgage with the City of New York? If yes, please list below; Agency, Borough, Block, Lot, Account Number, Principal Amount, Monthly Installment, and Current Balance.

INDICATE  
QUESTION #

[illegible]

CERTIFICATION

A FALSE STATEMENT WILLFULLY OR FRAUDULENTLY MADE OR ANY FALSE INFORMATION WILLFULLY OR FRAUDULENTLY SUBMITTED IN CONNECTION WITH THIS QUESTIONNAIRE MAY RESULT IN RENDERING THE APPLICANT NOT RESPONSIBLE WITH RESPECT TO THE PRESENT PROJECT OR FUTURE PROJECTS INVOLVING THE NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION, THE NEW YORK CITY INDUSTRIAL DEVELOPMENT AGENCY, APPLE INDUSTRIAL DEVELOPMENT CORP. AND THE CITY OF NEW YORK AND, IN ADDITION, MAY SUBJECT THE PERSON MAKING THE FALSE STATEMENT TO CRIMINAL CHARGES.

I, \_\_\_\_\_, being duly sworn, state that I have read and understand the items contained in the foregoing 8 pages of this questionnaire and \_\_\_\_\_ pages of attachments, if any, and that, having made due inquiry, I supplied full, complete, and truthful answers to each item therein to the best of my knowledge, information and belief; that I will notify the New York City Economic Development Corporation, the New York City Industrial Development Agency, or Apple Industrial Development Corp., as the case may be, in writing of any change in circumstance occurring after the submission of this Questionnaire and before (i) the execution of any contract or agreement with any of them and/or the City of New York and (ii) in the case of an agreement to purchase or enter into a ground lease for real property and/or a financing through or straight lease or retention transaction with the New York City Industrial Development Agency, the closing of the transaction; and that all information supplied by me is true to the best of my knowledge, information and belief. I understand that the New York City Economic Development Corporation, the New York City Industrial Development Agency, or Apple Industrial Development Corp., as the case may be, will rely on the information supplied by me in this Questionnaire as an inducement to enter into a contract or agreement and to close a transaction with the Applicant.

Sworn to me

This \_\_\_\_\_ Day of \_\_\_\_\_ 200\_\_\_\_\_

\_\_\_\_\_  
Name of Applicant

Notary Public

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

\_\_\_\_\_  
Signature of Authorized Person

\_\_\_\_\_  
Print Name and Title of Authorized Person

\_\_\_\_\_  
Date

## APPENDIX 4: Project Financing Questionnaire

If applicable, please fill out the following table, providing a breakdown of the cost of the proposed development and identifying the intended financing sources:

USES	Cost per SF	Total Cost
Property Acquisition (purchase price offer from above)	\$	\$
Foundation	\$	\$
Site Work	\$	\$
Building Construction	\$	\$
Parking and Loading	\$	\$
Landscaping	\$	\$
Other	\$	\$
Other	\$	\$
Construction Contingency (10% of Hard Costs)	\$	\$
Architectural Fee	\$	\$
Engineering Fee	\$	\$
Developer or Construction Manager Fee	\$	\$
Legal and Accounting Fees	\$	\$
Financing Costs	\$	\$
Other	\$	\$
Other	\$	\$
<b>TOTAL USES</b>	\$	\$
<b>SOURCES</b>		
Bank Loan/Mortgage Reminder: Please submit letter of financing commitment with the Questionnaire.		\$ Rate: Term:
Equity		\$
Other		\$
Other		\$
<b>TOTAL SOURCES</b>		\$

## APPENDIX 5: HireNYC

NYCEDC recognizes the importance of creating employment opportunities for low-income persons, enabling them to participate in the City's economic growth. To this end, NYCEDC has developed the HireNYC program. Participation in this program requires the selected Developer to make best faith efforts to achieve the hiring and workforce development goals described below.

Each Respondent must include within its response a HireNYC program plan explaining how it will seek to achieve the goals and other requirements below and describing its experience, if any, conducting similar hiring and workforce development programs or undertaking other efforts to create employment opportunities for low-income persons in order to assist NYCEDC in its assessment of each Respondent's capacity in this area.

The program should describe all programmatic details, including, as applicable, collaboration with a Designated City Agency, implementation, record-keeping and monitoring processes and any other relevant information. For the purposes of this RFP, the target population is defined as persons who have an income that is below two hundred percent (200%) of the poverty level as determined by the New York City Center for Economic Opportunity (a description of the income level meeting this threshold for each household size is available upon request).

The hiring and workforce development goals to be incorporated into the Program shall include, at a minimum, the following goals or, at each Respondent's discretion, higher goals (collectively, the "Goals"):

- |                   |  |
|-------------------|--|
| Hiring Goal:      | Fifty percent (50%) of all new permanent jobs created in connection with the project (including jobs created by tenants but excluding jobs relocated from other sites) will be filled by members of the target population for a period beginning, for each employer, at commencement of business operations and continuing for eight (8) years thereafter. |
| Retention Goal:   | Forty percent (40%) of all employees whose hiring satisfied the Hiring Goal will be retained for at least nine (9) months from the date of hire.   |
| Advancement Goal: | Thirty percent (30%) of all employees whose hiring satisfied the Hiring Goal will be promoted to a higher paid position within one (1) year.   |
| Training Goal:    | All tenants will cooperate with the Designated City Agency to provide skills-training or higher education opportunities to members of the target population.   |

The Program must include the following elements:

1. Designation of a workforce development liaison to interact with NYCEDC and the Designated City Agency during the course of the Program.
2. Commitment by the selected Developer (or its successors and assigns, as applicable) to do the following (and provide in each tenant lease, if any, that the tenant will do the following):
  - a. make good faith efforts to achieve the Goals with respect to its operations;
  - b. provide the Designated City Agency with the approximate number and type of jobs that will become available, and for each job type, a description of the basic job qualifications, at least three (3) months before commencing hiring;
  - c. notify Designated City Agency six (6) weeks prior to commencing business operations;
  - d. during initial hiring for any new permanent jobs, consider only applicants referred by the Designated City Agency for the first ten (10) business days, until the Hiring Goal is achieved or until all open positions are filled, whichever occurs first;
  - e. during ongoing hiring for any new permanent jobs, consider only applicants referred by the Designated City Agency for the first five (5) business days, until the Hiring Goal is achieved or until all open positions are filled, whichever occurs first (unless the Designated City Agency reaches a different agreement with the tenant regarding ongoing hiring practices);
  - f. submit to NYCEDC and the Designated City Agency, for eight (8) years following the date of the commencement of business operations, an annual employment and benefits survey that will include, but not be limited to: targeted hiring statistics, wages and job retention, training and advancement data;
  - g. cooperate with annual site visits and satisfaction survey following the date of the commencement of business operations; and
  - h. allow information collected by the Designated City Agency and NYCEDC to be included in public communications, including press releases and other media events.
3. Commitment by the selected Developer (or its successors and assigns, as applicable) to facilitate targeted hiring by (a) arranging meetings and other events at which HireNYC and the Designated City Agency staff can introduce potential or actual tenants to the menu of services available from the Designated City Agency and (b) assisting with information sharing, providing space for hiring activities and transmitting feedback from tenants regarding results of hiring initiatives.

NYCEDC strongly encourages Respondents to include one or more of the following elements in each such Respondent's Program:



1. Commitment by the selected Developer (or its successors and assigns, as applicable) of resources for training efforts, such as making financial investments in employee training and creating a website or other technology-based tools and supports to:
  - a. promote and track workforce development efforts;
  - b. notify tenants of potential grant opportunities; and
  - c. provide assistance to tenants to apply for grants, and share other opportunities or information as may be relevant.
2. Commitment by the selected Developer (or its successors and assigns, as applicable) to provide temporary space and personnel for a satellite outreach or workforce development site to provide outreach and screening of local jobseekers, including, but not limited to, distributing job applications and informing the public of available job opportunities leading up to the commencement of business operations.
3. Commitment by the selected Developer (or its successors and assigns, as applicable) to support connections to education and training. The workforce development liaison will work in partnership with HireNYC staff to connect individuals interested and in need of education and training to training programs and further education, at Designated City Agency service provider locations, or through relationships with other accredited training providers.

HireNYC is a free program that connects the City's workforce development services to economic development projects. For more information about HireNYC contact:

**Dalsie Andrade**  
**Senior Project Manager, Workforce Development**

Phone: 212-312-3876

Email: [dandrade@nycedc.com](mailto:dandrade@nycedc.com)

Program website:

<http://www.nycedc.com/BusinessInNYC/WorkforceDevelopment/Pages/HireNYC.aspx>

#### HireNYC Program Description

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

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

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

Please explicitly explain how you will address the HireNYC goals stated above. In your response, describe what in-house resources are available to meet the program goals or how you will utilize the services available through the City's Department of Small Business Services (SBS) or other workforce development agencies.

1. New Jobs and Skill Level:
  - a. Number of new hires
  - b. Number and type of skilled/semi-skilled jobs

- c. Number and type of unskilled jobs
- 2. Training and Certifications:
  - a. Training required for skilled-semi-skilled jobs
- 3. Workforce Development Liaison:
  - a. Contact information for liaison (include company title)

#### Description of Efforts to Meet Program Goals

1. Discuss how you will facilitate targeted hiring, such as:
  - a. arranging meetings and other events at which NYCEDC, through its HireNYC staff, can introduce potential or actual tenants to the menu of services available from the City's workforce development agencies; and
  - b. assisting with information sharing, providing space for hiring activities, and transmitting feedback from tenants regarding results of hiring initiatives.
2. Discuss how you will support connections to education and training either in partnership with SBS or through relationships with other accredited training providers (in your response please reference resources available for training efforts, such as financial investments in employee training and creating a website or other technology-based tools and supports).
3. Discuss how the workforce development liaison will promote and track workforce development efforts.
4. Discuss options for providing temporary space and personnel for a satellite outreach or workforce development site to provide outreach and screening of local jobseekers.
5. Discuss career advancement opportunities, which may include opportunities to be promoted, to obtain a wage increase, etc.
6. Discuss experience with the implementation of workforce development programs and/or history of collaboration with the City's workforce development agencies (if applicable).

#### Job Type Examples

Including but not limited to:

Skilled/Semi-skilled: All jobs requiring a Commercial Drivers License (CDL), Courtesy Bus Drivers, Cargo Screeners, Mechanics, Managers, Second-level Assemblers, Machine Operators, Fork Lift Operators, Commercial Vehicle Operators, Bookkeepers, Accountants, and Supervisors;

Unskilled: Warehouse Clerks, Office Clerks, Ramp Agents, Laborers, Packers, Assemblers, Cashiers, and Customer Service Representatives.

## **APPENDIX 6: M/WBWE Hiring Utilization Plan and Job Creation Table**

### **M/WBE Hiring Utilization Plan**

NYCEDC is dedicated to furthering the participation of minority and women-owned businesses (“M/WBE”) in its work. If a Respondent is proposing to redevelop the Site, they must submit a plan to address M/WBE participation in the project (“M/WBE Utilization Plan”). M/WBE Utilization Plans should include, but not be limited to:

- Establishment of numerical M/WBE contracting utilization goals or targets;
- Strategies and methods that will facilitate participation by M/WBE firms, such as carve-outs and/or unbundling bid packages;
- Identification of M/WBE firms seeking construction work in connection with such redevelopment; and
- Establishment of administrative procedures for implementation, monitoring and reporting of M/WBE participation.

Businesses that have been certified as being women- or minority-owned by the Port Authority of New York and New Jersey may be eligible to receive expedited certification from the City’s Department of Small Business Services (“DSBS”) after completing the DSBS Expedited Certification Affidavit”, which may be obtained by calling DSBS at (212) 513-6311.

## Job Creation Table

### INITIAL EMPLOYMENT REPORT

In order to comply with Local Law reporting requirements, the Company is required to complete and return this form to NYCEDC, 110 William Street, Attention: Compliance, New York, NY 10038 on or before the execution and delivery of its Project Agreement. **The Company shall submit one report that covers (i) the Company and its Affiliates and (ii) Tenants and subtenants of Tenants.** Each Tenant must complete a copy of this form with respect to itself and any of its subtenants and return it to the Company.

1. Please provide the total number of Full-Time Employees, Part-Time Employees, and Contract Employees that will be employed at the Project Location(s) by the Company and its Affiliates and any Tenants and subtenants of Tenants on or about the date of the Project Agreement (for land sales please use the date of the deed):

Full-Time Employees: \_\_\_\_\_ Part-Time Employees: \_\_\_\_\_ Full-Time Equivalent Employees: \_\_\_\_\_ Contract Employees: \_\_\_\_\_

2. Please estimate the total number of Full-Time Employees, Part-Time Employees, and Contract Employees that will be employed (both retained and created jobs) at the Project Location(s) by the Company and its Affiliates and any Tenants and subtenants of Tenants on June 30<sup>th</sup> of the next eight (8) years following the Closing date:

**Projected Retained and Created Employment for (i) the Company and its Affiliates and (ii) Tenants and subtenants of Tenants on an Annual basis:**

	1 <sup>st</sup>	2 <sup>nd</sup>	3 <sup>rd</sup>	4 <sup>th</sup>	5 <sup>th</sup>	6 <sup>th</sup>	7 <sup>th</sup>	8 <sup>th</sup> year
Full-Time Employees								
Part-Time Employees								
Full-Time Equivalent Employees								
Contract Employees								

#### DEFINITIONS:

**"Affiliate"** is (i) a business entity in which more than fifty percent is owned by, or is subject to a power or right of control of, or is managed by, an entity which is a party to a Project Agreement, or (ii) a business entity that owns more than fifty percent of an entity which is a party to a Project Agreement or that exercises a power or right of control of such entity.

**"Company"** includes any entity that is a party to a Project Agreement.

**"Contract Employee"** is a person who is an independent contractor (i.e., a person who is not an "employee"), or is employed by an independent contractor (an entity other than the Company or its Affiliate, a Tenant or a subtenant of a Tenant), who provides services at a Project Location.

**"Full-Time Employee"** is an employee who works at least 35 hours per week at a Project Location.

**"Full-Time Equivalent Employee"** is two or more Part-Time Employees who collectively work at least 35 hours per week at a Project Location.

**"Part-Time Employee"** is an employee who works less than 35 hours per week at a Project Location.

**"Project Agreement"** is any agreement or instrument (such as a lease agreement or deed) pursuant to which an entity purchases or leases (directly or by assignment from NYCEDC) property from NYCEDC.

**"Project Location"** is any location that is leased (directly or by assignment from NYCEDC) or purchased by the Company from NYCEDC.

**"Tenant"** is a tenant or subtenant (excluding the Company and its Affiliates) that leases or subleases facilities from the Company or its Affiliate at any Project Location.

Certification: I, the undersigned, an authorized officer or principal owner of the Company/Affiliate/Tenant, hereby certify to the best of my knowledge and belief, that all information contained in this report is true and complete. This form and information provided pursuant hereto may be disclosed to the New York City Economic Development Corporation ("NYCEDC") and may be disclosed by NYCEDC in connection with the administration of the programs of NYCEDC and/or the City of New York; and, without limiting the foregoing, such information may be included in (x) reports prepared by NYCEDC pursuant to New York City Charter Section 1301 et. seq., (y) other reports required of NYCEDC, and (z) any other reports or disclosure required by law.

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

Signature By: \_\_\_\_\_ Date: \_\_\_\_\_

Name (print): \_\_\_\_\_ Title: \_\_\_\_\_

## **APPENDIX 7: VENDEX Background Questionnaire Forms**

Purpose: To satisfy VENDEX requirements for a Company or an Individual entering into a contract under \$100,000, land sale, lease, license, permit, or NYCIDA project with NYCEDC. The NYCEDC Project Manager should contact the Contracts Department VENDEX Unit to determine what forms are required.

To Be Completed By: the Company

Fill out the form. The document must be signed and notarized by the Company or Individual that NYCEDC is doing business with.

Return the ORIGINAL documents to the NYCEDC Project Manager.

The NYCEDC Project Manager must submit the documents along with the VENDEX Investigation Request Memorandum to the Contracts Department.

Contact: Regina McCrory 212.312.3594 or Daniel Cwirka 212.312.3736

## APPENDIX 8: Doing Business Data Form

All entities that are doing or seeking to do business with the City, as well as their principal officers, owners and senior managers must follow the procedures established in Local Law 34. In order to avoid the actuality or appearance of a link between governmental decisions and large campaign contributions, lower municipal campaign contribution limits apply to the people listed in the Doing Business Database. Transactions covered by LL 34 include most contracts, concessions, franchises and grants greater than \$5,000, economic development agreements, real property transactions, land use actions and pension investment contracts.

Pursuant to Local Law 34 of 2007(as it may be amended from time to time, “LL 34”), amending the City’s Campaign Finance Law, the City is required to establish a computerized database containing the names of any “person” that has “business dealings with the city” as such terms are defined in the Local Law. In order for the City to obtain the necessary information to establish the required database, all entities that are doing or seeking to do business with the City, as well as their principal, officers, owners and senior managers are required to follow the procedures established in LL34.

**All Respondents submitting a Proposal in response to this solicitation must complete the attached Doing Business Data Form (“LL34 Form”) and return it with this Proposal submission.** If the Respondent is a proposed joint venture, the entities that comprise the proposed joint venture must each complete a Data Form. If it is determined that a Respondent has failed to submit a LL34 Form or submitted a LL34 Form that is incomplete, the Respondent will be notified and will be given four (4) calendar days from receipt of notification to cure the specified deficiencies and return a complete LL34 Form. Failure to do so will result in a determination that the Proposal submission is non-responsive. Receipt of notification is defined as the day notice is emailed or faxed (if the Respondent has provided an email address or fax number), or no later than five (5) days from the date of mailing or upon delivery, if delivered.

## Doing Business Data Form: Real Property Transactions

To be completed prior to distribution	
Agency: _____	Submission Date: _____
Transaction ID: _____	
Check One: <input type="checkbox"/> Competitive Solicitation (P)	<input type="checkbox"/> Application or Award (A)
Check One: <input type="checkbox"/> Acquisition	<input type="checkbox"/> Disposition
<input type="checkbox"/> Leasing to City	<input type="checkbox"/> Leasing from City

Any entity participating in a transaction for the acquisition or disposition of real property with the City of New York must complete a Doing Business Data Form (see Q&A sheet for more information). Please either type responses directly into this fillable form or print answers by hand in black ink, and be sure to fill out the certification box on the last page. **Submission of a complete and accurate form is required for any entity to enter into a real property transaction.**

This Data Form requires information to be provided on principal officers, owners and senior managers. The name, employer and title of each person identified on the Data Form will be included in a public database of people who do business with the City of New York; no other information reported on this form will be disclosed to the public. This Data Form is not related to the City's VENDEX requirements.

Please return the completed Data Form to the City office that supplied it. Please contact the Doing Business Accountability Project at [DoingBusiness@cityhall.nyc.gov](mailto:DoingBusiness@cityhall.nyc.gov) or 212-788-8104 with any questions regarding this Data Form. Thank you for your cooperation.

### Section 1: Entity Information

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

Entity EIN/TIN: \_\_\_\_\_

#### Entity Filing Status (select one):

- ☐ Entity has never completed a Doing Business Data Form. *Fill out the entire form.*
- ☐ Change from previous Data Form dated \_\_\_\_\_. *Fill out only those sections that have changed, and indicate the name of the persons who no longer hold positions with the entity.*
- ☐ No Change from previous Data Form dated \_\_\_\_\_. *Skip to the bottom of the last page.*

Entity is a Non-Profit: ☐ Yes ☐ No

Entity Type: ☐ Corporation (any type) ☐ Joint Venture ☐ LLC ☐ Partnership (any type)  
☐ Sole Proprietor ☐ Other (specify): \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone : \_\_\_\_\_ Fax : \_\_\_\_\_

E-mail: \_\_\_\_\_

Provide your e-mail address and/or fax number in order to receive notices regarding this form by e-mail or fax.

**Section 2: Principal Officers**

Please fill in the required identification information for each officer listed below. If the entity has no such officer or its equivalent, please check "This position does not exist." If the entity is filing a Change Form and the person listed is replacing someone who was previously disclosed, please check "This person replaced..." and fill in the name of the person being replaced so his/her name can be removed from the *Doing Business Database*, and indicate the date that the change became effective.

**Chief Executive Officer (CEO) or equivalent officer**☐ This position does not exist

The highest ranking officer or manager, such as the President, Executive Director, Sole Proprietor or Chairperson of the Board.

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

☐ This person replaced former CEO: \_\_\_\_\_ on date: \_\_\_\_\_

**Chief Financial Officer (CFO) or equivalent officer**☐ This position does not exist

The highest ranking financial officer, such as the Treasurer, Comptroller, Financial Director or VP for Finance.

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

☐ This person replaced former CFO: \_\_\_\_\_ on date: \_\_\_\_\_

**Chief Operating Officer (COO) or equivalent officer**☐ This position does not exist

The highest ranking operational officer, such as the Chief Planning Officer, Director of Operations or VP for Operations.

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

☐ This person replaced former COO: \_\_\_\_\_ on date: \_\_\_\_\_

For information or assistance, call the Doing Business Accountability Project at 212-788-8104.



**Section 3: Principal Owners**

Please fill in the required identification information for all individuals who, through stock shares, partnership agreements or other means, own or control 10% or more of the entity. If no individual owners exist, please check the appropriate box to indicate why and skip to the next page. If the entity is owned by other companies, those companies do not need to be listed. If an owner was identified on the previous page, fill in his/her name and write "See above." If the entity is filing a Change Form, list any individuals who are no longer owners at the bottom of this page. If more space is needed, attach additional pages labeled "Additional Owners."

**There are no owners listed because (select one):**

- ☐ The entity is not-for-profit    ☐ There are no individual owners    ☐ No individual owner holds 10% or more shares in the entity  
☐ Other (explain): \_\_\_\_\_

**Principal Owners (who own or control 10% or more of the entity):**

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

**Remove the following previously-reported Principal Owners:**

Name: \_\_\_\_\_ Removal Date: \_\_\_\_\_

Name: \_\_\_\_\_ Removal Date: \_\_\_\_\_

Name: \_\_\_\_\_ Removal Date: \_\_\_\_\_

For information or assistance, call the Doing Business Accountability Project at 212-788-8104.

**Section 4: Senior Managers**

Please fill in the required identification information for all senior managers who oversee any of the entity's real property transactions with the City. Senior managers include anyone who, either by title or duties, has substantial discretion and high-level oversight regarding the solicitation, letting or administration of any real property transaction with the City. **At least one senior manager must be listed, or the Data Form will be considered incomplete.** If a senior manager has been identified on a previous page, fill in his/her name and write "See above." If the entity is filing a Change Form, list individuals who are no longer senior managers at the bottom of this section. If more space is needed, attach additional pages labeled "Additional Senior Managers."

**Senior Managers:**

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

First Name: \_\_\_\_\_ MI: \_\_\_\_\_ Last: \_\_\_\_\_

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

Employer (if not employed by entity): \_\_\_\_\_

Birth Date (mm/dd/yy): \_\_\_\_\_ Home Phone #: \_\_\_\_\_

Home Address: \_\_\_\_\_

**Remove the following previously-reported Senior Managers:**

Name: \_\_\_\_\_ Removal Date: \_\_\_\_\_

Name: \_\_\_\_\_ Removal Date: \_\_\_\_\_

**Certification**

I certify that the information submitted on these four pages and \_\_\_\_\_ additional pages is accurate and complete. I understand that willful or fraudulent submission of a materially false statement may result in the entity being found non-responsible and therefore denied future City awards.

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

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

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

Title: \_\_\_\_\_ Work Phone #: \_\_\_\_\_

Return the completed Data Form to the agency that supplied it.

For information or assistance, call the Doing Business Accountability Project at 212-788-8104.



Printed on paper containing 30% post-consumer material

## APPENDIX 9: Statement of Agreement

### SAMPLE

(On company letterhead)

Date:

New York City Economic Development Corporation  
110 William Street, 6<sup>th</sup> Floor  
New York, NY 10038  
Attn: Maryann Catalano, Agency Chief Contracting Officer

Dear Ms. Catalano:

This letter hereby certifies that [Respondent] has read this RFP and the Appendices fully and agrees to the terms and conditions set forth in this RFP and Appendices.

Sincerely,

Respondent

Respondent Title [*must be authorized principal or officer of the respondent*]

## **APPENDIX 10: CEQR & ULURP Fee Schedules**

Please refer to Subchapter A of Chapter 3 of Title 62 of the Rules of the City of New York

For more information, please visit <http://www.nyc.gov/html/dcp/html/luproc/ceqrfee.shtml> and <http://www.nyc.gov/html/dcp/html/luproc/ulurpfee.shtml>.

## **APPENDIX 11: Economic Development Benefits**

The following are select economic development benefits that may be available to the Selected Respondent if it meets eligibility requirements, including but not limited to, factors such as site use and location. The descriptions are for general informational purposes only. The potential benefits described herein are subject to approval by the appropriate governmental agencies. Accordingly, neither the Respondents nor any third party should view the contents of this section as a final offer from, or commitment by, the State, City, NYCEDC or any other affiliated or unaffiliated agency or public authority. The below information is subject to change.

### **Incentives**

#### **Business Incentive Rates (“BIR”)**

BIR reduces the delivery components of electricity bills by 30-35 percent. Businesses are expected to increase and maintain their employment in New York City. The company must also be applying for (and subsequently receiving) another city or state benefit that equals or exceeds the value of the BIR benefit. Those benefits include, but are not limited to: Industrial Development Agency (IDA) incentives, Industrial and Commercial Abatement Program, Energy Cost Savings Program, and Excelsior Jobs Program. The incentive can last up to five (5) years.

More information on the BIR program is located on the NYCEDC website at <http://www.nycedc.com/program/business-incentives-rate>.

#### **Commercial Expansion Program (“CEP”)**

The CEP program provides a rent abatement of up to \$2.50 per square foot to new, renewal, and expansion leases. Both for-profit and not-for-profit organizations are eligible for benefits up to for up to five (5) years. Manufacturing companies may receive benefits for up to ten (10) years. Respondents to this RFP qualify under the M1 zoning of the Armory site.

More information on the CEP program is located on the NYCEDC website at <http://www.nycedc.com/program/commercial-expansion-program>.

#### **Food Retail Expansion to Support Health (“FRESH”)**

The Site is located within a FRESH program area, which is intended to ensure a supply of healthy food. Grocery stores operators renovating existing retail space or developers seeking to construct or renovate retail space that will be leased by a full-line grocery store operator are eligible for this benefit. Financial benefits include reduction in real estate tax, deferral of mortgage recording tax, and exemption from sales tax. Zoning incentives include additional development rights, reduction in parking requirements, and larger as-of-right stores in light manufacturing M-1 zoning districts.

More information on the FRESH program is located on the NYCEDC website at <http://www.nycedc.com/financingincentives/taxexemptions/FRESH>.

#### **Industrial and Commercial Abatement Program (“ICAP”)**

ICAP reduces a portion of the increase in real property taxes due to new construction, modernization or rehabilitation of commercial buildings by providing 25-year tax abatements for

qualified projects. Certain commercial properties in eligible locations receive additional inflation protection on their assessment base.

More information on ICAP is located on the Department of Finance website at <http://www.nycedc.com/program/industrial-commercial-abatement-program>.

#### New Markets Tax Credit (“NMTC”) Program

The Site is also within a NMTC-eligible census tract. Enacted by Congress in 2000, and administered by the U.S. Department of Treasury Community Development Financial Institutions (“CDFI”) Fund, the NMTC Program is a federal program that facilitates private sector financing for acquisition, construction, and major rehabilitation of commercial, industrial, community facility, and mixed-use residential developments in low-income communities

More information on the New Markets Tax Credits program is located on the NYCEDC website at <http://www.nycedc.com/program/new-markets-tax-credits-program>.

#### Rehabilitation Tax Credit (“Historic Tax Credit”) Program

Depending on the nature and character of a Respondent’s proposal, its project may qualify for State and Federal historic preservation tax credits. The Federal Historic Preservation Tax Incentives program, administered by the National Park Service in cooperation with the State Historic Preservation Offices, offers a 20% federal income tax credit for the substantial rehabilitation of historic properties. If a project qualifies for federal tax credits, the State also offers an additional state tax credit if the property is located in an eligible census tract. Owners can receive an additional 20% of the qualified rehabilitation expenditures up to \$5,000,000. For more information on Historic Tax Credits, please visit: <http://www.nysparks.com/shpo/tax-credit-programs/> and <http://www.nps.gov/tps/tax-incentives.htm>.

It is possible for a project to receive credits from both the NMTC Program and the Historic Tax Credit Program.

## **APPENDIX 12: Conditions, Terms and Limitations**

In addition to those stated elsewhere, this RFP and any transaction resulting from this RFP are subject to the conditions, terms and limitations stated below:

- A. Upon submission of a proposal to this RFP, Respondents, and their representatives and agents, shall treat their proposals and all information obtained from the Site File or otherwise obtained from NYCEDC or the City in connection with this RFP (“Confidential Information”) confidentially, and shall not discuss, publish, divulge, disclose or allow to be disclosed the Confidential Information to any other Respondent or any other person, firm or entity, including press or other media, without NYCEDC’s prior written approval. Respondents shall refer all press and other inquiries concerning the RFP and the Confidential Information, without further comment, to NYCEDC.
- B. The Site is to be leased in “as is” condition and is to be conveyed subject to all applicable title matters.
- C. The City, DHS and NYCEDC, and their respective officers, employees, and agents, make no representation or warranty and assume no responsibility for the accuracy of the information set forth in this RFP or the Site File, the physical condition of the Site, the status of title thereto, its suitability for any specific use, the absence of hazardous waste, or any other matter. All due diligence is the responsibility of the Respondent and Respondents are urged to satisfy themselves with respect to the physical condition of the Site, the information contained herein, and all limitations or other arrangements affecting the Site. As stated in the RFP, NYCEDC will make available for review, to any Respondent so requesting, the Site File. NYCEDC, the City and DHS will not be responsible for any injury or damage arising out of or occurring during any visit to the Site.
- D. The proposed development shall conform to, and be subject to, the provisions of the New York City Zoning Resolution, all other applicable laws, regulations, and ordinances of all Federal, State and City authorities having jurisdiction, and any applicable Urban Renewal Plan, design guidelines or similar development limitations, as all of the foregoing may be amended from time to time. Without limiting the foregoing, closing on a proposed transaction shall be subject to successful completion of the City’s Uniform Land Use Review Procedure (“ULURP”), if not already completed, completion of the City Environmental Quality Review (“CEQR”), approval by the applicable Community Board, compliance with Section 384(b)(4) of the New York City Charter, and approval by NYCEDC’s Board of Directors. ULURP and CEQR compliance shall be solely at the expense of the Selected Respondent. NYCEDC will cooperate with the Selected Respondent in obtaining necessary approvals.



- E. The selection of an Applicant will depend on satisfaction of the additional documentation and review requirements described in this RFP, and will be subject to the subsequent approval of the Mayor.
- F. No transaction will be consummated if any principal of any Selected Respondent is in arrears, or in default upon any debt, lease, contract, or obligation to the City of New York, including without limitation, real estate taxes and any other municipal liens or charges. The City reserves the right not to review any proposal by any such Applicant.
- G. Neither NYCEDC nor the City is obligated to pay and shall not pay any costs incurred by any Respondent at any time unless NYCEDC or the City has expressly agreed to do so in writing.
- H. Only proposals from principals will be considered responsive. Individuals in representative, agency or consultant status may submit proposals only under the direction of identified principals, where the principals are solely responsible for paying for such services.
- I. This is a Request for Proposals not a Request for Bids. NYCEDC shall be the sole judge of each response's conformance with the requirements of this RFP and of the merits of the individual proposals. NYCEDC reserves the right to waive any conditions or modify any provision of this RFP with respect to one or more applicants, to negotiate with one or more of the applicants with respect to all or any portion of the Site, to require supplemental statements and information from any Respondents, to establish additional terms and conditions, to encourage applicants to work together, or to reject any or all responses, if in its judgment it is in the best interest of NYCEDC and the City to do so. If all proposals are rejected, this RFP may be withdrawn and the Site may be retained, and re-offered under the same or different terms and conditions, or disposed of by another method, such as auction or negotiated disposition. In all cases, NYCEDC shall be the sole judge of the acceptability of the proposals. NYCEDC will enforce the submission deadline stated in the RFP. All proposals become the property of NYCEDC.
- J. All terms in this RFP related to the permitted use and bulk of the Site shall be as defined in the New York City Zoning Resolution and any applicable Urban Renewal Plan, design guidelines, or similar development limitations and controls. Where any conflict arises in such terms, the most restrictive shall prevail.
- K. Except as specifically provided herein, the Selected Respondent will pay all applicable taxes payable with respect to the conveyance of the Site, including transfer and

mortgage recording taxes. Selected Respondent will be required to pay the New York City Real Property Transfer Tax and New York State Real Estate Transfer Tax, notwithstanding any exemption from sale on account of the City's or NYCEDC's involvement in the transaction.

- L. This transaction will be structured as a “net” deal to NYCEDC, with the Selected Respondent being responsible for all fees relating to the transaction and all costs incurred by NYCEDC including, but not limited to, costs for outside legal counsel, if any, studies, and outside consultants.
- M. All proposals and other materials submitted to NYCEDC in response to this RFP may be disclosed in accordance with the standards specified in the Freedom of Information Law, Article 6 of the Public Officers Law (“FOIL”). The entity submitting a proposal may provide in writing, at the time of submission a detailed description of the specific information contained in its submission, which it has determined is a trade secret and which, if disclosed, would substantially harm such entity's competitive position. This characterization shall not be determinative, but will be considered by NYCEDC when evaluating the applicability of any exemptions in response to a FOIL request.
- N. In furtherance of NYCEDC's mission of economic development, the ground lease of the Site will be subject to NYCEDC's standard provisions for similar transactions. The deed conveying the Site to the Selected Respondent shall, to the extent applicable, contain redevelopment obligations as well as restrictions on use and transfer of the Site. Failure to comply with these restrictions will result in a right by NYCEDC, the City, or State of New York to re-enter and re-acquire the Site for no consideration.
- O. The Selected Respondent will be required to deliver evidence to NYCEDC of the creation of employment opportunities at the Site for the first eight (8) years after the closing of the transaction. The Selected Respondent must also agree in good faith to consider any proposals made by the City or City-related entities with regard to jobs the Selected Respondent is seeking to fill and to provide the City with the opportunity to make job referrals, and create a training program for City residents. The Selected Respondent will be required to cause commercial tenants to agree to these provisions at the time it enters into leases with such tenants.