

A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation ("GSPDC") was convened in public session at the offices of the GSPDC located at 333 West Washington Street, Suite 130, Syracuse, New York 13202 on May 14, 2013 at 12:30p.m.

The meeting was called to order by the Chairman and, upon roll being called, the following directors of the GSPDC were:

PRESENT:

Vito Sciscioli, Chair
Daniel Barnaba, Treasurer
Dwight L. Hicks, Secretary
James Corbett

ABSENT:

Mary Beth Primo, Vice Chair

FOLLOWING PERSONS WERE ALSO PRESENT:

Katelyn Wright Acting Executive Director
John P. Sidd, Esq. GSPDC Counsel

The following resolution was offered by Daniel Barnaba, seconded by James Corbett, to wit:

Resolution No.: 21

**RESOLUTION APPROVING REQUEST FOR PROPOSALS
FOR ACCOUNTING AND BOOKKEEPING SERVICES**

WHEREAS, New York Not-For-Profit Corporation Law §1606 authorizes GSPDC to employ such agents and employees as it may require and to determine the qualifications and fix the compensation and benefits of such persons; and

WHEREAS, the Members of the Board have decided that it is necessary for GSPDC to hire an accounting firm to provide accounting and bookkeeping services; and

WHEREAS, the Members of the Board have reviewed the terms and conditions of the Request for Proposals attached hereto as Schedule A.

NOW, THEREFORE, BE IT RESOLVED BY THE GREATER SYRACUSE PROPERTY DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

Section 2. The Members of the Board hereby approve the Request for Proposals for accounting and bookkeeping services on behalf of GSPDC (the "RFP") in substantially the form thereof presented at this meeting and attached hereto as Schedule A, such changes, variations, omissions and insertions thereto as the Chairman shall approve.

Section 3. The Chairman of GSPDC is hereby authorized and directed to execute all documents on behalf of GSPDC which may be necessary or desirable to further the intent of this Resolution and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. The Members of the Board hereby authorize the Hiring Committee to issue the RFP to any qualified firms and to conduct the selection process described in the RFP.

Section 5. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

| | | |
|-----------------|--------|--------|
| Vito Sciscioli | VOTING | Yes |
| Mary Beth Primo | VOTING | Absent |
| Daniel Barnaba | VOTING | Yes |
| Dwight L. Hicks | VOTING | Yes |
| James Corbett | VOTING | Yes |

The foregoing Resolution was thereupon declared and duly adopted.

STATE OF NEW YORK)
COUNTY OF ONONADAGA) ss.:

I, the undersigned Secretary of the Greater Syracuse Property Development Corporation (the "Agency"), DO HEREBY CERTIFY, that I have compared the foregoing extract of the minutes of the meeting of the directors of GSPDC, including the Resolution contained therein, held on May 14, 2013 with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of GSPDC and of such Resolution set forth therein and of the whole of said original so far as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all directors of GSPDC had due notice of said meeting; (B) said meeting was in all respect duly held; (C) pursuant to Article 7 of the

Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the directors of GSPDC present through said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of GSPDC this 14th day of ~~May~~, 2013.

17th June, (Dh)


Dwight L. Hicks, Secretary

**GREATER SYRACUSE
PROPERTY DEVELOPMENT CORPORATION**

201 East Washington Street, Suite 500
Syracuse, NY 13202
Tel (315) 448-8177 Fax (315) 448-8705

May 14, 2013

Request for Proposals

ACCOUNTING AND BOOKKEEPING SERVICES for
the Greater Syracuse Property Development Corporation

I. INTRODUCTION

The Greater Syracuse Property Development Corporation (GSPDC or Land Bank herein) is seeking proposals for accounting and bookkeeping services on a fee basis. As the GSPDC's inventory grows to several hundred properties within the next year expenses will include payments to property maintenance vendors, contractors, and overhead expenses such as payroll, insurance premiums, information technology services, and the like. Deposits will include grants and proceeds from the sale of real estate. The GSDPC is required to comply with the New York Public Authorities Accountability Act (PAAA) and accounting practices should comply with Governmental Accounting Standards.

II. BACKGROUND

The Greater Syracuse Property Development Corporation was established by an Intermunicipal Agreement between the GSPDC of Syracuse and County of Onondaga as a not-for-profit Land Bank, pursuant to Article 16 of the New York Not-For-Profit Corporation Law (“NPCL”). The Corporation's mission is to address the problems of vacant, abandoned, or tax delinquent property in the GSPDC of Syracuse and the County of Onondaga in a coordinated manner through the acquisition of real property pursuant to New York Not-for-Profit Corporations Law section 1608 and returning that property to productive use in order to strengthen the economy, improve the quality of life, and improve the financial conditions of the municipalities. In light of its public purpose, the Land Bank is exempt from local property taxes, but is subject to special assessments.

This is a newly established organization and one of the first five Land Banks in New York created under the recently adopted Land Bank Act. As such, it is currently developing its operating policies and procedures, which are anticipated to evolve and be refined extensively in the coming years. It is anticipated to engage in a broad variety of residential and commercial redevelopment in the coming year(s) including, but not limited to, acquisition of derelict and underutilized properties, management of occupied properties, rehabilitation of vacant and/or occupied properties, assembly of larger parcels, and marketing of properties for sale.

III. SCOPE OF SERVICES

The purpose of this RFP is to obtain accounting services from July 1, 2013 through December 31, 2013 with the option to renew annually for each of the two subsequent fiscal years.

- A. Post all transactions to GSPDC general ledger maintained by contractor using accounting software (software to be approved jointly by GSPDC and the contractor).
- B. Manage accounts payable and accounts receivable. Track expenses and receipts both by *project* (property address or general overhead) and by *program* (rehab, demolition, side-lot sale, property sales, etc.) as defined by GSDPC staff and indicated on each invoice. GSPDC staff should have viewing access to this software and the ability to query and pull reports by program, project, and any other variables assigned to each financial activity for tracking purposes.
- C. Prepare monthly financial reports detailing all operating revenues, expenditures, and other fund balance transactions of GSPDC, and deliver them electronically to GSPDC staff prior to the monthly Board of Directors meetings.
- D. On a quarterly basis, prepare summary and detailed balance sheets along with budget-to-actual comparison and a six-month cash flow projection.
- E. Upon approval of the designated staff member, prepare checks, or run a check register for approval, for necessary operating expenses of the Corporation for signature on a weekly basis. Verify that all invoices submitted by GSPDC staff are accompanied by required backup documentation as determined by GSPDC (vendor invoice, reference to vendor contract if applicable, resolution from the board of directors for expenses exceeding a specified amount, etc.) prior to processing payment. Whenever possible the contractor will use online, auto-payment, EFTs and other payment methods that reduce the use of paper, postage and transaction fees; in the case of electronic payments, GSPDC authorized signatories will be provided with a summary of transactions for authorization prior to payment.
- F. Reconcile all GSPDC bank accounts to general ledger.
- G. Attend at least one meeting of the GSPDC Board of Directors or Finance Committee annually in order to brief board members on relevant IRS, PAAA, or accounting rules and other topics as requested.
- H. Prepare payroll checks for staff, maintaining required documentation to meet federal, state, and local regulations and provide year end reporting of each staff member in compliance with said regulations.
- I. Process other ongoing personnel-related expenditures including state and federal taxes, Workman's Compensation insurance, disability insurance, health insurance, and retirement contributions.
- J. Maintain adequately-detailed fund accounting records such that discrete reports for each funding source (i.e. grants), program or project can be produced on a regular basis. Work

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with Executive Director/CFO to ensure all reporting deadlines are clearly identified and reports meet the requirements of each funding source, program or project.

- K. Provide access to all financial records and project files to an independent auditor, to be hired by the GSPDC, annually in order to comply with the PAAA certified audit requirement.

All transactions will be initiated and approved by GSPDC staff. Some expenses (such as special assessments, utility bills, subscription-based services and the like) may be authorized by staff on recurring basis for a specified period of time.

The contractor will maintain all records in accordance with state record retention laws, but all records will remain property of the GSPDC and will be surrendered to the GSPDC upon request.

The contractor will not release records or information related to the GSPDC without a request for information submitted to and approved by the GSPDC.

IV. QUALIFICATIONS

The proposer must demonstrate the capability to perform the above stated accounting services in accordance with governmental accounting principles and other procedures as required by the IRS, State of New York, and GSPDC.

V. INSURANCE REQUIREMENTS

The declaration page from the Contractor's general liability insurance policy, showing accounting staff is bonded against theft or mismanagement of funds, will be required prior to entering into a Services Agreement with the GSPDC. Contractors should attach this to their Proposal or affirm that they will provide it upon awarding the job.

Contractors shall be required to secure, at their expense, a professional liability insurance policy with contractual liability insurance. The insurance shall be in the minimum amount of \$1,000,000 per claim and \$1,000,000 as the aggregate of liability. A certificate of insurance showing your General Liability insurance policy will also be required in the amount of \$1,000,000 per claim and \$2,000,000 total along with your Auto and Worker Compensation. Both policies shall name the GSPDC as additionally insured. The GSPDC also requires the declarations page from your General Liability policy which shows the endorsement that the GSPDC is indeed and additional insured.

Notwithstanding any terms, conditions or provisions, in any other writing between the Parties, the proposer hereby agrees to effectuate the naming of the GSPDC as unrestricted additional insured on the proposer's insurance policies, with the exception of Workers' compensation.

A copy of the certificate shall be mailed to the GSPDC no less than two weeks before the contract takes effect. The certificates shall be issued to the GSPDC with a provision that in the event the policies are either cancelled or diminished, at least 30 days prior notice thereof shall be given to the GSPDC. The

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successful bidder or any subcontractor shall not commence work under this contract until the GSPDC has approved such insurance. The successful proposer shall require any subcontractor(s) to provide all of the requirements of this section before any work are to commence.

- A. Comprehensive General Liability Insurance: including Premise-Operations, Premise-Operations, Products/Completed Operations, Contractual, Personal Injury and Owner-Contractors Protective. Coverage shall be in the amount of \$1,000,000 per Occurrence, Combined single Limit.
- B. Automotive Liability Insurance: on owned, hired, leased, or non-owned autos in the amount of \$1,000,000 occurrence combined Single Limit.
- C. Worker's Comprehensive & Employer's Liability Insurance: statutory Worker's compensation and Employer's Liability insurance for all of his employees to be engaged in work under the contract and if such work is sublet, the contract shall require the subcontractor to provide Workmen Compensation and Employer's Liability Insurance for all of the latter employees to be engaged in such work.

VI. MINORITIES AND WOMEN BUSINESS ENTERPRISES

- 1. Required Provisions. The Successful proposer agrees the below referenced provisions and further agrees that all such provisions shall be incorporated into the final contract.
 - a. That it will not discriminate against employees or applicants for employment because of race, creed, color, national origin, sex, age, disability or marital status, and will undertake or continue existing programs of affirmative action to ensure that minority group members and women are afforded equal employment opportunities without discrimination. For purposes of this section affirmative action shall mean recruitment, employment, job assignment, promotion, upgradings, demotion, transfer, layoff, or termination and rates of pay or other forms of compensation.
 - b. At the request of the Land Bank, the successful proposer shall request each employment agency, labor union, or authorized representative of workers with which it has a collective bargaining or other agreement or understanding, to furnish a written statement that such employment agency, labor union, or representative will not discriminate on the basis of race, creed, color, national origin, sex, age, disability or marital status and that such union of representative will affirmatively cooperate in the implementation of the proposer's obligations herein.
 - c. The proposer shall state in all solicitations or advertisements for employees, that, in the performance of the contract, all qualified applicants will be afforded equal employment opportunities without discrimination because of race, creed, color, national origin, sex, age, disability or marital status.

Except that the provisions of this section shall not be binding upon the proposer in the performance of work or provision of services unrelated, separate, and distinct from the contract for services with the Corporation.

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2. Copies of related Documents:
 - a. A directory of MWBE certified businesses may be found at:
<https://ny.newnycontracts.com>.
 - b. A copy of the MWBE required regulations may be found at:
http://www.esd.ny.gov/MWBE/Data/122210_MWBE15-ARegs.pdf
3. Land Bank MWBE Goals. The Land Bank has established goals for MWBE procurement goals for non-construction related services as follows:
 - a. certified minority-owned business enterprises: nineteen and sixty hundredths percent (19.60%);
 - b. certified women-owned business enterprises: seventeen and forty-four hundredths percent (17.44%);
4. Utilization Plan- A successful proposer must submit with their proposal a utilization plan for achieving the goals established by the Corporation for certified minority and women owned businesses enterprises in relation to the contract. A form for the utilization plan is attached as Exhibit “A”.
5. Waivers- The Corporation may grant a partial or total waiver of goal requirements upon the submission of a waiver form by the Proposer documenting good faith efforts to meet the goal requirements of the contract upon the consideration of the following factors:
 - a. The number of certified minority or women owned business enterprises available to perform on subcontractable scopes of the contract;
 - b. The total value of the contract;
 - c. The contract scope of work to be performed;
 - d. The property size;
 - e. The availability of other businesses located in the region qualified to do the work to be performed; and
 - f. The ability of certified minority and women owned business enterprises located outside the region to perform the contract.

If the goals cannot be met by the proposer in the proposer’s utilization plan, the proposer should request a partial or total waiver of goal requirements at the time of submission. A waiver form is provided as Exhibit “B”. All requested information must be included if a waiver is to be granted.

VII. RESPONSE ENCLOSURES

- Provide your fee proposal including the individual billing rates of any staff who may be assigned to GSPDC’s account for the period of July 1, 2013 through December 31, 2013.
 - List expenditures that will be absorbed by the contractor (postage, copy charges, etc.)
 - List expenditures that will be additional charges to GSPDC
 - Indicate proposed billing rate for expanded services if the need for such should arise

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This initial six-month term will include the labor-intensive process of establishing standard procedures and operating experience will enable better understanding of the staff-time required for processing overhead expenses and an increasing volume of property-management expenses and deposits. For this reason, the fee schedule may be renegotiated, if necessary, at the time of contract renewal.

- Explain the proposer’s approaches to performing the accounting services. Describe the level of assistance that will be expected from GSPDC staff.
- Detail your experience in providing accounting and tax services for not-for-profit companies and/or governmental entities. List current and past clients along with the names, telephone numbers and email addresses of contact persons and number of years services were provided.
- Provide information on whether you provide services to any other associations, groups, or companies involved in economic development and real estate development.
- Discuss your organization’s staffing, including education, certifications, experience and turnover rate within the last three years.
- Identify the in-charge accountant or manager who will be assigned to GSPDC’s account if the GSPDC chooses your organization in this process.
- Describe how and why your organization is different from your competitors’ and why selection of your firm as GSPDC’s independent accountants is the best decision.

VIII. PROPOSAL SUBMISSION

An electronic version (submitted to GSPDC@SyrGov.net) and five (5) hard-copies of the Proposal and other required documents must be submitted, clearly marked with the name of the Proposal and the name and address of the Contractor. Contractors mailing proposals shall allow sufficient time for delivery. Proposals must be received no later than **12:00 P.M. on Monday, June 3, 2013** at the following address:

Greater Syracuse Property Development Corporation
201 E. Washington Street, Suite 500
c/o Katelyn Wright, Bureau of Planning & Sustainability
Syracuse, NY 13202

Direct any questions to Katelyn Wright at (315) 448-8177 or GSPDC@SyrGov.net.

The Proposal submitted by the individual Contractor is the document upon which the GSPDC will make its initial judgment regarding the Contractor’s qualifications, understanding of the GSPDC’s scope and objectives, and ability to complete services under the contract.

Submission of any Proposal indicates acceptance of the conditions contained in this RFP, unless clearly and specifically noted otherwise in the Proposal. The GSPDC reserves the right to reject any and all Proposals, in whole or in part, submitted in response to this RFP. The GSPDC reserves the right to waive any and all informalities and to disregard all non-conforming, non-responsive, or conditional Proposals.

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The GSPDC may, at any time by written notification to all Contractors, change any portion of the RFP described and detailed herein. All questions concerning this RFP shall be submitted to the designated person listed in this section above in writing. Replies will be issued by Addenda mailed or delivered to all parties recorded as having received this RFP.

IX. PROPOSAL EVALUATION, REVIEW AND SELECTION PROCESS

Proposals will remain valid until the awarding of the bid by the GSPDC, unless otherwise rejected consistent with this RFP.

The GSPDC Hiring Committee will evaluate the proposals to determine whether the requirements of this RFP are met and to make a recommendation to the GSPDC Board of Directors for final decision. During the evaluation of Proposals, the Hiring Committee may require clarification of information or may invite contractors to an oral presentation to clarify and or validate Proposal contents.

Proposals shall be evaluated based on the merits of the contractors' qualifications. The successful contractor will be required to enter into a Services Agreement with the GSPDC.

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