NeuroCatalyst Commercialization Fund Administrator Request for Proposals

Issued: October 21, 2026

IMPORTANT NOTICE: A restricted period under the Procurement Lobbying Law is currently in effect for this Procurement and it will remain in effect until approval of the Contract. Anyone considering responding to this RFP (hereinafter, "Respondent" or "Respondents") is prohibited from contact related to this procurement with any New York State employee other than the designated contacts listed below.

Designated Contacts for this Procurement:

Primary Contact:	Julia Borukhov
Secondary Contact:	Jordan Kaplan

All contacts/inquiries shall be made by email to the following address:
NeuroCatalyst@esd.ny.gov

Proposals must be sent to the designated Dropbox:
https://www.dropbox.com/request/5egtjip8yjh1jiw13mtc

This RFP is posted on the Empire State Development website:
https://esd.ny.gov/doing-business-ny/requests-proposals

Submission Deadline: 2:00 PM ET on November 18, 2026

Proposals deemed to have arrived late will not be accepted

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I. INTRODUCTION

The mission of Empire State Development ("ESD") is to promote a vigorous and growing state economy, encourage business investment and job creation, and support diverse, prosperous local economies across New York State through the efficient use of loans, grants, tax credits, real estate development, marketing, and other forms of assistance. In 2017, ESD launched the Life Science Initiative to leverage New York State's academic medicine assets and catalyze the commercial life science sector in the State.

ESD intends to establish a $45M NeuroCatalyst Commercialization Fund as part of its Bolstering Biotech Initiative to accelerate development and commercialization of life science research and innovations that address neurodegenerative diseases (ND), such as Alzheimer's Disease, Parkinson's Disease, Multiple Sclerosis, Motor Neuron Disease, Huntington's Disease, Amyotrophic Lateral Sclerosis and others. The NeuroCatalyst Commercialization Fund (the "Fund") is modeled after the successful Biodefense Commercialization Fund launched by the Life Science Initiative in 2021.

II. OVERVIEW

ESD is seeking competitive proposals for a qualified third-party firm ("Respondent") to assist in the implementation of this Fund. The Services to be performed will include, but are not limited to, overall hosting and management of application development, distribution, and processing; information sessions, outreach to and communications with prospective applicants and awardees; establishing an as-needed mentor program for grantees; identification and management of Expert Reviewers and Mentors; marketing the Fund; website and/or webcopy development and upkeep; and communications and outreach about the Fund to key stakeholders. More detail is provided in the Scope of Work (Section IV).

This program is designed to provide stage-appropriate support of startup companies, as well as support for academic and other research institutions, that are working in the ND space on diagnostic, therapeutic, or other technologies. Awards will be aimed at helping grantees achieve milestones towards successful commercialization. It is expected that this Fund will be dispersed over several annual application cycles.

III. MWBE & SDVOB SUBCONTRACTOR INTEREST

New York State certified Minority- and Women-Owned Businesses ("MWBEs") and Service-Disabled Veteran-Owned Businesses ("SDVOBs") may request that their firm's contact information be included on a list of MWBE and SDVOB firms interested in serving as a subcontractor for this procurement. The listing will be publicly posted on the Contract Reporter and ESD's website for reference by potential Respondents. A firm requesting inclusion on this list should send contact information and a copy of its NYS MWBE or SDVOB certification to NeuroCatalyst@esd.ny.gov.

Nothing prohibits an MWBE or SDVOB vendor from proposing as a prime contractor.

IV. SCOPE OF WORK

A. Detailed Scope of Services

Under the direction of ESD, the Respondent will be responsible for the following:

- **Data and Staffing Setup:** The contract awardee will hire and/or appoint a Point of Contact, who will spearhead management of the application outreach and marketing, receipt, review and evaluation process; online presence; and communications to all applicants.

- **Fund Outreach and Marketing:** In coordination with ESD, create and distribute materials to raise awareness of the Fund to relevant stakeholders, prospective applicants, Expert Reviewers and Mentors.

- **Application Development and Management:** In coordination with ESD, develop and recommend application documents and processes for reviewing, tracking and scoring applications consistent with Fund Guidelines established by ESD. A cloud management and evaluation platform will be required for application reviewers. This process also will require assurance that all involved in handling and reviewing applications sign both Confidentiality Agreements and Conflict of Interest Statements.

- **Application Review and Scoring:** Ensure submitted applications are complete, manage scoring process by Expert Reviewers, compile and synthesize the scores, and clearly convey scores and reviewer comments to both ESD and the Advisory Committee.

- **Communication with Applicants:** Serve as the primary point of communication for all applicants, answer any questions that arise during the application process (with ESD's help, as needed), report any feedback to ESD, and share decisions to fund, reject or request further information.

- **Technical Assistance to ESD:** Assist ESD, upon request, with any internal discussions revolving around technological progress of grantees, along with perspectives on the ND landscape.

- **Commercialization Support:** Provide commercialization expertise throughout the Fund, upon request by ESD, including assessment of translational and commercial readiness, identification of development and financing milestones, and recommendations regarding approaches that could strengthen commercialization outcomes for Fund participants.

- **Mentor Network:** Recruit Mentors to assist grantees, upon request; coordinate mentor pairing and ensure grantees are receiving the requested assistance. This network should include mentors skilled in both technical elements and relevant entrepreneurial, industry, investor, and other commercialization resources.

- **Expert Review Panel:** Recruit Expert Reviewers to review and score proposals, and provide feedback on grantees' semi-annual reporting, from both technical and commercial perspectives; reviewers should have extensive knowledge in various ND fields of study, industry and/or venture pertaining to life sciences.

- **Advisory Committee:** Manage communications with Advisory Committee members (small board of experts in ND research and life science commercialization, sourced by ESD); coordinate meetings and draft emails updating members on current developments.

- **Website and/or Webcopy Development:** Work with ESD staff (including Life Science team, Public Affairs team, and others as appropriate) to either create a website for the Fund, or draft text for an ESD website, that will serve as both a launching pad for application information and a tool to promote grantees, mentors and Fund achievements; assist with updates to keep website current. ESD will determine if this website can be external, so Respondent should be capable of performing the required tasks for either scenario.

- **Deliverables/Reports to ESD:** Provide deliverables and reports to ESD demonstrating successful completion of agreed-upon tasks and key performance metrics for the Fund; establish a Standard Operating Practice for collection of information from grantees.

B. Respondent Expectations

Respondent should be able to:

- Qualify as a for-profit or non-profit organization in New York State and be able to receive State funds;
- Demonstrate experience working with similar types of programs, including, but not limited to, management of overall application and evaluation process, outreach to stakeholders, application development, review and scoring; and communications with high level research professionals
- Provide a clear plan to execute all tasks within the Scope of Work;
- Have a robust network within New York State and the broader life sciences ecosystem, including relationships with academic institutions, entrepreneurs, investors, industry leaders, translational researchers, and experts relevant to ND, and demonstrate experience working with these contacts;
- Have proficient knowledge of life science commercialization processes;
- Have experience working with startup companies of various sizes, academic institutions and, if possible, government entities.
- Demonstrate capacity for handling more than 100 applications in a cycle;

- Demonstrate experience creating websites for both application portals and Fund promotion;
- Have efficient processes and systems for vetting and reviewing applications quickly; and
- Meet all mutually agreed upon deadlines.

C. Additional Considerations

- The Respondent should have the processes to monitor and prevent fraud, waste and abuse.
- The Respondent should have a proven track record and extensive experience working with a grant program of this size.
- The Respondent should be able to scale staffing for timely review of applications and mentoring of grant recipients, as needed.
- Payment provided to the Respondent by ESD will be provided in tranches upon meeting defined milestones.

D. NeuroCatalyst Commercialization Fund Details

The following information is a current overview of the NeuroCatalyst Commercialization Fund. **Please note that this information is subject to change and should not be considered final until approval by ESD's Board of Directors.**

The $45M NeuroCatalyst Commercialization Fund is designed to provide stage-appropriate support, from validating promising academic discoveries to enabling company formation, advancing early commercial milestones, and ultimately positioning the strongest companies for equity investment and long-term growth in New York.

Stage	Support
Academic Translation	• Validate/de-risk science toward licensing or spinout
Company Formation/Pre-Seed	• Achieve targeted validation milestones alongside early private capital
Seed/Development	• Reach major technical/commercial inflection points
Venture Financing	• Scale companies demonstrating progress and private-investor validation

The Fund is expected to support New York-based academic and qualified research institutions advancing promising neurodegenerative disease-related innovations toward commercialization, as well as pre-seed and seed-stage startup companies developing technologies in this area. Awards will support stage-appropriate technical and commercial milestones that advance projects toward licensing, company formation, follow-on financing, clinical development, or other commercialization outcomes. ESD will determine final program eligibility, award structure, funding levels, and other program requirements through Fund Guidelines, which may evolve over the course of the Fund.

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Qualifying companies may also have opportunities to engage separately with New York Ventures regarding investment readiness and potential equity financing. Any New York Ventures investment will be subject to its independent evaluation and investment criteria. The Respondent will have no role in evaluating, recommending, negotiating, or approving New York Ventures equity investments.

ESD will retain responsibility for all final grant funding decisions, informed by an Advisory Committee with expertise in neurodegenerative disease research and life science commercialization. The Respondent will support ESD in identifying and managing Expert Reviewers and Mentors as further described in the Scope of Work.

E. Application and Review Process:

The Respondent will work with ESD to develop and administer a competitive application and review process consistent with the Fund Guidelines established by ESD. This process is expected to include application development intake, eligibility screening, expert review and scoring, synthesis and presentation of reviewer feedback, and support for ESD and the Advisory Committee in evaluating applications.

Respondents should propose an approach that is efficient, transparent, scalable across multiple applicant types and stages of development, and capable of accommodating changes to Fund Guidelines or application requirements over the course of this engagement.

Final decisions regarding applicant eligibility, application requirements, selection processes, grant awards, and award amounts will rest with ESD.

F. NeuroCatalyst Fund Application Requirements

The Fund is expected to utilize a two-tiered application process, beginning with a short-form application intended to provide ESD and Expert Reviewers with sufficient information to conduct an initial assessment of applicants. The Respondent will oversee the review process, compile feedback and scoring from Expert Reviewers, and present results to ESD and the Advisory Committee.

Applicants selected to advance will be invited to submit a more detailed application addressing proposed research and development milestones, budget, timeline, and other information established through the Fund Guidelines. The Respondent will manage the review of applications by Expert Reviewers, synthesize reviewer feedback and scoring for ESD and the Advisory Committee, and support communications with applicants.

Final decisions regarding grant awards and award amounts will be made by ESD.

V. SCHEDULE OF DATES

It is anticipated that a contract will be awarded in response to this RFP based on the following schedule:

Release of RFP	October 21, 2026
Deadline for Submission of Questions	October 30, 2026
Deadline for ESD to Respond to Questions	November 6, 2026
Submission of Proposals (date and time)	November 18, 2026 by 2PM ET
Interviews (if necessary)	January 4-8, 2027
Announcement of Successful Respondent	January 2027
Anticipated Contract Start Date	January- February, 2027
Anticipated Debriefing Timeframe	TBD

Please note, the Corporation reserves the right to change any of the dates stated in this RFP.

VI. SELECTION CRITERIA FOR RFP

ESD shall establish a selection committee to evaluate Respondent Proposals. When reviewing Proposals, the selection committee will consider the following criteria and assign point values to each Proposal based on their evaluation. The maximum number of points any Proposal may receive is 100.

A. Firm & Staff Experience and Qualifications (40 Points)

In this section of the Technical Proposal, Respondents should demonstrate relevant experience by providing the following:

- Background information on your organization, including history, years in business, organization size, number of employees, types of services provided, location(s), and parent organization information.

- Detailed description of the Respondent's experience with designing and managing grant programs of a similar size pertaining to ND and/or other relevant life science initiatives. Please provide key metrics and examples of how the Respondent was able to successfully manage the program.

- Examples of how the Respondent leveraged existing networks to help advance technologies or companies towards the next stage of commercialization, either within your own institution or through an external program.

- Description of experience working with New York State – preferably Empire State Development – or other government agencies, including lessons learned from successfully completing projects with government agencies.

- Specific accreditations your organization has acquired since its inception, along with details of any organization membership of professional or trade organization affiliations that would be relevant to this project.

- A project management and staffing plan that describes the unique capabilities of the individuals assigned. Include a narrative description of the specific function/role that each staff member will perform and their specific qualifications for their proposed role in this engagement. Lead staff should be identified. Respondents are encouraged to submit resumes for all members of the proposed team, including any subcontract personnel who may work on this project. Relevant experience with tasks outlined in the SOW and working with New York State or other government agencies should be noted.

B. Project Plan / Approach (25 Points)

In this section of the Technical Proposal, Respondents should demonstrate their competence and capacity to undertake the services described in this RFP by providing the following:

- Outreach plan for recruitment of Expert Reviewers and Mentors, specifically those who successfully evaluate translational and commercial readiness, help academic technologies progress towards licensing and spinouts, and connect companies with investors. Include examples of successful recruitment of qualified individuals for similar projects.

- Process for application development, including a cloud management system that is acceptable to ESD, and for creating or establishing an evaluation platform for Expert Reviewers.

- Strategies for marketing the Fund to potential applicants across all regions of New York State and how you will ensure that you will reach the largest potential number of applicants. Highlight any connections to bio-accelerators and/or academic centers, or other connections that will assist with attracting a large pool of applicants.

- Proposed system for timely review of up to 100 or more applications, including potential issues that may arise and how you plan to remedy these in real time. Provide details on how Expert Reviewer scores will be collected, synthesized and presented to ESD and the Advisory Committee.

- Based on your understanding of the project, any barriers or challenges anticipated that may impede successful implementation and recommendations to circumvent those challenges.

- The Respondent's viewpoint on the most important considerations to ensure successful management of this Fund and how these considerations are defined.

- Describe your approach to working with ESD to operationalize and refine application and review processes across multiple applicant types and stages of development, including how you would accommodate changes to Fund Guidelines or program requirements over the course of this engagement.

- Any recommendations for improving or enhancing the program administration processes outlined in this RFP.

C. Cost of Services (25 Points)

In this section of the Technical Proposal, Respondents should provide the proposed fees to accomplish the scope of work, including annual compensation rate, man hour estimates, hourly rates, management fees, multiplier and reimbursables (if applicable).

- Provide a proposed fee, broken down by year, for a 3-year contract likely starting in Q1 2027, using the table below:

Task(s)	**Cost**
Year 1	
Application Development	
Expert Reviewer/Mentor Recruitment and Management	
Fund Outreach, Marketing and Materials Development (including webcopy)	
Application Awareness and Dissemination Application Receipt, Review and Management	
Weekly Status Meetings with ESD	
Website Development (if necessary)	
Other (please explain)	
Year 2	
Fund Outreach, Marketing and Materials Development (including webcopy)	
Application Awareness and Dissemination Application Receipt, Review and Management	
Weekly Status Meetings with ESD	
Website Development (if necessary)	
Other (please explain)	
Year 3	
Fund Outreach, Marketing and Materials Development (including webcopy)	
Application Awareness and Dissemination Application Receipt, Review and Management	
Weekly Status Meetings with ESD	
Website Development (if necessary)	
Other (please explain)	
TOTAL	

- Include justification for any budget item that is not directly related to salaries for program staff and/or consultant/subcontractor fees.

- Include measures and processes that will be incorporated to prevent fraud, waste and abuse.

D. Diversity Practices (10 pts)

ESD's Office of Contractor and Supplier Diversity will score each application for Diversity Practices. Up to 10 points will be awarded based upon the contents of the Diversity Practices Questionnaire (Appendix B), submitted by each Respondent to the RFP.

Reference Checks

ESD reserves the right to determine, in its sole discretion, whether reference checks for one or more of the Respondents will be necessary. Information provided by references may be used by the Corporation for proposal evaluation purposes. The Corporation may seek additional information from references regarding subjects that include, but are not limited to, the quality of services provided, anticipated ability to perform the services required in this RFP, and the responsiveness of the Respondent to the client during the engagement. The Corporation reserves the right to deploy, at its sole discretion, a variety of methods and communication approaches to contact references, depending on what the Corporation deems to be the most effective and efficient manner.

VII. SUBMISSION OF PROPOSALS

Every Respondent should submit a proposal which clearly and concisely provides all of the information requested. Emphasis should be concentrated on conformance to the RFP instructions and requirements, as well as completeness and clarity in its proposal response. The Respondent is advised to thoroughly read and follow all instructions contained in this RFP. Proposals that do not comply with these instructions or do not meet the full intent of all the requirements of this RFP may be subject to scoring reductions during the evaluation process or may be deemed non-responsive.

i. Technical Proposal

Below is a listing of the technical information to be provided by the Respondent. No information is required beyond what is specifically requested. Submissions should be in Times New Roman with 12 pt font, and not to exceed 25 pages. The Corporation requests that all Technical Proposals be organized with bookmarks identified to match the specific information requested below:

A. Cover page (including Respondent's contact information)
B. Table of Contents
C. Firm Experience and Qualifications
D. Staff Experience and Qualifications
E. Project Plan and Approach
F. Cost of Services

G. Diversity Practices Questionnaire

The purpose of the Technical Proposal is to provide Respondents with an opportunity to demonstrate their qualifications, competence, and capacity to undertake the engagement described herein, in a manner which complies with applicable laws and regulations, and the requirements of the RFP.

ii. Administrative Proposal

Schedule A of this RFP states standard requirements that must be included in every contract entered into with the Corporation. The successful Respondent must agree to abide by these requirements and provide any information requested by the Corporation in connection with these requirements**.** Accordingly, Respondents should complete and submit the items listed below, in the order in which they are listed. Failure to submit any of the requirements below may result in the rejection of a Respondent's proposal.

i. Non-Collusive Bidding Certification (https://esd.ny.gov/sites/default/files/media/document/NonCollusiveBiddingCertification6-13-25.pdf)
ii. Conflict of Interest Attestation (https://esd.ny.gov/sites/default/files/Conflict-of-Interest-Attestation-June-2019.pdf)
iii. State Finance Law §§139-j and 139-k forms (https://esd.ny.gov/sites/default/files/media/document/SF-Law139-JK-2025.pdf)
iv. Vendor Responsibility Questionnaire (https://www.osc.ny.gov/state-vendors/vendrep/file-your-vendor-responsibility-questionnaire?redirect=legacy)
v. Iran Divestment Act Statement (https://esd.ny.gov/sites/default/files/media/document/IranDivestmentActLanguage052225.pdf)
vi. Executive Order 16 Certification (https://esd.ny.gov/sites/default/files/EO16-certification.pdf)
vii. Executive Order 177 Certification (https://esd.ny.gov/sites/default/files/EO-177-Certification.pdf)
viii. Compliance with State Finance Law §§139-m forms (https://esd.ny.gov/sites/default/files/media/document/GBVandtheWorkplacePolicyAttestationTemplate-103125.pdf)
ix. Non-Discrimination and Contractor & Supplier Diversity Requirements
   - OCSD-1 - MWBE and SDVOB Participation / EEO Policy Statement (https://esd.ny.gov/sites/default/files/OCSD-1-Policy-Statement.pdf)
   - OCSD-2 - Staffing Plan (https://esd.ny.gov/sites/default/files/media/document/OCSD-2-Staffing-Plan-May%202026.xlsx)
   - OCSD-4 - MWBE and SDVOB Utilization Plan (https://esd.ny.gov/sites/default/files/OCSD-4%20Utilization%20Plan.pdf)
x. Encouraging the Use of NYS Businesses in Contract Performance Form (https://esd.ny.gov/sites/default/files/media/document/USEOFNYSBUSINESSES-2025.pdf)
xi. Certification under State Tax Law Section 5-a, Form ST-220-CA (https://esd.ny.gov/sites/default/files/ST220CA.pdf) or Affidavit (https://esd.ny.gov/sites/default/files/media/document/STL5A-Affidavit-2025.pdf)

xii. W-9 Form (https://www.irs.gov/pub/irs-pdf/fw9.pdf)

Additional information about these items, and ESD's procurement requirements, can be found in Section X of this RFP ("Contractual Requirements").

iii. Submission of a Complete Two-Part Proposal

By submitting a proposal, firms are indicating their acceptance of the conditions in this RFP. Submission of proposals in a manner other than as described in these instructions (e.g., facsimile, hardcopies, emails) will not be accepted. When submitting each proposal, Respondents must follow the instructions below:

1. Create a main folder using the following naming convention: "organization name – RFP title – date of Submission"
    a. **example: ABDX, Inc. – NeuroCatalyst, RFP – 11.18.2026**
2. Included within the main folder should be two subfolders: one for the Administrative Proposal and one for the Technical Proposal.
3. All documents in these folders should be clearly labeled.
4. Upload the main folder to the Dropbox as follows:
    a. Click the following link: https://www.dropbox.com/request/5egtjip8yjh1jiw13mtc
    b. Choose the following option: Add Files > Folders from computer.

Proposals deemed to arrive late will not be considered for award.

VIII. QUESTIONS

Questions or requests for clarification regarding the RFP should be submitted via email, citing the RFP page and section, in accordance with the schedule in Section V (Schedule of Dates) to NeuroCatalyst@esd.ny.gov. Questions will not be accepted orally and any question received after the deadline may not be answered. The comprehensive list of questions/requests for clarifications and the official responses will be posted as an Addendum to this RFP.

Respondents are strongly encouraged to review all posted questions and answers, through which ESD may offer clarifications regarding sections of the RFP or advise of material changes thereto.

IX. GENERAL PROVISIONS

The issuance of this RFP and the submission of a response by a Respondent or the acceptance of such a response by ESD does not obligate ESD in any manner. ESD reserves the right to:

i. amend, modify or withdraw this RFP;

ii. revise any requirement of this RFP;
iii. require supplemental statements or information from any responsible party;
iv. accept or reject any or all responses hereto;
v. extend the deadline for submission of responses hereto;
vi. negotiate potential contract terms with any Respondent;
vii. communicate with any Respondent to correct and/or clarify responses which do not conform to the instructions contained herein;
viii. cancel, or reissue in whole or in part, this RFP, if ESD determines in its sole discretion that it is in its best interest to do so; and
ix. extend the term of any agreement on terms consistent with this RFP.

ESD may exercise the foregoing rights at any time without notice and without liability to any responding firm or any other party for its expenses incurred in preparation of responses hereto or otherwise. All costs associated with responding to this RFP will be at the sole cost and expense of the Respondent.

All information submitted in response to this RFP is subject to the Freedom of Information Law ("FOIL"), which generally mandates the disclosure of documents in the possession of ESD upon the request of any person unless the content of the document falls under a specific exemption to disclosure. In addition, Proposals may be discussed at meetings of the ESD Directors, which meetings are subject to the Open Meetings Law.

ESD reserves the right, in its sole discretion, to retain and use all the materials and information, and the ideas and suggestions therein, submitted in response to this solicitation (collectively, the "Response Information") for any purpose. By submitting a Proposal, each Respondent waives any and all claims against ESD relating to ESD's retention or use of the Response Information.

Required Approvals

The awarded contract, if any, may be subject to review and approval by the Office of the State Comptroller ("OSC") pursuant to Public Authorities Law §2879-a and the regulations issued thereunder. Such OSC review and approval may be required of contracts with a value in excess of one million dollars, or modifications to contracts that result in an aggregate value in excess of one million dollars, where such contracts are paid in whole or in part with monies appropriated by the State, or were awarded on a basis other than a competitive procurement (as that term is defined in the law and regulations). If the awarded contract is subject to OSC review and approval, the contract shall not be valid and enforceable, nor shall the Corporation have any liability of any kind arising from or in connection with the contract, unless and until OSC approval has been received.

Performance

The Contractor's performance will be assessed by the Corporation according to the achievement of the Contractor's contractual obligations in a timely and professional manner, as set forth in the resulting Contract. The Corporation will utilize progress reports and periodic meetings to ensure that the project is carried out on a timely basis and results in effective recommendations and work products.

Contractor warrants that its services shall be performed in accordance with applicable professional standards and that the Contractor shall correct, at no charge to the Corporation, services which fail to meet applicable professional standards and which result in obvious or patent errors in the progression of its work.

Additional Services Requested

The Corporation may, at any time, by written notice, make changes or additions to work or services within the general scope of the contract resulting from this RFP (not to include professional services requiring licenses or specialized expertise such as engineering, architectural, and environmental consulting, abatement, treatment, and testing work) for unanticipated needs. If any such change or addition causes an increase or decrease in the cost of, or in the time required for, performance of the contract, an equitable adjustment may be made in the price using the billing rates set forth in the contract, and the Contractor shall be notified in writing accordingly. Any claim by the Contractor for adjustment under this clause must be asserted within 30 days from the date of receipt by the Contractor of the notification of change; provided however, that the Corporation, if it decides that the facts justify such action, may receive and act upon such claim as asserted at any time. Nothing in this clause shall excuse the Contractor from proceeding with this contract as modified.

Contractor Staff

Contractor staff assigned to work on this project shall be subject to approval by the Corporation. It is highly desirable that staff assigned to work on this project continue to work on this project until completion. The Contractor should notify the Corporation of any proposed changes in staff immediately. The Corporation has an absolute right and discretion to approve or disapprove any proposed changes in staff. The Corporation, in each instance, will be provided with a summary of experience of the proposed substitute and an opportunity to interview that person, prior to giving its approval or disapproval; approval shall not be unreasonably withheld.

The Contractor specifically represents and agrees that its members, officers, employees, agents, servants, consultants, shareholders, and subcontractors have and shall possess the experience, knowledge, and character necessary to qualify them individually for the particular duties performed hereunder.

The Agreement resulting from this RFP is intended to secure the professional services of the Contractor because of its ability and shall not be assigned, conveyed, transferred, or disposed of by the Contractor.

The Contractor agrees not to subcontract any of its services, unless as indicated in its proposal, without the prior written approval of the State Project Manager. Approval shall not be unreasonably withheld upon receipt of written request to subcontract. All employees of the Contractor, or of its Subcontractors, who shall perform Services under this contract, shall possess the necessary qualifications, training, licenses, and permits as may be required within the jurisdiction where the Services specified are to be provided or performed, and shall be legally entitled to work in such jurisdiction. All persons, corporations, or other legal entities that perform Services on behalf of Contractor under the Agreement resulting from this RFP shall, in performing

such Services, comply with all applicable Federal and State laws concerning employment in the United States.

X. CONTRACTUAL REQUIREMENTS

This section contains additional information about the forms that are required to be included in each Respondent's submission pursuant to Section VII of this RFP, as well as information about ESD's procurement requirements. (For purposes of this Section and the requirements set forth herein, the word "bid" shall mean any submission in response to this RFP, and the word "bidder" shall mean any individual or entity that submits a "bid").

i. Non-Collusive Bidding Certification

In accordance with Section 2878 of the New York State Public Authorities Law, all bidders must certify that they have not colluded with any other Respondents in their proposal.

The required certification can be found at:
https://esd.ny.gov/sites/default/files/media/document/NonCollusiveBiddingCertification6-13-25.pdf
and must be completed and included in all proposals.

ii. Conflicts of Interest

Respondent must attest it has read, understood and will comply with the following provisions https://esd.ny.gov/sites/default/files/Conflict-of-Interest-Attestation-June-2019.pdf. ESD may disqualify any Respondent to this RFP or terminate any contract entered into as a result of this RFP should ESD determine that the Respondent has violated any of these requirements.

A. **Gifts and Offers of Employment:** Respondent has not and shall not during this procurement and during the negotiation of any contract resulting from this procurement, offer to any employee, member or director of ESD, any gift, whether in the form of money, services, loan, travel, entertainment, hospitality, thing or promise, or in any other form, under circumstances in which it could reasonably be inferred that the offer was intended to influence said employee, member or director, or could reasonably be expected to influence said employee, member or director, in the performance of the official duty of said employee, member or director or was intended as a reward for any official action on the part of said employee, member or director. Respondent may not make any offers of employment or discuss the possibility of such offers with any employee, member or director of ESD who is involved in this procurement and/or resulting contract negotiation within at least 30 days from the time that the employee's involvement in this matter closed.

B. **Disclosure of Potential Conflicts:** Respondent shall disclose any existing or contemplated relationship with any other person or entity, including relationships with any member, shareholders of 5% or more, parent, subsidiary, or affiliated firm, which

would constitute an actual or potential conflict of interest or appearance of impropriety, relating to other clients/customers/employers of the Respondent or former officers and employees of ESD, in connection with your rendering services enumerated in this RFP. If a conflict does or might exist, Respondent must describe how it would eliminate or prevent it.

C. **Disclosure of Ethics Investigations:** Respondent must disclose whether it, or any of its members, shareholders of 5% or more, parents, affiliates, or subsidiaries, have been the subject of any ongoing investigation or disciplinary action by the New York State Commission on Ethics and Lobbying in Government or its predecessor State entities (collectively, "Commission"), and if so, a description must be included indicating how any matter before the Commission was resolved or whether it remains unresolved.

iii. State Finance Law Sections 139-j and 139-k forms

State Finance Law Sections 139-j and 139-k (collectively, the "Procurement Requirements") apply to this RFP. These Procurement Requirements: (1) govern permissible communications between potential Respondents and ESD or other involved governmental entities with respect to this RFP; (2) provide for increased disclosure in the public procurement process through identification of persons or organizations whose function is to influence procurement contracts, public works agreements and real property transactions; and (3) establish sanctions for knowing and willful violations of the provisions of the Procurement Requirements, including disqualification from eligibility for an award of any contract pursuant to this RFP. Compliance with the Procurement Requirements requires that all communications regarding this RFP, from the time of its issuance through final award and execution of any resulting contract (the "Restricted Period"), be conducted only with the designated contact persons listed above; the completion by Respondents of the Offeror Disclosure of Prior Non-Responsibility Determinations, and the Offeror's Affirmation of Understanding and Agreement pursuant to State Finance Law; and periodic updating of such forms during the term of any contract resulting from this RFP.

Respondents must submit the Offeror Disclosure of Prior Non-Responsibility Determinations, and the Offeror's Affirmation of Understanding and Agreement pursuant to State Finance Law as part of their submittal. Copies of these forms are available at:
https://esd.ny.gov/sites/default/files/media/document/SF-Law139-JK-2025.pdf.

The Procurement Requirements also require ESD staff to obtain and report certain information when contacted by Respondents during the Restricted Period, make a determination of the responsibility of Respondents and make all such information publicly available in accordance with applicable law. If a Respondent is found to have knowingly and willfully violated the State Finance Law provisions, that Respondent and its subsidiaries, related or successor entities will be determined to be a non-responsible Respondent and will not be awarded any contract issued pursuant to this solicitation. In addition, two such findings of non-responsibility within a four-year period can result in debarment from obtaining any New York State governmental procurement contract. The designated contact account for this solicitation is referenced on the cover of this RFP.

This is not a complete presentation of the provisions of the Procurement Requirements. All potential Respondents are solely responsible for full compliance with the Procurement Requirements. Both the prime consultant and any sub-consultants complete the forms required above.

iv. Vendor Responsibility Questionnaire

All Respondents to this RFP must be "responsible," which in this context means that they must have the requisite financial ability, organizational capacity and legal authority to carry out its obligations under this RFP, and in addition must demonstrate that both the Respondent and its principals have and will maintain the level of integrity needed to contract with New York State entities such as ESD. Further, the Respondent must show satisfactory performance of all prior government contracts. Accordingly, the contract to be entered into between ESD and the Respondent, if any, shall include clauses providing that the Respondent remain "responsible" throughout the term of the contract, that ESD may suspend the contract if information is discovered that calls into question the responsibility of the contracting party, and that ESD may terminate the contract based on a determination that the contracting party is non-responsible. On request, model language to this effect will be provided to any Respondent to this RFP.

To assist in the determination of responsibility, ESD requires that all Respondents register in the State's Vendor Responsibility System ("Vend-Rep System"). The Vend-Rep System allows business entities to enter and maintain their Vendor Responsibility Questionnaire information in a secure, centralized database. New York State Procurement Law requires that state agencies award contracts only to responsible vendors. Respondents are to file the required Vendor Responsibility Questionnaire online via the Vend-Rep System or may choose to complete and submit a paper questionnaire. Please include a copy of your Vend-Rep submission receipt or paper questionnaire with your proposal. Your Vendor Responsibility Questionnaire must have been completed within one year of submission of your proposal.

To enroll in and use the Vend-Rep System, please visit: www.osc.state.ny.us/vendrep. For direct Vend-Rep System user assistance, the Office of the State Comptroller's Help Desk may be reached at 866-370-4672 or 518-408-4672 or by email at itservicedesk@osc.state.ny.us.

Respondents opting to file a paper questionnaire can obtain the appropriate questionnaire from the Vend-Rep website (http://www.osc.state.ny.us/vendrep/forms_vendor.htm) and execute accordingly pertaining to the organization's trade industry. Bidders are required to complete the questionnaire which best matches the business activity (either "Construction" or "Non-Construction") and business type (either "For-Profit" or "Not-for-Profit") from the four (4) available options.

In addition, please see link to EO-192: https://ogs.ny.gov/system/files/documents/2021/09/eo-192-vendor-integrity_0.pdf.

v. Iran Divestment Act

Every Proposal made to ESD pursuant to a competitive solicitation must contain the following statement, signed by the Respondent on organization letterhead and affirmed as true under penalty of perjury:

"By submission of this bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of its knowledge and belief that each bidder is not on the list created pursuant to paragraph (b) of subdivision 3 of section 165-a of the State Finance Law."

The list in question is maintained by the Office of General Services. For further information and to view this list please go to: https://ogs.ny.gov/iran-divestment-act-2012.

vi. Executive Order 16

In accordance with New York State Executive Order 16 ("EO-16"), all bidders must certify that they are in compliance with EO-16 prohibiting State Agencies and Authorities from Contracting with Businesses in Russia. EO-16 will remain in effect while sanctions imposed by the federal government are in effect.

"By submission of a bid, each bidder and each person signing on behalf of any bidder certifies, and in the case of a joint bid each party thereto certifies as to its own organization, under penalty of perjury, that to the best of its knowledge and belief that each bidder is in compliance with EO-16."

The required certification can be found at:
https://esd.ny.gov/sites/default/files/EO16-certification.pdf and must be signed and included in all Proposals.

vii. Executive Order 177

In accordance with New York State Executive Order 177, all bidders must certify that they are in compliance with the New York State Human Rights Law which prohibits discrimination and harassment based on a protected class, and which requires reasonable accommodation for persons with disability or pregnancy related conditions.

The required certification can be found at:
https://esd.ny.gov/sites/default/files/EO-177-Certification.pdf and must be signed and included in all Proposals.

viii. Compliance with State Finance Law Section 139-m

Section 139-m of the New York State Finance Law requires that all vendors bidding or otherwise submitting a proposal for a competitive procurement must implement and attest (via written certification) to a Gender-Based Violence and the Workplace policy. This policy must be in place at the time for bid or proposal submission set forth in Section V above for a bid or submission to be considered.

The model policy published by the New York State Office for the Prevention of Domestic Violence can be found at: opdv-gbv-workplace-bidder-model-policy_2025.08.28_0.pdf. The required Gender-Based Violence and the Workplace Certification can be found at: https://esd.ny.gov/sites/default/files/media/document/GBVandtheWorkplacePolicyAttestationTemplate-103125.pdf and must be signed and included with all bids, proposals or other submissions.

ix. Non-Discrimination and Contractor & Supplier Diversity Requirements

CONTRACTOR REQUIREMENTS AND PROCEDURES FOR PARTICIPATION BY NEW YORK STATE-CERTIFIED MINORITY AND WOMEN-OWNED BUSINESS ENTERPRISES AND EQUAL EMPLOYMENT OPPORTUNITIES FOR MINORITY GROUP MEMBERS AND WOMEN

Pursuant to New York State Executive Law Article 15-A and Parts 140-147 of Title 5 of the New York Codes, Rules and Regulations, ESD is required to promote opportunities for the maximum feasible participation of New York State-certified Minority and Women-owned Business Enterprises ("MWBEs") and the employment of minority group members and women in the performance of ESD contracts.

Business Participation Opportunities for MWBEs
For purposes of this solicitation, ESD hereby establishes an overall goal of 30 percent for MWBE participation, 15% for New York State-certified Minority-owned Business Enterprise ("MBE") participation and 15% for New York State-certified Women-owned Business Enterprise ("WBE") participation (based on the current availability of MBEs and WBEs). A contractor ("Contractor") on any contract resulting from this procurement ("Contract") must document its good faith efforts to provide meaningful participation by MWBEs as subcontractors and suppliers in the performance of the Contract. To that end, by submitting a response to this RFP, the Respondent agrees that ESD may withhold payment pursuant to any Contract awarded as a result of this RFP pending receipt of the required MWBE documentation. The directory of MWBEs can be viewed at: https://www.mwbe.esd.ny.gov/. For guidance on how ESD will evaluate a Contractor's "good faith efforts," refer to 5 NYCRR § 142.8.

The Respondent understands that only sums paid to MWBEs for the performance of a commercially useful function, as that term is defined in 5 NYCRR § 140.1, may be applied towards the achievement of the applicable MWBE participation goal. The portion of a contract with an MWBE serving as a broker that shall be deemed to represent the commercially useful function performed by the MWBE shall be 25 percent of the total value of the contract.

In accordance with 5 NYCRR § 142.13, the Respondent further acknowledges that if it is found to have willfully and intentionally failed to comply with the MWBE participation goals set forth in a Contract resulting from this RFP, such finding constitutes a breach of contract and ESD may withhold payment as liquidated damages.

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

By submitting a proposal, a Respondent agrees to demonstrate its good faith efforts to achieve the applicable MWBE participation goals by submitting evidence thereof through the New York State Contract System ("NYSCS"), which can be viewed at https://ny.newnycontracts.com, provided, however, that a Respondent may arrange to provide such evidence via a non-electronic method by contacting the Office of Contractor and Supplier Diversity ("OCSD") at OCSD@esd.ny.gov.

Additionally, a Respondent will be required to submit the following documents and information as evidence of compliance with the foregoing:

A. An MWBE Utilization Plan (OCSD-4) with their proposal. Any modifications or changes to an accepted MWBE Utilization Plan after the Contract award and during the term of the Contract must be reported on a revised MWBE Utilization Plan and submitted to ESD for review and approval.

   ESD will review the submitted MWBE Utilization Plan and advise the Respondent of ESD acceptance or issue a notice of deficiency within twenty (20) days of receipt.

B. If a notice of deficiency is issued, the Respondent will be required to respond to the notice of deficiency within seven (7) business days of receipt by submitting to OCSD at OCSD@esd.ny.gov, a written remedy in response to the notice of deficiency. If the written remedy that is submitted is not timely or is found by ESD to be inadequate, ESD shall notify the Respondent and direct the Respondent to submit, within five (5) business days, a request for a partial or total waiver of MWBE participation goals. Failure to file the waiver form in a timely manner may be grounds for disqualification of the proposal.

ESD may disqualify a Respondent as being non-responsive under the following circumstances:

a) If a Respondent fails to submit an MWBE Utilization Plan;
b) If a Respondent fails to submit a written remedy to a notice of deficiency;
c) If a Respondent fails to submit a request for waiver; or
d) If ESD determines that the Respondent has failed to document good faith efforts.

The successful Respondent will be required to attempt to utilize, in good faith, any MBE or WBE identified within its MWBE Utilization Plan, during the performance of the Contract. Requests for a partial or total waiver of established goal requirements made subsequent to Contract Award (OCSD-5) may be made at any time during the term of the Contract to ESD, but must be made no later than prior to the submission of a request for final payment on the Contract.

The successful Respondent will be required to submit a quarterly MWBE Contractor Compliance & Payment Report (OCSD-6) to ESD, by the 10th day following each end of quarter over the term of the Contract documenting the progress made toward achievement of the MWBE goals of the Contract.

Equal Employment Opportunity Requirements

By submission of a proposal in response to this solicitation, the Respondent agrees with all of the terms and conditions **SCHEDULE B - PARTICIPATION BY MINORITY AND WOMEN-OWNED BUSINESS ENTERPRISES: REQUIREMENTS AND PROCEDURES**. The

Respondent is required to ensure that it and any subcontractors awarded a subcontract 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 Respondent will be required to submit a Minority and Women-owned Business Enterprise and Equal Employment Opportunity Policy Statement (OCSD-1) to ESD with its proposal.

The Respondent shall submit a Staffing Plan (OCSD-2) to document the composition of the proposed workforce to be utilized in the performance of the Contract by the specified categories listed, including ethnic background, gender, and Federal occupational categories. The Respondent shall complete the Staffing plan form and submit it as part of their bid or proposal or within a reasonable time, but no later than the time of award of the contract.

If awarded a Contract, Respondent shall submit a Workforce Utilization Report (OCSD-3) and shall require each of its Subcontractors to submit a Workforce Utilization Report, in such format as shall be required by ESD on a quarterly basis during the term of the Contract.

Pursuant to Executive Order #162, contractors and subcontractors will also be required to report the gross wages paid to each of their employees for the work performed by such employees on the contract utilizing the Workforce Utilization Report on a quarterly basis.

Further, pursuant to Article 15 of the Executive Law (the "Human Rights Law"), all other 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 allowed by the Contract.

The required forms can be found at the following web addresses:

Form OCSD-1: https://esd.ny.gov/sites/default/files/OCSD-1-Policy-Statement.pdf
Form OCSD-2: https://esd.ny.gov/sites/default/files/media/document/OCSD-2-Staffing-Plan-May%202026.xlsx
Form OCSD-3: https://esd.ny.gov/sites/default/files/media/document/OCSD-%20Workforce-Utilization-Form-EEO-May-2026.xlsx
Form OCSD-4: https://esd.ny.gov/sites/default/files/OCSD-4%20Utilization%20Plan.pdf
Form OCSD-5: https://esd.ny.gov/sites/default/files/media/document/OCSD-5-Waiver-Request-Form-073124.pdf

Form OCSD-6: https://esd.ny.gov/sites/default/files/media/document/OCSD-6-Compliance-Report-Updated-121725.pdf

In the event that the above links are unavailable or inactive, the forms may also be requested from OCSD at OCSD@esd.ny.gov.

PARTICIPATION OPPORTUNITIES FOR NEW YORK STATE CERTIFIED SERVICE-DISABLED VETERAN-OWNED BUSINESSES

Article 3 of New York State Veterans' Services Law provides for more meaningful participation in public procurement by certified Service-Disabled Veteran-Owned Businesses ("SDVOB"), thereby further integrating such businesses into New York State's economy. ESD recognizes the need to promote the employment of service-disabled veterans and to ensure that certified service-disabled veteran-owned businesses have opportunities for maximum feasible participation in the performance of ESD contracts.

In recognition of the service and sacrifices made by service-disabled veterans and in recognition of their economic activity in doing business in New York State, Respondents are expected to consider SDVOBs in the fulfillment of the requirements of the Contract. Such participation may be as subcontractors or suppliers, as protégés, or in other partnering or supporting roles.

Contract Goals

A. ESD hereby establishes an overall goal of 6 percent for SDVOB participation, based on the current availability of qualified SDVOBs. For purposes of providing meaningful participation by SDVOBs, the Respondent/Contractor should reference the directory of New York State Certified SDVOBs found at: https://online.ogs.ny.gov/SDVOB/search. Questions regarding compliance with SDVOB participation goals should be directed to the Designated Contacts. Additionally, following Contract execution, Contractor is encouraged to contact the Office of General Services' Division of Service-Disabled Veterans' Business Development at 518-474-2015 or VeteransDevelopment@ogs.ny.gov to discuss additional methods of maximizing participation by SDVOBs on the Contract.

B. Contractor must document "good faith efforts" to provide meaningful participation by SDVOBs as subcontractors or suppliers in the performance of the Contract.

SDVOB Utilization Plan

A. In accordance with 9 NYCRR § 252.2(i), Respondents are required to submit a completed SDVOB Utilization Plan on Form OCSD-4.

B. The Utilization Plan shall list the SDVOBs that the Respondent intends to use to perform the Contract, a description of the work that the Respondent intends the SDVOB to perform to meet the goals on the Contract, the estimated dollar amounts to be paid to an SDVOB, or, if not known, an estimate of the percentage of Contract work the SDVOB will perform. By signing the Utilization Plan, the Respondent acknowledges that making false representations or providing information that shows a lack of good faith as part of, or in conjunction with, the submission of a Utilization Plan is prohibited by law and may result in penalties including, but not limited to, termination of a contract for cause, loss of eligibility to submit future bids or proposals, and/or withholding of payments. Any modifications or changes to

the agreed participation by SDVOBs after the Contract award and during the term of the Contract must be reported on a revised SDVOB Utilization Plan and submitted to ESD.

C. ESD will review the submitted SDVOB Utilization Plan and advise the Respondent/Contractor of ESD acceptance or issue a notice of deficiency within 20 days of receipt.

D. If a notice of deficiency is issued, Respondent/Contractor agrees that it shall respond to the notice of deficiency, within seven business days of receipt, by submitting to ESD a written remedy in response to the notice of deficiency. If the written remedy that is submitted is not timely or is found by ESD to be inadequate, ESD shall notify the Respondent/Contractor and direct the Respondent/Contractor to submit, within five business days of notification by ESD, a request for a partial or total waiver of SDVOB participation goals on OCSD-5. Failure to file the waiver form in a timely manner may be grounds for disqualification of the proposal.

E. ESD may disqualify a Respondent's proposal as being non-responsive under the following circumstances:

a) If a Respondent fails to submit an SDVOB Utilization Plan;
b) If a Respondent fails to submit a written remedy to a notice of deficiency;
c) If a Respondent fails to submit a request for waiver; or
d) If ESD determines that the Respondent has failed to document good faith efforts.

F. If awarded a Contract, Contractor certifies that it will follow the submitted SDVOB Utilization Plan for the performance of SDVOBs on the Contract pursuant to the prescribed SDVOB contract goals set forth above.

G. Contractor further agrees that a failure to use SDVOBs as agreed in the Utilization Plan shall constitute a material breach of the terms of the Contract. Upon the occurrence of such a material breach, ESD shall be entitled to any remedy provided herein, including but not limited to, a finding of Contractor non-responsibility.

Request for Waiver

A. Prior to submission of a request for a partial or total waiver, Respondent/Contractor shall speak to the Designated Contacts at ESD for guidance.

B. In accordance with 9 NYCRR § 252.2(m), a Respondent/Contractor that is able to document good faith efforts to meet the goal requirements may submit a request for a partial or total waiver on Form OCSD-5, accompanied by supporting documentation. A Respondent may submit the request for waiver at the same time it submits its SDVOB Utilization Plan. If the documentation included with the Respondent's/Contractor's waiver request is complete, ESD shall evaluate the request and issue a written notice of acceptance or denial within 20 days of receipt.

C. Contractor shall attempt to utilize, in good faith, the SDVOBs identified within its SDVOB Utilization Plan, during the performance of the Contract. Requests for a partial or total waiver of established goal requirements made subsequent to Contract award may be made at

any time during the term of the Contract to ESD, but must be made no later than prior to the submission of a request for final payment on the Contract.

D. If ESD, upon review of the SDVOB Utilization Plan and Monthly SDVOB Compliance Report (OCSD-6) determines that Contractor is failing or refusing to comply with the contract goals and no waiver has been issued in regards to such non-compliance, ESD may issue a notice of deficiency to the Contractor. The Contractor must respond to the notice of deficiency within seven business days of receipt. Such response may include a request for partial or total waiver of SDVOB contract goals.

   Waiver requests should be sent to OCSD.

Required Good Faith Efforts
In accordance with 9 NYCRR § 252.2(n), Contractors must document their good faith efforts toward utilizing SDVOBs on the Contract. Evidence of required good faith efforts shall include, but not be limited to, the following:

(1) Copies of solicitations to SDVOBs and any responses thereto.

(2) Explanation of the specific reasons each SDVOB that responded to Respondents/Contractors' solicitation was not selected.

(3) Dates of any pre-proposal, pre-award or other meetings attended by Contractor, if any, scheduled by ESD with certified SDVOBs whom ESD determined were capable of fulfilling the SDVOB goals set in the Contract.

(4) Information describing the specific steps undertaken to reasonably structure the Contract scope of work for the purpose of subcontracting with, or obtaining supplies from, certified SDVOBs.

(5) Other information deemed relevant to the waiver request.

Monthly SDVOB Contractor Compliance Report
In accordance with 9 NYCRR § 252.2(q), Contractor is required to report Monthly SDVOB Contractor Compliance to ESD during the term of the Contract for the preceding month's activity, documenting progress made towards achieving the Contract SDVOB goals. This information must be submitted using form OCSD-6 available on the ESD website and should be completed by the Contractor and submitted to ESD, by the 10th day of each month during the term of the Contract, for the preceding month's activity to: OCSD@esd.ny.gov.

Breach of Contract and Damages
In accordance with 9 NYCRR § 252.2(s), any Contractor found to have willfully and intentionally failed to comply with the SDVOB participation goals set forth in the Contract, shall be found to have breached the contract and Contractor shall pay damages as set forth therein.

Damages shall be calculated based on the actual cost incurred by the State agency related to the State agency's expenses for personnel, supplies and overhead related to establishing, monitoring, and reviewing certified service-disabled veteran-owned business enterprise programmatic goals.

x. Encouraging the Use of NYS Businesses in Contract Performance Form

New York State businesses have a substantial presence in State contracts and strongly contribute to the economies of the state and the nation. In recognition of their economic activity and leadership in doing business in New York State, Respondents for this ESD 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. In order for ESD to assess the use of New York State businesses in each Proposal, ESD requests that each Respondent complete the Encouraging Use of New York State Businesses in Contract Performance form, accessible here: https://esd.ny.gov/sites/default/files/media/document/USEOFNYSBUSINESSES-2025.pdf.

xi. Certification under State Tax Law Section 5-a

Any contract resulting from this solicitation is also subject to the requirements of State Tax Law Section 5-a ("STL 5-a"). STL 5-a prohibits ESD from approving any such contract with any entity if that entity or any of its affiliates, subcontractors or affiliates of any subcontractor makes sales within New York State of tangible personal property or taxable services having a value over $300,000 and is not registered for sales and compensating use tax purposes. To comply with STL 5-a, all Respondents to this solicitation must include in their Proposals a properly completed Form ST-220-CA (http://www.tax.ny.gov/pdf/current_forms/st/st220ca_fill_in.pdf), or an affidavit (https://esd.ny.gov/sites/default/files/media/document/STL5A-Affidavit-2025.pdf) that the Respondent is not required to be registered with the State Department of Taxation and Finance. Also in accordance with the requirements of STL 5-a, any contract resulting from this solicitation will require periodic updating of the certifications contained in Form ST-220-CA. Solicitation responses that do not include a properly completed ST-220-CA will be considered incomplete and non-responsive and will not be considered for contract award. Only the prime consultant needs to complete Form ST 220-CA, but be advised that Schedule A to Form ST 220-TD (which is required to be submitted in accordance with Form ST 220-CA) requires detailed information from the sub-consultants, such as tax ID number, etc., if applicable. Moreover, if applicable, certificates of authority must be attached by the prime consultant and all the sub-consultants.

xii. Schedule A

Following final selection of a Respondent, ESD will prepare a contract defining all project terms and conditions and the Respondent's responsibilities in conformance with Schedule A. A sample can be found at: https://esd.ny.gov/sites/default/files/ScheduleA-Services_Materials-3818.pdf Please note that Respondents should not provide the information/documentation required by Schedule A (aside from any information/documentation otherwise required by this solicitation) with the submission of a proposal. However, Respondents should thoroughly review the terms set forth in Schedule A, which are standard for all ESD contracts, and submit any concerns in writing together with the Respondent's Administrative Proposal. Failure to submit concerns in a timely manner shall be deemed a waiver of any objections to the terms contained in Schedule A and successful Respondents will be required to accept the terms therein as part of the executed contract between the parties.

xiii. Project Sunlight

This procurement is subject to the Public Integrity Reform Act of 2011. Under the Public Integrity Reform Act of 2011, "appearances" (broadly defined and including any substantive interaction that is meant to have an impact on the decision-making process of a state entity) before a public benefit corporation such as ESD by a person (also broadly defined) for the purposes of procuring a state contract (as contemplated in this RFP) must be reported by ESD to a database maintained by the State Office of General Services that is available to members of the public. If in doubt as to the applicability of Project Sunlight, Respondents and their advisors should consult the Laws of 2011, Ch. 399 for guidance.

xiv. Insurance Requirements

The selected Respondent will be required to provide the following insurance (at a minimum and to the extent applicable):

- Commercial General Liability of $2 million per occurrence and $4 million in the aggregate;
- In the event that you are using a vehicle in business, Commercial Automobile insurance with a limit of not less than $2 million;
- Cyber Liability - $3 million;
- Professional Liability - $1 million;
- Must show evidence of Worker's Compensation & Employer's Liability insurance at State statutory limits;
- Must show evidence of Disability insurance coverage at State statutory limits;

NYS Urban Development Corporation d/b/a Empire State Development (ESD) must be named as additional insured on a primary and non-contributory basis on all of the following policies: Commercial General Liability and Auto Liability. All policies above should include a waiver of subrogation in favor of ESD.

xv. W-9 Form

Provide a completed W-9 form (https://www.irs.gov/pub/irs-pdf/fw9.pdf), submit with proposal.

XI. DEBRIEFING OF UNSUCCESSFUL RESPONDENTS

With respect to unsuccessful Respondents, a debriefing is available upon request made within 15 calendar days of notification by ESD that said unsuccessful Respondent's proposal was not selected for an award. Debriefing is typically conducted one of three (3) ways: by video conference, by telephone conference, or through written correspondence. The purpose of the debriefing is to be open and transparent, and to promote future competition. The debriefing should address strengths, weaknesses, and provide other relevant information that ESD used to determine best value, including the qualitative and quantitative analysis used in assessing the relative merits of the proposal. ESD shall not disclose the content of any other proposal(s) during the debriefing that would jeopardize the integrity of the procurement process or impede contract negotiations.