



**Empire State
Development**

REQUEST FOR PROPOSALS



FOR THE PURCHASE AND DEVELOPMENT OF TACONIC DEVELOPMENTAL CENTER

26 Center Circle, Wassaic, Dutchess County, New York

Issued: February 19, 2025

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. Bidders are prohibited from contact related to this procurement with any New York State employee other than the designated contacts listed below.

Designated Contacts for this RFP:

Primary Contact: Ralph Volcy
Secondary Contact: Julia Borukhov

All contacts/inquiries shall be made by email to the following address:

TaconicRFP2025@esd.ny.gov

Proposals must be uploaded to the designated Dropbox:

<https://www.dropbox.com/request/YxNCwacmoSCJ6nzvvn40>

This RFP is posted on the Empire State Development website:

<https://esd.ny.gov/doing-business-ny/requests-proposals>

Submission Deadline: June 20, 2025, by 2:00 PM EST
Late submissions will not be taken into consideration.

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I. INTRODUCTION

New York State Urban Development Corporation, d/b/a Empire State Development, a public authority of the State of New York, constituting a political subdivision and public benefit corporation (“ESD”), is seeking proposals (“Proposals”) from qualified and responsible parties for a project (the “Project”) that entails the disposition and redevelopment of state-owned land for residential use, including affordable housing, and associated mixed uses. Each party that submits a Proposal to this RFP is referred to herein as a “Respondent”. A Respondent that is conditionally designated through this RFP process is referred to herein as a “Designated Developer.”

The project site is approximately 330 acres located at 26 Center Circle, Wassaic, New York 12592 (the “Site”). It encompasses the remainder of the Taconic Developmental Center campus (the “Taconic Campus”), which currently houses the Taconic Developmental Disabilities Services Office (the “Taconic DDSO”).

ESD invites all qualified parties to submit proposals for the redevelopment of the Site in accordance with the goals and objectives of the Project and the parameters specified in this Request for Proposals (“RFP”). ESD is interested in proposals that will provide maximum benefits to the State of New York and the surrounding community. The Site’s size, location, and accessibility to New York City and the Hudson Valley make it an exciting opportunity for creative, well-planned development.

Respondents are invited to propose a mixed-use development plan that provides housing and generates economic development. Housing should include affordable and market rate units and consider uses to support the Site and surrounding area’s residents including but not limited to, retail, community facility, and open space. Economic development uses should be informed by the current [Mid-Hudson Regional Economic Development Council Strategic Plan](#) and provide well-paying job opportunities for residents of the surrounding area. The proposal should include a master plan (the “Plan”) for the entire Site (see **Figure 1**) and a detailed plan for phase 1 (the “Phase 1 Plan”) for the portion of the Site within a ½ mile of the Tenmile River commuter railroad station that is operated by Metro-North Commuter Railroad Company (“Metro-North”), a subsidiary of the Metropolitan Transportation Authority (“MTA”) (see **Figure 2**). The Designated Developer will be selected to execute the Phase 1 Plan. Further phases are expected to be developed by the Designated Developer, subject to its Plan, contingent on achieving defined milestones.

II. RFP TIMELINE

The following are significant dates under the RFP Process:

| <u>Milestone</u> | <u>Timeline</u> |
|--|---------------------------|
| 1. RFP Release Date | February 19, 2025 |
| 2. Deadline for Submission of 1 st Round Questions | March 5, 2025 |
| 3. Deadline to RSVP for Site Tour | March 11, 2025 by 6:00 PM |
| 4. Deadline for ESD Responses to 1 st Round Questions | March 17, 2025 |
| 5. Site Tour | March 18, 2025 |
| 6. Deadline for Submission of 2 nd Round Questions | April 1, 2025 by 6:00 PM |
| 7. Deadline for ESD Responses to 2 nd Round Questions | April 15, 2025 |
| 8. Deadline for Submission of Proposals | June 20, 2025 by 2:00 PM |
| 9. Interviews (if necessary) | TBD |
| 10. Announcement of Designated Developer | TBD |
| 11. Anticipated Contract Start Date | TBD |

Please note, ESD reserves the right to change any of the dates listed in this RFP.

III. SITE CONTEXT AND DESCRIPTION

A. Site

The Site is located at 26 Center Circle, Wassaic, New York in Dutchess County. It is approximately 2.5 miles west of the New York-Connecticut border. By vehicle, it is approximately two hours north of New York City, 1 ½ hours south of Albany, and 45 minutes east of Poughkeepsie.

The Harlem Valley, named for the New York and Harlem Railroad that served it, is known for its scenic and natural resources. The rural landscapes surrounding the Site feature rolling hills, farmland, streams and wetlands, and steep forested valleys and gorges.

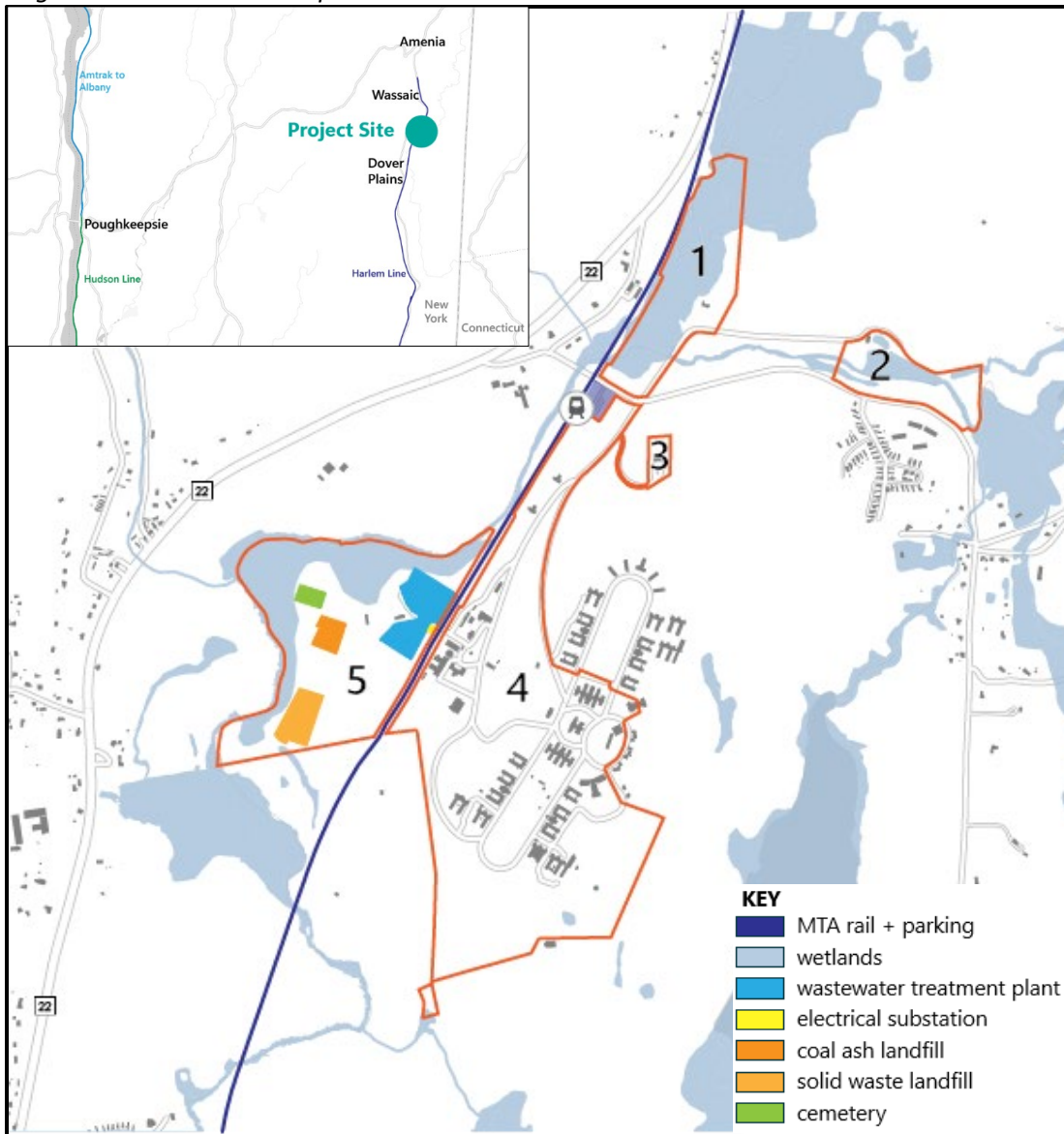
Wassaic was historically developed as a small railroad village where the New York and Harlem Railroad company connected the area's many small dairy farms to the rest of the region. Today, the hamlet, as well as the Town of Amenia, remain rural communities, increasingly home to recreational, cultural, creative, and tech opportunities that serve the New York metropolitan area. Examples include the scenic Harlem Valley Rail Trail and the Wassaic Project's artist-in-residence programs.

The Taconic Campus is owned by the People of the State of New York acting through the Dormitory Authority of the State of New York ("DASNY") and is managed by the New York State Office for People With Developmental Disabilities ("OPWDD"). The Site is approximately 330 acres and consists of approximately 53 buildings and structures in varying condition that were formerly used as a State-operated long-term care center for disabled individuals. By December 31, 2013, all dorms were vacated by inhabitants of the facility, and the Site has remained generally vacant since that time. Vacant buildings include space for residency, programs, athletics, and auditoriums. The Site is currently used for OPWDD administrative and work control functions in 21 buildings, which include ancillary structures, such as the sewage treatment plant, transformer vault, water tower, and well pump stations. The existing structures were built between 1927 and 1950 and total approximately 740,000 gross square feet. At its peak, the Site housed 5,500 residents. Most of the Site's buildings are situated on top of a hill, offering expansive views of the bucolic Harlem Valley to the west, north and south (see **Appendix A: Building Location and Status Map** for a list of buildings on the Site).

Over the past decades, OPWDD has shifted how it provides services to better serve its clients, from an institutionalized to a community-based approach of care. This service approach has facilitated a consolidation of operations and resulted in OPWDD no longer providing services in the buildings spread across the remaining Taconic Campus. However, the agency continues to bear the financial and administrative burdens of securing and maintaining vacant and deteriorating buildings and the grounds upon which they sit.

The Tenmile River Metro-North Rail Station is located at the entrance to the facility, alongside of which flows the Tenmile River. The station is the next to last stop on Metro-North's Harlem Line and approximately two hours from Grand Central Terminal via Metro-North rail service or by vehicle. In anticipation of new development on the Site, the station was constructed as part of Metro-North Railroad's extension of its Harlem Line from Dover Plains to Wassaic and opened in 2000. Proximity to this station makes the Site well suited for a mixed-use, transit-oriented development. Dutchess County "Route D" buses connect the Site and the Tenmile River Metro-North Station with nearby Millbrook, Dover Plains, Pleasant Valley, and Poughkeepsie. The Site is within 1,000 feet of Route 22 and located near the Route 22 commercial corridor between Pawling and Amenia. This Site is also easily accessible from I-84, I-90, and I-95.

Figure 1: Site and area map.



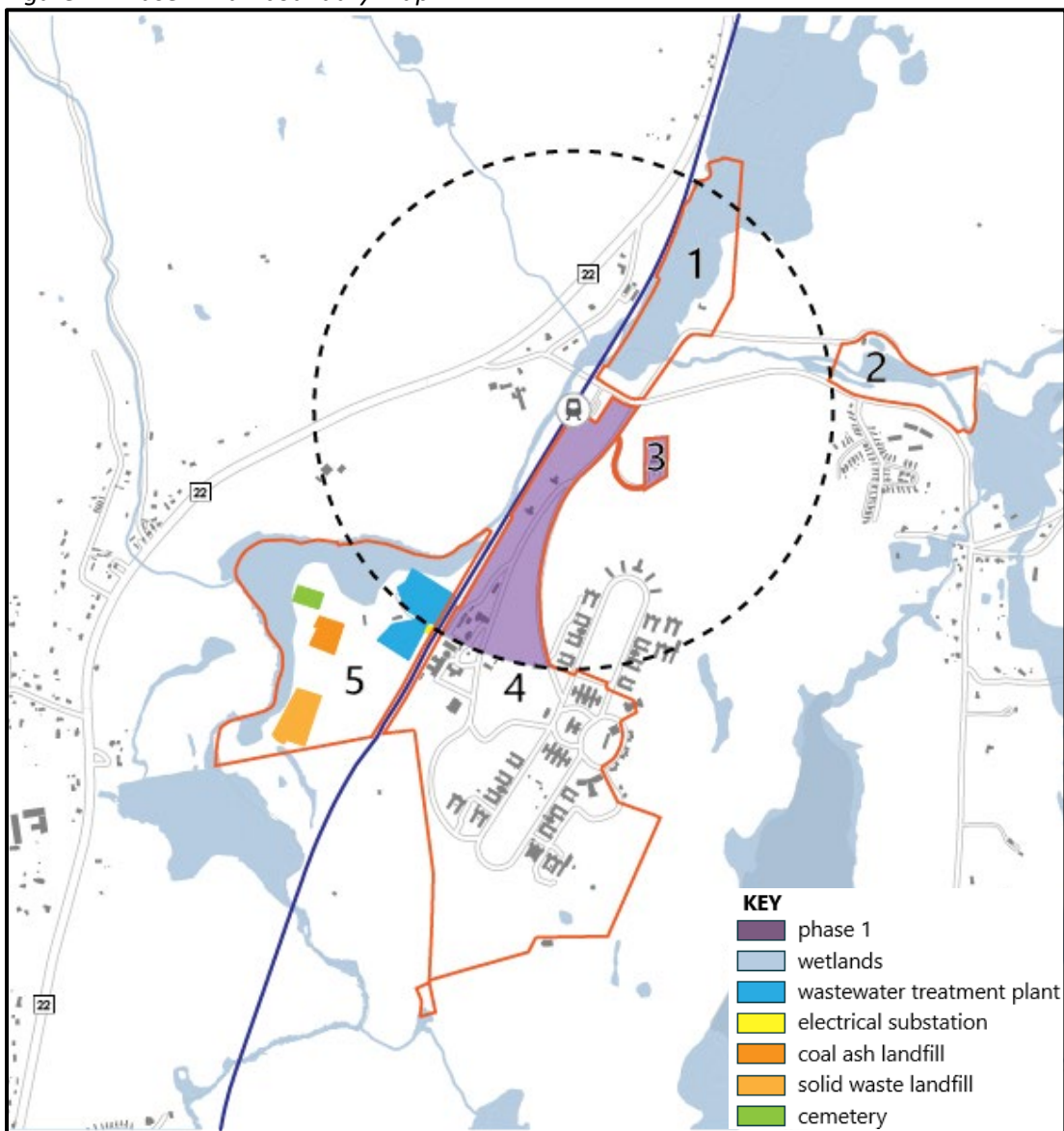
For the purpose of this RFP, the Site is divided into five parcels (see **Figure 1**):

- **Parcel 1** - Includes four wells, and a pump house that supply water to the Site. It is primarily wetlands. The approximate size is 33 acres.
- **Parcel 2** - Houses a recreational building. It is accessed via a gravel road that begins on Parcel 1 and traverses private property courtesy of an easement. The parcel is bisected by Webatuck Creek and is partially wetlands. The approximate size is 19 acres.
- **Parcel 3** - Contains a residential home that was once the Center Director's house. The approximate size is 4 acres.
- **Parcel 4** - Contains the majority of the Site's buildings. The approximate size is 188 acres.
- **Parcel 5** - Separated from Parcel 4 by Metro-North Railroad tracks. It contains an electrical substation, a nonoperational wastewater treatment plant, at least two closed landfills, and a cemetery. It is anticipated that the cemetery would not be subject to the disposition and would continue to be maintained by OPWDD, with a reservation of an easement across other portions

of the Site to allow the cemetery to be accessed by visitors and maintenance workers. The parcel is partially wetlands. The approximate size is 86 acres.

ESD requires that the Phase 1 Plan (see **Figure 2** for boundary) be developed on Parcels 3 and 4 within a ½ mile of the Tenmile River Metro-North station. The ½ mile radius around the station is consistent with the Town of Amenia’s zoning regulations and comprehensive plan for transit-oriented development. Refer to **Section III(B): Zoning and Land Use** for more information on the zoning districts and their purposes. Proposals should maximize the underlying zoning regulations. In doing so, should Proposals not need to utilize all portions of land within the Phase 1 Plan boundary the remaining portions should be included in a subsequent phase or phases of the master Plan. The location of infrastructure to be constructed to support the Phase 1 Plan is not required to be within the Phase 1 Plan boundary or the ½ mile radius of the Tenmile River station.

Figure 2: Phase 1 Plan boundary map.

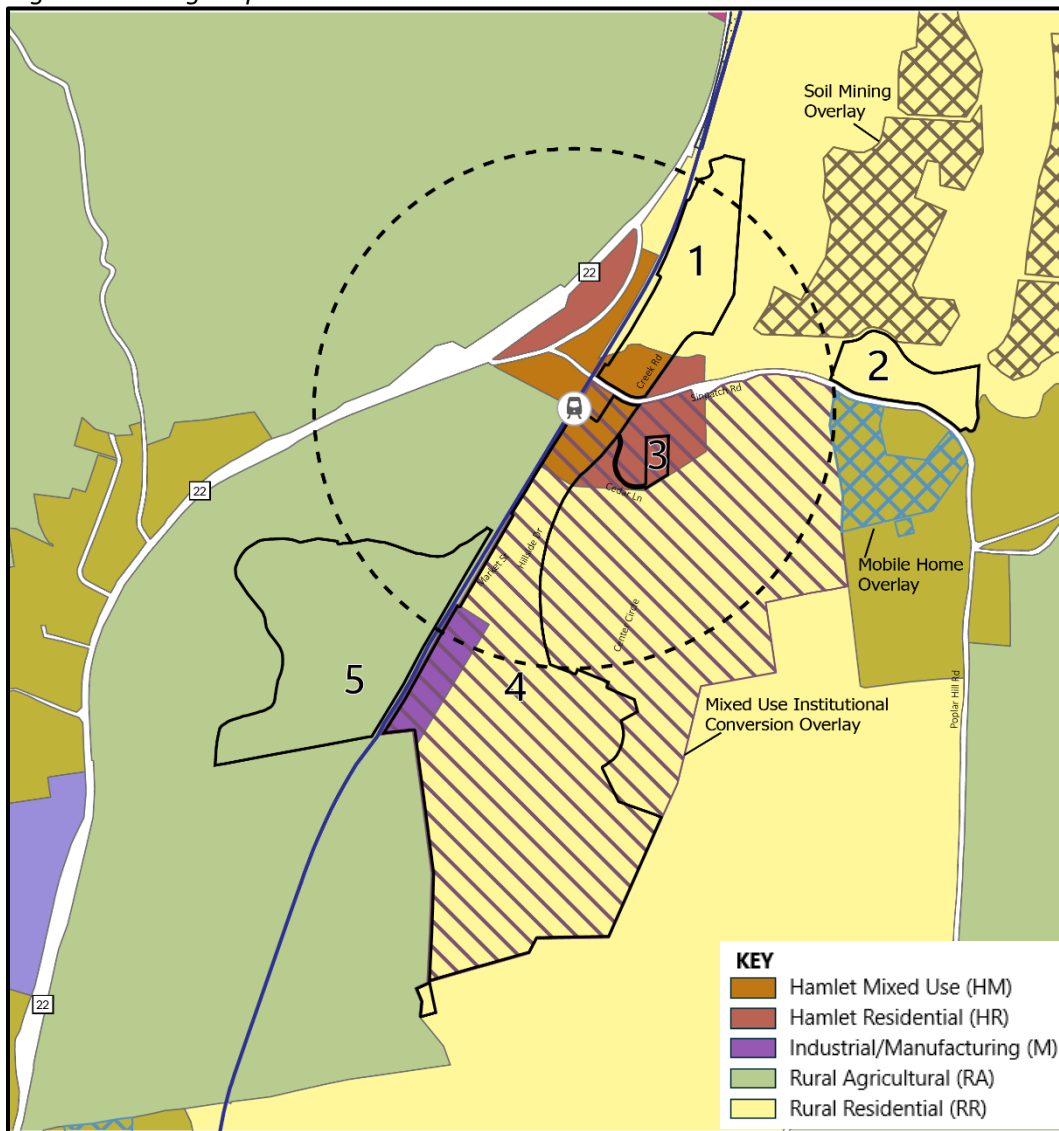


B. Zoning and Land Use

Development in the Town of Amenia is informed by its 1991 Amenia Master Plan, which was [updated in the 2007 Comprehensive Plan](#) and [amended in the 2023 Comprehensive Plan Addendum](#). The Comprehensive Plan Addendum notes that, in conjunction with zoning text amendments, it is meant to "encourage more housing - low, affordable, moderate-income, high-end, and rental - to create a genuinely multigenerational community." Applicable zoning requires that a development exceeding 10 dwelling units provide a minimum 10% for workforce housing. Additionally, conservation subdivision regulations, which are applicable for portions of the Site, allow for a density bonus of up to 50% if a residential development includes 25% or more affordable units in its program. The Town of Amenia has also applied for certification under the State's [Pro-Housing Communities Program](#).

Should Proposals contemplate approval of local zoning changes, ESD will evaluate such Proposal based on financial viability, justification, and level of community benefit to the Town, County, and State.

Figure 3: Zoning map.



The following text is directly from the Town of Amenia’s zoning code, available [here](#).

The Site consists of five zoning districts (see **Figure 3**):

- Hamlet Mixed Use (HM) - The purposes of this district are to maintain the traditional scale, density, architectural style, and mixed-use character of the existing Amenia and Wassaic hamlet core areas, to allow them to be restored, revitalized and expanded to become more economically viable, and to allow for the creation of new hamlet centers where access to commuter rail stations makes such centers viable for transit-oriented development.
- Hamlet Residential (HR) - The purpose of this district is to maintain the traditional scale, density, and character of small hamlets and the residential neighborhoods surrounding the hamlet cores and to allow expansion into surrounding land areas that are generally within walking distance from the hamlet centers or the train stations.
- Industrial/Manufacturing (M) - The purpose of this district is to allow industrial and related uses and adult entertainment, uses that are not compatible with most commercial, office, or residential uses, in isolated and well-buffered locations.
- Rural Agricultural (RA) - The purpose of this district is to maintain the Town's working landscape by promoting agriculture, forestry, recreation, land conservation, and low-density residential uses, as well as compatible open space and rural uses, by encouraging such activities and discouraging large-scale residential development.
- Rural Residential (RR) - The purpose of this district is to allow residential uses in a rural setting, at a lower density than is allowed in the hamlets.

The Site consists of one land use and development overlay zoning district (see **Figure 3**):

- Mixed-Use Institutional Conversion Overlay District (MCO) - The purpose of this overlay district is to facilitate the redevelopment of privately owned portions of land that were formerly part of the Taconic Developmental Disabilities Services Office (TDDSO) as a mixed-use transit-oriented community that fulfills the goals of the Town of Amenia Comprehensive Plan by providing needed jobs, public facilities, open space, housing, commercial, and other nonresidential uses. The Town wishes to attract development to this site because it contains serviceable buildings and water and sewer infrastructure, as well as good highway and commuter rail access. The provisions of this overlay district are intended to implement the specific goals of the Comprehensive Plan for this site by streamlining permitting and allowing use flexibility. The Town recognizes that, as of the date of enactment of this section, about half of the land in the MCO District is owned by the State of New York for the care of developmentally disabled persons. The intent of this section is to support the continuation of the TDDSO as the Town's major employer and to encourage a public-private partnership that enables development to occur in the immediate future for the portion of the site in private ownership. Such development should meet the needs of both the Town and the employees, customers, and other users of the TDDSO, while encouraging an integrated site design for the entire MCO District.

C. Existing Structures, Infrastructure, and Utilities

The Site currently contains 53 buildings and structures. For the full list of buildings and their location, operational status, year built, and square footage see **Appendix A: Building Location and Status Map**. It is anticipated that current OPWDD operations in buildings 16, 17, 18, 19, and 39 will continue. In the event these operations are relocated, there may be potential for redevelopment of these buildings. Respondents may contemplate conversion of existing structures for residential or non-residential use to the extent they enable efficient design and programming and enhance economic viability. Demolition of

existing buildings will likely require asbestos and lead remediation based on the years in which buildings were constructed.

Utilities that serve the Site include water, heat, and electricity. Four wells that feed a pump station operated by OPWDD, on Parcel 1, distribute water to the water tower, on Parcel 4, and buildings on the site. Heat is provided to the Site via steam tunnels operated by OPWDD. Electricity is provided to the Site via an electrical substation on Parcel 5 operated by New York State Electric & Gas Corporation.

The wastewater treatment plant is nonoperational and will need to be replaced. The road network within the site will need to be upgraded to meet Town standards.

The Designated Developer is responsible for the full cost of planning, designing, implementing, and on-going maintenance of appropriate safety improvements to each grade crossing in the development area. Improvements may include installation of signals, gates, and other warning devices that are tied into the Metro-North signal system. Planning, design, implementation, and maintenance must comply with MTA/Metro-North standards, as well as NYS Department of Transportation and/or other requirements and approvals as applicable.

D. Environmental Conditions and Review Process

Pursuant to New York's State Environmental Quality Review Act ("SEQRA"), an environmental review of the proposed Project must be completed prior to ESD's approval of the Project. Dependent on the Proposal, it is anticipated that an Environmental Impact Statement will be required to evaluate potential environmental impacts of the proposed development, together with any feasible and prudent measures that may be required to avoid or minimize certain anticipated environmental impacts. The lead agency for environmental review will be established during the SEQRA process for the proposed Project. For more information on environmental review and the disposition process, see **Section VIII: Developer Due Diligence**.

In July 2018, a Phase 1 Environmental Site Assessment was conducted by HRP Engineering, PC, see **Appendix B: ESA Phase I Report**. This report is to be used for informational purposes only in preparing responses to this RFP; ESD makes no representations about the accuracy or completeness of the report's review of environmental conditions on the Site that were documented in the report.

Due to the presence of wetlands and streams on and near the Site, a wetland and stream screening is required. See **Appendix E: Wetland and Stream Screenings Guidance** for information on how to conduct the screening. Proposals should include the desktop research portion of the screening.

The Designated Developer will be responsible for conducting all due diligence investigations and remediation, including, but not limited to, environmental site assessments, which include sampling and testing of the soil, sediments, and ground water (if any). No representation or warranty is made nor shall be given by ESD, the State of New York, or any other entity as to any environmental condition at or under the Project Site, which is offered "AS IS" and "WHERE IS". The term "environmental condition" as used herein includes but is not limited to any hazardous and/or toxic substance as defined in any State or Federal law, rule or regulation, solid waste, petroleum and/or petroleum by-products, endangered species of fauna or flora, archeological feature or artifact or any other matter or site condition which may affect the development of the Project Site.

E. Historic Resources

The State Historic Preservation Office (“SHPO”) of the New York State Office of Parks, Recreation and Historic Preservation has previously determined that development at the Site will have no impact on archaeological and/or historic resources listed in or eligible for the New York State and National Registers of Historic Places. This determination will need to be reevaluated by SHPO during the environmental review process.

The contents of the Chapel are owned by the New York Archdiocese, and their return to the Archdiocese will have to be discussed upon determination of the Chapel’s future.

F. Ownership and Taxes

The Site is currently owned by the People of the State of New York acting through DASNY and is managed by OPWDD and is thus exempt from property taxes. Upon disposition of each project phase, property taxes of the subject property will be assessed by local government entities, including Dutchess County, the Town of Amenia, and the Dover Union Free School District. Respondents are encouraged to contact the Town of Amenia’s Assessor’s Office to obtain information regarding future property tax charges regarding their proposal.

Property tax exemptions may be available for eligible Projects or Project components through, for example, the Dutchess County Industrial Development Agency (“IDA”). Should the Town of Amenia opt into the newly created 421-p or 421-pp programs, adopted in the FY 2025 enacted budget, projects meeting applicable affordability and other requirements may enter into a Payment in Lieu of Taxes (“PILOT”) reflecting the tax benefits of the 421-p and 421-pp programs. For details of any relevant tax exemption programs, Respondents should consult relevant statutes and rules.

Proposals should indicate which tax exemption program(s), if any, Respondents plan to utilize. It is the Designated Developer’s responsibility to apply for and meet the requirements of any specific tax benefit program(s).

ESD reserves the right to request revised Proposals that reflect a PILOT to be issued by ESD. ESD reserves the right to make such requests to all Respondents or to a subset of all Respondents as set forth in **Section VII: Selection Criteria**. Any Respondents still under consideration may be given the opportunity to revise their Proposals, and any related provisions of the RFP will be amended or deemed amended as necessary.

IV. REDEVELOPING UNDERUTILIZED SITES FOR HOUSING

As part of the 2024 State of the State and the FY2025 Enacted Budget, Governor Kathy Hochul outlined a vision for addressing New York State’s housing crisis to make the State more affordable and livable for all New Yorkers. This groundbreaking and multifaceted plan to build new housing across the State included a \$500 million capital fund to develop up to 15,000 new homes on state land through the Redevelopment of Underutilized Sites for Housing initiative (“RUSH”) after signing an executive order last year requiring all state agencies to examine properties within their control to determine their housing potential.

RUSH funding is available to meaningfully offset the cost to the Designated Developer to construct the wastewater treatment plant, upgrade the street network, demolish existing structures, and remediate environmental issues needed to facilitate the Phase 1 Plan and indicate how investments will facilitate future development phases. When submitting Proposals, Respondents should clearly note how much

RUSH funding is being requested and provide basis for that request, including a breakdown of the construction estimate for each item. ESD will evaluate Proposals in part on Respondents' ability to propose approaches that accommodate the applicable infrastructure costs while limiting the amount of RUSH Funding requested.

V. DEVELOPMENT OBJECTIVES AND REQUIREMENTS

A. Development Objectives

The primary development objectives of the Project are to develop a mixed-use, mixed-income community that provides residential housing, including affordable housing, to meet housing demand, advance the Town of Amenia's larger goals for creating a transit-oriented community, and improve economic opportunities for the Town of Amenia and surrounding municipalities. ESD is seeking Proposals for a high-quality mixed-used, mixed-income development that meets the following objectives (the "Development Objectives"):

1. Provide residential rental and homeownership opportunities, with a minimum 10% of units across the Site set aside for households earning up to 80% of AMI. Housing units should serve a broad range of incomes and populations;
2. Maximize benefits to the State of New York and surrounding community through the disposition and redevelopment of the Site while minimizing the State's economic burden and environmental risk;
3. Create local job opportunities for residents complementing industries identified in the [Mid-Hudson Regional Economic Development Council Strategic Plan](#), including but not limited to:
 - a. Sustainable Agriculture
 - b. Biotech and Life Sciences
 - c. Distribution Centers
 - d. Film and TV Production
 - e. Green Energy and Technology
 - f. Manufacturing
 - g. Research and Innovation
 - h. Tourism
4. Provide retail, community facility, and cultural uses to support the new residential development and contribute to the Town of Amenia and surrounding area's existing establishments and services;
5. Provide meaningful open space opportunities to promote passive and active recreation;
6. Ensure adequate parking for the proposed development;
7. Improve infrastructure and undertake environmental remediation necessary to facilitate the proposed development;
8. Incorporate environmentally sustainable, resilient, and energy efficient development and building design that align with the New York State Climate Leadership and Community Protection Act's greenhouse gas reduction goals and broader climate objectives. Proposals that contemplate the highest certification levels will be considered by ESD to be more competitive than Proposals that contemplate lower certification(s) or no certification; and
9. Ensure meaningful participation by certified MBE, WBE, and SDVOB entities.

B. Development Program

Respondents must include the following development program in their Proposals. Failure to comply with the State requirements may result in disqualification of the response from evaluation:

A Plan to be implemented by the Respondent, phased over a reasonable timeline, including:

- Residential Component
 - A minimum 10% of residential units will be set aside as affordable housing for households earning up to 80% of AMI.
 - Residential units should be located in buildings with varied typologies that utilize the density and height allowances of the underlying Town of Amenia zoning regulations.
 - Parking for residential units should be included and comply with the underlying Town of Amenia zoning regulations.
- Non-Residential Component
 - Supporting non-residential uses including but not limited to, strategic business development, community-serving retail, community uses, arts and cultural programming, and agricultural uses.
 - Parking for non-residential units should be included and comply with the underlying Town of Amenia zoning regulations.
- Adaptive Reuse
 - Respondents may convert existing structures for residential or non-residential use if doing so is more cost effective than demolition and new construction.
- Public Realm
 - A street grid with a pedestrian and bike friendly environment; and
 - Open spaces for passive and active recreation.
- Infrastructure
 - Respondents to include in the Proposal all infrastructure investments necessary to achieve the project. This includes but is not limited to environmental remediation, utilities, water and sewer, demolition of existing buildings, road upgrades and construction.
- Note that it is anticipated that current OPWDD operations in buildings 16, 17, 18, 19, and 39 will continue to be operated by OPWDD (see **Appendix A: Building Location and Status Map**). In the event these operations are relocated, there may be potential for redevelopment of these buildings.

Detailed proposal for the Phase 1 Plan, including:

- Up to 250 residential units including a mix of rental and homeownership opportunities.
 - Proposals should assume to the extent possible income generated from market rate units cross-subsidize affordable units.
 - The Phase 1 Plan is required to provide a minimum 20% of total units as rental housing.
 - For homeownership buildings, Proposals should include a minimum of 10% of the units affordable to households earning an average of 80% of AMI. Proposals should consider additional affordable housing units through cross subsidization from market rate units. Respondents should provide homeownership opportunities at a range of price points but in no event should sale price exceed what is affordable to households earning 200% of AMI (“Homeownership Program”). ESD reserves the right to consider the use of housing capital subsidy to promote greater affordability.
 - For rental buildings, Proposals should include two scenarios that will be independently evaluated:
 - A minimum of 10% of the rental units affordable to households earning an average 80% of AMI. Consider additional affordable housing units through cross subsidization from market rate units (“Mixed-Income Rental Program”).

-
- A 100% affordable rental housing program complying with New York State Homes and Community Renewal (HCR) programs and term sheets (“Affordable Rental Program”). Proposals should not include use of the 9% LITHC program, however, this does not preclude a future application by a Designated Developer.
 - Note that exceeding the 10% minimum in one phase does not offset the 10% minimum affordable housing requirement in other phases.
 - Supporting non-residential uses.
 - Infrastructure investments necessary to realize the Phase 1 Plan.

Note that development cannot occur within 25 feet from the centerline of the railroad tracks to allow for maintenance and safe access for railroad workers. Additionally, an eight-foot, non-scalable fence is required to separate the development from the active rail operation. The fencing will be installed and maintained by the designated developer and the materials used and installation plans are subject to Metro-North review and approval.

C. Transaction Structure and Approvals

It is anticipated that the portion of the Site comprising the Phase 1 Plan will be conveyed to the Designated Developer at Phase 1 closing, and that the Designated Developer will hold title during development of the Phase 1 Plan. The Designated Developer will acquire fee title, subject to a purchase and sale agreement, restrictive declaration and any other customary transaction documents for this type of development. ESD also will enter into one or more development-related agreements with the Designated Developer at Phase 1 closing to implement the Phase 1 Plan. Among these documents will be a development agreement that will include detailed requirements for the Phase 1 Plan and outline terms, materials needed, and approval processes for the advancement of subsequent project phases. Should the Designated Developer fail to meet its obligations or is unable to achieve milestones for proceeding with subsequent project phases pursuant to the development agreement, ESD will reserve the right to terminate the development agreement with the Designated Developer.

ESD reserves the right to request revised Proposals that reflect a long-term ground lease of the portion of the Site comprising the Phase 1 Plan instead of a sale. ESD reserves the right to make such requests to all Respondents or to a subset of all Respondents as set forth in **Section VII: Selection Criteria**. Any Respondents still under consideration may be given the opportunity to revise their Proposals, and any related provisions of the RFP will be amended or deemed amended as necessary.

D. Cost Agreement and Imprest Account and Other Fees

The Designated Developer must enter into agreements with ESD that will require the Designated Developer to pay, from the date of its conditional designation:

- ESD’s ongoing out-of-pocket costs and expenses incurred in connection with the Project and Site disposition to the Designated Developer, as memorialized in a Cost Agreement between ESD and Respondent described below ; and
- ESD’s administrative fee, one hundred thousand dollars (\$100,000) of which will be paid a Term Sheet execution for ongoing work in connection with the Plan. An ESD administrative fee equal to the cost of direct and actual staff time on the project from the time of conditional designation until conveyance of each project phase, capped at five hundred thousand dollars (\$500,000) and due at the Closing of each project phase. ESD reserves the right to adjust the cap of its administrative fee taking into consideration the Project’s development program and use of public funding sources.

As part of their Proposal, Respondents must sign an agreement with ESD (the “Cost Agreement” provided in **Appendix C: Cost Agreement**) pursuant to which the Respondent will pay ESD for ESD’s reasonable out-of-pocket costs and expenses, including without limitation, those for consultants and legal counsel, incurred by ESD in the event the Respondent is selected as the Designated Developer. The signed Cost Agreement shall be accompanied by the Respondent’s check in the amount of \$300,000 (the “Cost Agreement Check”) payable to “NYS Urban Development Corporation d/b/a Empire State Development”. The Cost Agreement Check will not be deposited initially. If the Respondent is selected as the Designated Developer to enter negotiations with ESD, the Cost Agreement Check will be deposited into an ESD imprest account (the “Imprest Account”) for the Designated Developer. If a Respondent is not selected as the Designated Developer, the Cost Agreement Check will be returned to the Respondent. ESD will draw on the Imprest Account to pay costs related to the Project. The Cost Agreement provides that the Designated Developer will fully replenish the Imprest Account in the amount of \$300,000 each time the balance of the Imprest Account is reduced to below \$125,000. Following Closing, any amount remaining in the Imprest Account and not required to pay outstanding costs will be returned to the Designated Developer.

If, at any time, ESD determines, in consultation with the locality, that ESD will serve as lead agency for the Project’s environmental review, and/or ESD determines it is necessary to seek approval of an override of certain municipal zoning requirements pursuant to the GPP to the extent necessary and legally required to implement the Project, and/or ESD otherwise reasonably determines that additional funds are required under the circumstances to implement the Project, the Designated Developer will make an additional deposit into the Imprest Account in the amount necessary to increase the balance to \$500,000. In the case where the balance is increased to \$500,000, that the Designated Developer will fully replenish the Imprest Account in the amount of \$500,000 each time the balance of the Imprest Account is reduced to below \$250,000.

E. MWBE and SDVOB Subcontractor Interest

New York State certified Minority- and Women-Owned Businesses (“MWBE”) and Service-Disabled Veteran Owned Businesses (“SDVOB”) may request that their firm’s contact information be included on a list of firms interested in serving as a subcontractor for this procurement. The listing will be publicly posted on ESD’s website for reference by the bidding community. A firm requesting inclusion on this list should send contact information and a copy of its NYS certification to: TaconicRFP2025@esd.ny.gov.

Nothing prohibits an MWBE Vendor from proposing as a prime contractor.

VI. REQUIRED PROPOSAL CONTENTS

The following must be submitted with all Proposals responding to the RFP. ESD reserves the right, in its sole discretion, to reject any Proposal that is deemed incomplete, inconsistent with stated requirements within this RFP, or nonresponsive to the RFP requirements. ESD also reserves the right, in its sole discretion, to reject any and all Proposals, and to proceed (or not proceed) with the development of the Site without completing this RFP process.

In evaluating the capabilities of the Respondents, ESD may utilize any and all information available, including information not provided by the Respondent. Proposals should clearly and concisely state the unique capabilities, experience, and advantages of the Respondent and demonstrate the Respondent’s

capability to satisfy the requirements and objectives set forth in this RFP. ESD further reserves the right to ask additional written or oral clarifying questions to all Respondents or to a subset of Respondents.

In addition to the forms required as described later in **Section XI: Procurement Forms and Requirements**, each complete Proposal must contain the following elements (the “Technical Proposal”) outlined in this section.

A. Project Description

The project description should include a detailed narrative describing all relevant aspects of the Project. The description should address the following for the Plan and the Phase 1 Plan:

The Plan should describe how the Project will advance the Development Objectives set forth in the RFP and include, at a minimum:

- Proposed development program, including the estimated number of affordable and market rate units, rental and homeownership housing types and numbers, and square footages for each non-residential use;
- Type, height, bulk, and size (gross and net square footages) of the development; and
- A list of proposed partners or tenants and any letters of intent from potential tenants, including proposed strategic business development, community-serving retail, community and recreation uses, arts and cultural programming, and agricultural uses.

The Phase 1 Plan should provide a more detailed description of the Plan as it related to the Phase 1 area and include, at a minimum:

- Proposed development program, including estimated number of affordable and market rate units (up to 250 units), rental and homeownership housing types and numbers, and square footages for each non-residential use;
- Type, height, bulk, and size (gross and net square footages) of the development;
- A list of any specific zoning overrides that would be necessary to effectuate the proposed development, if applicable;
- A list of proposed partners or tenants and any letters of credit or intent from potential tenants, including proposed community facilities;
- Total development costs, including acquisition fees and costs associated with land acquisition.
- Data and market analysis or studies that support the demand for proposed retail and commercial uses;
- Estimated number of direct and indirect permanent and construction jobs estimated to be created by the Project; and
- A detailed plan on how the Respondent would meet Non-Discrimination and Contractor and Supplier Diversity Requirements outlined in **Section XI: Procurement Forms and Requirements**.

B. Site Plan and Architectural Design

Proposals must include the following per phase:

- A summary of the proposed building program for the Project with gross and net square footages for each use;

-
- A set of concept sketches of the full proposed Project and a set of schematic renderings of the proposed Project showing the site plan, site circulation, principal elevations and massing, typical floor plans, streetscape, open space network and landscape plans, entry features and signage;
 - A description of the proposed architectural character, exterior materials, and other relevant specifications;
 - The Phase 1 Plan should provide a more detailed description of the building elevations, floor plans, necessary infrastructure included in the total development costs, and connectivity to the train; and
 - A narrative and images supporting any preservation and adaptive reuse of the historic structures onsite.

Proposals should also address how the Plan will support the State’s agenda for environmentally sustainable, resilient, and energy efficient development and building design.¹ Accordingly, Respondents must provide:

- A comprehensive table describing how the project responds directly to the targets stipulated in the Climate Act, including any net-zero design principles included in the Plan (e.g., clean energy generation); and
- A narrative describing the broader sustainability, energy, carbon neutrality, and resilience strategies for the Project construction and operation, including the proposed types and levels of certifications that best support that strategy (e.g., LEED Platinum)². Proposals that contemplate the highest certification levels will be considered by ESD to be more competitive than Proposals that contemplate other lower certification(s) or no certification

C. Community Engagement Plan

Respondents must submit a community engagement plan that details how residents and local stakeholders will be informed of project plans throughout the design and construction process. The Designated Developer will be expected to present their plans at community and stakeholder meetings as needed. This includes, but is not limited to, meetings with adjacent property owners, local civic and chamber organizations, and local elected officials. At a minimum, the Respondent must be prepared to present to stakeholders: elevation and site plan renderings, an overview of key project facts (unit count, building height, amenities, community benefits, etc.), and the overall project timeline.

D. Local Hiring Plan

Respondents should include a narrative as part of the Proposal describing their commitment to local hiring, including an explanation of how the Project will create jobs for local residents and a summary of which community organizations Respondents will partner with in order to maximize local hiring.

E. Financial Proposal

Respondents must submit a financial proposal (the “Financial Proposal”) for the Phase 1 Plan including a narrative description of project financing and sufficient evidence that the proposed redevelopment and operation will be successfully accomplished by the Respondent and achieve the Development Objectives.

¹ The Climate Leadership and Community Protection Act (<https://climate.ny.gov/>)

² At a minimum, Proposals must comply with all applicable federal, state, or local environmental law requirements.

The Financial Proposal should include purchase price, anticipated sources and uses of funds, and details of proposed financing, including equity and any development and/or financing fees. If the Financial Proposal includes payments to New York State, include the timing of when such payments will be made throughout the Project. Proposals should also include a market study including listings comparable to the Phase 1 Plan's non-residential elements, comparable rental listings, and comparable multifamily unit sales. Each set of comparables should include at least three properties.

The Financial Proposal must contemplate the housing program for homeownership and rental housing units detailed in **Section V(B): Development Program**. Respondents interested in including adjacent or related properties as part of their Project should detail the impact of this additional property in the Financial Proposal. Development phases may be subject to a fair market value ("FMV") acquisition price as determined at the time of each development phase disposition.

The Financial Proposal must detail sources and uses of funds for project development and cash flow for operation, presented in live-linked Excel format with supporting calculations (the "Pro-Forma"). Respondents must provide two separate Pro-Forma Excel documents that include: (1) the Homeownership Program, the Mixed-Income Rental Program, and any contemplated non-residential uses; and (2) the Homeownership Program, the Affordable Rental Program, and any contemplated non-residential uses. Each requested Pro-Forma must include as a tab **Appendix D: Financial Proposal Summary**.

The live-linked Excel format with supporting calculations must include the following information:

- Total estimated development costs;
- Estimated costs of environmental review, remediation, construction/renovation, including any demolition costs, and a break-out of hard and soft cost fees; indicate escalation rates as appropriate;
- Projected operating revenues, operating and maintenance expenses, and net operating income (this data should extend out to at least thirty (30) years of operations and include all necessary capital investments over time, and reserves and debt services payments associated with financings);
- Estimates of local property tax payments and/or PILOTs to various public jurisdictions;
- Debt service payments on any short-term or long-term financing for improvements;
- Sources and amounts of financing and equity to be invested in the development and operation of the Site;
- Information regarding minimum financial returns sought and all necessary capital investments over time and reserves and debt service payments associated with all financings; and
- Evidence of financing consistent with sources and uses, including but not limited to expressions of interest from lenders, letters of credit, and performance bond capacity.

Respondents must submit a financing narrative that clearly explains the financing structure of the Phase 1 Plan. The Financial Proposal should detail the extent of increased affordability through cross subsidization from the Homeownership Program and the Mixed-Income Rental Program. The Financial Proposal should also include a description of the Mixed-Income Rental Program and Affordable Rental Program and how each achieves the Development Objectives.

Respondent's Financial Proposal for the Site should assume that the Site, including any and all improvements, infrastructure and equipment at the Site, will be conveyed "AS IS" and "WHERE IS" without any representation, warranty, or guaranty as to quantity, quality, title, character, condition, size, or kind, or that the same is in condition or fit to be used for the Designated Developer's purpose.

F. Development Schedule

Respondents must submit a development timeline for the Plan by development phase. The Phase 1 Plan should include a development schedule identifying the estimated length of time to reach key milestones, including commencement and completion of design, financing, commencement and completion of construction, and operational stabilization for the development program. Any contingencies that may affect this timeline should be identified.

G. Respondent Description and Qualifications

Each Respondent must demonstrate sufficient financial resources and professional ability to develop the Site in a manner consistent with its Proposal. To be considered a "Qualifying Organization," Respondent firms or joint ventures of firms ("Respondent Teams") must demonstrate collectively significant experience, expertise, and capacity in:

- Developing and operating residential or mixed-use projects that incorporate affordable housing;
- Equity investments in substantial or ground-up real estate development projects;
- At least two (2) completed similar development projects in the last ten years; and
- At least two (2) projects in the last seven years for which Respondent acted as a developer and/or principal operator of buildings incorporating affordable housing and community space.

For this RFP, up to ten (10) points (see **Section VII: Selection Criteria**) will be awarded to Respondent Teams that include one or more New York State Certified Minority and/or Women-Owned Business Enterprise(s) (each an "MWBE Developer") that will solely or collectively hold at least 10% of the managing ownership interest in the Residential Component of the Project and must receive a commensurate interest in the totality of the economic benefits of the Project, including, but not limited to, all available cash flows and sale/refinancing proceeds.

A fee-only arrangement for the minority and/or women owned business(es) will not satisfy this requirement (unless developer fee is the only cashflow available to the Respondent Team under any applicable term sheet(s) used).

Projects with lower MWBE ownership percentages will be awarded fewer points in the Quantitative Factors section of the Selection Criteria. ESD reserves the right to determine whether a Respondent satisfies these requirements based on the experience of the Respondent Team's constituent members. Entities that do not meet the above eligibility criteria (e.g., construction contractors, facility managers and operators, providers of design, engineering, surveying, and specialty construction or maintenance services; and/or lenders or other capital providers, legal or financial advisors, or other providers of professional services) may participate in a submission as part of a Respondent Team that includes a Qualifying Organization.

Each proposal must also include a description of the Respondent Team including:

Development Team

- A 1-page explanation, with figures and org charts, laying out the intended form and structure of the firm, joint venture partnerships, contractors, and subcontractors. Any proposed partnership or joint venture must be clearly explained.
- Respondents must also include a chart or diagram that clearly illustrates the Project Team structure and an accompanying table reflecting the availability and time each member on the Project Team will dedicate to the Project.

Past Projects and Experience

- Experience developing housing: Respondent Team members should describe their previous experience as principal developer.
- Experience developing transit-oriented projects, or similarly complex projects involving regulatory compliance and approvals across different levels of government.
- Intended general contractors should also be presented with an explanation of their background and experience.
- Other experience that makes the Respondent Team uniquely suited to plan, develop, and manage the proposed project.

Contact and Financial Information

- Name, address, phone number and email of each member of the Respondent Team. Respondents must also provide their Federal Employer Identification Number (“EIN”) and identify a primary contact person.
- Current operating budget and previous three (3) years of audited financials. If available, copies of the interim financial statement for each quarter since the last fiscal year for which audited statements are provided. In addition, any details that describe the financial strength of the Respondent should be provided including but not limited to:
 - Details of any material events that may affect the entity’s financial standing since the last annual or interim financial statements provided;
 - Details of any credit rating; and
 - Details of any bankruptcy, insolvency, company creditor arrangement, or other insolvency litigation in the last three fiscal years.

References and Past Project Description

Summaries of comparable projects completed by members of the Respondent Team. For each project, the following information is requested:

- Name of Respondent Team member;
- Project name;
- Current status of project / completion date or anticipated completion date;
- Project description;
- Location;
- Total development costs;
- Reference (name, email, telephone number); and
- Relevance to RFP.

Additional Information

- Description of any prior RFPs for which Respondent has been selected, but which have not resulted in a successfully developed project.
- Any additional documentation or information evidencing the strength of the Respondent and its ability to complete the Project.
- Documentation addressing whether any participating member of the Respondent Team has been involved in any litigation or legal dispute against the State or any agency, department, authority or subdivision of the State or any litigation or legal dispute regarding a real estate venture during the past five years.
- All required procurement forms are identified in **Section XI: Procurement Forms and Requirements** of this RFP.

Please note the following entities and individuals are precluded from responding to this RFP and from participating as part of any Respondent Team, unless otherwise authorized by ESD:

- Any consultant firm that has provided professional services to ESD or OPWDD in connection with the Project;
- Any entity that is a parent, affiliate, or subsidiary of any of the foregoing entities, or that is under common ownership, control, or management with any of the foregoing entities; and
- Any employee or former employee of any of the foregoing entities who was involved with the Project while serving as an employee of such entity.

Notwithstanding the foregoing, if ESD determines in its sole discretion that there is no conflict, or that adequate safeguards are in place to prevent the conflict from occurring, or that all of the work provided by such firm, entity, or employee has been made publicly available by ESD, then ESD may provide written authorization that such firm, entity, or employee may respond to the RFP or participate on a Respondent team.

VII. SELECTION CRITERIA

| Category | Description | Scoring |
|---|---|-----------------|
| Housing Program | <ol style="list-style-type: none"> 1. Creation and construction of housing in a mix of unit sizes and affordability ranges. For the Homeownership Program and the Mixed-Income Rental Program, more points will be awarded to proposals with greater amounts of affordable housing. For only the Homeownership Program, more points will be awarded to Proposals including market rate units at a range of price points, but not to exceed 200% AMI. 2. For the Affordable Rental Program, compliance with HCR programs and term sheets and the efficient use of public subsidy resources to maximize affordable housing. | Up to 25 points |
| Respondent Qualifications | <ol style="list-style-type: none"> 1. Experience, financial capabilities, and qualifications of the Respondent team in developing, financing, leasing, operating, and managing projects of similar size and/or with similar combinations of uses. 2. Local development expertise and experience with public engagement in Dutchess County; demonstrated ability to take project through necessary approvals. 3. Experience with affordable housing marketing, leasing, compliance, and operations. 4. Ability and capacity of a dedicated project team to execute the project and meet project milestones both pre- and post-closing. | Up to 20 points |
| Development Concept and Program | <ol style="list-style-type: none"> 1. Creativity and feasibility of the proposed development plan, building design, mix of uses, and conformity to the Development Objectives. 2. Site plan enhancing pedestrian connectivity and transit access to the Metro-North Tenmile River Station. 3. Approach to infrastructure investment, environmental remediation, and demolition of existing structures. 4. Incorporation of sustainable building elements and operations practices. | Up to 15 points |
| Financial Proposal and Development Schedule | <ol style="list-style-type: none"> 1. Financial feasibility of the Phase 1 Plan. 2. Efficient use of RUSH resources. 3. Competitiveness of financial terms to New York State. 4. Timeliness and feasibility of development schedule. | Up to 20 points |
| Alignment With Regional Economic Development Priorities | <ol style="list-style-type: none"> 1. Alignment with the Mid-Hudson Regional Economic Development Council's live, work, and play strategy as outlined in its strategic plan. | Up to 10 points |

| Category | Description | Scoring |
|----------------------|---|---|
| Quantitative Factors | ESD will award points based on percentage of MWBE Developer ownership in the projects as described in Section VI: Required Proposal Contents . | Up to 10 Points: <ul style="list-style-type: none"> • 0 points for <5% MWBE Ownership • 5 points for 5% to <10% MWBE Ownership • 10 points for 10%+ MWBE Ownership |

ESD reserves the right to conduct in-person interviews with or pose questions in writing to individual Respondents in order to clarify the content of Respondents’ Proposals and to ensure a full and complete understanding of each Proposal. ESD will undertake to pursue uniformity in questioning Respondents to the extent practicable, but ESD may ask different or additional questions to different Respondents in the context of any individual interview or in writing. Respondents who are invited for an interview will receive additional instructions upon their invitation.

ESD reserves the right, in its sole discretion, to reject any Proposal that is deemed incomplete, inconsistent with stated requirements within this RFP, or nonresponsive to the RFP requirements. ESD also reserves the right, in its sole discretion, to reject any and all Proposals, and to proceed (or not proceed) with the development of the Site without completing this RFP process.

In evaluating the capabilities of Respondents, ESD may use any and all information available, including information not provided by Respondents. Proposals should clearly and concisely state the unique capabilities, experience, and advantages of Respondent and demonstrate Respondent’s capability to satisfy the requirements and objectives set forth in this RFP. ESD further reserves the right to ask additional written or oral clarifying questions to all Respondents or to a subset of Respondents.

ESD anticipates that a single Respondent will be conditionally designated based upon the evaluation committee’s determination of the best Proposal, and as further described in **Section VIII(A): Disposition and Approvals**.

VIII. DEVELOPER DUE DILIGENCE

Respondents should assume that the Site, including land, improvements, and any supporting building infrastructure, will be disposed of “AS IS” and “WHERE IS” without any express or implied warranties, guarantees, or representations as to quantity, quality, title, character, physical and environmental condition, size, or kind, or that the same is in condition or fit to be used for the Respondent’s purpose.

Information regarding the RFP will be posted on the ESD website (<https://esd.ny.gov/doing-business-ny/requests-proposals>). Respondents are encouraged to check for updates. Prospective Respondents should notify ESD of their interest as soon as possible in order to ensure that they receive all updates associated with this RFP by sending an email to TaconicRFP2025@esd.ny.gov

Respondents must rely solely on their own independent research and investigations for all matters, including, but not limited to: easements and encumbrances; costs, including taxes; title; survey; development; financing; construction; and environmental remediation. Respondents should not rely on

the information provided in connection with this RFP. ESD makes no representation or warranty concerning the accuracy or utility of information posted or otherwise provided to potential or actual Respondents.

A. Disposition and Approvals

The following is a summary description of the property disposition and project approval process.

After a review of the Proposals, ESD intends to conditionally designate one or more Respondents as the Designated Developer(s). The Designated Developer(s) and ESD will sign a non-binding term sheet regarding key aspects of the project and phased disposition of the Site, and the Designated Developer(s) may enter into separate agreements with ESD and and/or other State and/or municipalities regarding payment by the Designated Developer(s) of costs and expenses (see **Section V(D): Cost Agreement and Imprest Account and Other Fees.**) In implementing the project, including the disposition process, ESD intends to:

- comply with SEQRA and all other applicable laws, rules and regulations in connection with the approval of the Project;
- prepare, in accordance with the New York State Urban Development Corporation Act (“UDC Act” and in consultation with the Designated Developer, a draft General Project Plan for the project that reflects the Designated Developer(s)’s Proposal;
- assist DASNY and OPWDD, as necessary, in obtaining such consents and approvals, and provide such notices as may be required to convey the Site, or the property included in the Phase 1 Plan and each subsequent project phase, to ESD at a value established in accordance with and pursuant to the Facilities Development Corporation Act (Unconsolidated Laws §4405 (13));
- present to ESD Directors the draft GPP, essential transaction contract terms, any required determinations and findings under the UDC Act, SEQRA, and any other applicable statutory or regulatory requirements, for adoption prior to a public hearing in accordance with the UDC Act and SEQRA;
- give prior notice of and conduct such public hearing in order to receive comments on the proposed GPP and essential contract terms (including, if applicable, the draft environmental impact statement);
- review such comments, and either affirm or modify the proposed GPP as a final GPP to be presented to ESD Directors to authorize the proposed property dispositions and project;
- obtain the Public Authorities Control Board’s approval(s) to acquire and dispose the Site for purposes of the project;
- for the entire project and/or each project phase, prepare, in consultation with the Designated Developer(s), and record in the Dutchess County Clerk’s Office, a restrictive declaration (the “Declaration”) regarding the project’s and/or each project phase’s conformance to the GPP, including the affordable housing components; and
- for each project phase, negotiate a purchase and sale agreement with the Designated Developer(s) of each such phase; acquire title to the property included in such phase from DASNY and deliver to the Designated Developer, at closing, a quitclaim deed without covenants for the property that is subject to the Declaration.

Please be advised that separate approvals and transaction documents for each project phase may be required.

IX. PROPOSAL SUBMISSION INSTRUCTIONS

A. Submission of a Complete Two-Part Proposal

Respondents submitting a proposal 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) will not be accepted. When submitting each proposal, Respondents must comply with the following:

1. The Technical Proposal (as described in **Section VI: Required Proposal Contents**) and all related appendices must be submitted electronically before the submission deadline via the designated Dropbox link.
2. The Administrative Proposal and all related forms must be submitted electronically before the submission deadline via the designated Dropbox link.

Respondents should send their Cost Agreement Check (as described in **Section V(D): Cost Agreement and Imprest Account and Other Fees**) to the following address:

Empire State Development
655 Third Avenue, 4th Floor
New York, NY 10017
Attn: Stacey Teran
Re: Taconic RFP

Section X: General Provisions of this RFP states standard requirements that must be included in every contract entered into with ESD. The successful Respondent must agree to abide by these requirements and provide any information requested by ESD in connection with these requirements. Accordingly, Respondent 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.

Additional information about these items, and ESD's procurement requirements, can be found in **Section XI: Procurement Forms and Requirements**.

Submission of a Complete Two-Part Proposal

Firms submitting a proposal 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) will not be accepted. When submitting each proposal, Respondents must comply with the following:

1. The Technical Proposal (as described in **Section VI: Required Proposal Contents**) and all related appendices must be submitted electronically before the submission deadline via the designated Dropbox link: <https://www.dropbox.com/request/YxNCwacmoSCJ6nzvvn40>.
2. The Administrative Proposal and all related forms must be submitted electronically before the submission deadline via the designated Dropbox link.

Late proposals will not be considered for award.

B. 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 II: RFP Timeline** to: TaconicRFP2025@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 with this RFP.

C. Site Visit

A site visit, hosted by ESD, will be scheduled for March 18, 2025. Respondents are not required to attend but encouraged to do so. Respondents who wish to attend must RSVP to TaconicRFP2025@esd.ny.gov on or before March 11, 2025 to receive notice of the visit time and confirmation of the date. When signing up to attend, please provide the name of the Respondent and firm, and the name, title, telephone number, and email address of all representatives who are attending. ESD reserves the right to limit the number of visitors on the site visit and to require such procedures as necessary to ensure the safety and security of visitors.

ESD reserves the right to modify this RFP schedule at its discretion. Notification of changes in connection with this RFP will be made available to all interested parties by email and via ESD's website: <https://esd.ny.gov/doing-business-ny/requests-proposals>.

X. GENERAL PROVISIONS

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

1. amend, modify, or withdraw this RFP;
2. revise any requirement of this RFP;
3. require supplemental statements or information from any responsible party;
4. accept or reject any or all responses hereto;
5. extend the deadline for submission of responses hereto;
6. negotiate potential contract terms with any Respondent;
7. communicate with any Respondent to correct and/or clarify responses which do not conform to the instructions contained herein;
8. cancel, or reissue in whole or in part, this RFP, if ESD determines in its sole discretion that it is its best interest to do so; and
9. 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.

XI. PROCUREMENT FORMS AND REQUIREMENTS

This section contains additional information about the forms that are required to be included in each Respondent's submission pursuant to **Section IX: Proposal Submission Instructions**, as well as information about ESD's procurement requirements.

A. 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 shall have the right to 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.

1. **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.
2. **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.
3. **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 Public Integrity 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.

B. 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 (each form is accessible at the Required Forms for Vendors link at the ESD web site under “RFPs/RFQs”); 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: [SF Law139 JK.pdf \(ny.gov\)](#).

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. A copy of State Finance Law Sections 139-j and 139-k can be found at: [SF Law139 JK.pdf \(ny.gov\)](#).

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.

C. 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.

To enroll in and use the Vend-Rep System, see the System Instructions available at 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 helpdesk@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 company's trade industry. Per the website, Respondents are to "Select the questionnaire which best matches the business type (either For-Profit or Not-For-Profit) and business activity (Construction or Other)."

D. Iran Divestment Act

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

"By submission of this bid, each Respondent and each person signing on behalf of any Respondent 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 Respondent 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/system/files/documents/2023/12/iran-divestment-act-list-of-entities-12-4-23.pdf>.

E. Executive Order 16

In accordance with New York State Executive Order 16 ("EO-16), all Respondents 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 Respondent and each person signing on behalf of any Respondent 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 Respondent 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.

F. Executive Order 177

In accordance with New York State Executive Order 177, all Respondents 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 for can be found at: <https://esd.ny.gov/sites/default/files/EO-177-Certification.pdf> and must be signed and included in all Proposals.

G. 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 140-145 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% percent for New York State-certified Minority-owned Business Enterprise (“MBE”) participation and 15% percent for New York State-certified Women-owned Business Enterprise (“WBE”) participation (based on the current availability of MBEs and WBEs). A Designated Developer 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://ny.newnycontracts.com>. For guidance on how ESD will evaluate a Designated Developer’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 supplier that shall be deemed to represent the commercially useful function performed by the MWBE shall be 60 percent of the total value of the contract. 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 the monetary value for fees, or the markup percentage, charged by the MWBE.

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 as an amount equaling the difference between: (1) all sums identified for payment to MWBEs had the Designated Developer 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 bid or 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 with their bid or 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.
 - o ESD will review the submitted MWBE Utilization Plan and advise the Respondent of ESD acceptance or issue a notice of deficiency within 30 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 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 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 bid or 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 for the construction, demolition, replacement, major repair, renovation, planning or design of real property and improvements thereon (the "Work"), except where the Work is for the beneficial use of the respondent, 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.

If awarded a Contract, Respondent shall submit a Workforce Utilization Report and shall require each of its Subcontractors to submit a Workforce Utilization Report, in such format as shall be required by ESD on a MONTHLY 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 Designated Developer 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:

Required with Proposal:

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/OCSD-2-Staffing-Plan.pdf>

Form OCSD-4: <https://esd.ny.gov/sites/default/files/OCSD-4-Utilization-Plan.pdf>

Required if selected as the Designated Developer:

Form OCSD-3: <https://esd.ny.gov/sites/default/files/OCSD-3-Workforce-Utilization-Report.xlsx>

Form OCSD-6: <https://esd.ny.gov/sites/default/files/OCSD-6-Compliance-Report.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 (SDVOBs)

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% for SDVOB participation, based on the current availability of qualified SDVOBs. For purposes of providing meaningful participation by SDVOBs, the Respondent 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, Designated Developer 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. Designated Developer 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, 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 of ESD acceptance or issue a notice of deficiency within 20 days of receipt.
- D. If a notice of deficiency is issued, Respondent 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 and direct the Respondent 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 bid or proposal.
- E. ESD may disqualify a Respondent's bid or 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;

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- 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, Designated Developer 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. Designated Developer 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 Designated Developer non-responsibility.

Request for Waiver

- A. Prior to submission of a request for a partial or total waiver, Respondent shall speak to the Designated Contacts at ESD for guidance.
- B. In accordance with 9 NYCRR § 252.2(m), a Respondent that is able to document good faith efforts to meet the goal requirements, as set forth in clause IV below, 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 a request for waiver is submitted with the SDVOB Utilization Plan and is not accepted by ESD at that time, the provisions of clauses II (C), (D) & (E) will apply. If the documentation included with the Respondent'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. Designated Developer 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 Designated Developer is failing or refusing to comply with the contract goals and no waiver has been issued in regard to such non-compliance, ESD may issue a notice of deficiency to the Designated Developer. The Designated Developer 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), Designated Developers 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.

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2. Explanation of the specific reasons each SDVOB that responded to Respondent's solicitation was not selected.
 3. Dates of any pre-bid, pre-award or other meetings attended by Designated Developer, 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), Designated Developer 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 Designated Developer 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 Designated Developer 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 Designated Developer shall pay damages as set forth therein.

H. 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>.

I. 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 completes Form ST 220-CA, but Schedule A to 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.

J. 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 Respondents do not need to complete the entire Schedule A with the submission of their Proposal. However, Respondents should still review these terms, which are standard in all ESD contracts, and raise any concerns present prior to submission of their Proposal, as successful Respondents will need to accept these terms prior to contract execution.

K. 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.

L. Insurance Requirements

The Designated Developer will be required to indemnify and hold harmless ESD and the State of New York and to provide appropriate insurance coverage as determined by ESD once the structure of the transaction has been finalized including (at a minimum and to the extent applicable):

- Commercial General Liability: \$5 million per occurrence, \$10 million in the aggregate;
- Commercial Automobile: \$2 million; \$5 million if environmental work included;
 - For environmental work: Endorsements MSC 90 required. The CA9948 is also required if hauling to a site outside of NYS and/or the contractor is domiciled in a state other than NYS;
- Umbrella/Excess Liability: \$25 to \$100 million;
- Evidence of Worker's Compensation & Employer's Liability insurance at State statutory limits; at least \$1 million;

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- If work is on or over navigable waterways: Longshore and Harbor Workers Endorsement and/or Jones Act coverage endorsement;
 - Evidence of Disability insurance coverage at State statutory limits;
 - Railroad Protective Liability for work within 50 feet of tracks: \$2 million per occurrence, \$6 million aggregate;
 - Marine Protection and Indemnity for work on or over navigable waterways: \$5 million per occurrence, \$10 million aggregate;
 - Builder's Risk/Installation Floater: Total contract cost;
 - Professional Liability: \$2 million;
 - Pollution Legal Liability: \$2 million;
 - Contractor's Pollution Liability: \$5 million
 - Architects and Engineers Professional Liability: \$2 million;
 - Valuable Papers: \$500,000;
 - Contractor's Protective Professional Indemnity Insurance: \$5 million;

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 policies except for Workers Compensation and Professional Liability. All policies above should include a waiver of subrogation in favor of ESD.

M. W-9 Form

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

XII. APPENDICES

Appendix A: Building Location and Status Map

Appendix B: ESA Phase I Report

Appendix C: Cost Agreement

Appendix D: Financial Proposal Summary

Appendix E: Wetland and Stream Screenings Guidance

Appendix F: ESD IT Security Standard Brief