ADVANCED TRANSPORTATION TECHNOLOGIES
Program Opportunity Notice No. 1223
$2,500,000 Available

PROPOSALS DUE: Round 1 by July 8, 2008 - 5:00 pm Eastern Time*
Round 2 by December 17, 2008 - 5:00 pm Eastern Time*

This New York State Energy Research and Development Authority (NYSERDA) Program Opportunity Notice (PON) 1223 seeks proposals to support development, demonstration, and commercialization of innovative transportation products, systems and services. Proposals will be accepted in two rounds. Combined total NYSERDA funding available for both rounds is $2,500,000. All, or none, of the available funds may be awarded. This solicitation includes the following:

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Proposers must submit fifteen (15) copies of the proposal with a completed and signed Proposal Checklist attached to the front of each copy, one of which must contain an original signature. Proposals must be clearly labeled and submitted to:

Roseanne Viscusi, PON No. 1223
NYSERDA
17 Columbia Circle
Albany, NY 12203-6399

If you have technical questions concerning this solicitation, contact the individuals listed below by e-mail or by phoning (518) 862-1090 and selecting the appropriate extension:

Richard Drake	**Program Manager**	**Joe Wagner**	**Sr. Project Manager**
ext. 3258	**rld@nyserda.org**	**ext. 3228**	**jrw@nyserda.org**
Frank Ralbovsky	**Sr. Project Manager**	**Joe Tario**	**Sr. Project Manager**
ext. 3260	**fsr@nyserda.org**	**ext. 3215**	**jdt@nyserda.org**

No communication intended to influence this procurement is permitted except by contacting the Project Managers listed above (Designated Contacts). Contacting anyone other than these Designated Contacts (either directly by the proposer or indirectly through a lobbyist or other person acting on the proposer's behalf) in an attempt to influence the procurement: (1) may result in a proposer being deemed a non-responsible offerer, and (2) may result in the proposer not being awarded a contract. Contractual questions should be directed to: Nancy Marucci at (518) 862-1090, ext. 3335, or nsm@nyserda.org.

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* Late proposals and proposals lacking the appropriate completed and signed Proposal Checklist will be returned. Faxed or e-mailed proposals will not be accepted. Proposals will not be accepted at any other NYSERDA location other than the address above. If changes are made to this solicitation, notification will be posted on NYSERDA's web site at www.nyserda.org.

I. INTRODUCTION

NYSERDA seeks proposals to support development, demonstration, and commercialization of advanced transportation products, systems and services. Program objectives are to provide energy, environmental and economic benefits in New York State as follows:

- ❒ **Energy benefits** are sought in the form of reduced dependence on petroleum, such as may be achieved by use of alternative fuels, increased efficiency of vehicles and transportation systems, or intermodal shifts in user demand.

- ❒ **Environmental benefits** are sought in the form of reduced air pollution, especially if the product or system assists New York State in complying with federal clean air laws, and reductions in other forms of transportation-related pollution, including greenhouse gases.

- ❒ **Economic benefits** are sought in the form of creation or retention of jobs in New York State, with emphasis on employment in manufacturing and technical services. Benefits also are sought in the form of reduced life-cycle costs of transportation vehicles and systems.

Projects considered under this solicitation may address areas already within the scope of existing NYSERDA projects or entirely new approaches to achieving NYSERDA's stated energy, environmental and economic goals.

Note: This solicitation is open to <u>any</u> transportation technology that results in New York State benefits as described above. The following project examples are included for illustration only.

Current NYSERDA project areas include: advanced vehicles and components, energy management and storage systems, alternative fuels and fueling systems, rail and transit, intelligent transportation systems, and infrastructure. Additional information on current NYSERDA projects is available on our web site at www.nyserda.org. Examples of topics of interest during this solicitation cycle include, but are not limited to:

- ❒ **Heavy-Duty and Commercial Vehicles:** Emissions reduction, regenerative energy systems, operational efficiencies, electronic inspection and credentialing, reduction in aerodynamic and auxiliary system loads, and intelligent transportation applications.

- ❒ **Advanced Vehicle Components:** Engine and drivetrain efficiency improvements, energy management and storage systems, emissions reductions or aftertreatment, thermal management, auxiliary power systems, and intelligent vehicle technologies.

- ❒ **Electrified Transportation:** Efficiency improvements for electric-powered transportation, improvements to electrified anti-idling systems, and other concepts affecting electrified transportation. ***Note: Proposals that specifically address the electrified transit operations of the New York Metropolitan Transportation Authority should not be submitted under PON 1223, and instead should be submitted under PON 1217 "Advanced Energy Systems for NYC Passenger Mass Transit."***

- ❒ **Transportation Infrastructure:** Congestion mitigation, operational efficiencies, enhanced intermodal utilization, improved efficiency during infrastructure construction and maintenance, advanced materials, and intelligent transportation applications.

Proposals may address technologies at varying stages of maturity, from feasibility assessment and requirements definition, through proof-of-concept and early product development, to field evaluation and market introduction.

II. PROGRAM REQUIREMENTS

Project Funding – Three levels of project funding are available:

1. Research and development projects that will **produce a working prototype of a transportation product, system or service within 36 months**. NYSERDA's share of funding for any project in this class will be limited to a maximum of **$500,000**.
2. Research and development efforts that are crucial to the development of a marketable product, system, or service, but **will not result in a working prototype within 36 months**. NYSERDA's share of funding for any project in this class will be limited to a maximum of **$150,000**.
3. **Feasibility studies**, including, but not limited to preliminary studies such as conceptual design, technology and market assessments, and similar early-stage studies that are necessary precursors to ultimate product development and commercialization. NYSERDA's share of funding for any project in this class will be limited to a maximum of **$50,000**.

Project Categories – Proposals shall be evaluated in competition with each other, however, a portion of the funds for this PON have been set aside for **electrified transportation projects** and proposals in that topic area will be evaluated as a separate category competing for the set-aside funds. All other proposals will be evaluated against each other in a "general" category.
Projects in the electrified transportation category should be aimed at either:

(a) Improving energy efficiency in the State's present electrified transportation systems, ***except that proposals that deal specifically with the electrified transit operations of the New York Metropolitan Transportation Authority should not be submitted under PON 1223, and instead should be submitted under PON 1217 "Advanced Energy Systems for NYC Passenger Mass Transit"***, or

(b) Improving energy efficiency by using off-peak power in the transportation sector, such as by use of electrified anti-idling systems and electric and plug-in hybrid vehicles, **or by reducing on-peak electric demand** associated with alternative fuel vehicles.

Projects in both categories ("general" and "electrified transportation") are subject to the same funding limits as described under "Project Funding." For all project categories and funding levels the proposer may choose to define the proposed project as one phase of a multi-phase effort (see below: discussion of multiphase projects).

Project Scope – Projects selected for funding **must**:

- ❒ Address transportation and energy-related challenges in New York State.
- ❒ Emphasize development of marketable products rather than basic research.
- ❒ Provide quantifiable energy, environmental, and economic benefits in New York State. For projects dealing with transportation systems and infrastructure, be consistent with regional transportation plans in New York State, and with other transportation-related regulations.
- ❒ Provide a summary discussion of the commercialization path appropriate to the stage of development of the proposed technology. Note that, even in early stage projects, initial projections of commercialization (or technology deployment) paths and challenges are essential to assessing benefits, risks, and future resource requirements.

- ❒ Provide cost-sharing by the proposer or third parties:

  - ♦ In the form of cash or in-kind labor, materials, equipment, facilities, and other resources, subject to reasonable and verifiable valuation. Co-funding may be from the proposer or other private or government sources. NYSERDA's funds cannot be used to reimburse or replace normal expenses of other government organizations.

  - ♦ Preferably in the amount of 50% or more of the total project cost. The quality of the proposer's co-funding is examined during the proposal evaluation process. Cash, labor, and materials are considered superior to other types of co-funding. The level of co-funding will be considered an indicator of the proposer's commitment to the success of the project and the type of co-funding offered should be appropriate for the proposer's financial condition and the product's stage of development.

- ❒ Provide sharing of success by agreeing to make royalty payments to NYSERDA upon product commercialization (see terms and conditions in Section 8 of attached Sample Agreement.)

Project Schedule, Phasing and Teaming – The following guidelines should be considered when developing proposals:

- ❒ Projects are expected to begin within six months of the proposal due date. The project schedule should not exceed 36 months, except to indicate the approximate duration of future phases (beyond the proposed phase) of a multiphase project.

- ❒ Multiphase projects are acceptable as long as the proposal:

  - ♦ Briefly describes all phases along with significant milestones, and provides an estimate of the total cost and schedule for all phases.

  - ♦· Only requests funding for one clearly-defined phase and adheres to the funding limits as described under "Project Funding" above. The proposer must accept that any contract awarded to fund one phase of a multiphase project does not in any way obligate NYSERDA to fund later phases. Funding requests for additional phases may need to be submitted under a future PON for competitive evaluation.

- ❒ Teaming arrangements are encouraged, where appropriate, to enhance the likelihood of project success. Teams may include commercial firms, industry associations or research organizations, universities, government agencies, end-users, and other stakeholders. **Include letters of interest or commitment from each identified team member in an appendix to the proposal.**

Other Considerations – In addition, note that:

- ❒ A proposal may be considered **non-responsive** if it fails to comply with the requirements above, the Proposal Requirements of Section III, or the General Conditions of Section VI.

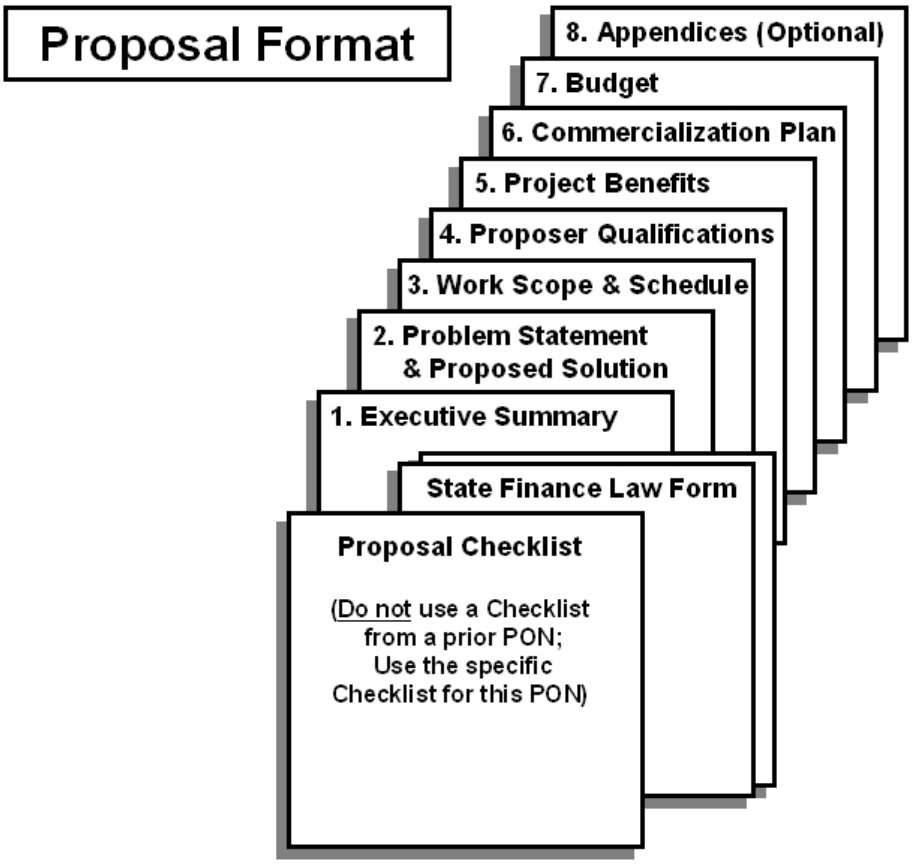
- ❒ Prior to an award being made, potential contractors may be required to demonstrate: access to financial resources sufficient to perform the proposed work, technical experience and adequate facilities (or the ability to access them), a good performance record, and the ability to qualify for an award under applicable laws and regulations.

III. PROPOSAL REQUIREMENTS

Total proposal length should be 20 pages or less, plus letters of interest or commitment in an appendix. Suggested page limits for each section are provided below in parentheses. If you believe additional or proprietary information must be submitted to present an adequate proposal, please bring this to the attention of the Designated Contacts listed at the beginning of this PON and comply with the Section V instructions for submitting proprietary material. Your goal as a proposer should be to concisely present the information needed to fully address the evaluation criteria (see Section V). Proposals that grossly exceed the page limits or fail to follow the format guidelines may be rejected as non-responsive.

Proposers must submit **fifteen (15) copies** of the completed proposal **to the attention of Roseanne Viscusi** at the address on the front of this Program Opportunity Notice. A completed **Proposal Checklist, bearing an original signature**, must be attached as the front cover of one of the proposal copies. A photocopy of the completed and signed Proposal Checklist must be attached as the front cover of each of the remaining copies of your proposal. **Rigid bindings and other elaborate material should not be used – double-sided copying and a staple in the upper left corner are preferred. Late proposals and proposals lacking the appropriate completed and signed Proposal Checklist will be returned. Faxed or e-mailed copies will <u>not</u> be accepted.**

Unnecessary attachments beyond those sufficient to present a complete, comprehensive, and effective response will not influence the evaluation of the proposal. Each page of the proposal should state the name of the proposer, the PON number, and the page number. The proposal must be in the following format and should present the items in the sequence indicated below.



Proposal Checklist – Complete the specific Proposal Checklist attached as part of this PON, and include it as the front cover of each copy of the proposal. At least one copy of the Proposal Checklist must bear an original signature. Do not use a Proposal Checklist from any other NYSERDA Program Opportunity Notice. Note the following:

- ❒ Mark the Proposal Checklist to indicate whether you accept the standard terms and conditions as contained in the attached Sample Agreement. If you do not accept the standard terms and conditions, provide alternate terms with justification based on the risk and benefit to NYSERDA and New York State.

- ❒ Be sure the individual signing the Proposal Checklist is authorized to commit the proposer's organization to the proposal as submitted.

Procurement Lobbying Requirements – State Finance Law sections 139-j and 139-k
Procurement lobbying requirements contained in State Finance Law sections 139-j and 139-k became effective on January 1, 2006. (The text of the laws are available at: http://www.ogs.state.ny.us/aboutogs/regulations/advisoryCouncil/StatutoryReferences.html).
In compliance with §139-j and §139-k of the State Finance Law, for proposals submitted in response to this solicitation that could result in agreements with an annual estimated value in excess of $15,000, the following forms must be completed and filed with proposals: (1) a signed copy of the Proposal Checklist including required certifications under the State Finance Law and (2) a completed Disclosure of Prior Findings of Non-Responsibility form. Failure to include a signed copy of the Proposal Checklist referenced in this solicitation will disqualify your proposal.

Proposal Sections – Sections of your proposal should be as follows:

1. **Executive Summary** (one to two pages) – Briefly summarize your proposal, emphasizing:
   - ❒ The transportation-related problem or opportunity being addressed, and its significance to New York State.
   - ❒ Your proposed solution and how it will solve the problem or exploit the opportunity.
   - ❒ Identification of the project team members and their qualifications to do the work.
   - ❒ Benefits if the project is successful. Include an estimate of market potential and quantify the energy, environmental and economic benefits to the extent possible.
   - ❒ Economic justification, including but not limited to: an estimate of the price of the product or service that eventually will be commercialized and the price(s) of relevant alternative products or services, if applicable; the customer's economic motivation for buying the new product or service versus alternatives; or, monetization of societal benefits and costs, or similar economic impacts.

2. **Problem Statement and Proposed Solution** (three to four pages) – Describe:
   - ❒ The transportation-related problem or opportunity being addressed, and its significance to New York State.
   - ❒ Your proposed solution and how it addresses the problem or opportunity, its technical basis, innovative characteristics, and current stage of research and development.
   - ❒ Alternative solutions, and why your proposed solution is superior.
   - ❒ If applicable, your solution's relevance to regional transportation plans or other regulations.
   - ❒ If this proposal addresses a subsequent phase of a previously funded NYSERDA project, report the results of the earlier phase(s) and current project status.

3. Proposed Work Scope and Schedule (three to four pages) – Provide:

- ❒ Technical or performance goals for proposed product or system.
- ❒ A list of major tasks to be accomplished and a three- or four-sentence description of each. Typical task titles may include, but are not limited to, the following: "Project Management and Reporting", "Requirements Definition", "Preliminary Design", "Fabrication", "Testing", "Final Design", and "Demonstration." (Note: NYSERDA will expect to receive written progress reports and a final report, and have occasional project meetings, as part of the project management task. These activities should be considered when developing your cost estimates.)
- ❒ The duration of the project and timing of major milestones, such as design reviews, test result reviews, completion of working prototypes, and the start of metrics reporting to NYSERDA, showing progress toward project objectives.
- ❒ If applicable, a brief description of additional phases, beyond the proposed work, that will be necessary to fully achieve commercialization, and their anticipated duration.

4. Proposer Qualifications (two to four pages, depending on team size) – Identify:

- ❒ Proposer and any other team members and major subcontractors. Provide a chart showing the relationship between team members. (Note: Subcontracts of $15,000 or more are subject to competitive bid procedures except where the proposal identifies a specific subcontractor as an integral participant in the proposed work; see Sample Agreement).
- ❒ Project Manager and other key individuals.
- ❒ Qualifications of all entities named above, including relevant experience and references.
- ❒ NYSERDA contracts awarded to the proposer, if any, in the past five years.

5. Project Benefits (two to three pages) – Outline benefits as follows:

- ❒ **Quantify** the following direct benefits to New York State to the extent possible:
  - ♦ Energy benefits (e.g.: fuel economy improvements, number of people or goods shifting to more efficient transportation modes, amount of alternative fuel use, etc.)
  - ♦ Environmental benefits (e.g.: emission reduction, elimination of hazardous materials, etc.)
  - ♦ Economic benefits (e.g.: manufacturing jobs or technical services jobs created or retained, transportation system life-cycle cost reductions, etc.)
- ❒ **Identify** other benefits (e.g.: lowering the cost of compliance with New York State or federal regulations, increased mobility, etc.)
- ❒ **Describe** how the success of the project can be measured or verified, and how and for how long these metrics will be provided to NYSERDA. Metrics include sales, new jobs in New York State, energy savings, and emissions reductions.

6. Commercialization Plan (Two to three pages) – Describe how project results will be commercialized or deployed. Projects nearing a demonstration phase should have a detailed commercialization plan, whereas an early-stage concept should be accompanied by at least a rough outline of how the concept may ultimately be deployed. Cover the following topics:

- ❒ **Project Timeline:** Provide a multi-year timeline (e.g., graph) showing the paths, activities, milestones, resources, cost sharing, and timing to take the technology from its current state of development to commercial deployment.
- ❒ **Marketing:** Identify target markets and their relevant characteristics, e.g., size, competition, trends (regulatory, technological, etc.); describe your proposed marketing strategies, explain why they should be successful, and provide sales estimates. Provide an estimate of the price of the product or service that eventually will be commercialized and provide a comparison of that price to competing products or services. Briefly explain the customer's economic motivation for buying the new product or service, versus alternatives.

- ❒ **Design & Production:** Describe remaining technical development steps leading to start of manufacturing or deployment. Describe plans for setting up facilities for manufacturing or other deployment activities. Discuss any key issues such as: need for specialized production equipment or strategic alliances; critical make/buy decisions or cost/volume issues; and, plans for ancillary activities such as service support functions.
- ❒ **Finance:** Estimate funds required to go from the current stage of development to a financially self-sustaining level of commercialization; include funding for R&D and initial marketing and manufacturing/deployment programs. Identify potential funding sources and how those sources will be addressed. Identify any potential strategic partners who could reduce your costs by providing access to marketing/distribution channels, manufacturing facilities or other assets.
- ❒ **Organization Plan:** Describe staffing plans for transitioning from R&D stage to commercialization stage; include all organizational functions, such as management, administration, engineering, marketing/sales, and manufacturing.
- ❒ **Technology Transfer:** Describe any other activities to promote the new technology, such as the presentation of technical papers, and how these activities will be reported to NYSERDA.

7. Budget – A Contract Pricing Proposal Form (CPPF), with associated instructions, is provided as an attachment to this PON. **Each proposal must include a completed CPPF and also a cost-sharing table identifying the allocation of funding by task.**

- ❒ **Cost-Sharing:** It is preferred that the proposal contain non-NYSERDA funding of at least 50% of the total cost of the project. Cost sharing can be from the proposer, other team members, and other government or private sources. Contributions of direct labor (for which the laborer is paid as an employee) and purchased materials may be considered "cash" contributions. Unpaid labor, indirect labor, or other general overhead may be considered "in-kind" contributions. NYSERDA will not pay for efforts that have already been completed. The proposer or proposing team cannot claim as cost-share any expenses that have already been incurred. Show the cost-sharing plan in the following format (expand table as needed):

PROPOSAL COST-SHARING TABLE						
Proposed Funding By Task (Cash and In-Kind)					**Project Total ($)**	
Funding Source	**Task 1 ($)**	**Task 2 ($)**	**Task … ($)**	**Total ($)**	**Cash ($)**	**In-Kind ($)**
NYSERDA						//////////////
Proposer						
Co-Funder (identify)						
Co-Funder (identify)						
Totals						

- ❒ **Indirect Costs: Attach supporting documentation to justify indirect cost (overhead) rate(s) included in your proposal as follows:**
  - ♦ Describe the basis for the rates proposed (e.g., based on prior period actual results; based on projections; based on federal government or other independently-audited and approved rates).
  - ♦ If rate(s) is approved by an independent organization, such as the federal government, provide a copy of such approval.
  - ♦ If rate(s) is based on estimated costs or prior period actual results, include calculations to support proposed rate(s). Calculation should provide enough information for NYSERDA to evaluate and confirm that the rate(s) are consistent with generally accepted accounting principles for indirect costs.

NYSERDA reserves the right to audit any indirect rate presented in the proposal and may require rate adjustments. NYSERDA may require proposers to provide financial statements or other needed financial information prior to awarding a contract.

8. Appendices – Include any resumes, company qualifications, or ancillary information that is deemed necessary to support your proposal. If appropriate, also include:

- ❒ **Letters of Interest or Commitment –** If you are relying on any other organization to do some of the work, provide services or equipment, or share in the non-NYSERDA cost, include a letter from that organization describing their planned participation. Also include letters of interest or commitment from businesses or other organizations critical to the future commercialization, demonstration, or implementation of the project. **Absence of letters of interest or commitment will be interpreted as the proposer not having support from the subject parties**.

- ❒ **Exceptions to the Terms and Conditions –** If you do not accept the standard terms and conditions (including recoupment provisions) as contained in the attached Sample Agreement, provide alternate terms with justification based on the risk and benefit to NYSERDA and New York State.

IV. RECOUPMENT PROVISIONS

For any new product development projects requesting NYSERDA funding over $50,000, NYSERDA will require a royalty based on sales of the new product. Refer to “General Conditions” in Section VI.

V. PROPOSAL EVALUATION

Proposals will be reviewed by a Technical Evaluation Panel (TEP) and will be scored and ranked according to the following criteria, **listed in order of importance**. After the proposals are reviewed, NYSERDA will issue a letter to each proposer indicating the proposal evaluation results. Proposers receiving favorable evaluations will be invited to enter into contract negotiations with NYSERDA. The proposer will be required to submit a detailed statement of work, budget, and schedule, and may also be asked to address specific questions or recommendations of the TEP before contract award.

Requirements – A **negative response** to any one of the questions identified below by a check mark **(✓) may eliminate** the proposal from further consideration. **Does the proposal:**

- ✓ Address transportation and energy-related challenges in New York State?
- ✓ Emphasize development of marketable products rather than basic research?
- ✓ Provide direct and quantifiable energy, environmental, and economic benefits in New York State?
- ✓ If applicable, show consistency with regional transportation plans and State or federal regulations?
- ✓ Include a Commercialization Plan?
- ✓ Provide cost-sharing?

Evaluation Criteria in Order of Importance

1. Problem/Proposed Solution/Scope – How significant is the problem or opportunity? How pertinent is the problem or opportunity to New York State? Is the proposed project likely to solve the problem or exploit the opportunity? Is the proposed work technically feasible, innovative, and superior to alternatives? Is the work strategy sound?

2. Project Benefits – Will a significant part of the work on the project take place in New York? Will there be economic benefits in New York State in the form of subsequent manufacturing or technical service activity? How significant are the energy, environmental, and economic benefits to New York State? Are there additional significant benefits?

3. Proposer(s) – To what degree does the team have relevant and necessary technical and business background and experience? Does the team include a New York State business, thereby providing economic benefits in the form of jobs? How firm are the commitments and support from essential participants, cofunders, and related businesses and other organizations?

4. Project Value – Is the overall project cost justified based on the expected benefits? Relative to the project cost, how significant is the potential market or deployment opportunity? Is the implementation or commercialization strategy well-conceived and appropriate for the stage of development? How appropriate are the proposer's co-funding contributions (sources and amounts) with respect to the degree of risk, potential to benefit from the work, and financial status of the organization?

Other Considerations – Proposals will be reviewed to determine if they reflect NYSERDA's overall objectives, including: risk/reward relationships, similar ongoing or completed projects, the general distribution of NYSERDA projects among industries and other organizations, and the distribution of projects within New York State.

VI. GENERAL CONDITIONS

Proprietary Information – Careful consideration should be given before confidential information is submitted to NYSERDA as part of your proposal. Review should include whether it is critical for evaluating a proposal, and whether general, non-confidential information, may be adequate for review purposes. The NYS Freedom of Information Law, Public Officers law, Article 6, provides for public access to information NYSERDA possesses. Public Officers Law, Section 87(2)(d) provides for exceptions to disclosure for records or portions thereof that "are trade secrets or are submitted to an agency by a commercial enterprise or derived from information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the competitive position of the subject enterprise." Information submitted to NYSERDA that the proposer wishes to have treated as proprietary, and confidential trade secret information, should be identified and labeled "Confidential" or "Proprietary" on each page at the time of disclosure. This information should include a written request to except it from disclosure, including a written statement of the reasons why the information should be excepted. See Public Officers Law, Section 89(5) and the procedures set forth in 21 NYCRR Part 501(www.nyserda.org/About/nyserda.regulations.pdf). However, NYSERDA cannot guarantee the confidentiality of any information submitted.

Omnibus Procurement Act of 1992 – It is the policy of New York State to maximize opportunities for the participation of New York State business enterprises, including minority- and women-owned business enterprises, as bidders, subcontractors, and suppliers on its procurement Agreements. Information on the availability of New York subcontractors and suppliers is available from:

Empire State Development
Division For Small Business
30 South Pearl Street
Albany, NY 12245

A directory of certified minority- and women-owned business enterprises is available from:

Empire State Development
Minority and Women's Business Development Division
30 South Pearl Street
Albany, NY 12245

State Finance Law sections 139-j and 139-k – NYSERDA is required to comply with State Finance Law sections 139-j and 139-k. These provisions contain procurement lobbying requirements found at http://www.ogs.state.ny.us/aboutogs/regulations/advisoryCouncil/StatutoryReferences.html. The attached Proposal Checklist calls for a signature certifying that the proposer will comply with State Finance Law sections 139-j and 139-k and the Disclosure of Prior Findings of Non-responsibility form includes a disclosure statement regarding whether the proposer has been found non-responsible under section 139-j of the State Finance Law within the previous four years.

Tax Law Section 5-a – NYSERDA is required to comply with the provisions of Tax Law Section 5-a, which requires a prospective contractor, prior to entering an agreement with NYSERDA having a value in excess of $100,000, to certify to the Department of Taxation and Finance (the "Department") whether the contractor, its affiliates, its subcontractors and the affiliates of its subcontractors have registered with the Department to collect New York State and local sales and compensating use taxes. The Department has created a form to allow a prospective contractor to readily make such certification. *See,* ST-220-TD (available at http://www.banking.state.ny.us/pr080213a.pdf). Prior to contracting with NYSERDA, the prospective contractor must also certify to NYSERDA whether it has filed such certification with the Department. The Department has created a second form that must be completed by a perspective contractor prior to contacting and filed with NYSERDA. *See,* ST-220-CA (available at http://www.banking.state.ny.us/pr080213b.pdf). See guidance available at http://www.tax.state.ny.us/pdf/publications/sales/pub223_507.pdf.

Contract Award – NYSERDA anticipates making multiple awards under this solicitation. It may award a contract based on initial applications without discussion, or following limited discussion or negotiations. Each offer should be submitted using the most favorable cost and technical terms. NYSERDA may request additional data or material to support applications. NYSERDA will use the Sample Agreement to contract successful proposals. NYSERDA expects to notify proposers in approximately ten (10) weeks from the proposal due date whether a proposal has been selected to receive an award.

Recoupment – For any new product development projects requesting NYSERDA funding over $50,000, NYSERDA will require a royalty based on sales of the new product developed. NYSERDA's standard royalty terms are 1.5% of sales for products produced in New York State (for a period of fifteen years or until the Contractor pays NYSERDA an amount equal to the amount of funds paid by NYSERDA to the Contractor, whichever comes first) and 5% of sales for products produced outside of New York State (for a period of fifteen years or until the Contractor pays NYSERDA an amount equal to three times the amount of funds paid by NYSERDA to the Contractor, whichever comes first).

Limitation – This solicitation does not commit NYSERDA to award a contract, pay any costs incurred in preparing a proposal, or to procure or contract for services or supplies. NYSERDA reserves the right to accept or reject any or all proposals received, to negotiate with all qualified sources, or to cancel in part or in its entirety the solicitation when it is in NYSERDA's best interest.

Disclosure Requirement - The proposer shall disclose any indictment for any alleged felony, or any conviction for a felony within the past five years, under the laws of the United States or any state or territory of the United States, and shall describe circumstances for each. When a proposer is an association, partnership, corporation, or other organization, this disclosure requirement includes the organization and its officers, partners, and directors or members of any similarly governing body. If an indictment or conviction should come to the attention of NYSERDA after the award of a contract, NYSERDA may exercise its stop-work right pending further investigation, or terminate the agreement; the contractor may be subject to penalties for violation of any law which may apply in the particular circumstances. Proposers must also disclose if they have ever been debarred or suspended by any agency of the U.S. Government or the New York State Department of Labor.

VII. ATTACHMENTS

Attachment A - Proposal Checklist
Attachment B - Disclosure of Prior Findings of Non-Responsibility Form
Attachment C - Contract Pricing Proposal Form and Instructions
Attachment D - Sample Agreement