

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
REQUEST FOR PROPOSALS
FOR THE PROVISION OF LENDER SERVICES
PROJECT CENTRAL NO. 3629, CONTRACT NO. 36290007**

REQUEST FOR PROPOSALS

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
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TABLE OF CONTENTS

PART I INTRODUCTION AND PROGRAM	3
1. INTRODUCTION	3
2. THE PROGRAM	3
PART II SERVICES; RESPONDENTS; GENERAL REQUIREMENTS.....	7
1. SERVICES TO BE PERFORMED.	7
2. <u>SELECTION AMONG RESPONDENTS</u>	8
3. <u>AGREEMENT PROVISIONS</u>	10
4. <u>GENERAL CONDITIONS, TERMS, LIMITATIONS AND REQUIREMENTS</u>	11
PART III RESPONSES TO THIS RFP	13
1. <u>SUBMISSION PROCEDURES</u>	13
2. <u>SUBMISSION MATERIALS</u>	14
 EXHIBIT 1	 Proposed Term Sheet & Underwriting Criteria
 EXHIBIT 2	 Doing Business Data Form
 EXHIBIT 3-A	 Internal Background Questionnaire
 EXHIBIT 3-B	 Internal Background Questionnaire for Publicly-Held Entities
 EXHIBIT 3-C	 Internal Background Questionnaire for Publicly-Held Beneficial Owners

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**PART I
INTRODUCTION AND PROGRAM**

1. INTRODUCTION

NYCEDC, in consultation with the Upper Manhattan Empowerment Zone (“UMEZ”), is pleased to invite you to submit a proposal in response to this Request for Proposals (this “RFP”). (Responding parties will be referred to as “Respondent(s)”.) The Services (as defined in Part II hereof) to be performed will be lender services for the expansion of the NYC Capital Access Revolving Loan Guaranty Program (the “Program”). The Program is explained below; definitions for undefined terms will likewise be provided throughout the text of this RFP.

Subject to the availability of Guaranty Funding and the quality of the responses to this RFP, NYCEDC, in consultation with UMEZ, will select one or more Respondents to provide the Services as loan providers (as selected, “Lenders”) in the expansion of the Program. (Reference hereinafter made to *Lenders* is for the sake of convenience and shall not be construed as a commitment on the part of NYCEDC to choose more than one Respondent or any Respondents).

Any Respondent selected by NYCEDC pursuant to this RFP to provide the Services shall enter into a contract with NYCEDC (the “Agreement”) for the purpose of setting forth the Services and for the additional purpose of establishing the conditions under which the Services are to be performed. To be selected, a Respondent must make itself available for an interview at NYCEDC’s offices (See “III.1.7”).

2. THE PROGRAM

2.1 **The Program.** The purpose of expanding the Program is to continue to help small New York City businesses to obtain loans, which would otherwise be unavailable to them in the currently distressed credit market, by partially guarantying principal repayment to the Lenders. Since the Program began in March, NYCEDC and the current Capital Access lenders have made over 100 loans to small businesses across the five boroughs, amounting to over Two Million Seven Hundred Thousand Dollars (\$2,700,000). NYCEDC, in consultation with UMEZ, is issuing this RFP to expand the program to increase the number and type of loans and to reach more small businesses across New York City. The Guaranty Funding that UMEZ will allocate to the Program will be used exclusively in connection with Loans (as defined below) to small businesses located in Upper Manhattan.

2.2 The entities to be assisted under the expansion of the Program shall be small

businesses with no more than 100 employees, including affiliates (loans to be made to such businesses shall be referred to as “Loans”). Loans shall not exceed Two Hundred Fifty Thousand Dollars (\$250,000).

2.3 NYCEDC, in consultation with UMEZ, is issuing this RFP for the purpose of selecting Lenders that will make the Loans based upon the inducement described in “2.4” below.

2.4 **The Program Guaranty.** The purpose of the assistance to be provided by NYCEDC (and UMEZ, as may be applicable) under the Program will be to induce Lenders to make the Loans based on modified underwriting criteria, as proposed by the Respondent and agreed to by NYCEDC (and UMEZ, as may be applicable), by providing to Lenders a partial guaranty of Loan principal repayment (“Program Guaranty(ies)”). The percentage of Loan principal to be guaranteed under a Program Guaranty and the conditions under which NYCEDC will pay pursuant to Program Guaranties are terms to be negotiated but shall in any case be subject to the following requirements:

2.4.1.1 Program Guaranties will in no event guaranty more than 50% of Loan principal, on a loan by loan basis. In most instances, Program Guaranties in connection with Loans made to Borrowers located in Upper Manhattan shall not exceed 35% of Loan principal. The actual percentage to be guaranteed shall be determined through the course of negotiations between a selected Respondent and NYCEDC (See “II.2.2.9”).

2.4.1.2 NYCEDC’s obligation to make a payment under a Program Guaranty shall not accrue until, at a minimum, the entire Loan is accelerated by the Lender. Payment under Program Guaranties shall only be made after the Lender has undertaken write-off and collection procedures (See “II.2.12”).

2.5 Available Guaranty Funding is expected to be approximately Four Million Five Hundred Thousand Dollars (\$4,500,000), of which approximately Three Million Dollars (\$3,000,000) is expected to be focused on Upper Manhattan businesses. It is hoped that in the near future, additional Guaranty Funding will become available. Program Guaranties shall be made available to Lenders on a first-come-first-serve basis to the extent that Guaranty Funding is available.

2.6 Once a Loan is repaid, thereby discharging the Program Guaranty that collateralizes such Loan, it is NYCEDC’s intent to apply the Guaranty Funding to new Loans, thereby endowing the Program with a revolving guaranty function which will continue for the term of the Agreement. NYCEDC anticipates that Agreements entered into by NYCEDC and Lender(s) will be for a term of five (5) years.

2.7 **Borrowers.** NYCEDC shall deliver Program Guaranties only for Loans where the borrowers satisfy the following requirements:

2.7.1.1 If the borrower is an entity, it must be formed in accordance with the laws of New York State; or, if it is formed in accordance with the laws of another state, it must be qualified to do business in New York State. EINs must be supplied by all legally formed businesses (other than sole proprietorships, for which Social Security Numbers shall be acceptable).

2.7.1.2 Borrowers who are natural persons must provide Social Security Numbers.

2.7.1.3 Borrowers' main place of business or operations must be in New York City (the "City").

2.7.1.4 Borrowers will use the Loan proceeds primarily for working capital although use for tenant improvements (provided that the leasehold is located in the City) and for equipment purchases (provided the equipment is to be located and used in the City) will be considered. Subject to the foregoing, Loan proceeds may be used for start-up operations.

2.7.1.5 Loan proceeds shall not be used for the refinancing of existing loans, for passive ownership real estate financing, or for the financing of residential developments.

2.7.1.6 Borrowers may not have more than 100 employees.

2.7.1.7 Each borrower may receive only one Loan under the Program; more than one Loan, even from different Lenders, will not be permitted.

2.7.1.8 Borrowers with employees will provide evidence of employment by submitting Form NYS 45 and/or 3 months of payroll records. If a borrower is an entity and if such borrower has affiliates, such borrower shall submit Form NYS 45 and/or 3 months of payroll records with regard to all such affiliates as well.

2.8 **The Agreement.** Each Lender shall enter into an Agreement with NYCEDC. The term of the Agreement shall be five years, terminable at will (upon 30 days written notice) by either party. The Agreement shall, *inter alia*, establish the write-off procedures and collections efforts that the Lender will use with respect to delinquent and defaulted Loans. (For some of the specific terms of the Agreement, see "II.3.2".)

2.9 **NYCEDC's Fee.** In consideration of each Program Guaranty, NYCEDC shall receive on or before Loan closing a fee based on the below schedule. While each Lender shall be responsible for making sure that NYCEDC receives the fee, either Lender or borrower may be responsible for funding the amount, at Lender's discretion. If Lender decides that borrower is to be responsible, borrower's payment shall be exclusively in the form of a reduction of the principal of borrower's loan.

NYCEDC Fee Schedule

Loan Size	NYCEDC Fee
\$1 – \$5,000	\$25 - \$75
\$5,001 - \$10,000	\$100
\$10,001 - \$25,000	\$200
\$25,001 - \$50,000	\$500
\$50,001 - \$100,000	\$1,000
\$100,001 - \$250,000	\$1,500

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**PART II
SERVICES; RESPONDENTS; GENERAL REQUIREMENTS**

1. SERVICES TO BE PERFORMED. Respondents selected to be Lenders will be expected to perform the following services (collectively, the “Services”).

1.1 Lenders shall market the Program.

1.2 Each Lender shall originate Loans according to the Lender’s modified underwriting criteria, as agreed to by NYCEDC, UMEZ (if applicable) and the Lender. Except as set forth in the Agreement, loan terms, including collateral (if any), shall be at the discretion of each Lender.

1.3 Loans made by Lenders will be reviewed on a quarterly basis by NYCEDC to ensure that they are in keeping with the intent of the Program. UMEZ shall also have the opportunity to review Loans made to businesses located in Upper Manhattan on a quarterly basis.

1.4 For the quarterly review of new Loans made during such time period, Lenders shall submit to NYCEDC a Loan filing form (the form of which will be provided by NYCEDC) and a copy of the Lender’s Loan application. NYCEDC’s review shall be limited to the following considerations: the amount of the Loan; eligibility for a Loan; availability of Guaranty Funding; use of Loan Proceeds; the location of the borrower’s principal place of business; how much of borrower’s business operations takes place in the City; and the interest rate on the Loan. Lenders shall provide on the Loan filing form all of the above information as well as evidence of employment for the borrower and all of the borrower’s affiliates.

1.5 Lenders shall make quarterly reports to NYCEDC with respect to the outstanding Loan portfolio including: aggregate data on Program Guaranties; total value of Loans; total value of Program Guaranties; and default amount and rate. As may be applicable, NYCEDC shall share such quarterly reports with UMEZ.

1.6 Each Lender shall write-off non-performing Loans and perform collection efforts in accordance the procedures and criteria summarized in the Agreement.

1.7 Lenders shall deploy the first round of funding associated with the Guaranty

available to them, within the first twelve (12) months after entering into the Agreement.

1.8 Representatives of Lenders shall be available periodically for conferences with NYCEDC (and UMEZ personnel, as may be applicable) to talk about performance under the Program and the administration of Loan portfolios. In this connection, Lender shall make credit-scoring and other similar information with respect to Loans and borrowers available to NYCEDC so that NYCEDC, UMEZ (if applicable) and Lenders may together assess whether Loans made to-date are fulfilling the purpose of the Program.

2. SELECTION AMONG RESPONDENTS.

2.1 **Minimum Requirements.** For a Respondent to be considered pursuant to this RFP, the Respondent must satisfy the following minimum requirements:

2.1.1 Respondent must submit the Submission Materials and fulfill the Submission Procedures, all as described in Part III hereof.

2.1.2 Respondents must be institutions that regularly make commercial loans. Respondents must be able to demonstrate that they have been in the business of making commercial loans for least three (3) years.

2.1.3 With respect to its lending operations, Respondents must regularly report to at least two credit bureaus.

2.1.4 Respondents must have at least Ten Million Dollars (\$10,000,000) in capital available in their portfolio to be used for lending.

2.1.5 Respondent shall not discriminate because of race, creed, color, national origin, sex, age, disability, marital status, sexual orientation, or citizenship status in connection with employment decisions.

2.1.6 A completed Doing Business Data Form and completed Clearance Forms must accompany Respondent's response (See "III.2.5 and 6").

2.1.7 There must not be, in NYCEDC's sole judgment, any information concerning a Respondent that is derogatory as such information may be provided on, or result from, the Clearance Forms (See "III.2.6").

2.2 **Criteria.** In addition to satisfying the minimum requirements, Respondents will be selected according to various criteria which at a minimum will include the following:

2.2.1 The modification of the Respondent's existing underwriting criteria that the Respondent is proposing for the Program (See "III.2.2.6").

2.2.2 The suitability of the Respondent's write-off criteria and procedures with respect to defaulted Loans.

2.2.3 Respondent's experience in making loans to small businesses. Data on loans made over the last year (number of loans originated, number of loans executed and number of loans defaulted) must be provided.

2.2.4 Respondents interested in lending to borrowers located in Upper Manhattan must demonstrate familiarity with the market in Upper Manhattan and experience working with small businesses located in Upper Manhattan.

2.2.5 Respondent's experience, if any, in programs similar to the Program.

2.2.6 The quality of Respondent's outstanding commercial loan portfolio including the number of loans and their average amounts; the aggregate size of the portfolio; historical default rate; geographic reach to businesses throughout the City; and other information that Respondent may deem relevant.

2.2.7 The suitability of Respondent's plan to market and originate the Loans.

2.2.8 Expectations for number of loans, and amount of loans to be originated and serviced over the first year of the Program.

2.2.9 The quality of respondent's own credit standing including asset base, capital available for lending, reserves, and any other information that Respondent deems relevant.

2.2.10 The percent of Loan principal that Respondent proposes to have collateralized by the Program Guaranties. Note the following: the percent may not in any event exceed 50%. In the event that a Lender has already recovered Loan principal, NYCEDC's obligation under the Program Guaranty will be net of such recovered principal; and, for purposes of making demands under Program Guaranties, Lenders will be obligated, when collection has been made on defaulted Loans, to accrue such recovered amounts *first* against outstanding principal and *second* against outstanding interest.

2.2.11 The experience and quality of the personnel that the Respondent proposes to perform the Services.

2.2.12 The speed with which a Respondent, if selected to be a Lender, could commence making Loans.

2.2.13 The collection efforts (including the taking of legal action) that a Respondent, if selected to be a Lender, would be willing to perform with respect to a defaulted Loan *before* making demand under the Program Guaranty.

2.2.14 Whether Respondent, if selected to be a Lender, would be willing, in cases where a borrower was in bankruptcy, to defer demand under the Program Guaranty until Lender has made collection (whether through plan of reorganization or as a result of dissolution) under the bankruptcy proceeding.

2.2.15 Whether Respondent is M/WBE-certified (See "III.2.3").

2.3 **M/WBE.** Local Law No. 129 of 2005 added Section 6-129 to the Administrative Code of the City of New York. This local law creates a program to promote participation in City contracts by minority and women-owned enterprises (such enterprises to be collectively referred to as “M/WBE(s)”). NYCEDC endorses this program and its purpose which is to eliminate discrimination in the public procurement process. Accordingly, NYCEDC will view favorably Respondents that have been “M/WBE-certified” by the City’s Department of Small Business Services (“DSBS”). Respondents that have not been M/WBE-certified by DSBS (even though they may have been similarly certified by the City’s School Construction Authority, or by the Women Presidents’ Educational Organization, or by the New York & New Jersey Minority Supplier Development Council, Inc., or by the New York State Department of Economic Development, or by the Division of Minority & Women’s Business Development), should contact DSBS for information and applications relating to certification by DSBS at: <http://www.nyc.gov/getcertified>; or (212) 513-6311; or NYC Department of Small Business Services, 110 William Street, New York, New York 10038.

3. **AGREEMENT PROVISIONS**

3.1 **In General.** The selection of any Respondent shall be subject to, and contingent upon, the execution by NYCEDC and the Respondent of an Agreement.

3.2 **Specific Terms.** The Agreement shall contain, among other terms, certain provisions required by law, by policies of the City, and by NYCEDC’s contract with the City, including, without limitation, the following:

3.2.1 Provisions providing that the Lender:

3.2.1.1 is an independent contractor and that neither it nor any of its employees is or shall be an agent, servant or employee of the City or NYCEDC;

3.2.1.2 shall defend, indemnify and hold harmless the City and NYCEDC against any claims or damages relating to its acts and omissions;

3.2.1.3 shall maintain financial and other records relating to the Agreement, including, without limitation, payroll records, for a period of six (6) years from the end of the Agreement’s term, and shall make such records available for inspection and audit;

3.2.1.4 shall acknowledge that an Agreement will be terminated if (after execution and delivery of the Agreement) derogatory information arises as a result of any disclosures provided on VENDEX Clearance Forms (see “III.2.6”);

3.2.1.5 shall represent and warrant that neither it nor any of its directors, officers, members, or employees has any interest, nor shall they acquire any interest, directly or indirectly, which would conflict in any manner or degree with the performance of the Services as set forth in the Agreement. The Lender must further agree that for any such employee that would have such a conflict of interest in the performance of the Services, the Lender shall not assign such employee to perform the Services;

3.2.1.6 shall agree to New York County as the venue in any legal action or proceeding between the Lender and NYCEDC;

3.2.1.7 comply with the City's prohibition of certain business practices with respect to Northern Ireland;

3.2.1.8 shall resubmit Doing Business Data Forms and Clearance Forms upon extension or modification of its Agreement; and

3.2.1.9 shall agree that upon expiration or sooner termination of the Agreement, certain terms will survive for the purpose of administering Loans still outstanding.

3.2.2 **Priority.** If after NYCEDC's payment under a Program Guaranty indebtedness is still owed to the Lender, the Agreement will obligate Lender to decide whether it will continue or discontinue its collection efforts. If Lender decides to continue, and, as a result of such efforts, Lender succeeds in collecting proceeds, the proceeds shall first be applied to costs incurred in collection and second to satisfying amounts owed to Lender and third to repaying to NYCEDC the amount of the Program Guaranty. If Lender decides to discontinue its collection efforts, Lender shall assign its rights under the Loan note and other documentation to NYCEDC and NYCEDC shall be fully subrogated to Lender's rights thereunder. In the event of assignment NYCEDC shall not be obligated to make collection efforts but if NYCEDC does undertake such efforts, and if NYCEDC succeeds in collecting proceeds, such proceeds shall be applied in the same manner as if the Lender had made the collection.

4. GENERAL CONDITIONS, TERMS, LIMITATIONS AND REQUIREMENTS

4.1 **News Releases.** Recipients of this RFP (whether or not intending to respond to this RFP) and selected Respondents (if any) shall make no news or press release pertaining to this RFP or anything contained or referenced herein without prior written approval from NYCEDC. All news and press releases pertaining to this RFP must be made in coordination with NYCEDC.

4.2 **Freedom of Information Law.** All responses to this RFP may be disclosed in accordance with the standards specified in the Freedom of Information Law, Article 6 of the Public Officers Law of the State of New York ("FOIL"). A Respondent may provide in writing, at the time of its submission, a detailed description of the specific information contained in its submission which it has determined is a trade secret and which, if disclosed, would substantially harm such entity's competitive position. This characterization shall not be determinative, but will be considered by NYCEDC when evaluating the applicability of any exemptions in response to a FOIL request.

4.3 **Costs.** NYCEDC shall not be liable for any cost incurred by the Respondent in the preparation of its proposal or for any work or services performed by the Respondent prior to the execution and delivery of the Agreement. NYCEDC shall not be obligated to pay any costs, expenses, damages or losses incurred by any Respondent at any time unless NYCEDC has expressly agreed to do so in writing.

4.4 NYCEDC Rights. This is a “Request for Proposals” and **not** a “Request for Bids”. Consequently, NYCEDC shall be the sole judge of whether a response conforms to the requirements of this RFP and of the merits and acceptability of the individual responses. Notwithstanding anything to the contrary contained herein, NYCEDC reserves the right to take any of the following actions in connection with this RFP: amend, modify or withdraw this RFP; waive any requirements of this RFP; require supplemental statements and information from any Respondents to this RFP; select as many or as few or none of the Respondents as NYCEDC may decide; select entities that have not responded to this RFP; accept or reject any or all responses to this RFP; extend the deadline for submission of responses; negotiate or hold discussions with one or more of the Respondents; permit the correction of deficient proposals that do not completely conform with this RFP; waive any conditions or modify any provisions of this RFP with respect to one or more Respondents; and reject any or all proposals and cancel this RFP, in whole or in part, for any reason or no reason, in NYCEDC's sole discretion. NYCEDC may exercise any such rights at any time, without notice to any Respondent or other parties and without liability to any Respondent or other parties for their costs, expenses or other obligations incurred in the preparation of a proposal or otherwise. All responses become the property of NYCEDC.

4.5 Modifications and Questions.

4.5.1 NYCEDC will advise Respondents of any modifications to this RFP by posting them on the Website (See “III.1.6”). Nothing stated at any time by any representative of NYCEDC, or of any other entity shall effect a change in, or constitute a modification to this RFP unless posted on the Website or confirmed in writing by NYCEDC. NYCEDC shall not be obligated to notify recipients of this RFP of any modifications to this RFP other than through postings on the Website.

4.5.2 Respondents may submit questions concerning the RFP (see “III.1.6”). Respondents are reminded to check the Website periodically to view updated information and for answers to questions posed by other recipients of this RFP.

4.6 City Not a Party. The City is not a party to this RFP; it has made no representation to any recipient of this RFP; and it shall have no liability whatsoever in connection with this RFP.

4.7 Disclaimer. NYCEDC and the City, and their respective officers, directors, agents, members and employees make no representation or warranty and assume no responsibility for the accuracy of the information set forth in this RFP. Further, NYCEDC and the City do not warrant or make any representations as to the quality, content, accuracy or completeness of the information, text, or any other facet of this RFP, and hereby disclaim any liability for any technical errors or difficulties of any nature that may arise in connection with the Website on which this RFP is posted, or in connection with any other electronic medium utilized by respondents or potential respondents in connection with or otherwise related to the RFP.

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**PART III
RESPONSES TO THIS RFP**

1. SUBMISSION PROCEDURES. The following requirements shall be collectively referred to as the “Submission Procedures”:

1.1 Deadline for submitting the Submission Materials. Respondents must submit Submission Materials no later than 4 P.M. on Monday, January 25, 2010. Responses received later than the hour and day indicated will not be considered.

1.2 Addressee and address to which Submission Materials must be submitted: to New York City Economic Development Corporation, 6th Floor, 110 William Street, New York, New York 10038, Attention: Maryann Catalano, Senior Vice President, Contracts. Responses received after arriving at another address will not be considered.

1.3 Mode of submission: Responses must be submitted by hand delivery or express mail. Responses received via facsimile or e-mail transmittal, or by regular mail, will not be accepted.

1.4 Copies to be submitted: Ten (10) copies.

1.5 Information Session: An on-site Information Session will be held on Wednesday January 6, 2010 from 12:00-1:00 p.m. at NYCEDC’s offices on 110 William Street. Additional information regarding the Information Session may be posted on the Website. Please RSVP if you plan to attend the information session by 2:00 on Monday, January 4, 2010.

1.6 Questions with respect to this RFP: Respondents and potential Respondents shall submit their questions electronically to the following e-mail address: capitalaccess@nycedc.com. All questions and answers will be posted at NYCEDC’s website, which is: www.nycedc.com/RFP (the “Website”). The deadline for submitting questions will be Friday, January 8, 2010. Questions received after that date will neither be answered nor posted on the Website. Answers to questions that are timely received will be posted on Thursday, January 14, 2010.

1.7 Interviews: NYCEDC intends to interview selected Respondents at NYCEDC’s offices, on Monday, February 1 and Tuesday, February 2, 2010. Respondents should plan to be available for interviews on those dates.

1.8 **Selection:** Once NYCEDC (and UMEZ, as may be applicable) selects Lenders (one, more than one, or none), NYCEDC will inform all Respondents not selected by mail.

2. **SUBMISSION MATERIALS.** For a response to this RFP to be considered, Respondents shall submit all of the following (collectively, the “Submission Materials”):

2.1 **Cover Letter:** Respondent must submit its response to this RFP under a cover letter signed by an executive officer of Respondent.

2.2 **Statement.** Respondent shall submit a statement containing the following information:

2.2.1 The name and contact information of the staff person who will be responsible for all matters concerning Respondent’s response; the name and contact information of the staff person who will be principally responsible for supervising performance of the Services should Respondent be selected as a Lender.

2.2.2 The names and business locations of other personnel who will be assigned to performing and supervising the Services. For each such individual, Respondent should provide titles and level of seniority.

2.2.3 A general description of the Respondent’s organization and the kind of entity that it is.

2.2.4 Whether Respondent is M/WBE-certified by the Department of Small Business Services.

2.2.5 A narrative explanation that will provide NYCEDC and UMEZ, as may be applicable, with the information they need in order to evaluate Respondent by the criteria set forth in “II.2.2”. Completeness in this regard is essential in order for a Respondent to be considered; at the same time, brevity will be appreciated.

2.2.6 An explanation of how Program Guaranties will compensate for deficiencies in a borrower’s credit, as such deficiencies, are measured according to a Respondent’s normal lending criteria. This explanation is necessary to demonstrate how the Respondent proposes to fulfill the purpose of the Program which is make commercial loans to small businesses that otherwise would not qualify for them under the Respondent’s normal lending criteria (See Exhibit 1 attached hereto).

2.2.7 The credit bureaus to which Respondent reports.

2.3 **Term Sheet and Lender Information.** Respondent shall submit a chart containing the information specified in Exhibit 1 attached hereto. Selection of a Respondent does not mean that such proposed terms have been accepted by NYCEDC. All terms proposed by Respondents shall be subject to negotiation, and no terms shall be binding until the parties have executed an Agreement.

2.4 Supporting Materials. Respondents shall supply any documents or other materials needed to support the narrative or terms sheet required under “III.2.2.5, 2.2.6, and 2.3” above. Here, too, brevity will be appreciated.

2.5 Doing Business Data Form. Pursuant to the City’s Local Law No. 34 of 2007, amending the City’s Campaign Finance Law, the City is required to establish a computerized database containing the names of any “person” that has “business dealings with the city”, as such terms are defined in Local Law 34. In order for the City to obtain information necessary to establish the required database, each respondent must complete a *Doing Business Data Form* in the form attached hereto as EXHIBIT 2. The submission of a *Doing Business Data Form* that is not accurate and complete will disqualify the response to which it is attached; responses not accompanied by such form will not be considered. Respondents are encouraged to consult legal counsel with respect to the impact of Local Law 34. Respondents may also wish to review the document “Q&A: The *Doing Business Data Form* and the *Doing Business Database*” included at EXHIBIT 2 for further information. Note that responding to this RFP constitutes “doing business with the city” under Local Law 34.

2.6 Clearance Forms. Respondents shall complete and submit the appropriate Internal Background Investigation Questionnaire (see EXHIBIT 3-A, EXHIBIT 3-B and EXHIBIT 3-C annexed hereto) or, as may be applicable, submit a completed Certificate of No Change (collectively, the “Clearance Forms”). The Certificate of No Change will apply if a Respondent has, for a purpose other than satisfying the requirements of this RFP, recently completed and submitted the City’s Business Entity Questionnaire and/or the City’s Principal Questionnaire, thereby obviating the need to submit one of the Background Investigation Questionnaires. In order to access a copy of the Certificate of No Change and pertinent instructions, see www.nyc.gov/vendex

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**EXHIBIT 1
TO
REQUEST FOR PROPOSALS**

PROPOSED TERM SHEET & UNDERWRITING CRITERIA

FOLLOWS THIS PAGE

Name of Lender: _____

Contact Person: _____

Contact Phone: _____

Contact E-mail: _____

SELECTION OF A RESPONDENT DOES NOT IMPLY THAT PROPOSED TERMS WILL BE ACCEPTED AS STATED IN RESPONDENT'S PROPOSAL. ALL TERMS PROPOSED BY RESPONDENTS SHALL BE SUBJECT TO NEGOTIATION AND NO TERMS SHALL BE BINDING UNTIL LENDER AND NYCEDC HAVE EXECUTED AN AGREEMENT.

Loan Terms	Respondent's Proposal
The amount of capital the Lender plans to loan: (\$1M min)	
Proposed Minimum and Maximum Guaranty Percentages: *The maximum Program Guaranty shall be 50%. *For Loans to borrowers located in Upper Manhattan, in most instances, the guaranteed amount shall not be greater than 35%.	
Loss position:	
Maximum loan size: (\$250,000 max)	
Minimum loan size:	
Maximum interest rate:	
Expected average loan size:	
Expected number of loans:	
Expected time to deploy capital:	
Number of days of non-payment before a loan will be considered to be in default:	
The fees (origination, points, transaction, etc.) that Respondent intends to charge borrowers for Loans: (Max 1%, unless use of funds for direct marketing efforts)	
Proposed Underwriting Criteria and how it differs from Lender's standard underwriting criteria:	
Credit Score Range:	

(e.g., Lender typically expects a minimum score of 680; will accept in the range of 500-630)	
Types of business or industries Lender will target/is willing to lend to	
Geographic Targets: (e.g., neighborhoods, commercial corridors, etc. Lender is willing to focus dollars on)	
Amount of time borrowers must be in business prior to applying for loan and whether this differs from other loans typically made to small businesses	
Other:	
Marketing Plan: (Specify efforts anticipated to market this Program over the next year)	
Current Portfolio: (Lender's existing portfolio)	
Number of loans outstanding:	
Amount of principal outstanding:	
Specific characteristics of loans: (e.g. geographic targets, types of industries)	
Number of loans and amount of principal originated in the last 12 months:	

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
REQUEST FOR PROPOSALS
FOR THE PROVISION OF LENDER SERVICES
PROJECT CENTRAL NO. 3629, CONTRACT NO. 36290007**

**EXHIBIT 2
TO
REQUEST FOR PROPOSALS**

DOING BUSINESS DATA FORM

FOLLOWS THIS PAGE



Doing Business Data Form

To be completed prior to distribution	
Agency: _____	Transaction ID: _____
Check One: ☐ Proposal ☐ Award	Transaction Type (check one): ☐ Concession ☐ Contract ☐ Economic Development Agreement ☐ Franchise ☐ Grant ☐ Pension Investment Contract

Any entity receiving, applying for or proposing on an award or agreement must complete a Doing Business Data Form (see Q&A sheet for more information). Please either type responses directly into this fillable form or print answers by hand in black ink, and be sure to fill out the certification box on the last page. **Submission of a complete and accurate form is required for a proposal to be considered responsive or for any entity to receive an award or enter into an agreement.**

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

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

Section 1: Entity Information

Entity Name: _____

Entity EIN/TIN: _____

Entity Filing Status (select one):

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

Entity is a Non-Profit: ☐ Yes ☐ No

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

Address: _____

City: _____ State: _____ Zip: _____

Phone : _____ Fax : _____

E-mail: _____

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

Section 2: Principal Officers

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

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

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

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

☐ This person replaced former CEO: _____ on date: _____

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

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

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

☐ This person replaced former CFO: _____ on date: _____

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

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

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

☐ This person replaced former COO: _____ on date: _____

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

Section 3: Principal Owners

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

There are no owners listed because (select one):

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

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

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

Remove the following previously-reported Principal Owners:

Name: _____ Removal Date: _____

Name: _____ Removal Date: _____

Name: _____ Removal Date: _____

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

Section 4: Senior Managers

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

Senior Managers:

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

First Name: _____ MI: _____ Last: _____

Office Title: _____

Employer (if not employed by entity): _____

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

Home Address: _____

Remove the following previously-reported Senior Managers:

Name: _____ Removal Date: _____

Name: _____ Removal Date: _____

Certification

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

Name: _____

Signature: _____ Date: _____

Entity Name: _____

Title: _____ Work Phone #: _____

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

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



Printed on paper containing 30% post-consumer material

DOING BUSINESS ACCOUNTABILITY PROJECT
QUESTIONS AND ANSWERS ABOUT THE DOING BUSINESS DATA FORM

What is the purpose of this *Data Form*?

To collect accurate, up-to-date identification information about entities that have business dealings with the City of New York in order to comply with Local Law 34 of 2007 (LL 34), the recently passed campaign finance reform law. LL 34 limits municipal campaign contributions from principal officers, owners and senior managers of entities doing business with the City and mandates the creation of a *Doing Business Database* to allow the City to enforce the law. The information requested in this *Data Form* must be provided, regardless of whether the entity or the people associated with it make or intend to make campaign contributions. No sensitive personal information collected will be disclosed to the public.

Why have I received this *Data Form*?

The contract, franchise, concession, grant or economic development agreement you are proposing on, applying for or have already been awarded is considered a business dealing with the City under LL 34. No proposal or application will be considered and no award will be made unless this *Data Form* is completed. Most transactions valued at more than \$5,000 are considered business dealings and require completion of the *Data Form*. Exceptions include transactions awarded on an emergency basis or by publicly advertised, non-pre-qualified, competitive sealed bid. Other types of transactions that are considered business dealings include real property and land use actions with the City.

What entities will be included in the *Doing Business Database*?

Entities that hold \$100,000 or more in grants, contracts for goods or services, franchises or concessions (\$500,000 for construction contracts), and entities that hold any economic development agreement or pension fund investment contract, are considered to be doing business with the City for the purposes of LL 34 and will be included in the *Database*. Because all of the business that an entity does or proposes to do with the City will be added together, the *Data Form* must be completed for all covered transactions even if an entity does not currently do enough business with the City to be listed in the *Database*.

What individuals will be included in the *Doing Business Database*?

The principal officers, owners and certain senior managers of entities listed in the *Doing Business Database* are themselves considered to be doing business with the City and will also be included in the *Database*.

- **Principal Officers** are the Chief Executive Officer (CEO), Chief Financial Officer (CFO) and Chief Operating Officer (COO), or their functional equivalents. See the *Data Form* for examples of titles that apply.
- **Principal Owners** are individuals who own or control 10% or more of the entity. This includes stockholders, partners and anyone else with an ownership or controlling interest in the entity.
- **Senior Managers** include anyone who, either by job title or actual duties, has substantial discretion and high-level oversight regarding the solicitation, letting or administration of any contract, concession, franchise, grant or economic development agreement with the City. At least one Senior Manager must be listed or the *Data Form* will be considered incomplete.

I have already completed a *Doing Business Data Form*; do I have to submit another one?

Yes. An entity is required to submit a *Doing Business Data Form* each time it enters into a transaction considered a business dealing with the City, including contract, concession and franchise proposals. However, the *Data Form* has both a Change option, which requires only information that has changed since the last *Data Form* was filed, and a No Change option. No entity should have to fill out the entire *Data Form* more than once.

If you have already submitted a *Data Form* for one transaction type (such as a contract), and this is the first time you are completing a *Data Form* for a different transaction type (such as a grant), please select the Change option and complete Section 4 (Senior Managers) for the new transaction type.



Will the information on this *Data Form* be available to the public?

The names and titles of the officers, owners and senior managers reported on the *Data Form* will be made available to the public, as will information about the entity itself. However, personal identifying information, such as home address, home phone and date of birth, will not be disclosed to the public, and home address and phone number information will not be used for communication purposes.

I provided some of this information on the VENDEX Questionnaire; do I have to provide it again?

Although the *Doing Business Data Form* and the VENDEX Questionnaire request some of the same information, they serve entirely different purposes. In addition, the *Data Form* requests information concerning senior managers, which is not part of the VENDEX Questionnaire.

No one in my organization plans to contribute to a candidate; do I have to fill out this *Data Form*?

Yes. All entities are required to return this *Data Form* with complete and accurate information, regardless of the history or intention of the entity or its officers, owners or senior managers to make campaign contributions. The *Doing Business Database* must be complete so that the Campaign Finance Board can verify whether future contributions are in compliance with the law.

My organization is proposing on a contract with another firm as a Joint Venture that does not exist yet; how should the *Data Form* be completed?

A joint venture that does not yet exist must submit a *Data Form* for each of its component firms. If the joint venture receives the award, it must then complete a form in the name of the joint venture.

How does a person remove him/herself from the *Doing Business Database*?

Any person who believes that s/he should not be listed may apply for removal from the *Database* by submitting a Request for Removal. Reasons that a person would be removed include his/her no longer being the principal officer, owner or senior manager of the entity, or the entity no longer doing business with the City. Entities may also update their database information by submitting an update form. These forms are available online at www.nyc.gov/mocs (once there, click MOCS Programs) or by calling 212-788-8104.

How long will an entity and its officers, owners and senior managers remain listed on the *Doing Business Database*?

- **Contract, Concession and Economic Development Agreement holders:** generally for the term of the transaction, plus one year.
 - **Franchise and Grant holders:** from the commencement or renewal of the transaction, plus one year.
 - **Pension investment contracts:** from the time of presentation on an investment opportunity or the submission of a proposal, whichever is earlier, until the end of the contract, plus one year.
 - **Line item and discretionary appropriations:** from the date of budget adoption until the end of the contract, plus one year.
 - **Contract proposers:** for one year from the proposal date or date of public advertisement of the solicitation, whichever is later.
 - **Franchise and Concession proposers:** for one year from the proposal submission date.
- For information on other transaction types, contact the Doing Business Accountability Project.

What are the new campaign contribution limits for people doing business with the City?

Contributions to City Council candidates are limited to \$250 per election cycle; \$320 to Borough President candidates; and \$400 to candidates for citywide office. Please contact the NYC Campaign Finance Board for more information at www.nyccfb.info, or 212-306-7100.

The *Data Form* is to be returned to the City office that issued it.

If you have any questions about the *Data Form* please contact the Doing Business Accountability Project at 212-788-8104 or DoingBusiness@cityhall.nyc.gov.

7/25/08

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
REQUEST FOR PROPOSALS
FOR THE PROVISION OF LENDER SERVICES
PROJECT CENTRAL NO. 3629, CONTRACT NO. 36290007**

**EXHIBIT 3-A
TO
REQUEST FOR PROPOSALS**

INTERNAL BACKGROUND INVESTIGATION QUESTIONNAIRE

FOLLOWS THIS PAGE



Internal Background Investigation Questionnaire

THIS FORM IS FOR:

Contracts under \$100,000,
Land Sales, Leases, Licenses, Permits,
NYCIDA Projects and any Discretionary Reviews

New York City Economic Development Corporation • New York City Industrial Development Agency • Apple Industrial Development Corp.
110 William Street, New York, NY 10038

INSTRUCTIONS FOR COMPLETING NYCEDC INTERNAL BACKGROUND INVESTIGATION QUESTIONNAIRE

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

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

“Applicant” – The submitting business entity.

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

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

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

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

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

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

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

SECTION A

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

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

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

BUSINESS NAME: _____ EIN/SSN: _____

BUSINESS ADDRESS: _____
City State Zip Code

BUSINESS TELEPHONE: _____ TYPE OF ENTITY: _____

BUSINESS FAX: _____ BUSINESS E-MAIL: _____

SECTION B**I. PRINCIPALS OF APPLICANT**

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

II. FAMILY MEMBERS OF EACH INDIVIDUAL PRINCIPAL

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

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

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

SECTION B (Continued)

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

NO YES

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

[illegible][illegible][illegible]

Section C – IDENTIFICATION OF PROPERTY INTERESTS

1. Identify Project Property:

Block & Lot(s): _____

Street Address: _____

Borough of _____

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

PROPERTY OWNED IN THE CITY OF NEW YORK

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

SECTION C (Continued)

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

NO YES

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

[illegible][illegible][illegible]

CERTIFICATION

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

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

Sworn to me

This ____ Day of _____, 200__

Name of Applicant

Notary Public

By: _____
Signature of Authorized Person

Print Name and Title of Authorized Person

Date

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
REQUEST FOR PROPOSALS
FOR THE PROVISION OF LENDER SERVICES
PROJECT CENTRAL NO. 3629, CONTRACT NO. 36290007**

**EXHIBIT 3-B
TO
REQUEST FOR PROPOSALS**

**INTERNAL BACKGROUND INVESTIGATION QUESTIONNAIRE
PUBLICLY HELD ENTITIES**

FOLLOWS THIS PAGE



Internal Background Investigation Questionnaire for Publicly-Held Entities

THIS FORM IS FOR:

Contracts under \$100,000,
Land Sales, Leases, Licenses, Permits,
NYCIDA Projects and any Discretionary Reviews

New York City Economic Development Corporation • New York City Industrial Development Agency • Apple Industrial Development Corp.
110 William Street, New York, NY 10038

GENERAL INSTRUCTIONS

The purpose of this Questionnaire is to allow publicly-held entities and entities that are beneficially wholly-owned by publicly-held entities to elect to streamline their participation in the investigatory processes of the New York City Economic Development Corporation ("NYCEDC"), the New York City Industrial Development Agency ("NYCIDA") and/or Apple Industrial Development Corp. by providing a substantial portion of the background information that is required through the submission of material that has been previously filed with the Securities and Exchange Commission ("SEC"). Any Applicant that is entitled to use this form may instead elect to complete NYCEDC's traditional internal background investigation questionnaire.

This Questionnaire may only be used by Applicants that are publicly-held entities or are beneficially wholly-owned by one or more publicly-held entities. For purposes of this Questionnaire an entity is publicly-held if it meets all of the following conditions:

1. The entity is organized under the laws of the United States or any State or Territory or the District of Columbia and has its principal business operations in the United States or its territories.
2. The entity has a class of securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934 ("**Exchange Act**") or a class of equity securities registered pursuant to Section 12(g) of the Exchange Act or is required to file reports pursuant to Section 15(d) of the Exchange Act.
3. The entity: (a) has been subject to the requirements of Section 12 or 15(d) of the Exchange Act and has filed all the material required to be filed pursuant to Sections 13, 14 or 15(d) for a period of at least twelve calendar months immediately preceding the submission of this Questionnaire; and (b) has filed in a timely manner all reports required to be filed during the twelve calendar months and any portion of a month immediately preceding the submission of this Questionnaire and, if the entity has used (during the twelve calendar months and any portion of a month immediately preceding the filing of the Questionnaire) Rule 12(b)-25(b) under the Exchange Act with respect to a report or a portion of a report, that report or portion thereof has actually been filed within the time period prescribed by the Rule.
4. If the entity is a successor to a publicly-held entity, it shall be deemed to have met conditions 1, 2 and 3 above if (a) its predecessor and it, taken together, do so, provided that the succession was primarily for the purpose of changing the state of incorporation of the predecessor or forming a holding company and that the assets and liabilities of the successor at the time of succession were substantially the same as those of the predecessor; or (b) all predecessors met the conditions at the time of succession and the entity has continued to do so since the succession.

For purposes of this Questionnaire:

- **Beneficial Ownership:** an entity is beneficially wholly-owned by one or more publicly-held entities if one or more publicly-held entities has, directly or indirectly, in the aggregate (a) the power to vote all of the voting securities of the entity and (b) investment power over all of the entity's voting securities (including the power to dispose or direct the disposition of voting securities).
- **Affiliated:** a person is affiliated with another person if the person controls, is controlled by or is under common control with that other person. A person controls another person if the person (a) owns 10% or more of the voting interest or has a 10% or greater ownership interest in the other person or (b) directs or has the power to direct the management or operations of that other person.

If an Applicant is not publicly-held, but is beneficially wholly-owned by one or more publicly-held entities, the Applicant must complete and submit this Questionnaire and each publicly-held entity that beneficially owns the Applicant must submit a completed Internal Background Investigation Questionnaire for Publicly-Held Beneficial Owners.

This form may be duplicated for additional space.

PLEASE COMPLETE THIS QUESTIONNAIRE CAREFULLY AND COMPLETELY.

Page 1 of 7

SECTION A

Name of Applicant: _____ EIN of Applicant: _____

Address of Applicant: _____
City State Zip Code

Telephone Number Of Applicant: () _____ Type Of Entity: _____

Representative of Applicant to be Contacted in Connection with this Questionnaire:

Name of Representative: _____ Title of Representative _____

Address of Representative: _____
City State Zip Code

Telephone Number of Representative: () _____ Fax of Representative: () _____

E-Mail of Representative: _____

If the Applicant is not a publicly-held entity, state the following information for each publicly-held entity that beneficially owns an interest in the Applicant (each such entity being a "**Beneficial Owner**"): _____

Name: _____

Address: _____
City State Zip Code

Telephone: () _____ Type of Entity: _____

Percent of Beneficial Ownership of Applicant: _____ %

If the Beneficial Owner's ownership is indirect, please provide in Section D, for each person in the ownership chain, the person's name, address, telephone number, type of entity and percent of beneficial ownership interest in the Applicant.

Name: _____

Address: _____
City State Zip Code

Telephone: () _____ Type of Entity: _____

Percent of Beneficial Ownership of Applicant: _____ %

If the Beneficial Owner's ownership is indirect, please provide in Section D, for each person in the ownership chain, the person's name, address, telephone number, type of entity and percent of beneficial ownership interest in the Applicant.

SECTION B

In this Section B, the Applicant is required to attach to its completed Questionnaire, portions of SEC filings relating to the Applicant, if any. In responding to this Section B, attach only the required portions of such filings. If a portion is found in more than one part of an SEC filing, the Applicant must include all parts necessary to meet the required disclosures. If the response to an SEC required disclosure incorporates other documents or parts of documents by reference, the Applicant must attach the incorporated material to this Questionnaire. Any material attached in response to a Questionnaire requirement must be clearly labeled to indicate the name and date of the report and the item below on this Questionnaire that requires its attachment. If the Applicant is not required to file reports or other information with the SEC, no documents need be attached by the Applicant in response to this Section B.

1. From the Applicant's most recent Annual Report on Form 10-K:
 - a. The statements required to be made in response to Part I, Item 3 of the Form 10-K (Legal Proceedings)
 - b. The material filed as Exhibit 3 (Articles of incorporation and by-laws, or corresponding documents for other entities)
 - c. The material filed as Exhibit 4 (Instruments defining the rights of security holders generally)
 - d. The material filed as Exhibit 21 (List of subsidiaries)
 - e. If the Applicant's Proxy Statement that is filed or required to be filed pursuant to Regulation 14A under the Exchange Act is filed more than 120 days after the end of the fiscal year covered by the Form 10-K, then:
 - i. the statements required to be made in response to Part III, Item 12 (Security Ownership of Certain Beneficial Owners and Management)
 - ii. the statements required to be made in response to Part III, Item 10 (Directors and Executive Officers of the Registrant)
2. From each of the Applicant's Quarterly Reports on Form 10-Q for periods following the end of the Applicant's most recent fiscal year (in each case labeled to indicate clearly the date of the Report from which the statements are taken):
 - a. The statements required to be made in response to Part II, Item 1 of the Form 10-Q (Legal Proceedings)
 - b. The statements required to be made in response to Part II, Item 2(a) of the Form 10-Q (Changes in Securities and Use of Proceeds)
 - c. The statements required to be made in response to Part II, Item 2(b) of the Form 10-Q (Changes in Securities and Use of Proceeds)
 - d. The material required to be filed by Part II, Item 6 of the Form 10-Q (Exhibits and Reports on Form 8-K to the extent these Exhibits update material filed with this Questionnaire under 1.b, 1.c or 1.d above)
3. From each of the Applicant's Current Reports on Form 8-K covering periods following the end of the Applicant's most recent fiscal year:
 - a. Any statements made in response to Item 1 of the Form of Current Reports on Form 8-K (Changes in Control of Registrant)
 - b. Any statements made in response to the requirements of Item 3 of the Form of Current Report on Form 8-K (Bankruptcy or Receivership)
 - c. Any statements made in response to the requirements of Item 5 of the Form of Current Report on Form 8-K (Other Events and Regulation FD Disclosure)
4. From the Applicant's most recent Proxy Statement:
 - a. Any statements made in response to the requirements of Item 6(d) of Schedule 14A (Voting Securities and Principal Holders Thereof)
 - b. Any statements made in response to the requirements of Item 7(b) and (c) of Schedule 14A (Directors and Executive Officers)
5. Copies of each Schedule 13D filed after the date as of which beneficial ownership information on the Applicant is included in the Applicant's most recent Proxy Statement in response to the requirements of Item 6(d) of Schedule 14A (or, if material is furnished pursuant to 1.e above of this Questionnaire, after the date set forth in the beneficial ownership information furnished pursuant to 1.e.i above in this Questionnaire)
6. Copies of each Schedule 13G filed after the date as of which beneficial ownership information on the Applicant is included in the Applicant's most recent Proxy Statement in response to the requirements of Item 6(d) of Schedule 14A (or, if material is furnished pursuant to 1.e above of this Questionnaire, after the date set forth in the beneficial ownership information furnished pursuant to 1.e.i above in this Questionnaire)

SECTION C

NO

YES

1. In the past 5 years, has the Applicant or any entity that is affiliated with the Applicant other than a Beneficial Owner (each a "**Subject Entity**"): ☐
- ☐ • been disqualified as a bidder, or defaulted or terminated, on a permit, license, concession, franchise, lease, or other agreement with the City of New York or any New York City governmental agency? If yes, please explain in Section D below.
 - ☐ • failed to file any required tax returns or to pay any applicable New York City taxes or other assessed New York City charges or fines, including but not limited to water and sewer charges and administrative fees? If yes, please explain in Section D below.

Please note that "affiliated" is defined in the General Instructions to this Questionnaire.

- ☐ 2. In the past 10 years, has the Applicant used an EIN, name, trade name, or abbreviation other than the name or number provided in response to Section A of this Questionnaire? If yes, please specify in Section D below.
- ☐ 3. Identify the property that is the subject of a land sale, lease, license, permit or NYCIDA project with respect to which this Questionnaire is submitted (the "**Project Property**"): ☐

Block & Lot(s): _____

Street Address: _____

Borough of _____

- ☐ ☐ 4. In the past 5 years, has the Applicant or any Subject Entity been a former owner of the Project Property? If yes, please specify in Section D below.
- ☐ ☐ 5. Is the Applicant or any Subject Entity a tenant of the City of New York? If yes, please list in Section D below: Name of Tenant, Agency, Borough, Block, Lot, Account Number, Monthly Rent and Current Balance.
- ☐ ☐ 6. Has the Applicant or any Subject Entity purchased property from the City of New York in the past ten years? If yes, please list in Section D below: Name of Purchaser, Agency, Borough, Block, Lot, Sale Date, Parcel Number and Closing Date.
- ☐ ☐ 7. Does the Applicant or any Subject Entity have a mortgage with the City of New York? If yes, please list in Section D below: Name of Mortgagor, Agency, Borough, Block, Lot, Account Number, Principal Amount, Monthly Installment and Current Balance.

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

PROPERTY OWNED IN THE CITY OF NEW YORK

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

SECTION D

INDICATE SECTION LETTER
AND QUESTION NUMBER

PROVIDE BELOW THE INFORMATION REQUESTED IN SECTION A WITH RESPECT TO THE OWNERSHIP CHAIN FOR
APPLICANT AND A DETAILED EXPLANATION TO ALL QUESTIONS CHECKED "YES" IN SECTION C. IF YOU NEED MORE
SPACE, PHOTOCOPY THIS PAGE AND ATTACH IT TO THIS QUESTIONNAIRE.

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

The undersigned hereby certifies that, having made due inquiry, the undersigned supplied full, complete, and truthful answers to and/or documentation for each item therein to the best of the undersigned's knowledge, information and belief; that the undersigned will notify the New York City Economic Development Corporation, the New York City Industrial Development Agency or Apple Industrial Development Corp., as the case may be, in writing of any change in circumstance occurring after the submission of this Questionnaire and before (i) the execution of any contract or agreement with any of them and/or the City of New York and (ii) in the case of an agreement to purchase or enter into a ground lease for real property and/or a financing through or straight-lease transaction with the New York City Industrial Development Agency, the closing of the transaction; and that all information supplied by the undersigned is true to the best knowledge, information and belief of the undersigned. The undersigned understands that the New York City Economic Development Corporation, the New York City Industrial Development Agency or Apple Industrial Development Corp., as the case may be, will rely on the information supplied by the undersigned in this Questionnaire as an inducement to enter into a contract or agreement and to close a transaction with the Applicant.

Name of Applicant

By: _____
Signature of Authorized Person

Print Name and Title of Authorized Person

Date

**NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
NYC CAPITAL ACCESS REVOLVING LOAN GUARANTY PROGRAM
REQUEST FOR PROPOSALS
FOR THE PROVISION OF LENDER SERVICES
PROJECT CENTRAL NO. 3629, CONTRACT NO. 36290007**

**EXHIBIT 3-C
TO
REQUEST FOR PROPOSALS**

**INTERNAL BACKGROUND INVESTIGATION QUESTIONNAIRE
PUBLICLY HELD BENEFICIAL OWNERS**

FOLLOWS THIS PAGE



Internal Background Investigation Questionnaire for Publicly-Held Beneficial Owners

THIS FORM IS FOR:

Contracts under \$100,000,
Land Sales, Leases, Licenses, Permits,
NYCIDA Projects and any Discretionary Reviews

New York City Economic Development Corporation • New York City Industrial Development Agency • Apple Industrial Development Corp.
110 William Street, New York, NY 10038

GENERAL INSTRUCTIONS

The purpose of this Questionnaire is to allow entities that are beneficially wholly-owned by publicly-held entities to elect to streamline their participation in the investigatory processes of the New York City Economic Development Corporation ("NYCEDC"), the New York City Industrial Development Agency ("NYCIDA") and/or Apple Industrial Development Corp. by providing a substantial portion of the background information that is required through the submission of material that has been previously filed with the Securities and Exchange Commission ("SEC").

For purposes of this Questionnaire an entity is publicly-held if it meets all of the following conditions:

1. The entity is organized under the laws of the United States or any State or Territory or the District of Columbia and has its principal business operations in the United States or its territories.
2. The entity has a class of securities registered pursuant to Section 12(b) of the Securities Exchange Act of 1934 ("**Exchange Act**") or a class of equity securities registered pursuant to Section 12(g) of the Exchange Act or is required to file reports pursuant to Section 15(d) of the Exchange Act.
3. The entity: (a) has been subject to the requirements of Section 12 or 15(d) of the Exchange Act and has filed all the material required to be filed pursuant to Sections 13, 14 or 15(d) for a period of at least twelve calendar months immediately preceding the submission of this Questionnaire; and (b) has filed in a timely manner all reports required to be filed during the twelve calendar months and any portion of a month immediately preceding the submission of this Questionnaire and, if the entity has used (during the twelve calendar months and any portion of a month immediately preceding the filing of the Questionnaire) Rule 12(b)-25(b) under the Exchange Act with respect to a report or a portion of a report, that report or portion thereof has actually been filed within the time period prescribed by the Rule.
4. If the entity is a successor to a publicly-held entity, it shall be deemed to have met conditions 1, 2 and 3 above if (a) its predecessor and it, taken together, do so, provided that the succession was primarily for the purpose of changing the state of incorporation of the predecessor or forming a holding company and that the assets and liabilities of the successor at the time of succession were substantially the same as those of the predecessor; or (b) all predecessors met the conditions at the time of succession and the entity has continued to do so since the succession.

For purposes of this Questionnaire:

- **Beneficial Ownership:** an entity has beneficial ownership of a person if it has, directly or indirectly, (a) the power to vote voting securities of the person and/or (b) investment power over the person's voting securities (including the power to dispose or direct the disposition of voting securities).
- **Affiliated:** a person is affiliated with another person if the person controls, is controlled by or is under common control with that other person. A person controls another person if the person (a) owns 10% or more of the voting interest or has a 10% or greater ownership interest in the other person or (b) directs or has the power to direct the management or operations of that other person.

This form may be duplicated for additional space.

PLEASE COMPLETE THIS QUESTIONNAIRE CAREFULLY AND COMPLETELY.

SECTION A

Name of Beneficial Owner: _____ EIN of Beneficial Owner: _____

Address of Beneficial Owner: _____

City

State

Zip Code

Telephone Number Of Beneficial Owner: () _____ Type Of Entity: _____

Representative of Beneficial Owner to be Contacted in Connection with this Questionnaire:

Name of Representative: _____ Title of Representative _____

Address of Representative: _____

City

State

Zip Code

Telephone Number of Representative: () _____ Fax of Representative: () _____

E-Mail of Representative: _____

Name of Applicant with respect to which the Beneficial Owner is completing this Questionnaire:

Percentage of Beneficial Owner's Ownership of the Applicant: _____ %

If the Beneficial Owner's ownership of Applicant is indirect, please provide in Section D, for each person in the ownership chain, the person's name, address, telephone number, type of entity and percent of its beneficial ownership interest in the Applicant and, if it does not directly hold an interest in the Applicant, a description of the chain through which it holds its interest.

SECTION B

In this Section B, the Beneficial Owner is required to attach to its completed Questionnaire, portions of SEC filings relating to the Beneficial Owner. In responding to this Section B, attach only the required portions of such filings. If a portion is found in more than one part of an SEC filing, the Beneficial Owner must include all parts necessary to meet the required disclosures. If the response to an SEC required disclosure incorporates other documents or parts of documents by reference, the Beneficial Owner must attach the incorporated material to this Questionnaire. Any material attached in response to a Questionnaire requirement must be clearly labeled to indicate the name and date of the report and the item below on this Questionnaire that requires its attachment.

1. From the Beneficial Owner's most recent Annual Report on Form 10-K:
 - a. The statements required to be made in response to Part I, Item 3 of the Form 10-K (Legal Proceedings)
 - b. The material filed as Exhibit 3 (Articles of incorporation and by-laws, or corresponding documents for other entities)
 - c. The material filed as Exhibit 4 (Instruments defining the rights of security holders generally)
 - d. The material filed as Exhibit 21 (List of subsidiaries)
 - e. If the Beneficial Owner's Proxy Statement that is filed or required to be filed pursuant to Regulation 14A under the Exchange Act is filed more than 120 days after the end of the fiscal year covered by the Form 10-K, then:
 - i. the statements required to be made in response to Part III, Item 12 (Security Ownership of Certain Beneficial Owners and Management)
 - ii. the statements required to be made in response to Part III, Item 10 (Directors and Executive Officers of the Registrant)
2. From each of the Beneficial Owner's Quarterly Reports on Form 10-Q for periods following the end of the Beneficial Owner's most recent fiscal year (in each case labeled to indicate clearly the date of the Report from which the statements are taken):
 - a. The statements required to be made in response to Part II, Item 1 of the Form 10-Q (Legal Proceedings)
 - b. The statements required to be made in response to Part II, Item 2(a) of the Form 10-Q (Changes in Securities and Use of Proceeds)
 - c. The statements required to be made in response to Part II, Item 2(b) of the Form 10-Q (Changes in Securities and Use of Proceeds)
 - d. The material required to be filed by Part II, Item 6 of the Form 10-Q (Exhibits and Reports on Form 8-K to the extent these Exhibits update material filed with this Questionnaire under 1.b, 1.c or 1.d above)
3. From each of the Beneficial Owner's Current Reports on Form 8-K covering periods following the end of the Beneficial Owner's most recent fiscal year, any statements made in response to:
 - a. Item 1 of the Form of Current Reports on Form 8-K (Changes in Control of Registrant)
 - b. the requirements of Item 3 of the Form of Current Report on Form 8-K (Bankruptcy or Receivership)
 - c. the requirements of Item 5 of the Form of Current Report on Form 8-K (Other Events and Regulation FD Disclosure)
4. From the Beneficial Owner's most recent Proxy Statement, any statements made in response to the requirements of:
 - a. Item 6(d) of Schedule 14A (Voting Securities and Principal Holders Thereof)
 - b. Item 7(b) and (c) of Schedule 14A (Directors and Executive Officers)
5. Copies of each Schedule 13D filed after the date as of which beneficial ownership information on the Beneficial Owner is included in the Beneficial Owner's most recent Proxy Statement in response to the requirements of Item 6(d) of Schedule 14A (or, if material is furnished pursuant to 1.e above of this Questionnaire, after the date set forth in the beneficial ownership information furnished pursuant to 1.e.i above in this Questionnaire)
6. Copies of each Schedule 13G filed after the date as of which beneficial ownership information on the Beneficial Owner is included in the Beneficial Owner's most recent Proxy Statement in response to the requirements of Item 6(d) of Schedule 14A (or, if material is furnished pursuant to 1.e above of this Questionnaire, after the date set forth in the beneficial ownership information furnished pursuant to 1.e.i above in this Questionnaire)

SECTION C

NO

YES

1. In the past 5 years, has the Beneficial Owner or any entity that is affiliated with the Beneficial Owner other than the Applicant (each a **"Subject Entity"**):
- | | | |
|--------------------------|--------------------------|---|
| ☐ | ☐ | <ul style="list-style-type: none"> been disqualified as a bidder, or defaulted or terminated, on a permit, license, concession, franchise, lease, or other agreement with the City of New York or any New York City governmental agency? If yes, please explain in Section D below. |
| ☐ | ☐ | <ul style="list-style-type: none"> failed to file any required tax returns or to pay any applicable New York City taxes or other assessed New York City charges or fines, including but not limited to water and sewer charges and administrative fees? If yes, please explain in Section D below. |

Please note that "affiliated" is defined in the General Instructions to this Questionnaire.

- | | | |
|--------------------------|--------------------------|--|
| ☐ | ☐ | 2. In the past 10 years, has the Beneficial Owner used an EIN, name, trade name, or abbreviation other than the name or number provided in response to Section A of this Questionnaire? If yes, please specify in Section D below. |
|--------------------------|--------------------------|--|
3. Identify the property that is the subject of a land sale, lease, license, permit or NYCIDA project with respect to which this Questionnaire is submitted (the **"Project Property"**):

Block & Lot(s): _____

Street Address: _____

Borough of _____

- | | | |
|--------------------------|--------------------------|--|
| ☐ | ☐ | 4. In the past 5 years, has the Beneficial Owner or any Subject Entity been a former owner of the Project Property? If yes, please specify in Section D below. |
| ☐ | ☐ | 5. Is the Beneficial Owner or any Subject Entity a tenant of the City of New York? If yes, please list in Section D below: Name of Tenant, Agency, Borough, Block, Lot, Account Number, Monthly Rent and Current Balance. |
| ☐ | ☐ | 6. Has the Beneficial Owner or any Subject Entity purchased property from the City of New York in the past 10 years? If yes, please list in Section D below: Name of Purchaser, Agency, Borough, Block, Lot, Sale Date, Parcel Number and Closing Date. |
| ☐ | ☐ | 7. Does the Beneficial Owner or any Subject Entity have a mortgage with the City of New York? If yes, please list in Section D below: Name of Mortgagor, Agency, Borough, Block, Lot, Account Number, Principal Amount, Monthly Installment and Current Balance. |

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

PROPERTY OWNED IN THE CITY OF NEW YORK

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

SECTION D

INDICATE SECTION LETTER
AND QUESTION NUMBER

PROVIDE BELOW THE INFORMATION REQUESTED IN SECTION A WITH RESPECT TO THE OWNERSHIP CHAIN FOR
APPLICANT AND A DETAILED EXPLANATION TO ALL QUESTIONS CHECKED "YES" IN SECTION C. IF YOU NEED MORE
SPACE, PHOTOCOPY THIS PAGE AND ATTACH IT TO THIS QUESTIONNAIRE.

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

The undersigned hereby certifies that, having made due inquiry, the undersigned supplied full, complete, and truthful answers to and/or documentation for each item therein to the best of the undersigned's knowledge, information and belief; that the undersigned will notify the New York City Economic Development Corporation, the New York City Industrial Development Agency or Apple Industrial Development Corp., as the case may be, in writing of any change in circumstance occurring after the submission of this Questionnaire and before (i) the execution of any contract or agreement with any of them and/or the City of New York and (ii) in the case of an agreement to purchase or enter into a ground lease for real property and/or a financing through or straight-lease transaction with the New York City Industrial Development Agency, the closing of the transaction; and that all information supplied by the undersigned is true to the best knowledge, information and belief of the undersigned. The undersigned understands that the New York City Economic Development Corporation, the New York City Industrial Development Agency or Apple Industrial Development Corp., as the case may be, will rely on the information supplied by the undersigned in this Questionnaire as an inducement to enter into a contract or agreement and to close a transaction with the Applicant.

Name of Beneficial Owner

By: _____
Signature of Authorized Person

Print Name and Title of Authorized Person

Date