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REQUEST FOR PROPOSALS

INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND FINANCING PROGRAM

11-S-063

PART I of III

SCOPE OF SERVICES

CONTRACTS DIVISION

**SUBMISSION DATE
DECEMBER 30, 2011
BY 3:00PM**

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**NEWARK HOUSING AUTHORITY
REQUEST FOR PROPOSAL #11-S-063
INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND
FINANCING PROGRAM**

The Newark Housing Authority ("NHA") is accepting proposals from experienced firms capable of providing investment banking and bond underwriting services. NHA is seeking to raise capital to support its capital improvement plan through the issuance of tax-exempt bonds and/or conventional bank loan(s). The required services include, but are not limited to: provide advice regarding the structure and overall approach to the issuance of bonds, negotiate terms, underwrite bonds; assist in obtaining approvals from U.S. Department of Housing and Urban Development ("HUD"); manage all aspects of the sale of bonds and/or conventional loan application processes; and all other related activities as requested by NHA. Activities contemplated under this solicitation are subject to and proposers must be familiar with the HUD Capital Fund Financing Program ("CFFP"), applicable regulations, and application and approval processes. Information regarding the Capital Fund Financing Program ("CFFP") is available for review at the website http://portal.hud.gov/hudportal/HUD?src=/program_offices/public_indian_housing/programs/ph/capfund/cffp. Bond and loan transactions resulting from this solicitation require HUD approval.

The contract term shall be for a period of one year with an option to renew for an additional one year period at the sole option of the Newark Housing Authority.

Interested and qualified firms are invited to obtain a copy of the specifications for this RFP from the NHA website www.newarkha.org, or contact Shari G. Hamilton, NHA Contracts Division, 500 Broad Street, 5th Floor, Newark, New Jersey 07102, telephone: (973) 273-6406.

A pre-proposal conference is scheduled for Wednesday, November 30, 2011 at 1:00 p.m. at the address noted above.

An original and five (5) copies, plus one (1) electronic version on a CD or flash drive, in MSWord or .pdf file format, of the response to this RFP shall be received no later than 3:00 p.m. on Friday, December 30, 2011, shall be submitted to:

NEWARK HOUSING AUTHORITY
Attn: Shari G. Hamilton, Contracts Division
500 Broad Street, 5th Floor
Newark, New Jersey 07102

All responses shall be clearly marked **"The Newark Housing Authority RFP #11-S-063, "Investment Banking and Underwriting Services for Capital Fund Financing Program."**

Offerors are required to comply with the requirements of NJSA 10:5-31 et seq. and NJAC 17:27 (PL 1975 c 127 Affirmative Action). All Offerors must also comply with 24 CFR 85.36.

The NHA reserves the right to accept any and all proposals, or to waive any informality on the proposals and the right to reject proposals. No proposal shall be withdrawn for a period of one hundred twenty (120) days subsequent to the due date of the proposals, without the prior written consent of the NHA.

**NEWARK HOUSING AUTHORITY
KEITH D. KINARD
EXECUTIVE DIRECTOR**

RFP INFORMATION AT A GLANCE

NHA CONTACT PERSON	Shari G. Hamilton Telephone: 973.273.6406 Email: shamilton@newarkha.org
PRE-PROPOSAL CONFERENCE	Wednesday, November 30, 2011 TIME: 1:00 p.m. 500 Broad Street, Newark, NJ 07102
HOW TO FULLY RESPOND TO THIS RFP BY SUBMITTING A PROPOSAL SUBMITTAL	1. As instructed within Section 5.0 of the RFP document, submit one original, five (5) "hard" copies and one "soft" copy of your proposal to the NHA Procurement & Contracts office; 2. As instructed within Section 2.3, any submissions not including the Non-Curable items will be rejected.
QUESTIONS RELATED TO RFP PROPOSAL OPPORTUNITIES DUE, IN WRITING, TO NHA	Wednesday, December 7, 2011 by 10:00 a.m. NHA Procurement & Contracts Office via email: shamilton@newarkha.org
RELEASE OF ANY REQUIRED ADDENDUM	Tuesday, December 13, 2011 Answers to written questions distributed by NHA via addendum.
PROPOSAL SUBMISSION DEADLINE	Friday, December 30, 2011 3:00 p.m. Newark Housing Authority Contracts & Procurement Division 500 Broad Street, 5 th Floor Newark, NJ 07102 The proposal must be received in-hand and time-stamped by the NHA by no later than 3:00 p.m. on this date.
ANTICIPATED AWARD BY ACTION OF THE NHA BOARD OF COMMISSIONERS	Thursday, January 19, 2012 5:00 p.m.

SECTION 1.0 INTRODUCTION / BACKGROUND

A. Introduction

The Newark Housing Authority ("NHA") hereby requests proposals from qualified firms (hereinafter, "Offerors") capable of providing investment banking and underwriting services in support of its desire to raise capital to support its capital improvement plan through the issuance of tax-exempt bonds, and/or a conventional bank loan. The NHA intent is to borrow private funds to make improvements and pledge, subject to the availability of appropriations, a portion of its future year annual Capital Funds grants and Replacement Housing Factor grants to make debt service payments for either a bond or conventional bank loan transaction, or a combination of the two.

Offers who submit a proposal in response to this RFP may be required to give an oral presentation of their proposal to a designated committee of NHA. This provides an opportunity for the Offeror to clarify or elaborate on its proposal. This would be a fact finding and explanation session and does not include negotiation. The NHA will schedule the time and location of these presentations. Oral presentations are an option of NHA solely and may or may not be conducted. Notwithstanding the aforementioned, NHA reserves the right to perform any and all necessary due diligence in assessing Offeror responsibility, and to engage in negotiations to achieve the financial objectives stated herein.

B. Background

The Newark Housing Authority is a tax-exempt governmental entity established under State Law in 1938, and formed under the United States Housing Act of 1937. The Newark Housing Authority is the largest public housing authority in New Jersey and the eleventh largest in the nation. The Agency's portfolio consist of 44 public housing communities with a total of over 8,000 rental units scattered throughout the City of Newark. NHA also administers up to 4,500 Housing Choice Vouchers (Section 8) within the city limits. The NHA's FY2010-2011 (April 1-March 31) total audited revenues were \$155,970,424. Our mission is to invest in our families by building and maintaining affordable housing to encourage economic independence and healthy communities. NHA's three (3) most recent audited financial statements and Standard & Poors rating are available upon request of Offerors.

Over the past five (5) years NHA has received HUD Capital Fund grant ("CFP") and Replacement Housing Factor grant ("RHF") allocations averaging approximately \$17.8 million and \$3.77 million per year, respectively. NHA current CFP and RHF allocations for FFY2011 are \$15,708,059 and \$3,070,738, respectively. Based on these amounts, and HUD guidelines allowing public housing authorities to pledge up to 33% of its CFP allocation, and 100% of its RHF allocation, NHA estimates that it can pay debt service on \$60-70 million raised through the issuance of tax-exempt bonds and/or conventional bank loans.

The objective of NHA is to maximize the use of CFP and RHF allocations to improve the condition of its public housing inventory, as well as create other affordable housing opportunities.

SECTION 2.0 GENERAL INFORMATION

2.1 NHA'S RESERVATION OF RIGHTS

- The NHA reserves the right to reject any or all proposals, to waive any informality in the RFP process, or to terminate the RFP process at any time, if deemed by the NHA to be in its best interests.
- The NHA reserves the right not to award a contract pursuant to this RFP.
- The NHA reserves the right to retain all proposals submitted and not permit withdrawal for a period of 120 days subsequent to the deadline for receiving proposals without the written consent of the NHA Director of Procurement & Contracts.
- The NHA reserves the right to reject and not consider any proposal that does not meet the requirements of this RFP, including but not necessarily limited to incomplete proposals and/or proposals offering alternate or non-requested services.
- The NHA shall reserve the right to at any time during the RFP or contracting processes to prohibit any further participation by a proposer or reject any proposal submitted that does not conform to any of the requirements detailed herein.
- The NHA reserves the right to award all or a portion of the award to one or more responsible responsive Offerors.
- The NHA reserves the right to terminate a contract awarded pursuant to this RFP, at any time for its convenience upon ten (10) days written notice to the successful proposer(s).
- The NHA shall have no obligation to compensate any proposer for any costs incurred in responding to this RFP.

2.2 OFFEROR'S RESPONSIBILITIES – CONTACT WITH THE NHA

It is the responsibility of the proposer to address all communication and correspondence pertaining to this RFP process to the Director of Procurement & Contracts, Shari G. Hamilton. Proposers must not make inquiry or communicate with any other NHA staff member or official (including members of the Board of Commissioners) pertaining to this RFP. Failure to abide by this requirement may be cause for the NHA to not consider a proposal submittal received from any proposer who has not abided by this directive.

2.3 NON-CURABLE ITEMS

The following requirements shall be considered mandatory items to be submitted at the time specified by the contracting unit for receipt of the proposal; the failure to submit any one of the mandatory items shall be deemed a fatal defect that shall render the proposal submission nonresponsive and that cannot be cured by the governing body.

1. A statement of corporate ownership pursuant to NJSA 52:25-24.2
2. A listing of sub-consultants as required by NJSA 40A:11-16
3. A document from the Offeror to acknowledge receipt of any notice, clarification, revisions or addenda to the advertisement or proposal documents, if applicable, the Offeror acknowledges same pursuant to NJSA 40A:11-23.2e

Each proposal form must give the full business address, business phone, fax, e-mail (if available), the contact person of the Offeror, and be signed by an authorized representative as follows:

- Partnerships must furnish the full name of all partners and must be signed in the partnership name by one of the members of the partnership or by an authorized representative, followed by the signature and designation of the person signing.
- Corporations must be signed in the legal name of the corporation, followed by the name of the State in which incorporated and must contain the signature and designation of the president, secretary or other person authorized to bind the corporation in the matter.
- Sole-proprietorship shall be signed by the proprietor.

When requested, satisfactory evidence of the authority of the officer signing shall be furnished.

2.4 PROOF OF BUSINESS REGISTRATION

N.J.S.A. 52:32-44 requires that each Offeror submit proof of business registration prior to contract award. Proof of registration shall be a copy of the Offeror's Business Registration Certificate ("BRC"). A BRC is obtained from the New Jersey Division of Revenue. Information on obtaining a BRC is available on the internet at www.nj.gov/njbgs or by phone at (609) 292-1730. Be advised, all sole-proprietors may not submit their application online and must leave time to process the application by postal service. A sample of the acceptable forms of proof of NJ Business Registration is contained in Part III of this RFP.

N.J.S.A. 52:32-44 imposes the following requirements on Offerors and all sub-consultants that knowingly provide goods or perform services for a Offeror fulfilling this contract. The Offeror shall provide written notice to its sub-consultants and suppliers to submit proof of business registration to the Offeror. If the proposal includes the use of named sub-consultants, the Business Registration Certificates for those sub-consultants must be submitted prior to contract award. If the selected Offeror uses sub-consultants not part of the submission, prior to receipt of final payment from a contracting agency, the awardee must submit to the Newark Housing Authority an accurate list of all sub-consultants or attest that none was used. During the term of this contract, the Offeror and its affiliates shall collect and remit, and shall notify all sub-consultants and their affiliates that they must collect and remit to the Director, New Jersey Division of Taxation, the use tax due pursuant to the Sales and Use Tax Act, (N.J.S.A. 54:32B-1 et seq.) on all sales of tangible personal property delivered into this State.

A Offeror, sub-consultants or supplier who provides false business registration information or post award, fails to provide proof of business registration for added sub-consultants shall be liable to a penalty of \$25 for each day of violation, not to exceed \$50,000 for each business registration not properly provided or maintained under a contract with a contracting agency. Information on the law and its requirements is available by calling (609) 292-1730.

2.5 CAUSES FOR REJECTING PROPOSALS

Proposals may be rejected for any of the following reasons:

1. Any non-curable defects pursuant to N.J.S.A. 40A: 11-23.2
2. All proposals pursuant to N.J.S.A. 40A: 11-13.2;
3. If more than one proposal is received from an individual, firm or partnership, corporation or association under the same name;
4. Multiple proposals from an agent representing competing Offerors;
5. The proposal is inappropriately unbalanced;
6. The Offeror is determined to possess, pursuant to N.J.S.A. 40A: 11-4b, Prior Negative Experience; or
7. If the successful Offeror fails to enter into a contract within 21 days, Sundays and holidays excepted, or unless otherwise agreed upon by the parties to the contract to extend that time. In this case of failure, the NHA may accept the proposal of the next highest scored responsible Offeror. (N.J.S.A. 40A: 11-24b).

A rejected proposal shall be **DEEMED** as **NO PROPOSAL**, and the proposal shall be returned to the Offeror.

2.6 METHOD OF CONTRACT AWARD

1. The length of the contract shall be stated in the public notice and specifications. Pursuant to requirements of N.J.A.C. 5:30-5.1 et seq., any contract resulting from this proposal shall be subject to the availability and appropriation of sufficient funds annually.
2. The form of contract shall be submitted by the NHA to the successful Offeror. Terms of the specifications/proposal package prevail. Offeror exceptions must be formally accepted by the NHA.

2.7 PROTESTS

Any actual or prospective Offeror to this solicitation may issue a protest against this solicitation, or the award of a contract resulting from this solicitation. In the case of a protest against this solicitation, the protest must be submitted in writing to the Director of Procurement & Contracts, or designee no less than three (3) business days prior to the submission response date. In the case of a protest against the award of a contract resulting from this solicitation, the protest must be in writing to the Director of

Procurement & Contracts, or designee no less than five (5) business days after contract award. The Director of Procurement & Contracts shall issue a written decision on each protested matter. The Director of Procurement & Contracts may, upon concurrence of the Chief Legal Officer and with approval of the Executive Director, at his or her discretion, suspend the procurement pending resolution of the protest if warranted by the facts and findings discovered.

Protests received after the time periods specified herein shall not be considered.

SECTION 3.0 SCOPE OF SERVICES

Proposal must address the Offeror's ability to meet the scope of services outlined below.

The selected Offeror shall be available to provide investment banking and underwriting services in compliance with HUD Capital Fund Financing Program ("CFFP"). The scope of services includes, but is not limited to, the following activities:

1. Advise NHA regarding the structure and overall approach to the issuance of the bonds, and negotiation of the terms thereof;
2. Underwrite the bonds;
3. Negotiate with credit rating agencies on behalf of NHA, especially regarding the securitization of bonds;
4. Create and maintain debt service schedule and Sources and Use schedule;
5. Assist NHA in preparing and submitting required documents to HUD, and in obtaining HUD approval; attend meetings with NHA and HUD staff in Washington, DC upon NHA request;
6. Negotiate with HUD on behalf of NHA toward approval of NHA CFFP application;
7. Prepare and arrange printing and distribution of the preliminary and final official statements for public offerings;
8. Organize and arrange conference calls and meetings, as necessary;
9. Manage all other aspects of the sale of the bonds or conventional loan application;
10. Providing other ancillary services as NHA may request as it relates to the CFFP, and agreed upon by both parties. Such services may include participation in meetings and presentations, and updates on industry matters that may affect the financial outcomes of this endeavor.

SECTION 4.0 PROPOSAL REQUIREMENTS

The purpose of the Proposal is to allow the Offeror to demonstrate its: qualifications, experience, and competitive differentiators; understanding of the Authority's CFFP objectives, applicable regulatory requirements, financial preferences; and ability to provide the requisite array and level of service(s). The proposal should address all the points outlined herein.

4.1 LETTER OF INTEREST:

The letter of interest should include an affirmative statement of your understanding of, and interest in this RFP, the name of the Offeror, the location of the principal place of business, the type of business entity (e.g., corporation, partnership, etc.), and the state of incorporation. The name of the primary contact person must accompany the submission, along with direct contact information.

4.2 NON-CURABLE DOCUMENTS:

Stockholders Disclosure Certification - N.J.S.A. 52:25-24.2 provides that no corporation or partnership shall be awarded any contract for the performance of any work or the furnishing of any goods and services, unless, prior to the receipt of the proposal or accompanying the proposal of said corporation or partnership, the Offeror shall submit a statement setting forth the names and addresses of all stockholders in the corporation or partnership who own ten percent (10%) or more of its stock of any class, or of all individual partners in the partnership who own a ten percent (10%) or greater interest therein.

Listing of sub-consultants and certification form – A signed listing of all sub-consultants to be used, and completion of certification form for each.

Acknowledgement of Receipt of Addenda/Clarifications – A document provided by Newark Housing Authority in the proposal documents for the Offeror to acknowledge the receipt of any notice, revisions, addenda or clarifications to the advertisement or proposal documents.

4.3 ORGANIZATIONAL AND PERSONNEL BACKGROUND:

4.3.1 Overview

- a. Provide an overview of firm and any associated team members, emphasizing the qualifications and major organizational strengths and achievements that would serve NHA and its objectives as stated herein.
- b. Identify and provide brief resumes of the specific individuals who would be assigned to work with the NHA, and specify which team member(s) would be the primary person(s) working with NHA on a day-to-day basis. Include a roles and responsibility chart for easy reference.

4.3.2 Experience

- a. Describe firm's experience providing financial advisory services to the affordable, multi-family and/or public housing markets.
- b. Describe firm's experience providing investment banking and bond underwriting services for HUD Capital Fund Financing Program. Provide current contact information (name, title, telephone number, email) for three (3) to five (5) other housing authorities firm has provided such services. Information should be for deals **of similar size and scope**; include program objectives, results, and date closed.
- c. Describe firm's experience interacting and negotiating with credit rating agencies.
- d. Describe firm's experience interacting and negotiating with HUD (include various departments).
- e. List, in chart format, all other professional disciplines (e.g., underwriting counsel, bond counsel, etc.) required to successfully attain the objectives identified in this solicitation. Include the role, general duties, level of expertise and amount of time estimated for each.

4.4 FINANCING APPROACH:

4.4.1 Describe the recommended financing plan and sale of bonds. Include rate structure, payment structure, expected amortization, final maturity, major tasks/task owners, task interdependencies, and timeline. Assume a March 1, 2012 service start date.

4.4.2 Describe your firm's philosophy and strategy regarding ratings and/or credit enhancements as relates to financing efforts such as the one described herein.

4.4.3 Transaction Costs

Prepare a borrowing analysis using a **twenty-year** benchmark demonstrating the costs associated with each alternative (bonds vs. conventional bank loan). Please attach details of the costs associated with each alternative of the borrowing analysis.

4.4.4 Trustee/Escrow Requirements

Describe the role of the Trustee or an Escrow Agent, if any, in the proposed financing along with estimated costs.

4.4.5 Pre-payment Options

Describe any pre-payment options and/or restrictions.

4.5 FINANCIAL STATEMENT

Offeror, and any joint venture partner, shall demonstrate its financial stability by the submission of audited financial statements or annual reports from the previous two (2) years, or the two (2) most recently available, or such other information as is reasonably acceptable to the NHA.

4.6 OTHER REQUIRED SUBMISSION DOCUMENTS:

Each Offeror is required to submit, in addition to those listed in items 4.1-4.5, the documents included in the *Submission Documents* package. These include:

- Checklist
- Evaluation Form
- Affirmative Action Compliance Notice
- Affidavit of Non-Collusion
- Affidavit of Non-Default
- Drug Free Work Place Certification
- Debarment Statement – submit notarized statement, on the firm's letterhead, that the Offeror or partner are not debarred, suspended or otherwise prohibited from professional practice by any federal, state or local agency.
- Liens, suits or judgments – submit notarized statement on the firm's letterhead, indicating a description of any disputes, suites, judgments and liens during the past two (2) years.
- Form HUD 5369-B: Instructions to Offerors—Non-Construction
- Form HUD 5369-C: Certifications and Representations of Offerors
- Form HUD 2530: Previous Participation Certification

- Business Registration Certificate – N.J.S.A. 52:32-44 requires that each vendor submit proof of business registration prior to contract award. Proof of registration shall be a copy of the firm's Business Registration Certificate ("BRC"). If the proposal includes the use of named sub-consultants, the Business Registration Certificates for those sub-consultants must also be submitted prior to contract award.
- Joint venture agreement (if applicable).

SECTION 5.0 GENERAL INSTRUCTIONS

Proposal Submission deadline is Friday, December 30, 2011 at 3:00 p.m. It is the Offeror's responsibility that proposals are presented to the owner at the time and at the place designated. Proposals may be hand delivered or mailed; however, the owner disclaims any responsibility for proposals forwarded by regular or overnight mail. If the proposal is sent by express mail service, the designation above must also appear on the outside of the express mail envelope. Proposals received after the designated time and date will be returned unopened.

Offerors are asked to submit an original and five (5) copies, plus one (1) electronic version of the proposal on either a CD or flash drive, in MSWord or .pdf file format addressed to NEWARK HOUSING AUTHORITY - CONTRACTS DIVISION; bearing the name and address of the Offeror written on the face of the package, and clearly marked "PROPOSAL" with the RFP title and proposal number.

5.1 QUESTIONS

All communications, including questions and requests for information, must be addressed in writing to: Newark Housing Authority, Contracts Division, 500 Broad Street, 5th Floor, Newark, N.J. 07102, Attention: Shari G. Hamilton, Director of Procurement & Contracts, or via email to shamilton@newarkha.org. The deadline for receipt of questions pertaining to this proposal will be Wednesday, December 7, 2011 by 10:00 a.m.

The Director of Procurement & Contracts will respond to all such inquiries in writing by addendum to all prospective proposers (i.e., firms or individuals that have obtained the RFP documents). During the RFP solicitation process, the NHA will NOT conduct any ex parte (a substantive conversation—when decisions pertaining to the RFP are made—between the NHA and a prospective proposer when other prospective proposers are not present) conversations that may give one prospective proposer an advantage over other prospective proposers.

5.2 INTERPRETATION AND ADDENDA:

The Offeror should rely only on representations, statements or explanations, contained in this RFP, any documents that the Authority has provided the Offeror, which are referred to in this RFP, and in such formal written addenda as are issued by the Authority prior to the Proposal Submission Deadline.

5.3 DISCREPANCIES IN PROPOSALS

If the amount shown in words and its equivalent in figures do not agree, the written words shall be binding. Ditto marks are not considered writing or printing and shall not be used.

In the event that there is a discrepancy between the individual rates and the extended totals, the rate prices shall prevail. In the event there is an error of the summation of the extended totals, the computation by the owner of the extended totals shall govern.

SECTION 6.0 EVALUATION AND SELECTION CRITERIA

NHA will make its selection based upon the evaluation criteria described below. NHA will evaluate only those firms whose proposals are responsive to the requirements of this RFP. Responses may receive a maximum score of one hundred (100) points subdivided as follows:

EVALUATION CRITERIA	MAXIMUM POINTS
1. Understanding of the Requirements of this Request for Proposals per Sections per Sections 4.1, 4.5, and 4.6	10
2. Technical Approach per Section 4.4	30
3. Technical Capability, Management Plan per Sections 4.3.1(a), 4.3.1(b), and 4.3.2(e)	15
4. Demonstrated Experience per Sections 4.3.2(a), 4.3.2(c), and 4.3.2(d)	20
5. Demonstrated Past Performance per Section 4.3.2(b)	25
TOTAL AVAILABLE POINTS	100

The NHA will make an award to the responsible Offeror whose offer conforms to the solicitation and is most advantageous to the NHA (i.e. that which represents the best value to the NHA), cost or price and other factors considered.

SECTION 7.0 ADDITIONAL INFORMATION

7.1 INSURANCE REQUIREMENTS

Before commencing of services under this project, the Offeror shall furnish to the Authority certificates of insurance showing that the following insurance is in force, stating policy numbers, dates of expiration, limits of liability, deductibles, and aggregate amounts payable hereunder. Certificates of insurance must contain a 30-day cancellation clause and a brief description of the work to be performed. The Authority shall be named additionally insured in the Comprehensive General Liability and Automobile Liability Insurance policies, appropriately endorsed.

- a. Worker's Compensation and Employer's Liability Insurance according to the laws of the state in which the services are to be provided.
- b. Professional Liability Insurance covering claims made at any time prior, during, or subsequent to completion of the services with a limit of not less than \$1,000,000 with a deductible not more than \$10,000.
- c. Comprehensive General Liability Insurance (bodily injury and property damage coverage) covering claims made at any time prior, during, or subsequent to completion of the services with a limit of not less than \$2,000,000 with a deductible not more than \$10,000.
- d. Comprehensive Automobile Liability Insurance covering non-owned and hired vehicles, as well as for owned vehicles for bodily injury and property damage with a combined single limit of no less than \$1,000,000.00 (each accident) per occurrence.

Where an endorsement to the policies is required as a result of a contract with the Authority, the endorsement shall be made prior to the signing of said contract.

The Offeror shall require each of the sub-consultants to furnish it with certificates of insurance evidencing current policies in force stating policy numbers, dates of expiration, limits of liability, deductibles, and aggregate amounts payable there under. This shall be submitted for review and approval prior to commencement of the sub-consultant's activities. Certificates of insurance are to be forwarded to the Authority upon receipt by the Offeror.

7.2 EQUAL EMPLOYMENT OPPORTUNITY, AFFIRMATIVE ACTION STATEMENT AND SECTION 3 CLAUSE

The goal of the Affirmative Action Program is thirty percent (30%) of the dollar value of the total contract awards and purchases during the fiscal year. The Offeror's commitment to Affirmative Action and Minority Business Enterprises shall be demonstrated by submittal of evidence indicating:

1. An active Affirmative Action Program, hiring practices, minorities in upper management positions and/or minority ownership.
2. The utilization of minority owned businesses as subcontractors or Joint Venture partners.
3. SECTION 3 CLAUSE:
 - A. The work to be performed under this contract is subject to the requirements of Section 3 of the Housing and Urban Development Act of 1968, as amended March 17, 1999, 12 U.S.C. 1701u (Section 3). The purpose of Section 3 is to ensure that employment and other economic opportunities generated by HUD assistance or HUD assisted projects covered by Section 3, shall, to the greatest extent feasible, be directed to low and very low-income persons who are recipients of HUD assistance for housing, and with this contract.
 - B. The parties to this contract agree to comply with HUD's regulations in 24 CFR Part 135, which implement Section 3. As evidenced by their execution of this contract, the parties to this contract certify that they are under no contractual or other impediment that would prevent them from complying with the Part 135 regulations.
 - C. The Offeror agrees to send to each labor organization or representative of workers with which the contractor has a collective bargaining agreement or other understanding, if any, a notice advising the labor organization or workers' representative of the Offeror's commitments under this Section 3 clause, and will post copies of the notice in conspicuous places at the work site where both employees and applicants for training and employment positions can see the notice. The notice shall describe the Section 3 preference, shall set forth minimum number and job titles subject to hire, availability of apprenticeship and training positions, the qualifications for each; and the name and location of the person(s) taking applications for each of the positions; and the anticipated date the work shall begin.

- D. The Offeror agrees to include this Section 3 clause in every subcontract subject to compliance with regulations in 24 CFR Part 135, and agrees to take appropriate action, as provided in an applicable provision of the subcontract or in this Section 3 clause, upon finding that the subcontractor is in violation of the regulations in 24 CFR Part 135. The Offeror will not subcontract with any sub-consultant where the Offeror has notice or knowledge that the sub-consultant has been found in violation of the regulations in 24 CFR Part 135.
- E. The Offeror will certify that any vacant employment positions, including training positions, that are filled (1) after the Offeror is selected but before the contract is executed, and (2) with persons other than those to whom the regulations of 24 CFR Part 135 require employment opportunities to be directed, were not filled to circumvent the Offeror's obligations under 24 CFR Part 135.
- F. Noncompliance with HUD's regulations in 24 CFR Part 135 may result in sanctions, termination of this contract for default, and debarment or suspension from future HUD assisted contracts.
- G. With respect to work performed in connection with Section 3 covered Indian housing assistance, Section 7(b) of the Indian Self-Determination and Education Assistance Act (25 U.S.C. 450e) also applies to the work to be performed under this contract. Section 7(b) requires that to the greatest extent feasible (i) preference and opportunities for training and employment shall be given to Indians, and (ii) preference in the award of contracts and subcontracts shall be given to Indian organizations and Indian-owned Economic Enterprises. Parties to this contract that are subject to the provisions of Section 3 and Section 7(b) agree to comply with Section 3 to the maximum extent feasible, but not in derogation of compliance with Section 7(b).

4. MANDATORY AFFIRMATIVE ACTION CERTIFICATION (The following are mandatory requirements of this proposal and contract.)

For Goods and Services: no firm may be issued a contract unless it complies with the affirmative action provisions of N.J.S.A. 10:5-31 et seq. and N.J.A.C. 17:27-1 et seq.

Each contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

- i. A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter); or
- ii. A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4; or
- iii. A photocopy of an Employee Information Report (Form AA 302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

The Offeror's submission will be rejected as non-responsive if either one of the required documents is not submitted in the specified time frame.

7.3 AMERICANS WITH DISABILITIES ACT OF 1990

Discrimination on the basis of disability in contracting for the purchase of goods and services is prohibited. Offerors are required to read Americans with Disabilities language that is included as Appendix A of the sample contract and agree that the provisions of Title II of the Act are made a part of the contract. The contractor is obligated to comply with the Act and to hold the owner harmless.

7.4 TRUTH IN CONTRACTING

Offerors should be aware of the following statutes that represent "Truth in Contracting" laws:

- N.J.S.A. 2C:21-34, et seq. governs false claims and representations by Offerors. It is a serious crime for the Offeror to knowingly submit a false claim and/or knowingly make material misrepresentation.
- N.J.S.A. 2C:27-10 provides that a person commits a crime if said person offers a benefit to a public servant for an official act performed or to be performed by a public servant, which is a violation of official duty.
- N.J.S.A. 2C:27-11 provides that an Offeror commits a crime if said person, directly or indirectly, confers or agrees to confer any benefit not allowed by law to a public servant.

Offerors should consult the statutes or legal counsel for further information.

7.5 TERMINATION OF CONTRACT

1. If, through any cause, the Offeror shall fail to fulfill in a timely and proper manner obligations under the contract or if the Offeror shall violate any of the requirements of the contract, the NHA shall there upon have the right to terminate the contract by giving written notice to the Offeror of such termination and specifying the effective date of termination. Such termination shall relieve the NHA of any obligation for balances to the contractor of any sum or sums set forth in the contract. The NHA will pay only for goods and services accepted prior to termination.
2. Notwithstanding the above, the Offeror shall not be relieved of liability to the NHA for damages sustained by the owner by virtue of any breach of the contract by the Offeror and the NHA may withhold any payments to the Offeror for the purpose of compensation until such time as the exact amount of the damage due the NHA from the Offeror is determined.
3. The Offeror agrees to indemnify and hold the owner harmless from any liability to sub-consultants/suppliers concerning payment for work performed or goods supplied arising out of the lawful termination of the contract by the NHA under this provision.
4. In case of default by the Offeror, the NHA may procure the goods or services from other sources and hold the Offeror responsible for any excess cost.

5. Continuation of the terms of the contract beyond the fiscal year is contingent on availability of funds in the following year's budget. In the event of unavailability of such funds, the NHA reserves the right to cancel the contract.
6. ACQUISITION, MERGER, SALE AND/OR TRANSFER OF BUSINESS, ETC. It is understood by all parties that if, during the life of the contract, the Offeror disposes of his/her business concern by acquisition, merger, sale and or/transfer or by any means convey his/her interest(s) to another party; all obligations are transferred to that new party. In this event, the new owner(s) will be required to submit all documentation/legal instruments that were required in the original proposal/contract. Any change shall be approved by the NHA. The Offeror will not assign any interest in the contract and shall not transfer any interest in the same without the prior written consent of the NHA. The NHA may terminate the contract for convenience by providing 60 calendar days advanced notice to the Offeror.

7.6 PAY TO PLAY

Starting in January, 2007, business entities are advised of their responsibility to file an annual disclosure statement of political contributions with the New Jersey Election Law Enforcement Commission (ELEC) pursuant to N.J.S.A. 19:44A-20.27 if they receive contracts in excess of \$50,000 from public entities in a calendar year.

Business entities are responsible for determining if filing is necessary. Additional information on this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.



Executive Director
KEITH D. KINARD

Chairperson
MODIA BUTLER

Board of Commissioners
GLORIA CARTWRIGHT
LENIN CRUZ
RASHARD CASEY
ANGELLA PALMER
NANCY PEREZ

REQUEST FOR PROPOSALS

INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND FINANCING PROGRAM

RFP #11-S-063

PART II of III

STANDARD DOCUMENTS

CONTRACTS DIVISION

**SUBMISSION DATE
DECEMBER 30, 2011
BY 3:00PM**

**RFP #11-S-063 INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND
FINANCING PROGRAM DUE DECEMBER 30, 2011 AT 3:00 PM**

NEWARK HOUSING AUTHORITY
INVESTMENT BANKING AND UNDERWRITING SERVICES FOR
CAPITAL FUND FINANCING PROGRAM

11-S-063

PART II

STANDARD DOCUMENTS

INDEX

Section	Description	Page
1.0	SAMPLE CONTRACT (INTENTIONALLY OMITTED)	N/A
2.0	INSTRUCTIONS TO OFFERORS (FORM HUD 5369-B)	4
3.0	CERTIFICATIONS AND REPRESENTATIONS OF OFFERORS, NONCONSTRUCTION CONTRACTS (FORM HUD 5369-C)	5
4.0	PREVIOUS PARTICIPATION CERTIFICATION (FORM HUD 2530)	6
5.0	CODE OF FEDERAL REGULATIONS TITLE 24, PART 85.36	7

PART II

SECTION 1

SAMPLE CONTRACT

(INTENTIONALLY OMITTED)

PART II

SECTION 2

INSTRUCTIONS TO OFFERORS (FORM HUD 5369-B)

Download for review at

**[http://www.hud.gov/offices/adm/hudclips
/forms/files/5369-b.pdf](http://www.hud.gov/offices/adm/hudclips/forms/files/5369-b.pdf)**

PART II

SECTION 3

INSTRUCTIONS TO OFFERORS (FORM HUD 5369-C) Download for review at

http://portal.hud.gov/hudportal/documents/huddoc?id=DOC_12132.pdf

**This form must be printed, completed
and returned as part of your response to
this solicitation.**

PART II

SECTION 4

PREVIOUS PARTICIPATION CERTIFICATION (FORM HUD 2530)

FILLABLE FORM AVAILABLE AT

<http://www.hud.gov/offices/adm/hudclips/forms/files/2530.pdf>

**This form must be completed, printed
and returned as part of your response to
this solicitation.**

PART II

SECTION 5

**CODE OF FEDERAL REGULATIONS
TITLE 24, PART 85.36
Download for review at**

http://portal.hud.gov/hudportal/HUD?src=/program_offices/cpo/grantees/cfr8536



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REQUEST FOR PROPOSALS

INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND FINANCING PROGRAM

RFP #11-S-063

PART III of III

SUBMISSION DOCUMENTS

CONTRACTS DIVISION

SUBMISSION DATE
December 30, 2011
BY 3:00PM

RFP #11-S-063
INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL
FUND FINANCING PROGRAM

SUBMISSION CHECKLIST

(PLEASE CHECK OFF EACH ITEM TO ENSURE COMPLETION OF YOUR
SUBMISSION)

MANDATORY SUBMITTAL REQUIREMENTS	YES	NO
1. LETTER OF INTEREST		
2. NON-CURABLE ITEMS		
• Stockholder Disclosure Certification (<i>provided within</i>)		
• Listing of Sub-consultants and Certification Form (<i>provided within</i>)		
• Acknowledgement of Addenda/Clarifications (<i>provided within</i>)		
3. ORGANIZATIONAL AND PERSONNEL BACKGROUND		
4. FINANCIAL APPROACH		
5. FINANCIAL STATEMENT		
6. OTHER REQUIRED SUBMISSION DOCUMENTS		
• Evaluation form (provided within)		
• Affirmative Action Compliance Documents (provided within)		
• Affidavit of Non-Collusion (provided within)		
• Affidavit of Non-Default (provided within)		
• Drug Free Work Place Certification (provided within)		
• Debarment Statement		
• Liens, Suits and Judgments Statement		
• Copy of Joint Venture Agreement (if applicable)		
• Form HUD-2530		
• Form HUD 5369-C		
• Business Registration Certificate(s) for Offeror Firm and all Named Sub-consultants (<i>only documents represented by the provided samples will be accepted</i>)		

*****NON-CURABLE ITEM*****

STOCKHOLDER DISCLOSURE CERTIFICATION
This Statement Must Be Included with Proposal Submission

Name of Business _____

☐ I certify that the list below contains the names and home addresses of all stockholders holding 10% or more of the issued and outstanding stock of the undersigned.

OR

☐ I certify that no one stockholder owns 10% or more of the issued and outstanding stock of the undersigned.

Check the box that represents the type of business organization:

☐ Partnership

☐ Corporation

☐ Sole Proprietorship

☐ Limited Partnership

☐ Limited Liability Corporation

☐ Limited Liability

Partnership

☐ Subchapter S Corporation

Sign and notarize the form below, and, if necessary, complete the stockholder list below.

Stockholders:

Name: _____

Name: _____

Home Address: _____

Home Address: _____

Name: _____

Name: _____

Home Address: _____

Home Address: _____

Name: _____

Name: _____

Home Address: _____

Home Address: _____

Sworn to and subscribed before me this
day

of _____,20

Notary Public

(Affiant)

(Print name & title of affiant)

*******NON-CURABLE ITEM*******

SUB-CONSULTANT LISTING

This Statement Must Be Included with Proposal Submission

Please list the names of all sub-consultants to be used on this project. (Add additional sheets where necessary). The sub-consultant certification form must be completed for each firm listed.

All sub-consultants designated by the offeror shall be capable of doing the work and must have adequate financial resources and experience to perform the work specified. Information regarding the work experience of the designated sub-consultant shall also be provided with the proposal response. Specifically, the offeror shall include a listing of all relevant jobs performed by the sub-consultant within the past two (2) years.

1. _____
2. _____
3. _____
4. _____
5. _____
6. _____
7. _____

☐

The Offeror firm will not use any subcontractors.

THIS FORM TO BE SIGNED AND SUBMITTED BY THE RESPONDENT FIRM

Name of Lead Company

Signature

Name Printed

Title

Sworn to and subscribed before me this ____ day of _____, 20__

(CORPORATE SEAL)

Notary Public

*******NON-CURABLE ITEM*******

SUB-CONSULTANT CERTIFICATION FORM

This Statement Must Be Included with Proposal Submission

All sub-consultants designated by the offeror shall be capable of doing the work and must have adequate financial resources and experience to perform the work specified. Information regarding the work experience of the designated sub-consultant shall also be provided with the bid. Specifically, the offeror shall include a listing of all relevant jobs performed by the sub-consultant within the past two (2) years.

Please print the following information legibly. **NOTE:** Provide this information on additional sheets, as required, in accordance with the following format.

How many years has sub-consultant been engaged in this particular field? ____ year(s).

Sub-consultant

Firm Name

Address

Contact Person

Telephone #

Facsimile #

Trade

State License #

THIS FORM TO BE SIGNED AND SUBMITTED BY THE SUB-CONSULTANT

Name of Lead Company

Signature

Name Printed

Title

Sworn to and subscribed before me this ____ day of _____, 20__

(CORPORATE SEAL)

Notary Public

Provide a list of relevant contracts (company/firm) completed by sub-consultants within the last two (2) years. **DO NOT INCLUDE WORK WITH THE NEWARK HOUSING AUTHORITY.**

(This form may be duplicated.)

1.

_____	_____	_____
Company Name	Telephone #	Completion Date
_____	_____	
Address	Contact Person	
_____	_____	
City/State/Zip	Contract Amount	
2.

_____	_____	_____
Company Name	Telephone #	Completion Date
_____	_____	
Address	Contact Person	
_____	_____	
City/State/Zip	Contract Amount	
3.

_____	_____	_____
Company Name	Telephone #	Completion Date
_____	_____	
Address	Contact Person	
_____	_____	
City/State/Zip	Contract Amount	

*******NON-CURABLE ITEM*******

ACKNOWLEDGMENT OF RECEIPT OF ADDENDA/CLARIFICATION
This Form Must Be Included with Proposal Submission

The undersigned hereby acknowledges receipt of the following Addenda/Clarification:

<u>Addendum/Clarification Number</u>	<u>Dated</u>	<u>Acknowledge Receipt (initial)</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

☐ **No addenda/clarification was received:**

Acknowledged for: _____
(Name of Offeror Firm)

By: _____
(Signature of Authorized Representative)

Name: _____
(Print or Type)

Title: _____

Date: _____

Sworn to and subscribed before me this _____ day of _____, 20__

Notary Public

**NOTE: THIS DOCUMENT MUST BE COMPLETED WHETHER OR NOT AN
ADDENDA/CLARIFICATION WAS ISSUED.**

EVALUATION CRITERIA FORM

RFP #11-S-063
INVESTMENT BANKING AND UNDERWRITING SERVICES FOR CAPITAL FUND
FINANCING PROGRAM

NHA will make its selection based upon the evaluation criteria described below. NHA will evaluate only those firms whose proposals are responsive to the requirements of this RFP. Responses may receive a maximum score of one hundred (100) points subdivided as follows:

EVALUATION CRITERIA	MAXIMUM POINTS
1. Understanding of the Requirements of this Request for Proposals per Sections per Sections 4.1, 4.5, and 4.6	10
2. Technical Approach per Section 4.4	30
3. Technical Capability, Management Plan per Sections 4.3.1(a), 4.3.1(b), and 4.3.2(e)	15
4. Demonstrated Experience per Sections 4.3.2(a), 4.3.2(c), and 4.3.2(d)	20
5. Demonstrated Past Performance per Section 4.3.2(b)	25
TOTAL AVAILABLE POINTS	100

The NHA will make an award to the responsible Offeror whose offer conforms to the solicitation and is most advantageous to the NHA (i.e. that which represents the best value to the NHA), cost or price and other factors considered.

Acknowledged for: _____
(Name of Offeror Firm)

By: _____
(Signature of Authorized Representative)

Name: _____
(Print or Type)

Title: _____

Date: _____

Sworn to and subscribed before me this ____ day of _____, 20__

Notary Public

AFFIRMATIVE ACTION COMPLIANCE NOTICE
N.J.S.A. 10:5-31 and N.J.A.C. 17:27

GOODS AND SERVICES CONTRACTS
(INCLUDING PROFESSIONAL SERVICES)

This form is a summary of the successful bidder's requirement to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

The successful bidder shall submit to the public agency, after notification of award but prior to execution of this contract, one of the following three documents as forms of evidence:

(a) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter);

OR

(b) A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4;

OR

(c) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4.

The successful vendor may obtain the Affirmative Action Employee Information Report (AA302) from the contracting unit during normal business hours.

The successful vendor(s) must submit the copies of the AA302 Report to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The Public Agency copy is submitted to the public agency, and the vendor copy is retained by the vendor.

The undersigned vendor certifies that he/she is aware of the commitment to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27 and agrees to furnish the required forms of evidence.

The undersigned vendor further understands that his/her bid shall be rejected as non-responsive if said contractor fails to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

COMPANY: _____

SIGNATURE: _____

PRINT NAME: _____

TITLE: _____

DATE: _____

ENTERPRISE PARTICIPATION

That I am the party making the foregoing proposal or bid and will comply with the requirements of the Minority Business Enterprise Participation Program of the Newark Housing Authority, and that if awarded a contract the intends to acquire the percentages of goods and service stated below minority business enterprises:

[illegible]

I understand that nothing herein obligates the Newark Housing Authority to approve of said Minority Business Enterprise as a supplier or subcontractor for the goods and services stated; and that the Authority may require this firm to substitute other suppliers or subcontractors in place of those specified. In addition, I understand that nothing herein gives any Minority Business Enterprise an enforceable right against the Newark Housing Authority.

_____ OFFEROR NAME	_____ AUTHORIZED SIGNATOR
-----------------------	------------------------------

DATE	TITLE
------	-------

Sworn to and subscribed before me this _____ day of _____, 20____.

Notary Public

AFFIDAVIT OF NON-COLLUSION

STATE OF _____ :
COUNTY OF _____ : SS

The undersigned, being duly sworn according to law, deposes and says:

1. That, as the party making the foregoing offer, that such offer is genuine and not collusive or sham; that said offeror has not colluded, conspired, connived, or agreed, directly or indirectly, with any offeror or person, to put in a sham offer or to refrain from offering, and has not, in any manner, directly or indirectly, sought by agreement or collusion, or communication or conference, with any person, to fix the offer price of affiant or of any other offeror, or to fix any overhead, profit or cost element of said offer price, or of that of any other offeror, or to secure any advantages against the Newark Housing Authority, or any person interested in the proposed contract; and that all statements in said offer are true.
2. The offeror further certifies that he/she has not been convicted or found liable for any act prohibited by state or federal law involving conspiracy or collusion with respect to proposing or bidding on any public contract within the last three years. Such act or conviction does not automatically disqualify a offeror, but may be grounds for administrative suspension or grounds for consideration by NHA as to whether NHA should decline to award a contract to such a offeror on the basis of a lack of responsibility. If offeror has been convicted of any act prohibited by state or federal law involving collusion with respect to proposing or bidding on any public contract within the past three years, offeror should attach an explanation of the circumstances surrounding that conviction.

FIRM NAME

AUTHORIZED SIGNATOR

DATE _____

TITLE

Sworn to and subscribed before me this _____ day of _____, 20_____

Notary Public

AFFIDAVIT OF NON-DEFAULT

STATE OF _____ :
COUNTY OF _____ : SS

The undersigned, being duly sworn according to law, deposes and says that, as the party making the foregoing Proposal; I certify as follows:

1. That all the statements made by me are true, complete and correct to the best of my knowledge and belief and are made in good faith.
2. That for the period beginning 10 years ago the date of this certification, and except as shown by me on the attachment, I have not experienced defaults or non-compliance under any contract for the U.S. Department of Housing and Urban Development ("HUD"), or any other governmental agency with which I have contracts.
3. To the best of my knowledge there are no unresolved findings raised as a result of HUD audits, management reviews or any other governmental investigations concerning me or work under any of my contracts.
4. There has not been a suspension or termination of payments under any HUD contract in which I have had a legal or beneficial interest attributable to my fault or negligence.
5. I have not been convicted of a felony and am not presently, to my knowledge, the subject of a complaint or indictment charging a felony. (A felony is any offense punishable by imprisonment for more than one year, but does not include any offense classified as a misdemeanor under the laws of a state and punishable by imprisonment of two years or less.)
6. I have not been suspended, debarred or otherwise restricted by any department or agency of the federal government or of any state government or of the City of Newark or the Newark Housing Authority from doing business with such department or agency.
7. I have not defaulted on an obligation covered by a bond and have not been the subject of a claim under any fidelity bond.
8. All the names of the parties, known to me to be principals in this contract, in which I propose to participate, are included on resumes submitted with this proposal.
9. To my knowledge I have not been found by HUD or the State of New Jersey to be in noncompliance with any applicable civil rights laws.
10. I am not a Member of Congress or a Resident Commissioner nor otherwise prohibited or limited by law from contracting with the government of the United States of America.

11. I am not an officer or employee or commissioner of the Newark Housing Authority who is prohibited or limited by law from contracting with the NHA.
12. For the period beginning five (5) years prior to the date of this certification, and except as shown by me on the attachment, I have not been suspended, debarred or otherwise disqualified by the U.S. Department of Housing and Urban Development, or any other governmental agency with which I have contracted, from doing business with any governmental agency.
13. Statements above (if any) to which I cannot certify have been deleted by striking through the words with a pen. I have initialed each deletion (if any) and have attached a true and accurate signed statement (if applicable) to explain the facts and circumstances, which I think, helps to qualify me as a responsible principal for participation in this project.

FIRM NAME

AUTHORIZED SIGNATOR

DATE

TITLE

Sworn to and subscribed before me this ____ day of _____, 20__.

Notary Public

DRUG-FREE WORK-PLACE CERTIFICATION

DRUG-FREE WORK-PLACE ACT OF 1988

41 U.S.C. 701, et seq.

54 FED. REG. 4946, et seq.

The undersigned hereby certifies that he/she will provide a drug-free work-place by publishing a statement notifying employees that the unlawful manufacture, distribution, dispensing, possession or use of a controlled substance is prohibited in the Offeror's work-place and specifying the actions that will be taken against employees for violation of such prohibition;

1. Establishing a drug-free awareness program to inform employees about:
 - a. The dangers of drug abuse in the work place;
 - b. The Offeror's policy of maintaining a drug-free work place;
 - c. Any available drug counseling, rehabilitation, and employee assistance programs; and
 - d. The penalties that may be imposed upon employee for violations occurring in the work place;
2. Making it a requirement that each employee to be engaged in the performance of the contract be given a copy of the statement required by paragraph (a):
3. Notifying the employee in the statement required by paragraph (a) that, as a condition of employment under the contract the employee will:
 - a. Abide by the terms of the statement; and
 - b. Notify the Offeror of any criminal drug statute conviction for a violation occurring in the work place no later than five (5) days after such conviction;
4. Notify the Newark Housing Authority ("NHA") within ten (10) days after receiving notice under Subparagraph (d) (2) from an employee, or otherwise receiving actual notice, of such conviction;
5. Taking one of the following actions within thirty (30) days of receiving notice under Subparagraph (d) (2), with respect to any employee who is so convicted;
 - a. Taking appropriate personnel action against such employee, up to and including termination; or
 - b. Requiring such employee to participate satisfactorily in a drug abuse assistance or rehabilitation program approved for such purposes by a Federal, State or local health, law enforcement, or other appropriate agency;

6. Making a good faith effort to continue to maintain a drug-free work place through implementation of paragraphs (a), (b), (c), (d), (e) and (f).
7. Offeror is presently working at the following NHA Sites _____; or () none.

FIRM NAME

AUTHORIZED SIGNATOR

DATE

TITLE

Sworn to and subscribed before me this ____ day of _____, 20__.

Notary Public

**CERTIFIED STATEMENT OF
NON-DEBARMENT**

**PROVIDE NOTARIZED STATEMENT ON
COMPANY LETTERHEAD**

**CERTIFIED STATEMENT
LIENS, SUITS, JUDGMENTS
PROVIDE NOTARIZED STATEMENT
ON COMPANY LETTERHEAD**

JOINT VENTURE AGREEMENT (IF APPLICABLE)

Previous Participation Certification FORM HUD-2530

Previous Participation Certification

U.S. Department of Housing
and Urban Development
Office of Housing/Federal Housing Commissioner

U.S. Department of Agriculture
Farmers Home Administration

OMB Approval No. 2502-0118
(exp. 9/30/2009)

Part I To be completed by Principals of Multifamily Projects. See Instructions Reason for Submitting Certification

For HUD HQ/FmHA use only

1. Agency Name and City where the application is filed

2. Project Name, Project Number, City and Zip Code contained in the application

3. Loan or Contract Amount

4. Number of Units or Beds

5. Section of Act

6. Type of Project (check one)

☐ Existing

☐ Rehabilitation

☐ Proposed (New)

List of All Proposed Principal Participants

7. Names and Addresses of All Known Principals and Affiliates (people, businesses & organizations) proposing to participate in the project described above. (list names alphabetically; last, first, middle initial)

8. Role of Each
Principal in Project

9. Expected % Owner
ship Interest in Project

10. Social Security or IRS
Employer Number

Certifications: I (meaning the individual who signs as well as the corporations, partnerships or other parties listed above who certify) hereby apply to HUD or USDA-FmHA, as the case may be, for approval to participate as a principal in the role and project listed above based upon my following previous participation record and this Certification.

I certify that all the statements made by me are true, complete and correct to the best of my knowledge and belief and are made in good faith, including the data contained in Schedule A and Exhibits signed by me and attached to this form.

Warning: HUD will prosecute false claims and statements. Conviction may result in criminal and/or civil penalties. (18 U.S.C. 1001, 1010, 1012; 31 U.S.C. 3729, 3802)

I further certify that:

1. Schedule A contains a listing of every assisted or insured project of HUD, USDA-FmHA and State and local government housing finance agencies in which I have been or am now a principal.

2. For the period beginning 10 years prior to the date of this certification, and except as shown by me on the certification.

a. No mortgage on a project listed by me has ever been in default, assigned to the Government or foreclosed, nor has mortgage relief by the mortgagee been given;

b. I have not experienced defaults or noncompliances under any Conventional Contract or Turnkey Contract of Sale in connection with a public housing project;

c. To the best of my knowledge, there are no unresolved findings raised as a result of HUD audits, management reviews or other Governmental investigations concerning me or my projects;

d. There has not been a suspension or termination of payments under any HUD assistance contract in which I have had a legal or beneficial interest;

e. I have not been convicted of a felony and am not presently, to my knowledge, the subject of a complaint or indictment charging a felony.

(A felony is defined as any offense punishable by imprisonment for a term exceeding one year, but does not include any offense classified as a misdemeanor under the laws of a State and punishable by imprisonment of two years or less);

f. I have not been suspended, debarred or otherwise restricted by any Department or Agency of the Federal Government or of a State Government from doing business with such Department or Agency.

g. I have not defaulted on an obligation covered by a surety or performance bond and have not been the subject of a claim under an employee fidelity bond.

3. All the names of the parties, known to me to be principals in this project(s) in which I propose to participate, are listed above.

4. I am not a HUD/FmHA employee or a member of a HUD/FmHA employee's immediate household as defined in Standards of Ethical Conduct for Employees of the Executive Branch in 5 C.F.R. Part 2635 (57 FR 35006) and HUD's Standard of Conduct in 24 C.F.R. Part O and

USDA's Standard of Conduct in 7 C.F.R. Part O Subpart B.

5. I am not a principal participant in an assisted or insured project as of this date on which construction has stopped for a period in excess of 20 days or which has been substantially completed for more than 90 days and documents for closing, including final cost certification have not been filed with HUD or FmHA.

6. To my knowledge I have not been found by HUD or FmHA to be in noncompliance with any applicable civil rights laws.

7. I am not a Member of Congress or a Resident Commissioner nor otherwise prohibited or limited by law from contracting with the Government of the United States of America.

8. Statements above (if any) to which I cannot certify have been deleted by striking through the words with a pen. I have initialed each deletion (if any) and have attached a true and accurate signed statement (if applicable) to explain the facts and circumstances which I think helps to qualify me as a responsible principal for participation in this project.

Typed or Printed Name of Principal	Signature of Principal	Certification Date (mm/dd/yyyy)	Area Code and Telephone No.

This form was prepared by (Please print name)

Area Code and Telephone No.

Schedule A: List of Previous Projects and Section 8 Contracts. By my name below is the complete list of my previous projects and my participation history as a principal; in Multifamily Housing programs of HUD/FmHA, State, and Local Housing Finance Agencies. **Note:** Read and follow the instruction sheet carefully. Abbreviate where possible. Make full disclosure. Add extra sheets if you need more space. Double check for accuracy. If you have no previous projects write, by your name, "**No previous participation, First Experience.**"

1. List each Principal's Name (list in alphabetical order, last name first)	2. List Previous Projects (give the I.D. number, project name, city location, & government agency involved if other than HUD)	3. List Principals' Role(s) (indicate dates participated, and if fee or identity of interest participant)	4. Status of Loan (current, defaulted, assigned, or foreclosed)	5. Was Project ever in Default, during your participation?		If "Yes," explain	6. Last Mgmt. and/or Physical Inspctn Rating
				Yes	No		

Part II – For HUD Internal Processing Only

Received and checked by me for accuracy and completeness; recommend approval or transferral to Headquarters as checked below:

Date (mm/dd/yyyy)	Telephone Number and Area Code	☐ A. No adverse information; form HUD-2530 approval is recommended.	☐ C. Disclosure or Certification problem
Staff	Processing and Control	☐ B. Name match in system	☐ D. Other, our memorandum is attached.
Supervisor		Director of Housing / Director, Multifamily Division	Approved ☐ Yes ☐ No
		Date (mm/dd/yyyy)	

Instructions for Completing the Previous Participation Certificate, form HUD-2530

Carefully read these instructions and the applicable regulations. A copy of those regulations published at 24 C.F.R. 200.210 to 200.245 can be obtained from the Multifamily Housing Representative at any HUD Office. Type or print neatly in ink when filling out this form. Mark answers in all blocks of the form. If the form is not filled completely, it will delay approval of your application.

Attach extra sheets as you need them. Be sure to indicate "Continued on Attachments" wherever appropriate. Sign each additional page that you attach if it refers to you or your record. If you have many projects to list (20 or more) and expect to be applying frequently for participation in HUD projects, you should consider filing a Master List. See Master List instructions below under "Instructions for Completing Schedule A."

Carefully read the certification before you sign it. Any questions regarding the form or how to complete it can be answered by your HUD Office Multifamily Housing Representative.

Purpose: This form provides HUD with a certified report of all previous participation in HUD multifamily housing projects by those parties making application. The information requested in this form is used by HUD to determine if you meet the standards established to ensure that all principal participants in HUD projects will honor their legal, financial and contractual obligations and are acceptable risks from the underwriting standpoint of an insurer, lender or governmental agency. HUD requires that you certify your record of previous participation in HUD/USDA-FmHA, State and Local Housing Finance Agency projects by completing and signing this form, before your project application or participation can be approved.

HUD approval of your certification is a necessary precondition for your participation in the project and in the capacity that you propose. If you do not file this certification, do not furnish the information requested accurately, or do not meet established standards, HUD will not approve your certification.

Note that approval of your certification does not obligate HUD to approve your project application, and it does not satisfy all other HUD program requirements relative to your qualifications.

Who Must Sign and File Form HUD-2530:

Form HUD-2530 must be completed and signed by all parties applying to become principal participants in HUD multifamily housing projects, including those who have no previous participation. The form must be signed and filed by all principals and their affiliates who propose participating in the HUD project. Use a separate form for each role in the project unless there is an identity of interest.

Principals include all individuals, joint ventures, partnerships, corporations, trusts, non-profit organizations, any other public or private entity, that will participate in the proposed project as a sponsor, owner, prime contractor, turnkey developer, managing agent, nursing home administrator or operator, packager, or consultant. Architects and attorneys who have any interest in the project other than an arms length fee arrangement for professional services are also considered principals by HUD.

In the case of partnerships, all general partners regardless of their percentage interest and limited partners having a 25 percent or more interest in the partnership are considered principals. In the case of public or private corporations or governmental entities, principals include the president, vice president, secretary, treasurer and all other executive officers who are directly responsible to the board of directors, or any equivalent governing body, as well as all directors and each stockholder having a 10 percent or more interest in the corporation.

Affiliates are defined as any person or business concern that directly or indirectly controls the policy of a principal or has the power to do so. A holding or parent corporation would be an example of an affiliate if one of its subsidiaries is a principal.

Exception for Corporations – All principals and affiliates must personally sign the certificate except in the following situation. When a corporation is a principal, all of its officers, directors, trustees and stockholders with 10 percent or more of the common (voting) stock need not sign personally if they all have the same record to report. The officer who is authorized to sign for the corporation or agency will list the names and title of those who elect not to sign. However, any person who has a record of participation in HUD projects that is separate from that of his or her organization must report that activity on this form and sign his or her name. The objective is full disclosure.

Exemptions – The names of the following parties do not need to be listed on form HUD-2530: Public Housing Agencies, tenants, owners of less than five condominium or cooperative units and all others whose interests were acquired by inheritance or court order.

Where and When Form HUD-2530 Must Be Filed: The original of this form must be submitted to the HUD Office where your project application will be processed at the same time you file your initial project application. This form must be filed with applications for projects, or when otherwise required in the situations listed below:

- Projects to be financed with mortgages insured under the National Housing Act (FHA).
- Projects to be financed according to Section 202 of the Housing Act of 1959 (Elderly and Handicapped).
- Projects in which 20 percent or more of the units are to receive a subsidy as described in 24 C.F.R. 200.213.
- Purchase of a project subject to a mortgage insured or held by the Secretary of HUD.
- Purchase of a Secretary-owned project.
- Proposed substitution or addition of a principal, or principal participation in a different capacity from that previously approved for the same project.
- Proposed acquisition by an existing limited partner of an additional interest in a project resulting in a total interest of 25 percent or more, or proposed acquisition by a corporate stockholder of an additional interest in a project resulting in a total interest of 10 percent or more.
- Projects with U.S.D.A., Farmers Home Administration, or with state or local government housing finance agencies that include rental assistance under Section 8 of the Housing Act of 1937. For projects of this type, form HUD-2530 should be filed with the appropriate applications directly to those agencies.

Review of Adverse Determination: If approval of your participation in a HUD project is denied, withheld, or conditionally granted on the basis of your record of previous participation, you will be notified by the HUD Office. You may request reconsideration by the HUD Review Committee. Alternatively, you may request a hearing before a Hearing Officer. Either request must be made in writing within 30 days from your receipt of the notice of determination.

If you do request reconsideration by the Review Committee and the reconsideration results in an adverse determination, you may then request a hearing before a Hearing Officer. The Hearing Officer will issue a report to the Review Committee. You will be notified of the final ruling by certified mail.

Specific Line Instructions:

Reason for submitting this Certification: e.g., refinance, management, change in ownership, transfer of physical assets, etc.

Block 1: Fill in the name of the agency to which you are applying. For example: HUD Office, Farmers Home Administration District office, or the name of a State or local housing finance agency. Below that, fill in the name of the city where the office is located.

Block 2: Fill in the name of the project, such as "Greenwood Apts." If the name has not yet been selected, write "Name unknown." Below that, enter the HUD contract or project identification number, the Farmers Home Administration project number, or the State or local housing finance agency project or contract number. Include **all** project or contract identification numbers that are relevant to the project. Also enter the name of the city in which the project is located, and the ZIP Code of the site location.

Block 3: Fill in the dollar amount requested in the proposed mortgage, or the annual amount of rental assistance requested.

Block 4: Fill in the number of apartment units proposed, such as "40 units." For hospital projects or nursing homes, fill in the number of beds proposed, such as "100 beds."

Block 5: Fill in the section of the Housing Act under which the application is filed.

Block 7: Definitions of all those who are considered principals and affiliates are given above in the section titled "Who Must Sign and File...."

Block 8: Beside the name of each principal, fill in the role that each will perform. The following are possible roles that the principals may perform: Sponsor, Owner, Prime Contractor, Turnkey Developer, Managing Agent, Packager, Consultant, General Partner, Limited Partner (include percentage), Executive Officer, Director, Trustee, Major Stockholder, or Nursing Home Administrator. Beside the name of each affiliate, write the name of the person or firm of affiliation, such as "Affiliate of Smith Construction Co."

Block 9: Fill in the percentage of ownership in the proposed project that each principal is expected to have. Also specify if the participant is a general or limited partner. Beside the name of those parties who will not be owners, write "None."

Block 10: Fill in the Social Security Number or IRS employer number of every party listed, including affiliates.

Instructions for Completing Schedule A:

Be sure that Schedule A is filled-in completely, accurately and the certification is properly dated and signed, because it will serve as a legal record of your previous experience. All Multifamily Housing projects involving HUD/FmHA, and State and local Housing Finance Agencies in which you have previously participated **must** be listed. Applicants are reminded that previous participation pertains to the individual principal within an entity as well as the entity itself. A newly formed company may not have previous participation, but the principals within the company may have had extensive participation and disclosure of that activity is required. To avoid duplication of disclosure, list the project and then the entities or individuals involved in that project. You may use the name or a number code to denote the entity or individual that participated. The number code can then be used in column 3 to denote role.

Column 2 List the project or contract identification of each previous project. **All previous projects must be included or your certification cannot be processed.** Include the name of all projects, the cities in which they are located and the government agency (HUD, USDA-FmHA or State or local housing finance agency) that was involved. At the end of your list of projects, draw a straight line across the page to separate your record of projects from that of others signing this form who have a different record to report.

Column 3 List the role(s) of your participation, dates participated, and if fee or identity of interest with owners.

Column 4 Indicate the current status of the loan. Except for current loans, the date associated with the status is required. Loans under a workout arrangement are considered assigned. An explanation of the circumstances surrounding the status is required for all non-current loans.

Column 5 Explain any project defaults during your participation.

Column 6 Enter the latest Management and/or Physical Inspection Review rating. If either of the ratings are below average, the report issued by HUD is required to be submitted along with the applicant's explanation of the circumstances surrounding the rating.

No Previous Record: Even if you have never participated in a HUD project before, you must complete form HUD-2530. If you have no record of previous projects to list, fill in your name in column 1 of Schedule A, and write across the form by your name – "No previous participation, first experience."

Master List System: If you expect to file this form frequently and you have a long list of previous projects to report on Schedule A, you should consider filing a Master List. By doing so, you will avoid having to list all your previous projects each time you file a new application.

To make a Master List, use form HUD-2530. On page 1, in block 1, enter (in capital letters) the words "**Master List**." In blocks 2 through 6 enter in "N.A." meaning Not Applicable. Complete blocks 7 through 10.

In the box below the statement of certification, fill in the names of all parties who wish to file a Master List together (type or print neatly). Beside each name, every party must sign the form. In the box titled "Proposed Role," fill in "N.A." Also, fill in the date you sign the form

and provide a telephone number where you can be reached during the day. No determinations will be made on these certificates.

File one copy of the Master List with each HUD Office where you do business and mail one copy to the following address:

**HUD-2530 Master List
Participation and Compliance
Division – Housing
U.S. Department of Housing and
Urban Development
451 Seventh Street, S.W.
Washington, D.C. 20410**

Once you have filed a Master List, you do not need to complete Schedule A when you submit form HUD-2530. Instead, write the name of the participant in column 1 of Schedule A and beside that write "See Master List on file." Also give the date that appears on the Master List that you submitted. Below that, report all changes and additions that have occurred since that date. Be sure to include any mortgage defaults, assignments or foreclosures not listed previously.

If you have withdrawn from a project since the date the Master List was filed, be sure to name the project. Give the project identification number, the month and year your participation began and/or ended.

Certification:

After you have completed all other parts of form HUD-2530, including Schedule A, read the Certification carefully. In the box below the statement of certification, fill in the name of all principals and affiliates (type or print neatly). Beside the name of each principal and affiliate, each party must sign the form, with the exception in some cases of individuals associated with a corporation (see "Exception for Corporations" in the section of the instructions titled "Who Must Sign and File form

HUD-2530"). Beside each signature, fill in the role of each party (the same as shown in block 8). In addition, each person who signs the form should fill in the date that he or she signs, as well as providing a telephone number where he or she can be reached during business hours. By providing a telephone number where you can be reached, you will help to prevent any possible delay caused by mailing and processing time in the event HUD has any questions.

If you cannot certify and sign the certification as it is printed because some statements do not correctly describe your record, use a pen and strike through those parts that differ with your record, then sign and certify to that remaining part which does describe you or your record.

Attach a signed letter, note or an explanation of the items you have struck out on the certification and report the facts of your correct record. Item A(2)(e) relates to felony convictions within the past 10 years. If you have been convicted of a felony within 10 years, strike out all of A(2)(e) on the certificate and attach your statement giving your explanation. A felony conviction will not necessarily cause your participation to be disapproved unless there is a criminal record or other evidence that your previous conduct or method of doing business has been such that your participation in the project would make it an unacceptable risk from the underwriting standpoint of an insurer, lender or governmental agency.

The Department of Housing and Urban Development (HUD) is authorized to collect this information by law (42 U.S.C. 3535(d) and 24 C.F.R. 200.217) and by regulation at 24 CFR 200.210. This information is needed so that principals applying to participate in multifamily programs can become HUD-approved participants. The information you provide will enable HUD to evaluate your record with respect to established standards of performance, responsibility and eligibility. Without prior approval, a principal may not participate in a proposed or existing multifamily project. HUD uses this information to evaluate whether or not principals pose an unsatisfactory underwriting risk. The information is used to evaluate the potential principals and approve only individuals and organizations who will honor their legal, financial and contractual obligations.

Privacy Act Statement: The Housing and Community Development Act of 1987, 42 U.S.C. 3543 requires persons applying for a Federally-insured or guaranteed loan to furnish his/her Social Security Number (SSN). HUD must have your SSN for identification of your records. HUD may use your SSN for automated processing of your records and to make requests for information about you and your previous records with other public agencies and private sector sources. HUD may disclose certain information to Federal, State and local agencies when relevant to civil, criminal, or regulatory investigations and prosecutions. It will not be otherwise disclosed or released outside of HUD, except as required and permitted by law. You must provide all of the information requested in this application, including your SSN.

Public reporting burden for this collection of information is estimated to average 1 hour per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. This agency may not collect this information, and you are not required to complete this form, unless it displays a currently valid OMB control number.

A response is mandatory. Failure to provide any of the information will result in your disapproval for participation in this HUD program.

**CERTIFICATIONS AND REPRESENTATIONS
OF OFFERORS, NON CONSTRUCTION
CONTRACTS
FORM HUD 5369-C**

Certifications and Representations of Offerors

Non-Construction Contract

U.S. Department of Housing and Urban Development Office of Public and Indian Housing

Public reporting burden for this collection of information is estimated to average 5 minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information.

This form includes clauses required by OMB's common rule on bidding/offering procedures, implemented by HUD in 24 CFR 85.36, and those requirements set forth in Executive Order 11625 for small, minority, women-owned businesses, and certifications for independent price determination, and conflict of interest. The form is required for nonconstruction contracts awarded by Housing Agencies (HAs). The form is used by bidders/offers to certify to the HA's Contracting Officer for contract compliance. If the form were not used, HAs would be unable to enforce their contracts. Responses to the collection of information are required to obtain a benefit or to retain a benefit. The information requested does not lend itself to confidentiality.

1. Contingent Fee Representation and Agreement

(a) The bidder/offeror represents and certifies as part of its bid/offer that, except for full-time bona fide employees working solely for the bidder/offeror, the bidder/offeror:

(1) ☐ has, ☐ has not employed or retained any person or company to solicit or obtain this contract; and

(2) ☐ has, ☐ has not paid or agreed to pay to any person or company employed or retained to solicit or obtain this contract any commission, percentage, brokerage, or other fee contingent upon or resulting from the award of this contract.

(b) If the answer to either (a)(1) or (a) (2) above is affirmative, the bidder/offeror shall make an immediate and full written disclosure to the PHA Contracting Officer.

(c) Any misrepresentation by the bidder/offeror shall give the PHA the right to (1) terminate the resultant contract; (2) at its discretion, to deduct from contract payments the amount of any commission, percentage, brokerage, or other contingent fee; or (3) take other remedy pursuant to the contract.

2. Small, Minority, Women-Owned Business Concern Representation

The bidder/offeror represents and certifies as part of its bid/offer that it:

(a) ☐ is, ☐ is not a small business concern. "Small business concern," as used in this provision, means a concern, including its affiliates, that is independently owned and operated, not dominant in the field of operation in which it is bidding, and qualified as a small business under the criteria and size standards in 13 CFR 121.

(b) ☐ is, ☐ is not a women-owned small business concern. "Women-owned," as used in this provision, means a small business that is at least 51 percent owned by a woman or women who are U.S. citizens and who also control and operate the business.

(c) ☐ is, ☐ is not a minority enterprise which, pursuant to Executive Order 11625, is defined as a business which is at least 51 percent owned by one or more minority group members or, in the case of a publicly owned business, at least 51 percent of its voting stock is owned by one or more minority group members, and whose management and daily operations are controlled by one or more such individuals.

For the purpose of this definition, minority group members are:

(Check the block applicable to you)

☐ Black Americans ☐ Asian Pacific Americans

☐ Hispanic Americans ☐ Asian Indian Americans

☐ Native Americans ☐ Hasidic Jewish Americans

3. Certificate of Independent Price Determination

(a) The bidder/offeror certifies that—

(1) The prices in this bid/offer have been arrived at independently, without, for the purpose of restricting competition, any consultation, communication, or agreement with any other bidder/offeror or competitor relating to (i) those prices, (ii) the intention to submit a bid/offer, or (iii) the methods or factors used to calculate the prices offered;

(2) The prices in this bid/offer have not been and will not be knowingly disclosed by the bidder/offeror, directly or indirectly, to any other bidder/offeror or competitor before bid opening (in the case of a sealed bid solicitation) or contract award (in the case of a negotiated solicitation) unless otherwise required by law; and

(3) No attempt has been made or will be made by the bidder/offeror to induce any other concern to submit or not to submit a bid/offer for the purpose of restricting competition.

(b) Each signature on the bid/offer is considered to be a certification by the signatory that the signatory:

(1) Is the person in the bidder/offeror's organization responsible for determining the prices being offered in this bid or proposal, and that the signatory has not participated and will not participate in any action contrary to subparagraphs (a)(1) through (a)(3) above; or

(2) (i) Has been authorized, in writing, to act as agent for the following principals in certifying that those principals have not participated, and will not participate in any action contrary to subparagraphs (a)(1) through (a)(3) above (insert full name of person(s) in the bidder/offeror's organization responsible for determining the prices offered in this bid or proposal, and the title of his or her position in the bidder/offeror's organization);

(ii) As an authorized agent, does certify that the principals named in subdivision (b)(2)(i) above have not participated, and will not participate, in any action contrary to subparagraphs (a)(1) through (a)(3) above; and

(iii) As an agent, has not personally participated, and will not participate in any action contrary to subparagraphs (a)(1) through (a)(3) above.

- (c) If the bidder/offeror deletes or modifies subparagraph (a)2 above, the bidder/offeror must furnish with its bid/offer a signed statement setting forth in detail the circumstances of the disclosure.

4. Organizational Conflicts of Interest Certification

- (a) The Contractor warrants that to the best of its knowledge and belief and except as otherwise disclosed, it does not have any organizational conflict of interest which is defined as a situation in which the nature of work under a proposed contract and a prospective contractor's organizational, financial, contractual or other interest are such that:
- (i) Award of the contract may result in an unfair competitive advantage;
 - (ii) The Contractor's objectivity in performing the contract work may be impaired; or
 - (iii) That the Contractor has disclosed all relevant information and requested the HA to make a determination with respect to this Contract.
- (b) The Contractor agrees that if after award he or she discovers an organizational conflict of interest with respect to this contract, he or she shall make an immediate and full disclosure in writing to the HA which shall include a description of the action which the Contractor has taken or intends to eliminate or neutralize the conflict. The HA may, however, terminate the Contract for the convenience of HA if it would be in the best interest of HA.
- (c) In the event the Contractor was aware of an organizational conflict of interest before the award of this Contract and intentionally did not disclose the conflict to the HA, the HA may terminate the Contract for default.
- (d) The Contractor shall require a disclosure or representation from subcontractors and consultants who may be in a position to influence the advice or assistance rendered to the HA and shall include any necessary provisions to eliminate or neutralize conflicts of interest in consultant agreements or subcontracts involving performance or work under this Contract.

5. Authorized Negotiators (RFPs only)

The offeror represents that the following persons are authorized to negotiate on its behalf with the PHA in connection with this request for proposals: (list names, titles, and telephone numbers of the authorized negotiators):

6. Conflict of Interest

In the absence of any actual or apparent conflict, the offeror, by submission of a proposal, hereby warrants that to the best of its knowledge and belief, no actual or apparent conflict of interest exists with regard to my possible performance of this procurement, as described in the clause in this solicitation titled "Organizational Conflict of Interest."

7. Offeror's Signature

The offeror hereby certifies that the information contained in these certifications and representations is accurate, complete, and current.

Signature & Date:

Typed or Printed Name:

Title:

SAMPLE

BUSINESS REGISTRATION CERTIFICATES (only these forms will be accepted!)

STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE FOR STATE AGENCY AND CASINO SERVICE CONTRACTORS		DEPARTMENT OF TREASURY DIVISION OF REVENUE PO BOX 252 TRENTON, N.J. 08646-0252
TAXPAYER NAME:	TRADE NAME:	
TAX REGISTRATION TEST ACCOUNT	CLIENT REGISTRATION	
TAXPAYER IDENTIFICATION#:	SEQUENCE NUMBER:	
970-097-382/500	0107330	
ADDRESS:	ISSUANCE DATE:	
847 ROEBLING AVE TRENTON NJ 08611	07/14/04	
EFFECTIVE DATE:		
01/01/01		
FORM-BRC(08-01)		

This Certificate is NOT assignable or transferable. It must be conspicuously displayed at above address.

STATE OF NEW JERSEY BUSINESS REGISTRATION CERTIFICATE	
Taxpayer Name:	TAX REG TEST ACCOUNT
Trade Name:	
Address:	847 ROEBLING AVE TRENTON, NJ 08611
Certificate Number:	1093907
Date of Issuance:	October 14, 2004
For Office Use Only:	
20041014112823533	