



**REQUEST FOR PROPOSALS
FOR
INTERNAL AUDIT SERVICES**

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1 BACKGROUND INFORMATION

1.1 Purpose and Objectives

Battery Park City Authority d/b/a Hugh L. Carey Battery Park City Authority (“BPCA”) and its affiliate, the Battery Park City Parks Conservancy (“BPCPC”), collectively referred to herein as the “Organization,” request proposals from independent certified public accounting firms (individually a “Proposer” and collectively the “Proposers”) to provide multidisciplinary internal audit services and advice to the Organization, including risk identification, analysis and mitigation measures, and to provide assurance to the Organization on the adequacy of its respective governance, risk management and control processes (the “Work”).

The Work will be provided under the direction of the Vice President of Administration and Internal Audit as well as the Board of Director’s Audit Committee.

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

1.2 Anticipated Contract Term

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

1.3 History and Structure of the Organization

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

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

Since its inception, BPCA has caused the staged development of Battery Park City, in individual parcels, creating a richly diversified mixed use community providing residential and commercial space, with related amenities such as parks, open spaces, plazas, recreational areas and a waterfront esplanade. Most individual parcels of land in Battery Park City were developed into residential and commercial buildings by tenants (“Ground Lease Tenants”) under long-term ground leases with BPCA. The Ground Lease Tenants are responsible for the maintenance, insurance and defense and indemnification of BPCA with regard to those leased parcels. The Battery Park City project consists of approximately 92 acres of landfill created, owned, and operated by the Organization. The project’s plan of development included approximately 35

acres of parkland and open spaces and provides for the construction, by private developers, of approximately 10.2 million square feet of office space, a 500,000-square-foot commodities trading facility, retail space, a marina, two hotels, a multiplex cinema, museums, three public schools, a public library, and approximately 8,600 residential units.

Battery Park City Parks Conservancy (“BPCPC”) was incorporated on December 2, 1987 as a New York not-for-profit corporation. The Conservancy was formed by the BPCA to comply with certain requirements of agreements between the BPCA and New York City pursuant to which the Authority is obligated to maintain and repair the parks and open spaces in and around Battery Park City’s residential areas. March 1988, the BPCA entered into a management agreement with BPCPC, which authorized the Conservancy to undertake all responsibilities, related to the operation, maintenance, and repair of such parks and open spaces. BPCPC’s mandate is to manage the parks for the enjoyment of the public. BPCPC carries out its mission by maintaining 36 acres of parks, playgrounds and open spaces, including a mile-long waterfront esplanade. BPCPC also develops programs and manages public events for the Battery Park City community.

For profiles of the Organization’s leadership group, please visit BPCA’s official website at <http://bpca.ny.gov/about/leadership/>. BPCA has a seven member board, each of whom serve without compensation although there are currently only five sitting members. The board has three committees: Investment Committee, Governance Committee and Audit & Finance Committee.

There are approximately 150 employees within the Organization, all of whom work either from BPCA’s office located at 200 Liberty Street or from BPCPC’s headquarters located at 75 Battery Place.

Key departments within the Organization include:

- Finance
- Real Property
- Administration
- Legal
- Human Resources
- Parks Operations
- External Relations

The Organization uses multiple computer systems including MS Dynamics Great Plains, Open Text, Paramount Workplace, ABRA and Filemaker Pro. Certain functions (e.g. permitting, calculation of PILOT billings, certificate of insurance compliance) are performed manually and involve use of spreadsheets and data from external sources. Payroll is currently outsourced to ADP. Other outsourced work includes capital improvements and some technology support functions. Additionally, the Organization oversees approximately 100 active vendor contracts and about 50 ground leases.

1.4 Audit Structure

The Organization is governed by the provisions of the Battery Park City Authority Act, the Public Authorities Law, and various other State and Local laws. Many of the Organization’s policies and procedures are subject to review by the State, and the Organization is subject to audits conducted by the State Comptroller’s Office and Inspector General.

By mandate of the Public Authorities Law and other statutes and regulations, BPCA publishes certain reports and guidelines for public review, including:

- Annual Report, including mission statement and performance measures, projects undertaken, property acquisition/disposal summary, and assessment of internal controls

- Financial Reports
- Investment Guidelines
- Procurement Guidelines
- Four Year Financial Plan

BPCA's makes such reports and guidelines available at: <http://bpca.ny.gov/public-information/>.

BPCA anticipates that the Work will begin with a review of the entity-wide controls currently in place. Such review should be designed to enable the selected Proposer to better understand the Organization's governing and operating structure. The initial review will be followed by a risk assessment of each department and functional area to identify the areas of highest risk, and then development of a multi-year schedule of internal audit components that will be conducted by the successful Proposer.

1.5 Summary of Key Financial Information

BPCA is audited annually by Marks Paneth LLP. Most recently, the firm issued an unqualified opinion on BPCA's financial statements for the fiscal years ended October 31, 2013 and October 31, 2014. BPCA's most recently completed audited financial statements may be viewed at www.bpca.ny.gov/public-information/. An overview of BPCPC's operations may be viewed at www.bpcparks.org. The audited financial statements and related reports found on the Organization's websites provide an overview of the Organization's operations and the areas of expertise in which the selected Proposer must be proficient.

The following key summary financial information may be useful in preparing a Proposal. Except as noted, all information is for the fiscal year ended October 31, 2014:

- The Organization maintained total assets and deferred outflows of resources of approximately \$1.09 billion. Of this total, BPCA's investment in project assets, net of accumulated depreciation, was approximately \$485.2 million. These project assets include land, site improvements, a residential building and condominium units.
- Bond resolution restricted assets are funds and accounts established in accordance with the 2003, 2009 and 2013 Revenue Bond resolutions. Such assets were approximately \$389.4 million at October 31, 2014.
- The Organization's total liabilities were \$1.76 billion at fiscal year-end. Total liabilities comprise amounts due to the City, accrued interest on bonds, unearned revenue, security and other deposits, OPEB, outstanding bonds, and accounts payable and accrued expenses.
- In September 2014, Battery Park City's senior bonds credit rating outlook was revised upward to (AAA) Stable. Fitch Ratings also affirmed the 'AAA' rating on the following outstanding senior lien revenue bonds issued by the Authority:
 - \$56.6 million series 2009A (federally taxable - BABs)
 - \$31.6 million series 2009B
 - \$407.1 million series 2013A
 - \$6.9 million series 2013B (Federally Taxable Bonds)
- The Organization had a total of \$256 million in operating revenues. Payments in lieu of real estate taxes ("PILOT") revenue totaled approximately \$181.7 million, Base rent was \$62.7 million and Civic facilities and other operating revenues were \$10 million for the fiscal year.
- Total operating expenses were \$44.1 million. These expenses include: wages and related benefits; OPEB; operating and administrative expenses such as security, insurance, rent, maintenance, transportation, legal, financial, and promotional; planning/design expenditures; and depreciation and amortization.
- Total non-operating expenses for the fiscal year were approximately \$208.9. A provision for transfer to the City of \$124.5 million in excess revenues was charged to expense, as well as a provision for transfer to the City for a 421-A affordable housing fund of \$42.8 million.

1.6 General Provisions

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

- withdraw and/or cancel this RFP at any time before final award of the contract;
- request clarification and/or additional information from any or all Proposers;
- amend any term or requirement of this RFP at any time before award of a contract (Proposers may amend their Proposals, as directed by BPCA, if BPCA materially alters or amends the RFP after submission of Proposals);
- alter any key dates or deadlines related to this RFP;
- award the Work, in whole or in part, to one or more Proposers;
- reject any Proposal that does not strictly conform to the requirements of this RFP;
- conduct an interview with any or all of the Proposers to aid the evaluation process; and
- negotiate potential contract terms with any Proposer.

BPCA is not liable or responsible in any way for any expenses incurred in the preparation of a Proposal in response to this RFP.

All information submitted in response to this RFP is subject to the Freedom of Information Law, Article 6 of the New York State Public Officers Law ("FOIL"), which requires public access to certain documents possessed by BPCA, unless a specific exemption applies. Proposers are responsible for identifying any information in their respective Proposal considered to be confidential and exempt from FOIL.

2 PROPOSAL REQUIREMENTS

2.1 Submission of Proposals

Proposals are due and must be received by BPCA no later than 3:00 p.m. on December 18, 2015

Proposers must submit five (5) paper copies of their technical Proposals, one (1) copy of the cost proposal in a *separate* sealed envelope, and one (1) electronic copy of both the technical and cost proposals. All contents should be submitted in a sealed package clearly marked "**Proposal Enclosed – Internal Audit Services**" to the Designated Contact **by messenger, overnight courier or certified mail** to the following address:

Maria Ellison
Battery Park City Authority
200 Liberty Street, 24th Floor
New York, NY 10281

BPCA is not responsible for any internal or external delivery delays which may cause any Proposal to arrive beyond the stated Due Date. To be considered, Proposals must arrive at the time and place specified herein and be time stamped by BPCA's time stamp prior to the Due Date. Please leave ample time for building security, as late Proposals will not be accepted. Proposals submitted by fax or electronic transmission will NOT be accepted. A Proposer may, after submitting a Proposal, amend its Proposal by submitting a second, amended Proposal, clearly labeled "**Amended Proposal - Internal Audit Services**" as long as the amended Proposal is submitted by the Due Date.

2.2 Key Dates

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

- RFP issued: November 23, 2015.
- **Pre-proposal meeting: Tuesday, December 2 at 10:00am** at **200 Liberty Street, 24th Floor.**

- Deadline to submit questions to BPCA: December 4, 2015 by 4:00 p.m. (by email only)
 - All questions regarding this RFP should be submitted in writing via email to the “Designated Contact”: Maria Ellison, Special Assistant to the Vice President of Administration, Battery Park City Authority, at maria.ellison@bpca.ny.gov.
- Deadline to submit Intent to Bid: December 4, 2015 by 4:00 p.m. (email only)
- Deadline for BPCA’s response to substantive questions: December 11, 2015 (by email)
- **DUE DATE FOR RESPONSES TO RFP: December 18, 2015 by 3:00 p.m. (the “Due Date”)**

2.3 Minimum Qualifications

The following are the Minimum Qualification Requirements for this RFP. **Proposals that fail to comply with these requirements will be rejected.**

- Proposer must be a firm of Certified Public Accountants (“CPA”)
- The Lead Partner must be a licensed CPA.
- Proposer must be licensed and registered to conduct business in New York State.
- Proposer must be a firm with at least 10 years of experience providing internal audit services

2.4 MBE/WBE participation, joint ventures and sub-contracting goals

Contractor requirements and procedures for business participation opportunities for New York State certified MBEs/WBEs and equal employment opportunities for minority group members and women are attached as Exhibit A. For questions relating to MBE/WBE participation, joint ventures and sub-contracting goals *only*, please contact “MBE/WBE Designated Contact” Mr. Anthony Peterson at Anthony.peterson@bpca.ny.gov or 212-417-2337.

2.5 Restricted Period

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

2.6 Intent to Bid

Vendors that intend to bid on this project are requested to submit a formal intent to bid via email to maria.ellison@BPCA.ny.gov by December 4, 2015, at 4:00PM. EST.

Information in the email should include the following:

Company Name: _____

Address: _____

Contact Name: _____

Phone: _____

Fax: _____

Email Address: _____

Dear Madam:

This is to advise you that the above-named company intends to submit a proposal for the BPCA Internal Audit Services RFP.

3 TECHNICAL PROPOSAL CONTENT AND FORMAT

Each Proposal must be printed on 8½” x 11” paper. Pages must be numbered. Each Proposal will be evaluated on the basis of its content, not length and must be limited to no more than fifteen (15) pages, exclusive of the Transmittal Letter and the required attachments listed below.

3.1 Transmittal Letter

Proposal must include a signed Transmittal Letter from a person associated with the Proposer who is authorized to bind the Proposer, preferably the Lead Partner. **Proposals with unsigned Transmittal Letters will be rejected.**

The Transmittal Letter must include a representation by the Proposer that, except as disclosed in the Proposal, no officer or employee of the Proposer is directly or indirectly a party to or in any other manner interested financially or otherwise in this RFP.

3.2 Executive Summary

Please provide a high-level overview of your Proposal.

3.3 General Information

Each Proposal must include the following information about the Proposer and its professional staff:

1. Provide information about your firm’s background. Include a brief history of the firm, full corporate name and affiliate organizations, a full description of ownership, current location and territory attended to, number of employees, and number of years of experience providing internal audit services.
2. Provide background information on the principals of your company who will be associated with this engagement. Provide information about the general organization structure of your firm, including names and reporting relationships of key management team members.
3. Provide a profile of the types of accounts and clients for which your firm presently provides internal auditing services, particularly your firm’s experience with government, real estate and financial entities. Describe any services your firm offers that may distinguish it from others or any unique qualifications of your firm to provide auditing services to the Organization.
4. Identify the Lead Partner who will be the primary contact and lead manager in providing services to BPCA, and who will be listed as a “key person” in any contract with the Organization.
5. Provide information about the audit team to be assigned to perform the Work, including the team’s proposed organization and staffing, as well as a description of the roles and responsibilities of each proposed audit team member. Include an organizational chart of the proposed audit team and a brief biography of the persons who will be primarily responsible for performing the Work. Describe your firm’s “backup plan” in the event one or more of persons assigned to this engagement leave the firm.

3.4 RFP Questions

Please include the following in your proposal with regard to your firm’s audit approach and methodology:

1. Describe how you would approach conducting an initial risk assessment for the Organization and how you would develop an internal audit schedule for the periodic review of internal controls in each of the Organization's departments based upon the risk assessment.
2. Describe the methods by which audit programs will be prepared and tailored to the Organization's unique processes. Provide your firm's audit and internal controls philosophy, in particular with respect to assets and controls of government, real estate and financial organizations.
3. Describe your firm's experience in auditing technology systems controls, including accounting software systems, PC based software applications, local area networks, cybersecurity controls, etc.
4. Describe the methods by which the quality of the individual audits will be assured by your company. Describe your proposed team's experience with similar work for other public agencies and authorities, with a particular emphasis on New York State agencies and authorities.
5. Describe the method by which the work completed by the audit engagement team will be documented, in addition to any reports provided, and the availability of such documentation for review by the Organization, regulators, external accountants, etc. Also indicate where such work papers will be maintained and whether there are any circumstances under which the Organization would not be provided copies of work papers it requests.
6. Provide samples of management reports, including audit reports and comment/recommendation tracking or follow-up reports that the Organization can expect to receive in connection with the firm's audit services. Detail proposed meeting availability for phone calls and in-person meetings. Presence at Board meetings may be needed periodically as well.
7. Describe the extent to which Organization personnel will be required to assist or provide support to the members of your staff conducting audits. Describe any support requirements expected of the Organization (i.e. special reports, technology, etc.)

3.5 Conflict, Litigation and Censure Information

Please respond to the following questions as part of your Proposal:

- Describe how your firm identifies and manages conflicts of interest. Are there any potential conflict of interest issues in representing the Organization? List any professional or personal relationships your firm's employees may have with the Organization's Board and/or staff members.
- Within the past three years, have there been any significant developments in your firm such as changes in ownership or restructuring? Do you anticipate any significant changes in the near future? If so, please describe.
- Has your firm or any of the firm's partners/employees been disciplined or censured by any regulatory body within the last 5 years? If so, please describe the relevant facts.
- Within the last five years, has your firm, or a partner or employee in your firm, been involved in litigation or other legal proceedings relating to the provision of services? If so, please provide an explanation and the current status or disposition of the matter.

3.6 References

- Please provide at least three (3) client references for whom your firm has performed similar work to that requested in this RFP, preferably for government, real estate and/or financial entities. For each client, describe the project, the project's date, and services performed, and provide the name, address, and telephone number for a person at client's firm familiar with such work.
- In the past five years, have any public sector clients terminated their working relationship with your firm? If so, please provide a brief statement of the reasons. Provide the name of the client and each such client's in-house counsel's name, address and telephone number.

3.7 RFP Required Attachments

- 1) Insurance:

The selected Proposer will be required to provide the types and amounts of insurance as listed below, for the duration of its performance of the Work and to provide a certificate(s) of insurance demonstrating Proposer's compliance with each of the following insurance requirements prior to the award of the contract associated with this RFP:

- **Commercial General Liability Insurance**, written on ISO Form CG 00 001 or its equivalent and with no modification to the contractual liability coverage provided therein, shall be provided on an occurrence basis and limits shall not be less than:
 - \$1,000,000 per occurrence
 - \$1,000,000 General Aggregate

BPCA, BPCPC, and the State of New York must be protected as additional insured on ISO Form CG 2010 (11/85) or its equivalent and must be included as such on all subcontracts. Should the Proposer's work include construction activities of any kind then the Proposer must maintain Products / Completed Operations coverage for no less than three years after the construction work is completed.

- **Umbrella Liability Insurance** at a limit not less than \$1,000,000 per occurrence and in the aggregate. BPCA, BPCPC, and the State of New York must be protected as additional insured and must be included as such on all subcontracts.
- **Automobile Liability Insurance** with a Combined Single Limit of not less than \$1,000,000. Coverage must apply to the Proposer's owned, hired, and non-owned vehicles and protect BPCA, BPCPC, and the State of New York as additional insured.
- **Workers' Compensation, Employer's Liability, and Disability Benefits** shall not be less than statutory limits, including United States Longshore and Harbor Workers Act coverage as applicable to the operations of the Proposer.

The costs of the insurance shall be factored into the Cost Proposal. BPCA, BPCPC and the State of New York shall be listed as Additional Insured on CG 2010 (11/85) or similar form and should be included as such on all subcontracts. Policies should contain no limitations/exclusions for Labor Law claims.

2) **Financial Statements:**

Please provide copies of your firm's audited Financial Statements for the previous three years.

3) **Mandatory Forms**

Proposers must complete and include with their Proposal all "Mandatory Forms," which can be found at the BPCA's official website at:

<http://bpcanyc.org/wp-content/uploads/2015/03/Vendor-Responsibility-Questionnaire.pdf>

The Mandatory Forms include the following:

- a. **NYS Standard Vendor Responsibility Questionnaire** – **Submit with the Cost Proposal (as described below), one (1) original unbound set of a completed NYS Standard Vendor Responsibility Questionnaire with original ink signatures. Do not include the Standard Vendor Responsibility Questionnaire in the bound copies of the Cost Proposal.** The NYS Standard Vendor Responsibility Questionnaire must be notarized and signed by the

individual(s) authorized to bind the firm contractually. Indicate the title or position that the signer holds within the firm.

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

4 SCOPE OF WORK

4.1 General Responsibilities

The successful Proposer will provide the Organization with an independent appraisal of the adequacy and effectiveness of its systems of internal administrative and accounting controls, and determine the financial integrity, economy, efficiency and effectiveness of the Organization’s operations when compared with established standards and best practices.

The Proposer shall comply with Generally Accepted Auditing Standards (“GAAS”) as set forth by the Standards for Financial Audits set forth in the U.S. General Accounting Office's Government Auditing Standards and the provisions of U.S. Office of Management and Budget (OMB) Circular A-128 Audits of State and Local Governments.

4.2 Audit Services to be Provided

The selected Proposer shall provide BPCA with the work described below:

1. Perform an entity-wide review of the operations and internal controls in place at the Organization. Such review shall include in-person interviews with relevant management personnel and members of the Board, and the review of available documentation including previous audit reports.
2. Conduct and prepare a risk assessment of the Organization’s operations, that lists, describes and prioritizes the areas for internal audit work to be performed (“Risk Assessment”).
 - a. The Risk Assessment must identify key processes within the Organization and identify potential risks associated with each process.
 - b. The Risk Assessment will be submitted to the Organization for approval prior to being finalized.
3. Develop and submit to the Organization for approval a three-year strategic internal audit plan (“Three-Year Plan”) that identifies the anticipated timing of internal audits to be conducted based on the Risk Assessment. Each major function (or process) within the Organization as identified should be scheduled to be reviewed at least once during the three-year cycle, with the highest risk areas (as identified in the Risk Assessment) to be reviewed more frequently.
4. Review the Risk Assessment and Three-Year Plan annually (at minimum) with the Organization, and modify such documents to reflect any changes in the internal or external environment that affect the risks the Organization is facing.

5. Develop, annually, a detailed internal audit plan (“Internal Audit Plan”) that identifies at least four (4), specific audits that will be conducted within the twelve-month period. The Internal Audit Plan will include, for each audit, the anticipated date of commencement, completion, and any additional relevant milestone dates.
6. Perform a minimum of four (4) internal audits (“Internal Audits”) of several departments each year according to the Internal Audit Plan. Analyze the data obtained in order to identify deficiencies in controls, duplicative effort, wasteful or unnecessary spending, fraud, lack of compliance with federal, state or local laws or failure to follow management policies/practices.
7. Review, and where appropriate, revise, the applicable section(s) of the Organization’s Internal Controls Manual as necessary.
8. Review other areas as deemed necessary or as requested by the Organization.
9. Draft an annual Internal Controls assessment for the Organization pursuant to New York State Public Authorities Law 2800. Please see the Organizations Annual Report at www.bpca.ny.gov/public-information/ for the most recent assessment.

The most recent Risk Assessment performed for the Organization in June 2014 led to the development of an audit plan that included reviews of the areas listed below. It is expected that the next Risk Assessment (and resulting audits) will include, but not be limited to, the same or comparable areas.

1. Management of Ground Leases
The Organization currently has approximately 35 ground leases with commercial and residential lessors. Each lease has various compliance requirements that requires the lessee to provide information and reports to the Organization and each lessee is required to meet certain insurance requirements.
2. Legal / Regulatory Compliance
The Organization has a variety of reports and guidelines that must be developed and submitted in compliance with State regulations.
3. Financial Reporting
The Authority must maintain an accurate set of books and records, meeting financial and regulatory reporting requirements.
4. Debt
The Organization has issued a series of revenue bonds for which transactions must be appropriately authorized and valuations must be accurately reported
5. Investments and Investment Income
The Organization has a mix of both long-term and short-term investments. Investments must be made in accordance with the Organization’s Investment Policy and properly monitored against Organization expectations and obligations.
6. Business Continuity Planning

The organization must create and appropriately maintain a plan to mitigate its exposure to internal and external threats resulting from a potential disaster.

7. Human Resources (HR) and Payroll

The Organization has both salaried and hourly workers. Timekeeping data must be collected and reported accurately to ensure correct payroll processing.

8. Information Technology

The Organization relies on various applications for its day-to-day operations, as well as for financial reporting. Controls are in place for cybersecurity, program development, program changes and systems/network access.

9. PILOT Billings and Civic Facility Charges

Ground rents, payments in lieu of real estate taxes (“PILOT”), and other lease payments are received under the ground leases and must be calculated accurately.

10. Accounts Receivable & Collection

Most Lessees have a managing agent who collects the base rents, PILOT and Civic Facility charges from the tenants and remits it to the BPCA. The Organization identifies any tenant deficiencies so that appropriate action can be taken.

11. Contracting for Services and Third-party Vendor Management (Outsourcing)

Construction projects undertaken by the Authority are often outsourced to third-party vendors. The procurement guidelines must be followed in procuring such contracts, and final contracts must be monitored properly to prevent cost overruns.

12. Project Assets (Property) Management and Inventory Management (maintenance equipment and materials)

The Organization has significant project assets, including land and site improvements, residential buildings and condominiums, as well as an inventory of maintenance equipment and materials for performing day-to-day operations. Project assets and inventories require proper valuation and safeguarding.

13. Cash Management

Movement of cash between different accounts is critical for day-to-day operations of the Organization and involves timely and accurate bank reconciliations.

14. Disbursements and Electronic Funds Transfer

The Organization’s payment functions include opening bank accounts, online access to said accounts, checks, wire transfers and the use of corporate credit cards.

15. Purchases / Procurement Process

Purchase orders must be carried out with the necessary approvals in compliance with the Organization’s guidelines.

4.3 Reporting and Communication

The selected Proposer will provide in-person reports directly to the Organization’s Board and/or Audit Committee on a quarterly basis. The Organization will further require periodic reports and information in connection with the progress of the Internal Audit Plan. Such information and reports will include, but are not limited to, the following:

1. At the completion of any Internal Audit, a written report, reflecting all results of agreed-upon procedures. The report should include an overall summary with a background and scope statement, and the results of the Internal Audit, reflecting each detailed observation or finding and recommendations. The selected Proposer will meet with the Organization to review its findings, conclusions and recommendations. The Organization will provide written responses which the selected Proposer shall incorporate into the final Internal Audit report. Each Internal Audit report shall include all instances of non-compliance with policies, procedures, contract terms, etc. Report preparation, editing and printing shall be the responsibility of the selected Proposer.
2. Monthly progress reports of Internal Audits completed and in progress, as compared to the plan (including budgeted hours).
3. Quarterly tracking reports reflecting recommendations made in completed Audit Reports and the status of the Organization’s actions regarding each recommendation.
4. The selected Proposer will be required to bring to the attention of the Organization, immediately upon discovery, any instances of material misstatement, internal control weaknesses or suspected fraud, irregularities, illegal acts, collusion, manipulation or kickbacks.

5 COST PROPOSAL CONTENT AND FORMAT

The cost proposal should be submitted in a separate sealed envelope and include a pricing structure for the Work, setting forth a fixed fee for the services, broken down by year as illustrated in the chart below. The Proposer should disclose all assumptions bearing on the fixed fee.

| Service | Fee |
|---|------------|
| Initial Review of Internal Controls, Risk Assessment, and Three-Year Plan | |
| Year 1 Audit Services, including Internal Audit Plan | |
| Year 2 Audit Services, including Internal Audit Plan | |
| Year 3 Audit Services including Internal Audit Plan | |
| Total Cost for Work | |

*(*Note: Year 1 audit services fee should not include the Review of Internal Controls, Risk Assessment, and Three-Year Plan which is priced as a separate deliverable, though it will be conducted in the same year)*

6 EVALUATION OF PROPOSALS

6.1 Proposal Evaluation Process

Each timely submitted Proposal will be reviewed for compliance with the form and content requirements of this RFP. A committee of Organization employees selected by the Organization (the “Committee”) will then review and evaluate the Proposals in accordance with the evaluation criteria set forth below. While only

Committee members will score the evaluation criteria, the Committee may consult an outside expert for assistance with the evaluation of matters requiring technical expertise. Before final selection, BPCA must determine that the proposed selected Proposer is responsible, in accordance with applicable law and BPCA's Procurement Guidelines, which may be viewed at: <http://bpca.ny.gov/public-information/>.

6.2 Interviews

BPCA reserves the right to decide whether to interview any or all of the Proposers. The Committee may conduct an interview(s) to further assess a Proposer's ability to perform the Work, how it will furnish specific services, or any other evaluation criteria. The proposed Lead Partner, as well all other key personnel proposed to perform the Work, must be available to participate in the interview.

6.3 Evaluation Criteria for Selection

Selection will be based upon the following criteria:

- 1) Demonstrated relevant experience in providing internal audit services to municipalities or other governmental entities comparable to the Organization: 30%
- 2) Staff qualifications and experience: 30%
- 3) Effectiveness of proposed approach and methodology, including quality of management and audit report samples: 25%
- 4) Proposed MBE/WBE utilization plan (the "Utilization Plan") and/or Firm MBE/WBE status: 5%
- 5) Diversity Practices Questionnaire: 10%

6.4 Basis for Contract Award

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

7 NON-COLLUSION

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

8 IRAN DIVESTMENT ACT

By submitting a Proposal or by assuming the responsibility of any Contract awarded hereunder, Proposers hereby certify that they are not on the "Entities Determined To Be Non-Responsive Bidders/Offerers Pursuant to The New York State Iran Divestment Act of 2012" list ("Prohibited Entities List") posted on the New York State Office of General Services website at: <http://www.ogs.ny.gov/about/regs/docs/ListofEntities.pdf> and further certify that they will not utilize any subconsultant that is identified on the Prohibited Entities List on this Contract. The selected Proposer agrees that should it seek to renew or extend any Contract awarded hereunder, it must provide the same

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

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

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

9 ENCOURAGING USE OF NEW YORK STATE BUSINESSES IN CONTRACT PERFORMANCE

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

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

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

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

Proposers can demonstrate their commitment to the use of New York State businesses by responding to the question below:

Will New York State businesses be used in the performance of this contract?

_____Yes _____No

If yes, identify New York State businesses that will be used and attach identifying information.

EXHIBIT A

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

Pursuant to New York State Executive Law Article 15-A and 5 NYCRR §§140-145, BPCA recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified MBEs/WBEs and the employment of minority group members and women in the performance of BPCA contracts.

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

Business Participation Opportunities for MBEs/WBEs

For purposes of this solicitation, BPCA hereby establishes an overall goal of 30% for MBE/WBE participation, 15% for MBE participation and 15% for WBE participation (based on the current availability of qualified MBEs and WBEs). A contractor ("Contractor") on the Contract must document good faith efforts to provide meaningful participation by MBEs/WBEs as subcontractors or suppliers in the performance of the Contract and Contractor agrees that BPCA may withhold payment pending receipt of the required MBE/WBE documentation. The directory of New York State Certified MBEs/WBEs can be viewed at: <https://ny.newnycontracts.com/FrontEnd/VendorSearchPublic.asp?TN=ny&XID=7562>. For guidance on how BPCA will determine a Contractor's "good faith efforts," refer to 5 NYCRR §142.8.

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

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

By submitting a bid or Proposal, a Proposer agrees to demonstrate its good faith efforts to achieve its goals for the utilization of MBEs/WBEs by submitting evidence thereof through the New York State Contract System (the "NYSCS"), which can be viewed at <https://ny.newnycontracts.com>, provided, however, that a Proposer may arrange to provide such evidence via a non-electronic method by contacting BPCA. Please note that the NYSCS is a one stop solution for all of your MBE/WBE and Article 15-A contract requirements. For additional information on the use of the NYSCS to meet the Proposer's MBE/WBE requirements please see the attached MBE/WBE guidance from the New York State Division of Minority and Women's Business Development, "Your MWBE Utilization and Reporting Responsibilities Under Article 15-A."

- A. Additionally, a Proposer agrees to submit a Utilization Plan with their bid or Proposal as evidence of compliance with the foregoing. Any modifications or changes to the Utilization Plan after the Contract award and during the term of the Contract must be reported on a revised Utilization Plan and submitted to BPCA.
- B. BPCA will review the submitted Utilization Plan and advise the Proposer of BPCA's acceptance or issue a notice of deficiency within 30 days of receipt.
- C. If a notice of deficiency is issued, Proposer agrees that it shall respond to the notice of deficiency within seven (7) business days of receipt by submitting to BPCA, at the address specified in this RFP, or by facsimile at 212-417-2279 a written remedy in response to the notice of deficiency. If the written remedy that is submitted is not timely or is found by BPCA to be inadequate, BPCA shall notify the Proposer and direct the Proposer to submit, within five (5) business days, a request for a partial or total waiver of MBE/WBE participation goals. Failure to file the waiver form in a timely manner may be grounds for disqualification of the bid or Proposal.
- D. BPCA may disqualify a Proposer as being non-responsive under the following circumstances:
 - 1) If a Proposer fails to submit a Utilization Plan;
 - 2) If a Proposer fails to submit a written remedy to a notice of deficiency;
 - 3) If a Proposer fails to submit a request for waiver; or
 - 4) If BPCA determines that the Proposer has failed to document good faith efforts.

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

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

Equal Employment Opportunity Requirements

By submission of a bid or Proposal in response to this RFP, the Proposer/Contractor agrees with all of the terms and conditions of the attached M/WBE – Equal Employment Opportunity Policy Statement. The Contractor is required to ensure that it shall and any subcontractors awarded a subcontract over \$25,000 for the construction, demolition, replacement, major repair, renovation, planning or design of real property and improvements thereon, except where such work is for the beneficial use of the Contractor, undertake or continue programs to ensure that minority group members and women are afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status. For these purposes, equal opportunity shall apply in the areas of recruitment, employment, job assignment, promotion, upgrading, demotion, transfer, layoff, termination, and rates of pay or other forms of compensation. This requirement does not apply to: (i) work, goods, or services unrelated to the Contract or (ii) employment outside New York State.

The Proposer further agrees to submit a MBE/WBE and Equal Employment Opportunity Policy Statement, Form # 4, to BPCA with their Proposal.

To ensure compliance with Article 15-A, Proposer further agrees, where applicable, to submit with the Proposal, a staffing plan identifying the anticipated work force to be utilized on the Contract and if awarded a Contract, will, upon request, submit to BPCA a workforce utilization report identifying the workforce actually utilized on the Contract, if known, through the NYSCS; provided, however, that a Proposer may arrange to provide such report via a non-electronic method by contacting BPCA.

Further, pursuant to Article 15 of the Executive Law (the "Human Rights Law"), all other New York State and Federal statutory and constitutional non-discrimination provisions, the Contractor and sub-contractors will not discriminate against any employee or applicant for employment because of race, creed (religion), color, sex, national origin, sexual orientation, military status, age, disability, predisposing genetic characteristic, marital status or domestic violence victim status, and shall also follow the requirements of the Human Rights Law with regard to non-discrimination on the basis of prior criminal conviction and prior arrest.

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

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



Your MBE/WBE Utilization and Reporting Responsibilities Under Article 15-A

The New York State Contract System ("NYSCS") is your one stop tool for compliance with New York State's MBE/WBE Program. It is also the platform New York State uses to monitor state contracts and MBE/WBE participation.

GETTING STARTED

To access the system, please login or create a user name and password at <https://ny.newnycontracts.com/FrontEnd/VendorSearchPublic.asp?TN=ny&XID=7562>. If you are uncertain whether you already have an account set up or still need to register, please send an email to the customer service contact listed on the Contact Us & Support page, or reach out to your contract's project manager. For verification, in the email, include your business name and contact information.

VENDOR RESPONSIBILITIES

As a vendor conducting business with New York State, you have a responsibility to utilize minority- and/or women-owned businesses in the execution of your contracts, per the MBE/WBE percentage goals stated in your solicitation, incentive proposal or contract documents. NYSCS is the tool that New York State uses to monitor MBE/WBE participation in state contracting. Through the NYSCS you will submit utilization plans, request subcontractors, record payments to subcontractors, and communicate with your project manager throughout the life of your awarded contracts.

There are several reference materials available to assist you in this process, but to access them, you need to first be registered within the NYSCS. Once you log onto the website, click on the **Help & Support >>** link on the lower left hand corner of the Menu Bar to find recorded trainings and manuals on all features of the NYSCS. You may also click on the **Help & Tools** icon at the top right of your screen to find videos tailored to primes and subcontractors. There are also opportunities available to join live trainings, read up on the "Knowledge Base" through the Forum link, and submit feedback to help improve future enhancements to the system. Technical assistance is always available through the **Contact Us & Support** link on the NYSCS website (<https://ny.newnycontracts.com/FrontEnd/VendorSearchPublic.asp?TN=ny&XID=7562>).

For more information, contact your project manager.

MINORITY AND WOMEN-OWNED BUSINESS ENTERPRISES – EQUAL EMPLOYMENT OPPORTUNITY POLICY STATEMENT

MBE/WBE AND EEO POLICY STATEMENT

I, _____ (the “Contractor”), agree to adopt the following policies with respect to the project being developed at, or services rendered to, the Battery Park City Authority (“BPCA”).

MBE/WBE

This organization will and will cause its contractors and subcontractors to take good faith actions to achieve the MBE/WBE contract participations goals set by the State for that area in which the State-funded project is located, by taking the following steps:

- (1) Actively and affirmatively soliciting bids for contracts and subcontracts from qualified State certified MBEs or WBEs, including solicitations to MBE/WBE contractor associations.
- (2) Requesting a list of State-certified MBEs/WBEs from BPCA and soliciting bids from these MBEs/WBEs directly.
- (3) Ensuring that plans, specifications, request for proposals and other documents used to secure bids will be made available in sufficient time for review by prospective MBEs/WBEs.
- (4) Where feasible, dividing the work into smaller portions to enhance participations by MBEs/WBEs and encourage the formation of joint venture and other partnerships among MBE/WBE contractors to enhance their participation.
- (5) Documenting and maintaining records of bid solicitation, including those to MBEs/WBEs and the results thereof. The Contractor will also maintain records of actions that its subcontractors have taken toward meeting MBE/WBE contract participation goals.
- (6) Ensuring that progress payments to MBEs/WBEs are made on a timely basis so that undue financial hardship is avoided, and that bonding and other credit requirements are waived or appropriate alternatives are developed to encourage MBE/WBE participation.

EEO

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

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

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

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

(e) This organization will include the provisions of sections (a) through (d) of this agreement in every subcontract in such a manner that the requirements of the subdivisions will be binding upon each subcontractor as to work in connection with the State contract.

Agreed to this _____ day of _____, 2015

By _____

Print: _____ Title: _____

_____ is designated as the Contractor's Minority Business Enterprise Liaison responsible for administering the Minority and Women-Owned Business Enterprises - Equal Employment Opportunity (MBE/WBE - EEO) program.

MBE/WBE Contract Goals

30% Minority and Women's Business Enterprise Participation

___% Minority Business Enterprise Participation

___% Women's Business Enterprise Participation

EEO Contract Goals (if applicable)

___% Minority Labor Force Participation

___% Female Labor Force Participation

(Authorized Representative)

Title: _____

Date: _____

Diversity Practices Questionnaire

I, _____, as _____ (title) of _____ firm or company (hereafter referred to as the company), swear and/or affirm under penalty of perjury that the answers submitted to the following questions are complete and accurate to the best of my knowledge:

1. Does your company have a Chief Diversity Officer or other individual who is tasked with supplier diversity initiatives? Yes or No

If yes, provide the name, title, description of duties, and evidence of initiatives performed by this individual or individuals.

2. What percentage of your company's gross revenues (from your prior fiscal year) was paid to New York State certified minority and/or women-owned business enterprises as subcontractors, suppliers, joint-venture's, partners or other similar arrangement for the provision of goods or services to your company's clients or customers?

3. What percentage of your company's overhead (i.e. those expenditures that are not directly related to the provision of goods or services to your company's clients or customers) or non-contract-related expenses (from your prior fiscal year) was paid to New York State certified minority- and women-owned business enterprises as suppliers/contractors?¹

4. Does your company provide technical training² to minority- and women-owned business enterprises? Yes or No

If yes, provide a description of such training which should include, but not be limited to, the date the program was initiated, the names and the number of minority- and women-owned business enterprises participating in such training, the number of years such training has been offered and the number of hours per year for which such training occurs.

5. Is your company participating in a government approved minority- and women-owned business enterprise mentor-protégé program?

If Yes, identify the governmental mentoring program in which your company participates and provide evidence demonstrating the extent of your company's commitment to the governmental mentoring program.

6. Does your company include specific quantitative goals for the utilization of minority- and women-owned business enterprises in its non-government procurements? Yes or No

If Yes, provide a description of such non-government procurements (including time period, goal, scope and dollar amount) and indicate the percentage of the goals that were attained.

7. Does your company have a formal minority- and women-owned business enterprise supplier diversity program? Yes or No

¹ Do not include onsite project overhead.

² Technical training is the process of teaching employees how to more accurately and thoroughly perform the technical components of their jobs. Training can include technology applications, products, sales and service tactics, and more. Technical skills are job-specific as opposed to soft skills, which are transferable.

If Yes, provide documentation of program activities and a copy of policy or program materials.

8. Does your company plan to enter into partnering or subcontracting agreements with New York State certified minority- and women-owned business enterprises if selected as the successful respondent?
Yes or No

If Yes, complete the attached Utilization Plan

All information provided in connection with the questionnaire is subject to audit and any fraudulent statements are subject to criminal prosecution and debarment.

Signature of
Owner/Official _____
Printed Name of
Signatory _____
Title _____
Name of Business _____
Address _____
City, State, Zip _____

STATE OF _____

COUNTY OF _____) ss:

On the _____ day of _____, 201_, before me, the undersigned, a Notary Public in and for the State of _____, personally appeared _____, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to this certification and said person executed this instrument.

Notary Public

Employee

| |
|------------------------|
| 1. Curtis Afzal |
| 2. Elsa Alvarez |
| 3. Dana Anders |
| 4. Anthony Andriano |
| 5. Stephen Arciold |
| 6. Kathleen Bailey |
| 7. Marie Baptiste |
| 8. Freddy Belliard |
| 9. Scott Birdseye |
| 10. Nidia Blake-Reeder |
| 11. Lauren Brugess |
| 12. Nancy Buivid |
| 13. Anthony Buquicchio |
| 14. Monica Centeno |
| 15. Betty Chin |
| 16. Adam Choper |
| 17. Carlton Chotalal |
| 18. Deshay Crabb |
| 19. Gwendolyn Dawson |
| 20. Henri delaVega |
| 21. Gilbert Depadua |
| 22. Paul Diaz-Larui |
| 23. Abigail Ehrlich |
| 24. Maria Ellison |
| 25. Richard Faraino |
| 26. Anitra Fauntelroy |
| 27. Eric T. Fleisher |
| 28. Robin Forst |
| 29. Joseph Ganci |
| 30. Julissa Garcia |
| 31. Luis Garcia |
| 32. Abigail Goldenberg |
| 33. Lenron Goode |
| 34. Neresia Gordon |
| 35. Ned Greenberg |
| 36. Patrick Greene |
| 37. Evelyn Gregg |
| 38. Kelly Grogan |
| 39. Robert Hansen |
| 40. Nicole Heater |
| 41. Sankar Heerah |
| 42. Sonia Henry |
| 43. Hector Herrera |
| 44. Craig Hudon |
| 45. Cherish Hurley |
| 46. Shari Hyman |

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|-----------------------|
| 47. Amy Jogie |
| 48. Benjamin Jones |
| 49. Kadia Kane |
| 50. Roland Kemp |
| 51. Susie Kim |
| 52. Karl Koenig |
| 53. Betzayda Laboy |
| 54. Leandro Lafuente |
| 55. Michael LaMancusa |
| 56. Della Lee |
| 57. Triny Lima |
| 58. Rene Lopcy |
| 59. Luis Lopez |
| 60. Robert Maggi |
| 61. Evelin Maisonet |
| 62. Evonne Marche |
| 63. Philip Mason |
| 64. Kevin McCabe |
| 65. Ellen McCarthy |
| 66. Brenda McIntyre |
| 67. Princess McNeill |
| 68. Shinay McNeill |
| 69. Vanessa Mesine |
| 70. Ronnie Mohammed |
| 71. Bertha Narcisse |
| 72. Robert Nesmith |
| 73. Siu NG |
| 74. Yoshihiro Nishida |
| 75. Kevin O'Toole |
| 76. Hector Oyola |
| 77. Willem Paillant |
| 78. Gladys Pearlman |
| 79. Dahlia Pena |
| 80. Churman Persaud |
| 81. Anthony Peterson |
| 82. Bruno Pomponio |
| 83. Katherine Powell |
| 84. Sandra Power |
| 85. Alix Pustilnik |
| 86. Robert Quon |
| 87. Jason Rachnowitz |
| 88. Madelin Ramirez |
| 89. Manuel Rivera |
| 90. Anthony Robinson |
| 91. Andrea Rodriguez |
| 92. Nelson Rogers |
| 93. Jose Rosada |

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|---------------------------|
| 94. Holly Ross |
| 95. Sebastian Rozalski |
| 96. Carlos Santiago |
| 97. Jean Schwartz |
| 98. Lindsey Senn |
| 99. Robert Serpico |
| 100. Rekha Sewraj-Kumar |
| 101. Sean Simon |
| 102. Kemnarine Singh |
| 103. Seema Singh |
| 104. Timothy Skipper |
| 105. Linda Soriero |
| 106. Kareem Starks |
| 107. Jerome Sturiano |
| 108. John Tam |
| 109. Alexis Torres |
| 110. Ryan Torres |
| 111. Douglas VanHorn |
| 112. Noe Velasquez |
| 113. Evangelio Villalobos |
| 114. Sharon Wade |
| 115. David Wallace |
| 116. Peter Wheelwright |
| 117. Eric White |
| 118. Angela Whitehead |
| 119. Dwight Williams |
| 120. Kenneth Windman |
| 121. Al Wright |
| 122. Jouli Yohannes |
| 123. Julian Zapata |
| 124. Bingxin Zheng |