

**APPENDIX B: FORMS**

**Pre-SOQ Forms**

<b>Form CMT:</b>	Form of RFQ Question
<b>Form NOI:</b>	Notice of Intent Submission

**SOQ Forms**

<b>Form A-1:</b>	Stage 1 SOQ Cover Letter
<b>Form A-2:</b>	Stage 2 SOQ Cover Letter
<b>Form B:</b>	Proposer Team Information Sheet
<b>Form C-1:</b>	Certification Questionnaire
<b>Form C-2:</b>	Required Certifications and Affidavits
<b>Form D-1:</b>	Reference Project Information Sheet – Design and Development
<b>Form D-2:</b>	Reference Project Information Sheet – Operations
<b>Form D-3:</b>	Reference Project Information Sheet – Financing
<b>Form E:</b>	Financial Officer’s Certificate

**FORM CMT: FORM OF RFQ QUESTION**

**Instructions**

Please generally see Section 6.4 of the RFQ. In addition:

- (1) Proposers should submit RFQ Questions in Microsoft Word format.
- (2) General questions should be provided first. Other, more specific, RFQ Questions should be ordered sequentially and organized by reference to the order in which they appear in the RFQ (or other document, if applicable).
- (3) Proposers should delete this instructions box and additional instruction notes prior to submitting any RFQ Questions using this Form.



**Proposer Name:**

**Date:**

**North Terminal Project  
RFQ Question Submission No. [ ]<sup>1</sup>**

**RFQ Question**

No.	RFQ Cross-Ref. (if any)	Category*	RFQ Question
1.			
2.			
3.			

\* Categories:

“Category A” – an issue that, if not resolved in an acceptable fashion, would likely preclude the Proposer from submitting a SOQ;

“Category B” – a substantive issue that does not qualify as a Category A or C issue; or

“Category C” – a drafting issue, a clarification or a comment concerning conflicts between or within documents, or the equivalent of one of these, in each case which a reasonable Proposer would not interpret as intentional.

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<sup>1</sup> **Note to Proposers:** please sequentially number each set of RFQ Questions submitted, continuing from any prior submissions.

**FORM NOI: NOTICE OF INTENT SUBMISSION**

<u>Instructions</u>	
Please generally see Section 6.2 of the RFQ. In addition:	
(1)	An Authorized Representative of the Proposer shall sign this Notice of Intent Submission.
(2)	Any questions for the Town should otherwise be submitted as RFQ Questions in accordance with the RFQ.
(3)	Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**NOTICE OF INTENT SUBMISSION**

Date:

**VIA EMAIL**

**Attention:** Town of Islip; Department of Aviation

**Re:** Notice of Intent Submission in connection with the North Terminal Project

The undersigned (the “Respondent”) submits this letter in response to the Request for Qualifications issued by the Town of Islip for the North Terminal Project (RFQ ##### dated [ ] (as amended, the “RFQ”). Capitalized terms not otherwise defined in this letter have the meanings given to them in the RFQ.

No.	Required Information	Response
<b>I. Information Regarding Respondent</b>		
(1)	Name of Respondent firm:	
(2)	Type of entity:	<input type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Partnership <input type="checkbox"/> Joint Venture <input type="checkbox"/> Other: [ <i>If Other, explain</i> ]
(3)	Jurisdiction of formation or incorporation:	
(4)	Location of firm headquarters:	
(5)	Location of office performing the anticipated services:	
(6)	Name and Title of Designated Representative:	
(7)	Phone numbers (work and cell) of Designated Representative:	

(8)	Email of Designated Representative:	
(9)	List anticipated Principal Participants, including each entity's legal name, jurisdiction of formation or incorporation, principal address:	
<b>II. Qualification and Compliance Statement</b>		
(10)	The undersigned affirms that the Respondent reasonably believes that the prospective Proposer team possesses the necessary experience, qualifications, and interest in participating in the procurement process for the Project and agrees to comply with the terms and conditions of the RFQ.	
<b>III. Optional Stage 1 Pre-SOQ One-on-One Meeting Request</b>		
(11)	Does the Respondent request to participate in a One-on-One Meeting with Town during Stage1?	<input type="checkbox"/> Yes <input type="checkbox"/> No

I, the undersigned, hereby swear and affirm that I am authorized to act on behalf of Respondent in signing and delivering this letter and acknowledge that the Town is relying on my representation to this effect.

Respondent: *[insert name]*

By: \_\_\_\_\_

Name: *[insert name]*

Title: *[insert title]*

Date: *[insert date]*

**FORM A-1: STAGE 1 SOQ COVER LETTER**

**Instructions**

Please generally see Section 14.1.1 of the RFQ regarding Part A of the SOQ. In addition:

- (1) The Stage 1 SOQ Cover Letter must be signed by the Authorized Representative of the Proposer and counter-signed by an Authorized Representative of each Principal Participant.
- (2) Evidence of signature authority of each Authorized Representative must be attached to the Stage 1 SOQ Cover Letter in the form of the Declaration of Signatory Authority appended to this Form as Annex 1.
- (3) The Declaration of Signatory Authority must be notarized and signed by an individual other than the SOQ Cover Letter signatory.
- (3) All signature blocks on this form may be modified to properly reflect the authority of the person signing.
- (4) For any Proposer or Principal Participant that is a Joint Venture, include signature by each joint venture member or partner.
- (5) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Proposer Team Name:**

**Proposer Address:**

**Date:**

ISPterminal@islipny.gov  
Amy Murphy  
Deputy Town Attorney  
Town of Islip

**Re: Submission of Stage 1 SOQ in connection with the Airport Terminal and Rail Integration Request for Qualifications**

The undersigned (the “Proposer”) submits this Statement of Qualifications (this “SOQ” or “Stage 1 SOQ”) in response to the Request for Qualifications issued by the Town of Islip for the Airport Terminal and Rail Integration Request for Qualifications, dated April 8, 2025 (as amended, the “RFQ”). Capitalized terms not otherwise defined in this letter have the meanings given to them in the RFQ. References to Sections and Parts herein are references to Sections and Parts of the RFQ.

**Enclosures**

Enclosed, and by this reference incorporated and made a part of this SOQ, are Part A, Part B, and Part C of the Stage 1 SOQ, as required to be submitted in accordance with the RFQ. This letter itself constitutes the SOQ Cover Letter in Part A of the Stage 1 SOQ.

**Acknowledgement of Receipt of Addenda**

The Proposer acknowledges receipt of all Addenda to the RFQ, as follows:

- *[list all Addenda numbers and dates].*

### **Assurances**

The Proposer represents and warrants:

- (a) it has read the RFQ and agrees to abide by the contents and terms of the RFQ and the statements and commitments in Proposer's SOQ. Furthermore, the Proposer agrees that the Town will not be responsible for any errors, omissions, inaccuracies, or incomplete statements in the RFQ;
- (b) this SOQ is submitted without reservations, qualifications, assumptions, deviations, or conditions except, in the case of assumptions, to the extent expressly permitted by the RFQ;
- (c) this SOQ Cover Letter is submitted in a form identical to Form A-1, other than with respect to modifications permitted or required by the use of such form;
- (d) the Key Personnel and Principal Participants proposed by the Proposer will be available to perform the required scope of services for the Project and will not be substituted or reassigned without the Town's prior written approval in accordance with Section 8 of the RFQ; and
- (e) prior to the date hereof, the Proposer has previously notified the Town of (i) any deficiencies or inconsistencies in or omissions from the RFQ and the Reference Information, and (ii) any material risks affecting the Proposer's ability to successfully deliver the Project as contemplated in the RFQ, of which it became aware and which were not otherwise recognized, acknowledged, or addressed by the Town in the RFQ or the Reference Information.

The Proposer acknowledges and agrees:

- (a) to the terms and conditions of the RFQ and that, in accordance with the foregoing and by submission of this SOQ, it is deemed to certify compliance with all conditions for submission of a SOQ under the terms of the RFQ;
- (b) to appear at and participate in any interview, meeting, or presentation for which an invitation is extended in accordance with the terms of the RFQ;
- (c) that it received or has access to, and understands and has considered all Addenda, specifically listed in this SOQ Cover Letter, together with those sets of RFQ Questions and published responses, if any, through the Stage 1 SOQ Due Date;
- (d) that it has received or had access to, and understands and has considered all Reference Information;
- (e) that the contents of the RFQ provide it with sufficient information relating to the Project for purposes of preparing and submitting this SOQ;
- (f) that the Town's acceptance of the delivery of this SOQ does not, and will not be deemed to, constitute any statement or determination as to its completeness, responsiveness, or compliance with the requirements of the SOQ;
- (g) to the Town's disclosure of SOQ materials consistent with the legal requirements of FOIL, per the RFQ, and expressly waives any right to contest such disclosures;
- (h) that all costs and expenses incurred by the Proposer in preparing this SOQ and participating in this procurement, except as is explicitly provided for in any Addenda, will be borne solely by the Proposer;

- (i) that the Town is not bound to shortlist any Proposer and may reject each SOQ that the Town may receive; and
- (j) that under the terms of the RFQ, the Town has reserved to itself a number of rights related to the procurement of the Project, including the reserved rights set forth in Section [11].

**Designated Representative**

For purposes of any future communications, the Proposer’s Designated Representative (who, under the terms of the RFQ, will be the single point of contact for the Proposer unless the communication is a notice) and its contact information are as follows:

- Name:
- Title:
- Employer:
- Address:
- Phone (office):
- Phone (mobile):
- Email:
- Fax:

**Governing Law**

This letter and the SOQ shall be governed by and construed in all respects according to the laws of the State of New York.

*[Signature Page Follows]*

Under penalty of perjury, I hereby:

- (a) certify on behalf of the Proposer that the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in the SOQ in respect of the Proposer have been authorized by such entity, and is or are correct, complete and not materially misleading; and
- (b) swear and affirm that I am authorized to act on behalf of Proposer in signing and delivering this letter and acknowledge that the Town is relying on my representation to this effect.

**Proposer:** \_\_\_\_\_

**Name of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**NOTICE TO SIGNATORIES**

A material false statement, omission or fraudulent inducement made in connection with this letter is sufficient cause for disapproval of the firm's participation in the procurement. In addition, such false submission may subject the person or entity making the false statement to criminal charges. (Title 18 U.S.C. § 1001, false statements; New York Penal Code § 175).

*[Signature Page of Proposer]*

Under penalty of perjury, I hereby:

- (a) certify on behalf of the [*name of Principal Participant*] (“Principal Participant”) that:
  - (i) the person signing on behalf of Proposer is authorized by Principal Participant to sign this SOQ on behalf of Principal Participant; and
  - (ii) the representations, certifications, statements, disclosures, authorizations and commitments made, and information contained, in the SOQ in respect of Principal Participant have been authorized by such Principal Participant, is or are correct, complete and not materially misleading, and
- (b) swear and affirm that I am authorized to act on behalf of Principal Participant and acknowledges that the Town is relying on my representation to this effect.

**Principal Participant:** \_\_\_\_\_

**Name of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**NOTICE TO SIGNATORIES**

A material false statement, omission or fraudulent inducement made in connection with this letter is sufficient cause for disapproval of the firm’s participation in the procurement. In addition, such false submission may subject the person or entity making the false statement to criminal charges. (Title 18 U.S.C. § 1001, false statements; New York Penal Code § 175).

[*Signature Page of Principal Participant*]

**ANNEX 1 TO SOQ COVER LETTER: DECLARATION OF SIGNATORY AUTHORITY**

**Instructions**

Please generally see Section 14.1.1 of the RFQ regarding Part A of the SOQ. In addition:

- (1) The Declaration of Signatory Authority must be and signed by an individual other than the SOQ Cover Letter signatory.
- (2) Complete the appropriate statement below for the entity of the SOQ Cover Letter signatory and delete the statements that are not applicable to such entity.
- (3) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**DECLARATION OF SIGNATORY AUTHORITY**

I, the undersigned, [name of officer/member/manager/partner certifying the authority of the SOQ Cover Letter signatory], swear or affirm that:

**(if sole corporate officer, complete this statement):** I executed the foregoing instrument in my name and in my capacity as sole officer and director of [name of corporation], the corporation described in and which executed the foregoing instrument, and acknowledge that I own all the issued and outstanding capital stock of said corporation, and that by my authority signed the foregoing instrument on behalf of said corporation.

**(if corporation, complete this statement):** I, the undersigned, [name of officer/member/manager/partner certifying the authority of the SOQ Cover Letter signatory], am the [title of corporate officer other than SOQ Cover Letter signatory] of [name of corporation], a corporation duly organized and in good standing under the [Law under which organized, e.g., the New York Business Corporation Law] and named in the foregoing instrument; that, by authority of the Board of Directors of said corporation, [name of SOQ Cover Letter signatory] who signed the foregoing instrument on behalf [name of corporation] was, at the time of execution, [title of SOQ Cover Letter signatory] of the corporation and was authorized to execute the foregoing instrument on behalf of the corporation for the purposes set forth therein; and that, pursuant to that authority, s/he executed the foregoing instrument in the name of and on behalf of said corporation as the act and deed of said corporation and that such authority is in full force and effect at the date hereof.

**(if limited liability company, complete this statement):** I, the undersigned, [name of officer/member/manager/partner certifying the authority of the SOQ Cover Letter signatory], am the [title of member/manager other than SOQ Cover Letter signatory] of [name of limited liability company] (the "LLC") duly organized and in good standing under the [Law under which organized] and named in the foregoing instrument; that [name of SOQ Cover Letter signatory] who signed the foregoing instrument on behalf of the LLC was, at the time of execution, a manager of the LLC and

executed the foregoing instrument for and on behalf of said LLC as the act of said LLC for the purposes set forth therein.

**(if partnership, complete this statement):** I, the undersigned, [name of officer/member/manager/partner certifying the authority of the SOQ Cover Letter signatory], am the [title of partner other than SOQ Cover Letter signatory] of [name of partnership], a partnership duly organized under the [Law under which organized] and named in the foregoing instrument; that [name of SOQ Cover Letter signatory] who signed the foregoing instrument on behalf of the partnership was, at the time of execution, a general partner of said partnership and executed the foregoing instrument for and on behalf of said partnership as the act and deed of said respondent for the purposes set forth therein.

**Affirmation Under Penalty of Perjury**

I, [name of officer/member/manager/partner certifying the authority of the SOQ Cover Letter signatory], the undersigned affirm this [#] day of [month], [year], under the penalties of perjury under the laws of New York, which may include a fine or imprisonment, that the foregoing is true.

**[LEGAL NAME OF ENTITY]**

BY:

\_\_\_\_\_

[Name], [Title]

\_\_\_\_\_

[Signature]



Release of June 18, 2025

**FORM A-2: STAGE 2 SOQ COVER LETTER**

*[To be released following the announcement of Shortlisted Proposers through the issuance of an Addendum during Stage 2 in substantially the form of Form A-1.]*

**FORM B: PROPOSER TEAM INFORMATION SHEET**

<u>Instructions</u>	
Please generally see Section 14.1.1 of the RFQ regarding Part B of the SOQ. In addition:	
(1)	Part 1 of this Form B must be completed with respect to the Proposer and each Principal Participant. Part 2 of this Form B must be completed in respect of the Developer.
(2)	If a Proposer or Principal Participant is a Joint Venture, this Form must be completed for each Joint Venture member of such entity.
(3)	Proposers should delete this instructions box and additional instruction notes prior to submitting this Form B.

**Proposer Team Information Sheet**

**Proposer Team Name:**

**Date:**

PART 1 – PROPOSER TEAM INFORMATION SHEET	
A. ROLE ON PROPOSER TEAM	
1. Role on Proposer Team <i>(check all that apply)</i>	<input type="checkbox"/> Proposer <input type="checkbox"/> Equity Member <input type="checkbox"/> Lead Project Developer <input type="checkbox"/> Lead Construction Manager <input type="checkbox"/> Lead Design Firm <input type="checkbox"/> Lead Terminal Operator <input type="checkbox"/> Air Service Development Manager
2. Name of Entity Completing This Form:	[ ]
3. Is entity a joint venture member of the role checked in Section 1 above?	<input type="checkbox"/> Yes <input type="checkbox"/> No
4. Is entity completing this form a minority owned business enterprise (MBE) and/or a woman owned business enterprise (WBE) certified as such by the State of New York? <i>(if Yes, attach applicable certification)</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No
B. LEGAL INFORMATION	
1. Type of Entity:	<input type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company

<b>PART 1 – PROPOSER TEAM INFORMATION SHEET</b>	
	<input type="checkbox"/> Partnership <input type="checkbox"/> Joint Venture <input type="checkbox"/> Other: <i>[If Other, provide explanation]</i>
2. Name of Officials/Constituent Firms: <i>(if a corporation, provide name and address of each corporate officer and all stockholders owning more than 5% of the corporation stock)</i> <i>(if entity other than a corporation, name and address of each partner, member, and/or constituent firm)</i>	
3. If the entity is an unincorporated joint venture, is the J.V. “joint and several”:	<input type="checkbox"/> Yes <input type="checkbox"/> No
4. Year Established:	
5. Jurisdiction Where Entity Formed or Incorporated: <i>(if United States, provide state)</i> <i>(if Other, provide country)</i>	
6. Federal Tax ID No.:	
7. North American Industry Classification Code:	
8. Successor in Interest to Entity/Entities (if any, within past five years):	
9. Additional Legal Names of Entity: <i>(if applicable, list any DBA names, trade or abbreviated names, or different Federal Tax IDs under which the entity has previously operated along with the status of such name (active or inactive))</i>	
10. Business address:	
11. Headquarters address:	
12. Location(s) of office performing work:	
13. Firm’s relevant licenses, registrations and credentials:	
14. Organizational Documents and Evidence of Right to Do Business in New York Attached: <i>(Attach copies of the organizational documents and, if available, evidence of the entity’s right to conduct business in the State.)</i>	

PART 1 – PROPOSER TEAM INFORMATION SHEET	
<input type="checkbox"/> Yes <input type="checkbox"/> No: [if No, provide explanation]	
C. EXPECTED ADVISORS	
15. Expected Advisors: <i>(if known, identify the companies and individuals who are expected to act as legal, financial, technical, or other advisors during the procurement process and for the project.)</i>	

PART 2 – PROPOSER TEAM INFORMATION SHEET	
D. DEVELOPER ENTITY	
16. Legal Name of Developer: (or proposed name of Developer) <i>(if applicable, list any additional legal names, such as DBA names, trade or abbreviated names, or different Federal Tax IDs under which the entity has previously operated along with the status of such name (active or inactive))</i>	
17. State of organization (or state of expected organization)	
18. Type of Entity:	<input type="checkbox"/> Corporation <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Partnership <input type="checkbox"/> Joint Venture <input type="checkbox"/> Other: [If Other, provide explanation]
19. Expected percentages of ownership of /participation in Developer by each Equity Member:	[ ]% [Equity Member name] [ ]% [Equity Member name]
20. Federal Tax ID No.: <i>(if none yet, state "N/A")</i>	
21. Organizational Documents and Evidence of Right to Do Business in New York Attached: <i>(Identify whether the Developer has been formed and, if available, provide evidence of Developer's right to conduct business in the State. If Developer has not been formed, provide a description of the Proposer's plans for forming Developer.)</i>	
<input type="checkbox"/> Yes <input type="checkbox"/> No: [if No, provide description per above]	

**FORM C-1: CERTIFICATION QUESTIONNAIRE**

**Instructions**

Please generally see Section 14.1.1 of the RFQ regarding Part B of the SOQ. In addition:

- (1) Complete Form C-1 in respect of the Proposer and each Principal Participant.
- (2) If Proposer or a Principal Participant is a Joint Venture, each Joint Venture member must complete Form C-1.
- (3) Provide a clear mark on either “Yes” or “No” answers to all of the questions in this Form and provide an explanation for any question answered “Yes.”
- (4) Years in this Form are as measured from the date of issuance of this RFQ.
- (5) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Proposer Team Name:**

**Role on Proposer Team:**

*(check all that apply)*

- Proposer
- Equity Member
- Lead Project Developer
- Lead Construction Manager
- Lead Design Firm
- Lead Terminal Operator
- Air Service Development Manager

**Name of Entity Completing This Form:**

**Is entity a joint venture member of the role checked above?**

- Yes
- No

No.	Certification Question	Yes	No
(1)	Within the past ten (10) years, has the entity been suspended or debarred from any government contracting process or been disqualified on any government procurement, permit, license, concession, franchise or lease, including, but not limited to, debarment for a violation of New York State Workers’ Compensation or Prevailing Wage laws or New York State Procurement Lobbying Law?  <i>If yes, please explain:</i>	<input type="checkbox"/>	<input type="checkbox"/>
(2)	Within the past ten (10) years, has the entity or any Affiliate been indicted or convicted of a crime under federal, state, or local law involving bid-related or contract-related crimes or violations (e.g., fraud, bribery, collusion, conspiracy, antitrust, etc.)?	<input type="checkbox"/>	<input type="checkbox"/>

No.	Certification Question	Yes	No
	<i>If yes, please explain:</i>		
(3)	Within the past ten (10) years, has the entity or any Affiliate been the subject of an indictment, grant of immunity, judgment, or conviction (including entering into a plea bargain) for conduct constituting any other felony or serious misdemeanor?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(4)	Has the entity been the subject of an investigation, whether open or closed, by any government entity for a civil or criminal violation for any business-related conduct?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(5)	Has the entity been charged with a misdemeanor or felony, indicted, granted immunity, convicted of a crime or subject to a judgment for (a) Any business-related activity; or (b) any crime, whether or not business-related, the underlying conduct of which was related to truthfulness?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(6)	Within the past five (5) years, has the entity been denied a contract award or had a bid rejected based upon a non-responsibility finding by a government entity?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(7)	Within the past five (5) years, has the entity agreed to a voluntary exclusion from bidding/contracting with a government entity?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(8)	Has the entity or any Affiliate been sanctioned relative to any license(s), registrations, certifications, or credentials referred to in the SOQ or otherwise had any professional license(s), registrations, certifications, or credentials referred to in the SOQ revoked, suspended, or disbarred?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain.</i>		
(9)	Within the past (5) years, has the entity or any Affiliate defaulted on a contract or been suspended, cancelled, or terminated for cause on any public contract (including, without limitation, contracts with federal, state, or municipal agencies)?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain (including if such suspension, cancellation, default, or termination was challenged and/or upheld by a court or an arbitrator):</i>		
(10)	Within the past five (5) years, has the entity been subject to an administrative proceeding or civil action seeking specific performance or restitution in connection with any government contract?	<input type="checkbox"/>	<input type="checkbox"/>

No.	Certification Question	Yes	No
	<i>If yes, please explain:</i>		
(11)	Within the past ten (10) years, as the entity or any Affiliate been found, adjudicated or determined by any federal or state court or agency to have violated any Law relating to employment discrimination or affirmative action, including but not limited to, Title VII of the Civil Rights Act of 1964, as amended (42 U.S.C. Sections 2000 et. seq.); the Equal Pay Act (29 U.S.C. Section 206(d)); and any applicable or similar New York law?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(12)	In the past five (5) years, have there been any citations, assessed penalties or settlements against the entity or any Affiliate for any serious, willful, or repeat violations of the federal Occupational Safety and Health Act of 1970?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(13)	In the past five (5) years, has there been any settled adverse claim, dispute, or lawsuit between the owner of a public works project and the entity or any Affiliate in which the claim, settlement, or judgment exceeded fifty thousand dollars (\$50,000) (for certainty, excluding matters that resulted in contractually agreed change orders or which were processed under a customary claims process under the terms of a contract)?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(14)	Within the past five (5) years, has the entity entered into a consent order with the New York State Department of Environmental Conservation, or received an enforcement determination by any government entity involving a violation of federal, state or local environmental laws?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(15)	Within the past five (5) years, has the entity, other than previously disclosed, (a) been subject to fines or penalties imposed by government entities which in the aggregate total \$25,000 or more; or (b) been convicted of a criminal offense pursuant to any administrative and/or regulatory action taken by any government entity?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(16)	Within the past five (5) years, has the entity had any liquidated damages assessed over \$25,000 for any reason, including failure to meet Minority-Owned Business Enterprise, Women-Owned Business Enterprise, Service-Disabled Veteran-Owned Business, or Disadvantaged Business Enterprise goals?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain:</i>		
(17)	Within the past ten (10) years, has the entity or any Affiliate sought protection through receivership or under any provision of any bankruptcy act?	<input type="checkbox"/>	<input type="checkbox"/>

No.	Certification Question	Yes	No
	<i>If yes, please explain (include the bankruptcy chapter number, the court name and the docket number and indicate the current status of the proceedings as "Initiated," "Pending," or "Closed"):</i>		
(18)	During the past five (5) years, has the entity failed to file or pay any tax returns required by federal, state, or local tax laws?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain (include the taxing jurisdiction, the type of tax, the liability year(s), the tax liability amount the Reporting Entity failed to file/pay, and the current status of the tax liability):</i>		
(19)	Within the past five (5) years, has any insurer, for any form of insurance, refused to renew an insurance policy for the entity?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain (include the insurance type, the year of the refusal, and the basis of the refusal):</i>		
(20)	Within the past five (5) years, has the entity been denied bond coverage by a surety company, or has there been a period of time when the Firm had no surety bond in place during a public project when one was required?	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, please explain (include details on the denied coverage, the name of the surety which denied coverage, and the period(s) during which no surety bonds were in place:</i>		
(21)	Indicate whether any information supplied herein is believed to be exempt from disclosure under the Freedom of Information Law (FOIL). <b>Note:</b> a determination of whether such information is exempt from FOIL will be made at the time of any request for disclosure under FOIL.	<input type="checkbox"/>	<input type="checkbox"/>
	<i>If yes, indicate the question number(s) and explain the basis for the claimed exemption:</i>		

### Certification

The undersigned certifies under penalties of perjury that they are knowledgeable about the business and operations of [the entity completing this Form] and that the answers provided herein are true to the best of his/her knowledge and belief.

Name and Title of Authorized Representative: \_\_\_\_\_

Signature of Authorized Representative: \_\_\_\_\_

Date: \_\_\_\_\_

**FORM C-2: REQUIRED CERTIFICATIONS AND AFFIDAVITS**

**Instructions**

Please generally see Section 14.1.1 of the RFQ regarding Part B of the SOQ. In addition:

- (1) Complete all certifications and affidavits in this Form C-2 in respect of the Proposer and each Principal Participant.
- (2) If Proposer or a Principal Participant is a Joint Venture, each Joint Venture member must complete all certifications and affidavits in this Form.
- (3) Provide a clear check mark on the cover page of this Form indicating the Role on Proposer Team, Joint Venture status, and completion of the listed Required Certifications and Affidavits.
- (4) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Required Certifications & Affidavits Cover Page**

**Proposer Team Name:**

**Role on Proposer Team:**

*(check all that apply)*

- Proposer
- Equity Member
- Lead Project Developer
- Lead Construction Manager
- Lead Design Firm
- Lead Terminal Operator
- Air Service Development Manager

**Name of Entity Completing This Form:**

**Is entity a joint venture member of the role checked above?**

- Yes
- No

**Required Certifications and Affidavits:**

*(check all that have been completed)*

- Disclosure Affidavit
- Affidavit of Non-Collusion
- Executive Order No. 16 Certification
- Lobbying Law Certification
- Iran Divestment Certification
- [Certification Regarding EEO, Workforce, and Other Policies]

**DISCLOSURE AFFIDAVIT**

**Instructions**

Please generally see Section 14.1 of the RFQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**DISCLOSURE AFFIDAVIT**

In connection with the RFQ, the undersigned Authorized Representative of [*entity completing this Form*], (the “firm”) swears or affirms under the penalties of perjury that the firm hereby indicates as to itself, its subcontractors, and their respective personnel, that the firm has, to the best of its knowledge and belief with respect to any potential Organizational Conflict of Interest, as such term is defined in the RFQ in accordance with federal requirements and local law, including Section 14 of the Town of Islip Code, the Code of Ethics and Financial Disclosure Law:

- determined that no potential Organizational Conflict of Interest exists.
- determined that a potential Organizational Conflict of Interest exists.

If the firm has determined that a potential Organizational Conflict of Interest exists, in the space provided below and on supplemental sheets as necessary, identify all relevant facts relating to the potential Organizational Conflict of Interest. If the firm has made any prior disclosure to the Town of an Organizational Conflict of Interest under the RFQ, in the space below include information regarding such prior disclosure and/or Town’s determination regarding that Organizational Conflict of Interest. For certainty, the firm and its subcontractors along with their advisors must disclose potential Organizational Conflicts of Interest, any associations, current or prior dealings, relationships, or existing contracts with:

- Town of Islip Council members, or Town of Islip employees or
- any airlines operating at the Airport, current lessees or individuals doing business with the Town, and suppliers of goods or services to the Airport (including any firms identified as advisors to the Town), as it relates to the Project.

In the space below, and on supplemental sheets as necessary, identify steps that have been or will be taken to avoid or mitigate any Organizational Conflicts of Interest as disclosed herein.

The undersigned further affirms and declares:

- (a) that its SOQ is made without any understanding, agreement, or connection with any other person, firm or corporation making an SOQ for the same material, supplies or equipment, and is in all respects fair and without collusion and fraud;
- (b) that said firm is not in arrears to any municipality in Suffolk County upon debt or contract, and is not a defaulter, as surety or otherwise, upon any obligation to any such municipality; and
- (c) it is aware of the provisions of the Immigration and Nationality Act, including 8 U.S.C. 1324(a), which prohibits the employment of unauthorized aliens, it is in compliance with same, and it is aware that a violation of the provisions of the aforesaid Immigration and Nationality Act shall result in a material breach of any agreement it may enter into with the Town and shall further result in the firm being ineligible to participate in any Town projects for a period of one (1) year and from holding any contracts with the Town for said period.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**AFFIDAVIT OF NON-COLLUSION**

**Instructions**

Please generally see Section 14.1 of the RFQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**AFFIDAVIT OF NON-COLLUSION**

I, the undersigned Authorized Representative of [*entity completing this Form*], (the “firm”) attest that:

- (a) the SOQ has been arrived at independently without collusion, consultation, communication or agreement, for the purpose of restricting competition with any other respondent or with any other competitor;
- (b) no attempt has been made to solicit, cause or induce any company or person to refrain from participating in the procurement process in the RFQ, or to submit any intentionally high or non-competitive SOQ or other form of complementary SOQ;
- (c) the SOQ is made in good faith and not pursuant to any agreement or discussion with, or inducement from any company or person to submit a complementary SOQ;
- (d) my firm has not offered or entered into a subcontract or agreement regarding the purchase of materials or services from any other company or person, or offered, promised or paid case or anything of value to any company or person, whether in connection with this Project or any other project, in consideration for an agreement or promise by a company or person to refrain from participating in the procurement process under the RFQ or to submit a complementary SOQ;
- (e) I have made a diligent inquiry of all members, officers, employees, and agents of my firm with responsibilities relating to the preparation, approval or submission of my firm’s SOQ on this Project and have been advised by each of them that he or she has not participated in any communication, consultation, discussion, agreement, collusion, act or other conduct inconsistent with any of the statements and representations made in this affidavit.

The undersigned under the penalties of perjury, affirms the truth thereof.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**EXECUTIVE ORDER NO. 16 CERTIFICATION**

**Instructions**

Please generally see Section 14.1 of the RFQ regarding Part B of the SOQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**CERTIFICATION UNDER EXECUTIVE ORDER NO. 16  
Prohibiting State Agencies And Authorities From Contracting With  
Businesses Conducting Business In Russia**

Executive Order No. 16 provides that “all Affected State Entities are directed to refrain from entering into any new contract or renewing any existing contract with an entity conducting business operations in Russia.”

The Executive Order remains in effect while sanctions imposed by the federal government are in effect. Accordingly, Proposers who may be excluded from award because of current business operations in Russia are nevertheless encouraged to respond to solicitations to preserve their contracting opportunities in case the sanctions are lifted during a solicitation or even after award in the case of some solicitations.

As defined in Executive Order No. 16, an “entity conducting business operations in Russia” means an institution or company, wherever located, conducting any commercial activity in Russia or transacting business with the Russian Government or with commercial entities headquartered in Russia or with their principal place of business in Russia in the form of contracting, sales, purchasing, investment, or any business partnership.

Is [*entity completing this Form*], (the “firm”) an entity conducting business operations in Russia, as defined above? Please answer by checking one of the following boxes:

- No, the firm does not conduct business operations in Russia within the meaning of Executive Order No. 16.
- Yes, the firm conducts business operations in Russia within the meaning of Executive Order No. 16 but has taken steps to wind down business operations in Russia or is in the process of winding down business operations in Russia. (Please attach a statement with a detailed description of the wind down process and a schedule for completion.)
- Yes, the firm conducts business operations in Russia within the meaning of Executive Order No. 16 but only to the extent necessary to provide vital health and safety services within Russia or to comply with federal law, regulations, executive orders, or directives.



Release of June 18, 2025

(Please attach a statement with a detailed description of the services being provided or the relevant laws, regulations, etc.)

- Yes, the firm conducts business operations in Russia within the meaning of Executive Order No. 16.

The undersigned certifies under penalties of perjury that they are knowledgeable about the business and operations of [*the entity completing this Form*] and that the answer provided herein is true to the best of their knowledge and belief.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**LOBBYING LAW CERTIFICATION**

**Instructions**

Please generally see Section 14.1 of the RFQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**LOBBYING LAW CERTIFICATION**

**Background**

New York State’s State Finance Law Sections 139-j and 139-k (the “Lobbying Law”) obligates the Town to obtain:

- (a) affirmation of understanding and agreement to comply with procedures on procurement lobbying restrictions regarding permissible contacts during the procurement process, including as provided in Section [8.3] of the RFQ.
- (b) specific information regarding prior non-responsibility determinations.

In accordance with New York State Finance Law §139-k, [*entity completing this Form*], (the “firm”) must disclose whether there has been a finding of non-responsibility made within the previous four (4) years by any governmental entity due to: (a) a violation of New York State Finance Law §139-j or (b) the intentional provision of false or incomplete information to a governmental entity. Moreover, as part of responsibility determinations, New York State Finance Law §139-k(3) mandates consideration of whether the firm fails to timely disclose accurate or complete information regarding the above non-responsibility determination. In accordance with Law, no contract shall be awarded if the firm fails to timely disclose accurate or complete information under the Lobbying Law, unless the certain statutory exemptions apply.

**Disclosure of Prior Non-Responsibility Determinations**

- (1) Within the previous four (4) years, has any governmental entity made a finding of non-responsibility regarding the entity?  Yes  No

**If yes to (1):** was the basis for the finding of the firm’s non-responsibility due to a violation of State Finance Law §139-j?  Yes  No

**If yes to (1):** was the basis for the finding of the firm’s non-responsibility due to the intentional provision of false or incomplete information to a governmental entity?  Yes  No

**If yes to (1):** please provide details regarding the finding of non-responsibility (including the governmental entity involved, date of non-responsibility finding, and basis of non-responsibility finding): [ ]

- (2) Has any governmental entity terminated or withheld a contract with the firm due to the intentional provision of false or incomplete information?  Yes  No

**If yes to (2):** please provide details regarding such termination or withholding (including the governmental entity involved, date of contract termination or withholding, and basis of contract termination or withholding): [ ]

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**Certification and Affirmation under Penalty of Perjury**

The undersigned under penalties of perjury:

- (a) affirms that it understands and agrees to comply with the policy regarding permissible contacts in accordance with New York State Finance Law Sections 139-j and 139-k and
- (b) certifies that all information provided to the Town with respect to New York State Finance Law §139-j and §139-k is complete, true, and accurate.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**IRAN DIVESTMENT CERTIFICATION**

**Instructions**

Please generally see Section 14.1 of the RFQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**IRAN DIVESTMENT CERTIFICATION**

New York State Public Authorities Law § 2879-c prohibits the Town from entering into or awarding a contract with persons identified on the list of persons who have been determined to engage in investment activities in Iran as defined in New York State Finance Law §165-a, the Iran Divestment Act.

By submission of this bid or proposal, each person (as defined in paragraph (e) of subdivision (1) of the New York State Finance Law §165-a) and each person signing on behalf of any other party certifies, and in the case of a joint bid or proposal or partnership each party thereto certifies as to its own organization, under penalty of perjury, that to the best of its knowledge and belief that each person is not on the list created pursuant to paragraph (b) of subdivision (3) of the New York State Finance Law §165-a.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**CERTIFICATION REGARDING EEO, WORKFORCE, AND OTHER POLICIES**

**Instructions**

Please generally see Section 14.1 of the RFQ. In addition:

- (1) This Form must be completed in respect of the Proposer and each Principal Participant.
- (2) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**CERTIFICATION REGARDING EEO, WORKFORCE, AND OTHER POLICIES**

The Town of Islip is an Equal Employment Opportunity (EEO) organization, which does not discriminate on the basis of race, religion, color, sex, age, marital status, nation origin, or the presence of any sensory, mental, or physical disability in consideration of an contract award. The firm will be required to comply with all EEO federal, state, and local laws and regulations (the “EEO Laws and Regulations”).

In accordance with Article 15-A of the New York State Executive Law, the firm will make good faith efforts to include meaningful participation by minority owned business enterprises (MBEs) and women owned business enterprises (WBEs) (the “M/WBE Good Faith Efforts Requirement”).

It is also the policy of the Town of Islip that all employees, elected and appointed officials, and applicants, as well as everyone with whom the Town does business (e.g., outside vendors, consultants, members of the public, contractors), should be able to enjoy a work environment that is:

- free from discrimination and harassment based on race, color, creed, sex, age, sexual orientation, disability, religion, national origin, marital status, military or veteran status, political affiliation or any other basis protected by federal, state or local law pursuant to index 320 of the Town’s Administrative Procedures Manual (the “Town Policy Against Unlawful Harassment and Discrimination”); and
- free from workplace violence, or the threat of violence, including intimidation, by any of its employees, customers, the general public, and/or anyone who conducts business with the Town pursuant to index 321 of the Town’s Administrative Procedures Manual (the “Workplace Violence Policy”).

I, the undersigned Authorized Representative of [*entity completing this Form*], (the “firm”) hereby certify by submission of this bid or proposal that:

- (a) the firm will comply with EEO Laws and Regulations and with the M/WBE Good Faith Efforts Requirement;
- (b) the firm has reviewed the Town Policy Against Unlawful Harassment and Discrimination and the Workplace Violence Policy;

- (c) the firm will comply with all of the provisions of the Town Policy Against Unlawful Harassment and Discrimination and the Workplace Violence Policy;
- (d) during the course of the procurement or contract, the firm's employees and subcontractors have been or will be provided with a copy of the Town Policy Against Unlawful Harassment and Discrimination and the Workplace Violence Policy prior to each of those employee's participation in the procurement;
- (e) the firm will ensure compliance of its employees along with its lower tier subcontractors, subconsultants, and suppliers that are engaged or are being solicited for work under any contract resulting from this procurement with the Town Policy Against Unlawful Harassment and Discrimination and the Workplace Violence Policy; and
- (f) the firm will continue to distribute the Town Policy Against Unlawful Harassment and Discrimination and the Workplace Violence Policy through the completion of performance of the contract.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into.

**Name and Title of Authorized Representative:** \_\_\_\_\_

**Signature of Authorized Representative:** \_\_\_\_\_

**Date:** \_\_\_\_\_

**FORM D-1: REFERENCE PROJECT INFORMATION SHEET – DESIGN AND DEVELOPMENT**

<b>Instructions</b>	
Please generally see Section 14.1 of the RFQ. In addition:	
(1)	Complete Form D-1 as required in accordance with Section 14.1.1 of the RFQ regarding Part C, Section C-2 of the SOQ.
(2)	If the specific entity that undertook the identified project is not a Principal Participant, but rather an Affiliate of such entity, please expressly indicate and identify the entity and its relationship to Proposer or Principal Participant(s), as applicable.
(3)	Describe the work and state the percent or dollar value of (a) the design and construction work the entity performed/was responsible for; or (b) the design work performed (if the entity is a designer). For example, a member of a Joint Venture with a 30% stake in a \$200 million project would insert “\$60 million of \$200 million” or “30% of \$200 million.”
(4)	Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Proposer Name:**

**Date:**

**North Terminal Project  
Reference Project Information Sheet - Design and Development**

No.	Required Information	Response
<b>I. Background Information</b>		
(1)	Project Name:	
(2)	Type of Project:	<i>[e.g. Design-Build; Design-Build-Operate-Maintain; Design-Build-Finance-Operate-Maintain; Design-Build-Finance]</i>
(3)	Type of Facility:	
(4)	Owner/Procuring Authority (Location):	
(5)	Brief Description of Project:	
(6)	Percent Responsibility:	<i>[Refer to Instructions Page to this Form, Instruction (4)]</i>
(7)	Contract Term:	<i>[State both total term length and start and end dates for the contract, including operations and maintenance]</i>
(8)	Current Status:	<i>[e.g. under construction (including approx. % complete), in operation etc.]</i>
(9)	Key Dates and Milestones:	<u>Key Dates/Milestones:</u>

<b>II. Description of Team Member Involvement</b>		
(10)	Proposer Team Member(s) or Affiliate(s) Involved:	
(11)	Role of Proposer Team Member(s) or Affiliate(s):	<i>[Including whether the entity was involved in all or just some phases or aspects of the project.]</i>
(12)	Key Personnel Involved, Roles & Responsibilities:	
<b>III. Technical Information</b>		
(13)	Project Value at Award:	
(14)	Completion within/above Budget:	<i>[Detail (by approximate value and percentages) amount over/under budget at the time of project completion and briefly explain reasons for such deviations.]</i>
(15)	Completion within/beyond Schedule:	<i>[Detail (by approximate duration) amount of schedule savings/delay and briefly explain reasons for such deviations.]</i>
(16)	Relevance to Proposer's Project Approach:	<i>[Brief description of key technical challenges and solutions implemented and how such elements inform the Proposer's anticipated Project approach.]</i>
<b>IV. Reference</b>		
(17)	Name:	
(18)	Title & Employer (current):	
(19)	Title & Employer (at time of project/transaction):	
(20)	Role on the project:	
(21)	Relationship to project owner:	
(22)	Phone & Email:	
(23)	Location & Time Zone:	
(24)	Other:	<i>[Include any other notes that may be useful when speaking to this individual, e.g., that they are a non-English speaker, etc.]</i>

**FORM D-2: REFERENCE PROJECT INFORMATION SHEET – OPERATIONS**

<b>Instructions</b>	
Please generally see Section 14.1 of the RFQ. In addition:	
(1)	Complete Form D-2 as required in accordance with Section 14.1.1 of the RFQ regarding Part C, Section C-2 of the SOQ.
(2)	If the specific entity that undertook the identified project is not a Principal Participant, but rather an Affiliate of such entity, please expressly indicate and identify the entity and its relationship to Proposer or Principal Participant(s), as applicable.
(3)	Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Proposer Name:**

**Date:**

**North Terminal Project  
Reference Project Information Sheet - Operations**

No.	Required Information	Response
<b>I. Background Information</b>		
(1)	Type of Facility:	
(2)	Type of Services:	<i>[e.g. management, operations, maintenance]</i>
(3)	Owner/Procuring Authority (Location):	
(4)	Brief Description of Scope of Services:	
(5)	Percent Responsibility of Total Scope:	
(6)	Type and Term of Operating Agreement/Lease:	
(7)	Current Status:	<i>[e.g. in initial contract term, in renewal period, in negotiations for renewal etc.]</i>
(8)	Facility Description:	<i>[e.g. if terminal, total square footage, concession space square footage, number of gates, turns per gate, and/or other relevant characteristics]</i>
<b>II. Description of Team Member Involvement</b>		
(9)	Proposer Team Member(s) (or Affiliate(s)) Involved:	

(10)	Role of Proposer Team Member(s) (or Affiliate(s)):	<i>[Including whether the entity was involved in all or just some phases or aspects of the project.]</i>
(11)	Key Personnel Involved, Roles & Responsibilities:	
<b>III. Technical Information</b>		
(12)	Annual Operating Budget:	
(13)	Annual Enplaned Passengers for each year During Term:	
(14)	Principal Airline Tenants:	
(15)	Key Stakeholder Interface:	<i>[e.g. interaction with FAA, TSA, and CBP personnel]</i>
(16)	Years Operated to Date:	
(17)	Notable Innovations, Awards, or Citations Related to Management/ Operation of Facility:	
<b>IV. Reference</b>		
(18)	Name:	
(19)	Title & Employer (current):	
(20)	Title & Employer (at time of project/transaction):	
(21)	Role on the project:	
(22)	Relationship to project owner:	
(23)	Phone & Email:	
(24)	Location & Time Zone:	
(25)	Other:	<i>[Include any other notes that may be useful when speaking to this individual, e.g., that they are a non-English speaker, etc.]</i>

**FORM D-3: REFERENCE PROJECT INFORMATION SHEET - FINANCING**

<b>Instructions</b>	
Please generally see Section 14.1 of the RFQ. In addition:	
(1)	Complete Form D-3 as required in accordance with Section 14.1.1 of the RFQ regarding Part C, Section C-2 of the SOQ.
(2)	If the specific entity that undertook the identified project is not a Principal Participant, but rather an Affiliate of such entity, please expressly indicate and identify the entity and its relationship to Proposer or Principal Participant(s), as applicable.
(3)	At least one (1) reference projects must include equity and debt financing of an airport project.
(4)	Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Proposer Name:**

**Date:**

**North Terminal Project  
Reference Project Information Sheet - Financing**

No.	Required Information	Response
<b>I. Background Information</b>		
(1)	Project Name:	
(2)	Type of Project:	<i>[e.g. Design-Build; Design-Build-Operate-Maintain; Design-Build-Finance-Operate-Maintain; Design-Build-Finance]</i>
(3)	Type of Facility:	
(4)	Owner/Procuring Authority (Location):	
(5)	Brief Description of Project:	
(6)	Financing Structure:	<i>[i.e., non-recourse, limited recourse, corporate financing]</i>
(7)	Type and Term of Contract:	
(8)	Current Status:	<i>[e.g. under construction (including approx. % complete), in operation etc.]</i>
(9)	Key Dates and Milestones:	
<b>II. Description of Team Member Involvement</b>		
(10)	Proposer Team Member(s) or Affiliate(s) Involved:	

(11)	Role of Proposer Team Member(s) or Affiliate(s):	<i>[Including whether the entity was involved in all or just some phases or aspects of the project.]</i>
(12)	Key Personnel Involved, Roles & Responsibilities:	
<b>III. Technical Information</b>		
(13)	Source of debt/equity repayment:	
(14)	Project cost (nominal):	
(15)	Total debt incurred for the project:	
(16)	Total equity investment amount and Principal Participant's share (%) (respond N/A if Principal Participant did not provide equity):	
(17)	Description of financial role performed by the Principal Participant on the project (including whether directly or through an Affiliate):	
(18)	Relevance to Proposer's Project Approach:	
<b>IV. Reference</b>		
(19)	Name:	
(20)	Title & Employer (current):	
(21)	Title & Employer (at time of project/transaction):	
(22)	Role on the project:	
(23)	Relationship to project owner:	
(24)	Phone & Email:	
(25)	Location & Time Zone:	
(26)	Other:	<i>[Include any other notes that may be useful when speaking to this individual, e.g., that they are a non-English speaker, etc.]</i>

**FORM E: FINANCIAL OFFICER'S CERTIFICATE**

**Instructions**

Please generally see Section 14.3.2 along with 14.1.1 of the RFQ regarding Part C, Section C-6 of the SOQ. In addition:

- (1) Complete one Form E for each entity comprising an Equity Member.
- (2) As applicable, provide the following annexes: Annex 1 in accordance with paragraph (e) of this Form; Annex 2 in accordance with paragraph (f) of this Form, and Annex 3 in accordance with paragraph (g) of this Form.
- (3) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

I, [Name], the [Title] of [Name of Equity Member] (the **Company**), do hereby certify as of [Date]<sup>2</sup> that:

- (a) This certificate is being executed and delivered in connection with the SOQ (the **SOQ**) submitted by [Proposer Name] (the **Proposer**) in response to this Request for Qualifications (**RFQ**). Capitalized terms used but not defined herein shall have the meanings set forth in the RFQ.
- (b) As to the matters herein set forth below, I either have personal knowledge or have obtained information from officers or employees of the [Company] in whom I have confidence and whose duties require them to have personal knowledge thereof. I make the certifications herein to the Town pursuant to the requirements of the RFQ with the intent and understanding that they will be relied upon by the Town as a basis for the evaluation of the Proposer's SOQ.
- (c) **Financial Statements:** The audited financial statements provided by the Company [in the Proposer's SOQ for the fiscal years ended [\_\_\_], [\_\_\_] and [\_\_\_] [and the interim financial statements for the following periods [\_\_\_] and [\_\_\_]] are complete and correct copies thereof. Where the Company has provided unaudited financial results, such financial results present fairly, in all material respects, the financial position and results of operations and cash flows of the Company as of such dates and for such periods. The Company has no material contingent liabilities or unusual forward or long-term commitments not disclosed therein.<sup>3</sup>

<sup>2</sup> **Note to Proposers:** date must not be earlier than seven calendar days prior to the Stage 1 SOQ Due Date.

<sup>3</sup> **Note to Proposers:** for entities that do not prepare audited financial statements, Proposers should submit an RFQ Question to the Town by the 2<sup>nd</sup> Round Stage 1 RFQ Question Deadline in the Procurement Schedule outlining proposed information that would provide similar support to audited financial statements to seek confirmation of its appropriateness by the Town.

- (d) **Off-Balance Sheet Liabilities:** The Company does not have any material off-balance sheet liabilities [other than as described in the financial statements referred to above] [other than the following: [\_\_\_\_\_]].
- (e) **Financial Member Information Sheet:** Attached hereto as Annex 1 is a completed Financial Member Information Sheet relating to the Company. All the information provided in the attached Annex 1 is complete and correct to the best of my knowledge.
- (f) **Bankruptcy/Insolvency Proceedings:** [There has been no Insolvency Event relating to the Company or any person or entity which directly or indirectly, through one or more intermediaries, controls, or is controlled by, or is under common control with, the Company which has occurred within the most recent three (3) fiscal years (whether or not such proceeding was ultimately dismissed).] [Attached hereto as Annex 2 is a detailed description of an Insolvency Event relating to [Entity Name].]<sup>4</sup>
- For the purposes of this Form, Insolvency Event means any voluntary or involuntary bankruptcy, insolvency, liquidation, restructuring, suspension of payments, scheme of arrangement, appointment of provisional liquidator, receiver or administrative receiver, resolution, or petition for winding-up or similar proceeding, under any applicable law, in any jurisdiction.
- (g) **Material Changes in Financial Condition:** No material change in the financial condition of the Company has occurred or is projected to occur, as applicable (i) within the most recently completed three (3) fiscal years that is not reflected in its audited financial statements; (ii) since the date of its audited financial statements for its most recently completed fiscal year; or (iii) during the next fiscal quarter following the date of the SOQ. [Attached hereto as Annex 3 is a detailed description of material changes in the financial condition of the Company.

IN WITNESS WHEREOF, the undersigned is the [*Chief Financial Officer, Treasurer, or equivalent officer*] of the Company and has duly executed this certificate as of the date first written above.

By: \_\_\_\_\_ Print Name: \_\_\_\_\_  
Title: \_\_\_\_\_

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<sup>4</sup> **Note to Proposers:** Complete the appropriate certification. Delete the sentence that is not applicable. Do not provide an Annex 2 if there is no Insolvency Event to disclose.

**ANNEX 1 TO FINANCIAL OFFICER’S CERTIFICATE: FINANCIAL MEMBER INFORMATION SHEET**

**Instructions**

Please generally see Section 14.3.2 along with 14.1.1 of the RFQ regarding Part C, Section C-6 of the SOQ. In addition:

- (1) This Annex 1 must be completed for each entity comprising an Equity Member.
- (2) If applicable, this Annex 1 to the Financial Officer’s Certificate must include the following details:
  - (a) list current shareholders, equity members partners or equivalent holding a 5% or greater interest in the Company (indicate their percentage interest), as well as those having the right to appoint one or more board director(s). If such interest is held by a holding company, a shell corporation or other form of intermediary, also identify the ultimate or parent entity.
  - (b) list all credit ratings available for the firm and provide a copy of the most recent credit report.
- (3) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Annex 1: Financial Member Information Sheet**

**Proposer Team Name:**

**Role on Proposer Team:**

*(check all that apply)*

- Proposer
- Equity Member
- Lead Project Developer
- Lead Construction Manager
- Lead Design Firm
- Lead Terminal Operator
- Air Service Development Manager

**Name of Entity Completing This Form:**

**Is entity a joint venture member of the role checked above?**

- Yes
- No

Shareholder	Interest (%)
[Shareholder name]	

[Number of current shareholders, equity members partners or equivalent that have a holding of 5% of greater]	
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Rating Agency	Current Rating	Previous Rating	Date Of Change In Rating
[Rating agency name]			
[Debt of the [Company] is not rated by any major credit rating agency.]			
[Company] [has no debt]			

**ANNEX 2 TO FINANCIAL OFFICER’S CERTIFICATE: INSOLVENCY EVENT CERTIFICATION**

**Instructions**

Please generally see Section 14.3.2 along with 14.1.1 of the RFQ regarding Part C, Section C-6 of the SOQ. In addition:

- (1) If applicable, this Annex 2 must be completed for each entity comprising an Equity Member.
- (2) If applicable, this Annex 2 to the Financial Officer’s Certificate must include the following details regarding any Insolvency Event relating to the Company or any person or entity which directly or indirectly, through one or more intermediaries, controls, or is controlled by, or is under common control with, the Company which has occurred within the most recent three (3) fiscal years (whether or not such proceeding was ultimately dismissed).
- (3) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Annex 2: Insolvency Event Certification**

**Proposer Team Name:**

**Role on Proposer Team:**

*(check all that apply)*

- Proposer
- Equity Member
- Lead Project Developer
- Lead Construction Manager
- Lead Design Firm
- Lead Terminal Operator
- Air Service Development Manager

**Name of Entity Completing This Form:**

**Is entity a joint venture member of the role checked above?**

- Yes
- No

**Insolvency Event**

For purposes of this Annex 2 an “Insolvency Event” means, in respect of any Person,

- (a) any of: (i) the commencement of a voluntary case under Federal bankruptcy law; (ii) the filing of a petition seeking to take advantage of any other law, domestic or foreign, relating to bankruptcy, insolvency, reorganization, winding up or composition for adjustment of debts; (iii) the application for or the consent to the appointment of, or the taking of possession by, a receiver, custodian, trustee, or liquidator of itself or of a

**Insolvency Event**

- substantial part of its property, domestic or foreign; (iv) the admission in writing of its inability to pay its debts as they become due; (v) the making of a general assignment for the benefit of creditors; or (vi) the taking of any corporate (or equivalent) action for the purpose of authorizing any of the foregoing; or
- (b) the commencement of a case or other proceeding against such Person in any court of competent jurisdiction seeking: (i) relief under Federal bankruptcy law or under any other law, domestic or foreign, relating to bankruptcy, insolvency, reorganization, winding up or adjustment of debts; or (ii) the appointment of a trustee, receiver, custodian, liquidator or the like for such Person or for all or any substantial part of their respective assets, domestic or foreign, and: (A) the petition that commenced such case or proceeding is not contested by such Person within the amount of time provided under Law; or (B) either: (I) such case or proceeding continues without dismissal or stay for a period of 60 Days; or (II) an order granting the relief requested in such case or proceeding (including, but not limited to, an order for relief under such federal bankruptcy law) is entered and not appealed to the extent that the order for relief is stayed.

*Please explain:*

**ANNEX 3 TO FINANCIAL OFFICER’S CERTIFICATE: MATERIAL CHANGES IN FINANCIAL CONDITION CERTIFICATION**

**Instructions**

Please generally see Section 14.3.2 along with 14.1.1 of the RFQ regarding Part C, Section C-6 of the SOQ. In addition:

- (1) If applicable, this Annex 3 must be completed for each entity comprising an Equity Member.
- (2) If applicable, this Annex 3 to the Financial Officer’s Certificate must include the following details regarding material changes in the Company’s financial condition: (a) a description of each material change, actual and projected, and any related changes or disruptions in executive management; (b) actual and projected impacts on the affected entity’s organizational and financial capacity and its ability to remain engaged in this procurement and submit a responsive SOQ; (c) detailed description of any other projected impacts, positive and negative, of the changes experienced and anticipated to be experienced in the periods ahead, including the likelihood that the circumstances of the change or impacts thereof will continue during the Project term; and (d) estimates of the impact on revenues, expenses and the change in equity must be provided separately for each material change.
- (3) Proposers should note that references to the notes in the financial statements are not sufficient to address the requirement to discuss the impact of material changes. Where a material change will have a negative financial impact, the affected entity must describe measures that would be undertaken to insulate the Project from any recent material changes and those currently in progress or reasonably anticipated in the future. If its financial statements indicate that expenses and losses exceed income in each of the three (3) completed fiscal years (even if there has not been a material change), the affected entity must describe measures that will be undertaken to make the entity profitable in the future and an estimate of when the entity will be profitable.
- (4) Proposers should delete this instructions box and additional instruction notes prior to submitting this Form.

**Annex 3: Material Changes in Financial Condition Certification**

**Proposer Team Name:**

**Role on Proposer Team:**

*(check all that apply)*

- Proposer
- Equity Member
- Lead Project Developer
- Lead Construction Manager
- Lead Design Firm
- Lead Terminal Operator
- Air Service Development Manager

**Name of Entity Completing This Form:**

**Is entity a joint venture member of the role checked above?**

Yes  
No

**Material Changes in Financial Condition**

*Please explain:*