

Memorandum

To: The Executive Chamber
From: Guidepost Solutions, LLC
Subject: Summary Findings and Review Protocols
Date: September 23, 2016

As you are aware, in connection with our engagement over the past four and one half months relating to the so-called Buffalo Billion and Nano Projects in the State, we have analyzed payment requests for more than \$193 million in New York State funds for Equipment, Professional, Property and Construction fees. We recommended payment upon receipt of executed Certifications of \$129 million and we recommended against payment of \$64 million of these requests and they were denied because required procedures and required documentation were not in compliance. Once required documentation was received with respect to a particular payment request, the applicable State agencies made such payments. We are currently awaiting information and production of documentation on more than another \$45 million in pending requests for payments.

As we previously indicated, our extensive reviews of payment and performance issues found problems with the approval, review and inspection processes for the authorization for release of New York State funds relating to the Buffalo Billion and Nano Projects. Frequently, required processes and procedures were not followed; required documentation was incomplete; and, review procedures were either not in place or not being followed to what we believe was the necessary level.

To help strengthen the processes and to assure transparency, reliability and integrity in the review and payment processes of the Buffalo Billion and Nano Projects, we forwarded to you five Review Protocols. We recommended that the Review Protocols be adopted by the State funding agencies involved in the Buffalo Billion and Nano Projects.

We recommended that these protocols be circulated to the appropriate individuals and agencies involved in grant initiation, grant disbursement and requisition payment processes so that there can be some assurance that the processes that the Grantors now have in place (EDC and DASNY) are being followed by the grantees (FRMC, FSMC and others); that Grantors, Grantees, contractors and material providers and others requesting payment, submit appropriate documentation and that for each grant and disbursement those requesting payment, as well as the grantees and grantors disbursing payment engage in and provide adequate review of the grant process, as well as the payment process.

The five Review Protocols cover areas most frequently involved in the grant process for the Buffalo Billion and Nano Projects: Equipment and Construction Acquisition or Purchase; Property Acquisition; Construction Forms Review; Grant Compliance Certification – Grantee; Grant Compliance Certification – Grantor; and, Grantor Grantee Exhibit B referred to and to be used in conjunction with the Grant Compliance Certification for both Grantee and Grantor.

As we further indicated, we recommended that the Chamber consider the adoption and implementation of the Review Protocols. In subsequent meetings with Chamber Staff and Counsel, we discussed that the Review Protocols were recommendations that would have to be reviewed and in some instances modified on a grant by grant basis recognizing that “one size does not fit all”. We know that the Chamber and the Grantor agencies have been and are involved in review of the proposed Review Protocols since we have spoken with their staffs. We remain available to further discuss the Review Protocols and to help in the implementation and to provide further detail our findings.

As discussed, we look forward to meeting with your Staff regarding the specific protocols and their implementation in manner which will ensure security and accountability and protect against fraud.

* * *

Construction Forms Review Protocol

| - | <u>Documents Reviewed</u> | <u>Documents Attached</u> | <u>Approved for Compliance with Protocol</u> | <u>Comments</u> |
|---|---------------------------|---------------------------|--|-----------------|
| - | - | - | - | - |
| 1.) Summary Request for Payment | | | | |
| a. Period reviewed | | | | |
| b. Net changes | | | | |
| c. Adjustments to contract | | | | |
| d. Work completed to date | | | | |
| e. Less retainer | | | | |
| f. Amount due to date | | | | |
| g. Less previous payments | | | | |
| h. Total payment due | | | | |
| 2.) Application & Certification for Payment Including Continuation Sheets | | | | |
| a. Check all amounts | | | | |
| b. Current payment due | | | | |
| c. Signed and Notarized dated certification by construction manager | | | | |
| 3.) Contractor's Affidavit by Manager | | | | |
| a. Signed and notarized and signed dated by officer | | | | |
| 4.) Contractors Receipt and Waiver of Lien and Claim | | | | |
| a. Signed and Notarized dated waiver and release by subcontractor | | | | |
| 5.) Affidavit That All Taxes Are Paid | | | | |
| a. Signed and notarized dated affidavit that all taxes have been paid by an officer | | | | |
| 6.) Monthly Project Status Control Report | | | | |
| a. Review monthly subcontractor invoice amounts as well as specific subcontractor description of work | | | | |
| b. Budget, budget change orders and revised budget | | | | |

| | | | | |
|--|--|--|--|--|
| c. Invoice amounts for prior reimbursements, this month's reimbursement and total to date. | | | | |
| d. Projected cost amounts | | | | |
| e. Over/under budget amounts | | | | |
| f. % completed | | | | |
| 7.) Contractor/Vendor Name Monthly Billing Statement | | | | |
| a. Billing amounts | | | | |
| b. Contract amount | | | | |
| c. Current billing amount | | | | |
| d. Amount of work completed to date | | | | |
| e. Balance to Finish | | | | |
| f. Retention amounts | | | | |
| g. Net billing this period | | | | |
| 8.) Pay Application Invoice Amounts | | | | |
| a. Review of this and all previous application amounts on this project | | | | |
| 9.) Backup Invoices | | | | |
| a. Review of all subcontractor invoices for amounts and type of work performed and location of subs utilized | | | | |
| 10.) Backup of other documents including correspondence, e-mails and pictures | | | | |
| a. Review for any inconsistencies or questionable correspondence notes | | | | |
| 11.) Certified Payrolls | | | | |
| a. Review all contractor or subcontractor certified payrolls | | | | |
| b. Review rates of pay and benefits payments | | | | |
| c. Compare certified payrolls with related Monthly Employment Utilization Reports with summary of monthly hours worked by different classifications of workers | | | | |
| d. Sign in Sheets or similar weekly sheets created by each contractor or subcontractor to document workers hours and days worked | | | | |
| 12.) GPS Certification and Authorization to do business in NYS | | | | |
| a. Prior to any disbursement to requisitioning entity, ensure the GPS Certification regarding, bribery, collusive | | | | |

| | | | | |
|--|--|--|--|--|
| bidding and fair pricing has been executed by the requisitioning | | | | |
| entity and received by GPS. | | | | |
| b. Prior to any disbursement ensure that requisitioning | | | | |
| entity is authorized to do business in NYS, | | | | |
| | | | | |

THIS PROTOCOL AND THE ATTACHED DOCUMENTATION WAS COMPILED AND REVIEWED BY THE SIGNATORY BELOW, WHO CERTIFIES THAT THE CONCLUSIONS ARE ACCURATE AND ARE BASED ON THE DOCUMENTATION COMPILED AND ATTACHED.

(Name)

(Position)

(Date)

Equipment and Construction Acquisition or Purchase Review Protocol

| Document Requirement list for each equipment or construction purchase (RFP or Sole Source) | <u>Supporting Documents</u> | <u>Document Preparer</u> | <u>Date Prepared</u> | <u>Approved for Compliance with Protocol</u> | <u>Comments</u> |
|---|-----------------------------|--------------------------|----------------------|--|-----------------|
| - | - | - | - | - | |
| <u>1.) RFP Communication</u> | - | | | | |
| a. Where and how RFP posted/communicated → to whom | | | | | |
| b. Certification by FSMC designated contact for this RFP that there was no contact w/ vendor and RF/SUNY POLY/CSNE/GE and NY PEMC program partner personnel during the black out period which was from ??? To ??? for this RFP. | | | | | |
| c. RFP Question Submittal Process: Were Q's submitted by vendors and answered? Supply documentation. | | | | | |
| d. Identification of individuals reviewing RFP's. | | | | | |
| <u>2.) Bid Receipt</u> | - | | | | |
| a. Did bids [successful bidder?] meet general information requirements on pp 5-6 of RFP process document? | | | | | |
| b. Did bids [successful bidder?] meet Qualifications and Costing requirements – Information on pp 6-7? | | | | | |
| c. Did bids [successful bidder?] meet Requirements for additional info on p 7 (MWBE etc) and 9? | | | | | |
| d. Was bidder acknowledgement signed? | | | | | |
| e. Are employees of successful bidder legally entitled to work in the US (see page 10 of RFP process document) | | | | | |
| f. If subcontractors, were pg 11 requirements met? | | | | | |
| g. Whether entity is authorized to do business in New York State? | | | | | |
| <u>3.) RFP attachments – compliance</u> | - | | | | |
| a. Certification that successful bid complies with the technical specifications in Attachments A (tool ID), B (Tool list), C(Equipment Specs), C1 (Ionization or Electrostatic Control Spec), D1 (Facilities Spec) | | | | | |

| | | | | | | |
|--|---|---|--|--|--|--|
| b. | Completed and final insurance requirement form | | | | | |
| c. | Completed lobbying disclosure form | | | | | |
| d. | Completed vendor responsibility questionnaire | | | | | |
| e. | Completed Commercial Terms form incl non-collusion paragraph | | | | | |
| 4.) RFP Responses & Consideration | | - | | | | |
| a. | Completed bidder list | | | | | |
| b. | Completed scorecard with rationale for choice | | | | | |
| c. | Names of people who completed assessment reflected on scorecard | | | | | |
| d. | Is rationale for assessment apparently reasonable – cost, feasibility? | | | | | |
| e. | Ensure selected entity is authorized to do business in New York State | | | | | |
| f. | Is final quote equal to RFP final amount? | | | | | |
| g. | Determine whether selected entity or individuals had any connections with Federal, State or Local officials. | | | | | |
| 5.) Sole Source Procurement | | - | | | | |
| a. | Provide verification of need for sole source procurement. | | | | | |
| b. | Establish that specifications were not written to enable preferred source to be only qualified provider. | | | | | |
| c. | Provide justification that for limitations and restrictions of the source. | | | | | |
| d. | Ensure that RFP is broadly communicated. | | | | | |
| e. | Ensure that restrictions on non-responsible bidders are not being utilized to minimize eligible bidders. | | | | | |
| f. | Ensure selected entity is authorized to do business in New York State | | | | | |
| g. | Determine whether selected entity had any connections with Federal State or Local officials. | | | | | |
| 6.) Payment Request | | - | | | | |
| a. | Exhibit G Payment Requisition Form: total imprest request; dates work completed/ equipment ordered or delivered | | | | | |
| b. | Analyze Master Purchase Agreement Terms for each vendor/RFP including milestones: | | | | | |
| i. | Amount due on: | | | | | |

| | | | | | |
|---|--|--|--|--|--|
| 1. signing (if any) | | | | | |
| 2. Purchase Order | | | | | |
| 3. Delivery | | | | | |
| 4. FAT | | | | | |
| c. For each milestone which supports a payment, proof of its completion, ie copy of invoice, copy of purchase order received, proof of delivery, proof of FAT | | | | | |
| d. Was work done/purchase order issued or delivery made within dates on requisition? | | | | | |
| e. Has the entity requesting payment submitted a GPS prepared Certification regarding, bribery, collusive bidding and fair pricing, as well as the Grantor and the Grantee? | | | | | |

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(Name)

(Position)

(Date)

Grant Compliance Certification Review Protocol - Grantee

| <u>Description</u> | True, False or <u>N/A</u> | <u>Date</u> <u>Provided</u> | Name of Person who prepared <u>document</u> | <u>Comments</u> |
|---|---------------------------------|--------------------------------|---|-----------------|
| <u>The Project</u> | | | | |
| 1. ESD or DASNY General Project Plan is attached hereto as Exhibit A | | | | |
| Design and Construction requirements are attached hereto as Exhibit B | | | See Exhibit B Tab | |
| <u>Employment Goals & Reporting</u> | | | | |
| 2. Baseline Employment (as hereinafter defined) set forth in Exhibit C | | | | |
| <u>3. Conditions Precedent to Disbursement of the Grant</u> | | | | |
| a. The Grant Amount exceeds \$100,000, or if, as described in Exhibit A, it is expected that there will be additional grants that in the aggregate exceed \$100,000, ESD or DASNY has received an opinion of Grantee's counsel, in substantially the form appended to Grant Agreement as Exhibit D. | | | | |
| b. ESD or DASNY has received a commitment fee, plus out-of-pocket expenses incurred by ESD or DASNY in the making of the Grant, if any, as set forth in Exhibit E. | | | | |
| c. There have been no materially adverse changes in the financial condition of the Grantee since the date of submission of its application to ESD. | | | | |
| d. The Grantee employs at least the Baseline Employment as evidenced by the Employment Reporting Form attached hereto as Exhibit H. | | | | |
| <u>4. Disbursement and Recapture Terms</u> | | | | |
| a. A Payment Requisition Form, together with such supporting documentation as ESD or DASNY may require, has been submitted in the form attached to the Grant Agreement as Exhibit F and its attachments. | | | | |
| b. Documentation establishing that this payment will not cause ESD's or DASNY's aggregate disbursements to exceed the Grant Amount. | | | | |
| 5. EXHIBIT F-1: FINANCIAL CONDITION DOCUMENTATION | | | | |

| | | | | | |
|----|--|--|--|--|--|
| a. | The most recent financial statements on anniversary of ESD's or DASNY'S approval and annually thereafter have been submitted to ESDC or to DASNY. | | | | |
| 6. | Exhibit F-2: DOCUMENTATION OF PROJECT COSTS* | | | | |
| a. | Project Cost Summary | | | | |
| | Exhibit F-2: DOCUMENTATION OF PROJECT COSTS has been submitted. | | | | |
| b. | EXHIBIT F-3: EQUITY EXPENDITURES AFFIDAVIT | | | | |
| | Exhibit F-3: Equity Expenditures Affidavit has been submitted. | | | | |
| 7. | <u>Non Discrimination and Contractor & Supplier Diversity</u> | | | | |
| | Certifications and documentations that the Grantee is in compliance with ESD's or DASNY's Non-Discrimination and Contractor & Supplier Diversity policies set forth in Exhibit G to this Agreement. | | | | |
| a. | EXHIBIT G-1: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | M/WBE PARTICIPATION/EQUAL EMPLOYMENT OPPORTUNITY POLICY STATEMENT has been submitted. | | | | |
| b. | EXHIBIT G-2: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | STAFFING PLAN has been submitted. | | | | |
| c. | EXHIBIT G-3: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | WORKFORCE EMPLOYMENT UTILIZATION REPORT has been submitted. | | | | |
| d. | EXHIBIT G-4: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | M/WBE UTILIZATION PLAN has been submitted. | | | | |
| e. | EXHIBIT G-5: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | WAIVER REQUEST FORM has been submitted. | | | | |
| f. | EXHIBIT G-6: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | M/WBE CONTRACTOR COMPLIANCE AND PAYMENT REPORT has been submitted. | | | | |
| g. | EXHIBIT I: SPECIAL PROVISIONS | | | | |
| | Grantee is in compliance with special provisions. Attach special conditions. | | | | |
| | Grantee has executed and submitted a GPS prepared Certification regarding, bribery, collusive bidding and fair pricing to GPS. | | | | |
| 8. | <u>Responsibility Provisions</u> | | | | |
| | The Grantee affirms, that it is only requesting reimbursement for payments to entities that have the legal authority to do business in New York State. Attach authorization to do business for each of the entities. | | | | |

| | | | | |
|---|--|--|--|--|
| <p>Neither the Grantee nor any of the members of its Board of Directors or other governing body or its employees have given anything of value to influence any official act or the judgment of any person in the award of the Grant or the performance of any of the terms of this Agreement.</p> | | | | |
| <p>The Grant shall be used solely for Project expenses in accordance with the terms and conditions of Grant Agreement.</p> | | | | |
| <p>Grantee is using ESD or DASNY grant funds, and submitting payment requisitions, exclusively for eligible expenses related to capital works or purposes in accordance with IRS rules and regulations relating to ESD's bonds and in accordance with the New York Debt Reform Act. Grantee acknowledges that grant funds must be used <u>solely</u> for authorized capital purposes and not for operating expenses or other working capital items or non-capital purposes, irrespective of whether the funds are still used for the benefit of the Project. A GPS Certification has been executed by the Grantee prio to the receipt of funds from the Grantor or prior to any disbursement from the Grant proceeds.</p> | | | | |

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(Name)

(Position)

(Date)

Grant Compliance Certification Review Protocol - Grantee

| | <u>Description</u> | True, False or N/A | <u>Date Provided</u> | Name of Person who prepared document | <u>Comments</u> |
|----|--|-----------------------|--------------------------|---|-----------------|
| | <u>The Project</u> | - | | | |
| 1. | ESD or DASNY General Project Plan is attached hereto as Exhibit A | | | | |
| | Design and Construction requirements are attached hereto as Exhibit B | | | See Exhibit B Tab | |
| | <u>Employment Goals & Reporting</u> | | | | |
| 2. | Baseline Employment (as hereinafter defined) set forth in Exhibit C | | | | |
| 3. | <u>Conditions Precedent to Disbursement of the Grant</u> | | | | |
| a. | The Grant Amount exceeds \$100,000, or if, as described in Exhibit A, it is expected that there will be additional grants that in the aggregate exceed \$100,000, ESD or DASNY has received an opinion of Grantee's counsel, in substantially the form appended to Grant Agreement as Exhibit D. | | | | |
| b. | ESD or DASNY has received a commitment fee, plus out-of-pocket expenses incurred by ESD or DASNY in the making of the Grant, if any, as set forth in Exhibit E. | | | | |
| c. | There have been no materially adverse changes in the financial condition of the Grantee since the date of submission of its application to ESD. | | | | |
| d. | The Grantee employs at least the Baseline Employment as evidenced by the Employment Reporting Form attached hereto as Exhibit H. | | | | |
| 4. | <u>Disbursement and Recapture Terms</u> | | | | |

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| a. | A Payment Requisition Form, together with such supporting documentation as ESD or DASNY may require,has been submitted in the form attached to the Grant Agreement as Exhibit F and its attachments. | | | | |
| b. | Documentation establishing that this payment will not cause ESD's or DASNY's aggregate disbursements to exceed the Grant Amount. | | | | |
| 5. | EXHIBIT F-1: FINANCIAL CONDITION DOCUMENTATION | | | | |
| a. | The most recent financial statements on anniversary of ESD's or DASNY'S approval and annually thereafter have been submitted to ESDC or to DASNY. | | | | |
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| a. | Project Cost Summary | | | | |
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| b. | EXHIBIT F-3: EQUITY EXPENDITURES AFFIDAVIT | | | | |
| | Exhibit F-3: Equity Expenditures Affidavit has been submitted. | | | | |
| 7. | <u>Non Discrimination and Contractor & Supplier Diversity</u> | | | | |
| | Certifications and documentations that the Grantee is in compliance with ESD's or DASNY's Non-Discrimination and Contractor & Supplier Diversity policies set forth in Exhibit G to this Agreement. | | | | |
| a. | EXHIBIT G-1: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | M/WBE PARTCIPATION/EQUAL EMPLOYMENT OPPORTUNITY POLICY STATEMENT has been submitted. | | | | |
| b. | EXHIBIT G-2: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | STAFFING PLAN has been submitted. | | | | |
| c. | EXHIBIT G-3: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | WORKFORCE EMPLOYMENT UTILIZATION REPORT has been submitted. | | | | |
| d. | EXHIBIT G-4: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |

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| | M/WBE UTILIZATION PLAN has been submitted. | | | | |
| e. | EXHIBIT G-5: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | WAIVER REQUEST FORM has been submitted. | | | | |
| f. | EXHIBIT G-6: OFFICE OF CONTRACTOR AND SUPPLIER DIVERSITY | | | | |
| | M/WBE CONTRACTOR COMPLIANCE AND PAYMENT REPORT has been submitted. | | | | |
| g. | EXHIBIT I: SPECIAL PROVISIONS | | | | |
| | Grantee is in compliance with special provisions. Attach special conditions. | | | | |
| | Grantee has executed and submitted a GPS prepared Certification regarding, bribery, collusive bidding and fair pricing to GPS. | | | | |
| 8. | <u>Responsibility Provisions</u> | | | | |
| | The Grantee affirms, that it is only requesting reimbursement for payments to entities that have the legal authority to do business in New York State. Attach authorization to do business for each of the entities. | | | | |
| | Neither the Grantee nor any of the members of its Board of Directors or other governing body or its employees have given anything of value to influence any official act or the judgment of any person in the award of the Grant or the performance of any of the terms of this Agreement. | | | | |
| | The Grant shall be used solely for Project expenses in accordance with the terms and conditions of Grant Agreement. | | | | |

| | | | | | |
|--|--|--|--|--|--|
| | <p>Grantee is using ESD or DASNY grant funds, and submitting payment requisitions, exclusively for eligible expenses related to capital works or purposes in accordance with IRS rules and regulations relating to ESD's bonds and in accordance with the New York Debt Reform Act. Grantee acknowledges that grant funds must be used <u>solely</u> for authorized capital purposes and not for operating expenses or other working capital items or non-capital purposes, irrespective of whether the funds are still used for the benefit of the Project. A GPS Certification has been executed by the Grantee prior to the receipt of funds from the Grantor or prior to any disbursement from the Grant proceeds.</p> | | | | |
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ATTACHED.**

(Name)

(Position)

(Date)

Grantor Grantee Exhibit B

| | | Document Requirement list | YES | Date Received | Received by | NO | N/A | Comments |
|----|-------|---|-----|---------------|-------------|----|-----|----------|
| | | Design Phase | | | | | | |
| | | Project and Construction Budget | | | | | | |
| | | Plans & Specification or Description of Project Scope | | | | | | |
| | | Design phase cost estimates (incl. quantities and unit prices) | | | | | | |
| | | Code & Zoning Analysis (as applicable) | | | | | | |
| | | Special Agency Approvals (as applicable) | | | | | | |
| | | Design/Construction Schedule | | | | | | |
| | | Architects/Engineers Copy of Contract | | | | | | |
| | | Table of Approval Authority Contract Manager | | | | | | |
| | | Table of Approval Authority Contractor | | | | | | |
| | | Table of Approval Architect | | | | | | |
| | | Start of Construction | | | | | | |
| | OTHER | Building Permit Copy (as applicable) | | | | | | |
| | OTHER | Asbestos Free Building Certificate (as applicable) | | | | | | |
| | | Plans and Specs Signed and Sealed (as applicable) | | | | | | |
| | | Plans with Building Dept. Approval (as applicable) | | | | | | |
| | | Contractor/CM Agreements with cost | | | | | | |
| 22 | | Construction & Demolition Waste Management Plan (as applicable) | | | | | | |
| | OTHER | ACORD Certificates of Insurance | | | | | | |
| | | Current construction schedule | | | | | | |
| | | Trade Payment Breakdown | | | | | | |
| | | During Construction | | | | | | |
| 16 | C | Arch/Eng Consultants Code Certification (as applicable) | | | | | | |
| | | Progress schedules and updates | | | | | | |
| | | | | | | | | |
| | | Minutes of Project Meetings | | | | | | |
| | | Architect's Bulletins | | | | | | |
| | OTHER | Building Dept. Amendments (as applicable) | | | | | | |

| | | | | | | | |
|-------|-----------|---|--|--|--|--|--|
| | OTHER | Building Dept. Approvals (as applicable) | | | | | |
| 08 | D,D-1 | Monthly Project Status Cost Control Report | | | | | |
| 07 | 105-A | Summary Request For Payment Breakdown | | | | | |
| 07 | 105-B | Request For Payment Breakdown | | | | | |
| 10 | 105-C | Contractors Affidavit | | | | | |
| 11 | 105-D | List of Subcontractors | | | | | |
| 12 | 105-G | Contractor's Receipt and Waiver of Lien | | | | | |
| 13 | 105-H | Subcontractors Receipt and Waiver of Lien | | | | | |
| 05 | 105-E | Schedule of Change Orders | | | | | |
| 04 | 106-C | Change Order Impact | | | | | |
| | 106-C | Justification For Change | | | | | |
| | ESD | Approved Change Orders | | | | | |
| | OTHER | G703/G704 forms | | | | | |
| | | Invoices | | | | | |
| | | Labor & Performance Bonds (as applicable) | | | | | |
| | | Payment & Performance Bonds (as applicable) | | | | | |
| 20 | D&C | Survey Statement (as applicable) | | | | | |
| | | Foundation Survey (as applicable) | | | | | |
| 19 | D&C | Pile Driving Report (as applicable) | | | | | |
| | | Controlled Inspection and Test Reports with A/E approvals (as applicable) | | | | | |
| | OTHER | Archaeological site report | | | | | |
| | | At Completion of Construction | | | | | |
| | | Final Punch Lists | | | | | |
| | OTHER | Temporary Certificate of Occupancy (TCO) | | | | | |
| | OTHER | Certificate of Occupancy (CO) | | | | | |
| | OTHER | Certificate of Completion for Eq From Issuing Agency (as applicable) | | | | | |
| 14 | 105-I | Affadavit & Final Waivers | | | | | |
| 15 | B-2,3,4,5 | Unconditional Waiver & Release Architect, Engineer, CM, GC | | | | | |
| 17,18 | B,C | Contractor's/Consultant's Cert. of Completed Construction | | | | | |
| | | As-built Drawings | | | | | |
| | OTHER | NY Board of Fire Underwriters Approval (except in NYC) | | | | | |
| | | Other Requirments | | | | | |
| | | Access to Guarantees, Warantees, and O&E Manuals | | | | | |
| | | Dedication of Offsite Infrastructure to Local Municipality | | | | | |

| | | | | | | | | |
|--|--|---|--|--|--|--|--|--|
| | | Applicable Regulatory Agency/Approval Authority | | | | | | |
| | | Site Access for ESD Inspections | | | | | | |
| | | Field Office | | | | | | |
| | | Access to Approved Shop Drawings | | | | | | |

Property Acquisition Review Protocol

| | Prepare a memorandum that addresses the issues identified below | <u>Comments</u> |
|---|---|-----------------|
| 1 | Identify the need for which the property is being acquired. | |
| 2 | Identify the Grant and GURF number under which property is being acquired. | |
| 3 | Specify at what period of time the property and location requirements became known. | |
| 4 | Explain the timing of the purchase. | |
| 5 | Explain the use to be made of the acquired property. | |
| 6 | Summarize plans and documentation of expected usage, development or construction on the acquired parcel. | |
| 7 | Identify persons and entities that participated in the site selection process. | |
| 8 | Identify who from the seller was contacted for property and site information and who from the acquirer, agency or other contacted the seller. | |
| 9 | Identify the individuals and entities that handled the negotiations for Purchaser and Seller. | |

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| 10 | Indicate whether any individuals involved in the negotiations or sale are or were connected in any way with any Federal, State, County or Local elected or appointed officials or any lobbyists or counsel representing any of those individuals or entities or made any political contributions to any of them. | | | | |
| 11 | Identify whether any brokers, consultants or others were involved in bringing about the transaction or in arranging any meetings among the parties to the transaction, the role of each and identify who was involved in reaching out to the Seller initially. | | | | |
| 12 | Determine whether the property was acquired close to the time the Project was being conceived? | | | | |
| 13 | Determine whether recent prior owners had any connections to local development authorities or government officials or other political figures presenting possible conflicts of interest or other ethical issues. | | | | |
| 14 | Establish whether the Purchaser prior to contract, is aware of any potential issues regarding the Seller's ownership of the property or violations for which the Purchaser will be liable, will be assuming or run with the land. If such issues exist, provide an explanation and details why the sale should proceed. | | | | |
| 15 | Demonstrate whether Purchaser requested any environmental testing. If so the results should be provided. If none were conducted, a reasonable explanation why no tests were conducted should be presented. | | | | |
| 16 | Explain why the type of deed was used for the property transfer. For example, if the transfer is by Quit Claim rather than by Bargain and Sale with Covenants, explain why the property is being transferred by Quit Claim Deed. | | | | |
| | Documentation requirements | <u>Document Source</u> | <u>Document Preparer</u> | <u>Approved for Compliance with Protocol</u> | |

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| 1 7 | Provide two appraisals of the property. If none exist, furnish an adequate written explanation detailing the method used to arrive at the sale price of the property to be acquired. | | | | |
| 1 8 | Provide Title Report (including identification of past transactions for the parcel) and a Survey to determine the existence of ownership, acreage or boundary issues regarding the property. | | | | |
| 1 9 | Provide ownership history, with special attention to the period of time the Seller owned the property. | | | | |
| 2 0 | Establish that the property transaction complies with all Federal, State and Local laws and regulations, including environmental, zoning, among others, such that the purchasing entity is not acquiring liabilities for which the Grant will be used to satisfy or remediate (unless it is a remediation grant). | | | | |
| 2 1 | Demonstrate that all appropriate environmental or other tests and investigations have been conducted prior to contract and the test results have been reviewed and are available for review prior to closing. | | | | |
| 2 2 | If it appears that Seller knew the property has significant environmental issues, demonstrate that the Purchaser was fully knowledgeable about these; that the potential exposure for environmental claims as well as the projected cost for remediation to this parcel were considered and taken into consideration when the purchase price was agreed in establishing a fair value. | | | | |
| 2 3 | Demonstrate that the Purchaser was fully knowledgeable about the possible claims and liabilities, including furnishing a list of the same. | | | | |
| 2 4 | Provide an explanation of and a copy of the contract for each individual or entity representing the purchaser and an explanation of how the individual or entity was selected to represent the purchaser. | | | | |
| 2 5 | If broker, consultant or counsel fees are to be paid from the Grant funds, provide invoice. | | | | |

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| 2 6 | Provide documentation of the deal negotiations, Demonstrating how the purchase price was set. | | | | |
| 2 7 | Prior to any payment from Grant funds, assure that the Seller, Grantor and Grantee have excuted and submitted the GPS Ceritifcation regarding, bribery, collusive bidding and fair pricing. | | | | |

THIS PROTOCOL AND THE ATTACHED DOCUMENTATION WAS COMPILED AND REVIEWED BY THE SIGNATORY BELOW, WHO CERTIFIES THAT THE CONCLUSIONS ARE ACCURATE AND ARE BASED ON THE DOCUMENTATION COMPILED AND ATTACHED.

(Name)

(Position)

(Date)