



Clean Energy Business Growth & Development  
Program Opportunity Notice (PON) 1260  
\$ 6,400,000 Available

**Proposal Due Dates:**    March 4<sup>th</sup>, 2009 by 5:00 PM Eastern Time\*, Round 1  
                                      August 5<sup>th</sup>, 2009 by 5:00 PM Eastern Time\*, Round 2  
                                      January 6<sup>th</sup>, 2010 by 5:00 PM Eastern Time\*, Round 3  
                                      June 2<sup>nd</sup>, 2010 by 5:00 PM Eastern Time\*, Round 4  
                                      November 3<sup>rd</sup>, 2010 by 5:00 PM Eastern Time\*, Round 5

**Program Summary:** The New York State Energy Research and Development Authority (NYSERDA) seeks to support the growth and development of clean energy companies in New York State by supporting business activities that enable their expansion. Clean energy includes energy and power generation from renewable resources, as well as energy efficient technologies in the power generation, energy storage, transportation, industrial, or building sectors that use alternative fuels or reduce the consumption of fossil fuels and provide environmental benefits. These technologies may be full systems or components of systems.

**Proposals:** Business development projects supported under this program will be aimed at increasing the proposers' access to markets, customers and partners, and building their capacity to serve a new or expanded customer base. Production incentives or subsidies for the installation and operation or demonstration of any technology will not be funded under this PON, nor will technology development activities.

**Funding:** Five separate rounds are scheduled under this PON and total available funding is \$6,400,000. All, or none, of the available funds could be allocated in any round. The maximum project award is \$200,000, which must be matched by contractor cost share. NYSERDA business consultants may also be made available to assist companies in achieving their objectives.

**Eligibility:** Proposers should be businesses with operations in NYS seeking to initiate new operations or expand existing ones, or businesses outside NYS willing to open operations in NY as part of work under this PON. Companies may be well established or early stage enterprises, but must have a product or service that is commercial or in a near commercial stage of development. Technologies requiring additional R&D will not be eligible for funding under this solicitation, and technology development activities are explicitly excluded.

**Proposal Submission:** Proposers must submit ten (10) copies of the proposal with a completed and signed Proposal Checklist attached to the front of each copy, one of which must contain an original signature. Proposals must be clearly labeled and submitted to:

**Roseanne Viscusi, PON 1260  
NYS Energy Research and Development Authority  
17 Columbia Circle  
Albany, NY 12203-6399**

If you have technical questions concerning this solicitation, contact either Sarah Osgood at (518) 862-1090, ext. 3301 or [sjo@nyserda.org](mailto:sjo@nyserda.org) or Michael Shimazu at (518) 862-1090, ext. 3478 or [mhs@nyserda.org](mailto:mhs@nyserda.org). If you have contractual questions concerning this solicitation, contact Nancy Marucci at (518) 862-1090, ext. 3335 or [nsm@nyserda.org](mailto:nsm@nyserda.org).

No communication intended to influence this procurement is permitted except by contacting either Sarah Osgood (Designated Contact) at (518) 862-1090, ext. 3301 or [sjo@nyserda.org](mailto:sjo@nyserda.org) or Michael Shimazu (Designated Contact) at (518) 862-1090, ext. 3478 or [mhs@nyserda.org](mailto:mhs@nyserda.org). Contacting anyone other than these Designated Contacts (either directly by the proposer or indirectly through a lobbyist or other person acting on the proposer's behalf) in an attempt to influence the procurement: (1) may result in a proposer being deemed a non-responsible offerer, and (2) may result in the proposer not being awarded a contract.

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

## I. INTRODUCTION

The New York State Energy Research and Development Authority (NYSERDA) is a public benefit corporation established by the New York State Legislature in 1975. Its mandate is to use innovation and technology to solve some of New York's most difficult energy and environmental problems in ways that improve the State's economy. NYSEDA does so through research and development programs and consumer-oriented efforts.

This solicitation is partially funded under the **New York Energy \$mart<sup>sm</sup>** program, which is designed to encourage energy efficiency to reduce operating costs, lower emissions from electric generation, and reduce the strain on the State's transmission system. The New York Energy \$mart<sup>sm</sup> Program is funded by the System Benefits Charge (SBC) and covers the territory consisting of Central Hudson Gas & Electric Corp., Consolidated Edison Company of New York, Inc., New York State Electric & Gas Corporation, National Grid, Orange and Rockland Utilities, Inc., and Rochester Gas & Electric utility service areas.

Through this solicitation, NYSEDA seeks to help clean energy companies grow and develop new markets for clean technologies through new, improved, or expanded manufacturing, assembly, installation, distribution, sales and/or service of clean energy equipment and systems in New York State. Other NYSEDA programs to assist clean energy businesses include funding for environmentally preferred technology product development and demonstrations (see the solicitation for Environmentally Preferred Power Generation and Energy Storage Technologies) and for developing and expanding manufacturing facilities (see the solicitation for Renewable, Clean Energy and Energy Efficient Product Manufacturing Program, PON 1176). For more information about current New York Energy \$mart<sup>sm</sup> clean energy programs, incentives and activities please visit: [www.PowerNaturally.org](http://www.PowerNaturally.org).

The following sections of this Program Opportunity Notice are as follows:

- II. Eligibility (page 2)
- III. Program Requirements (page 3)
- IV. Proposal Requirements (page 4)
- V. Proposal Evaluation (page 8)
- VI. General Considerations (page 10)
- VII. Attachments (page 11)

## II. ELIGIBILITY

Proposers should be businesses with operations in NYS seeking to initiate new operations or expand existing ones, or businesses outside NYS willing to open operations in NY as part of work under this PON. Proposals may be submitted by individual companies or teams. Teaming arrangements are encouraged when necessary to meet project goals. Letters of interest or commitment from each identified team member should be included in an appendix to the proposal. The primary contractor of the team shall be identified and shall be responsible for maintaining continuous correspondence with NYSEDA and ensuring all deliverables applicable to the contract are provided to NYSEDA according to an approved time-line.

The technologies underlying the proposer's business must be commercially available, or nearly so, and not require any further R&D. Eligible technologies include systems or components of systems that generate power from renewable resources, as well as those energy efficient technologies in the power generation, energy storage, transportation, industrial, or building sectors that use alternative fuels or reduce the consumption of fossil fuels and provide environmental benefits.

Proposers must have sufficient financial resources to perform the proposed work, and must also have appropriate technical expertise, access to adequate information, and a good performance record.

If you are considering proposing to this solicitation, you should be able to answer 'yes' to the following questions:

- 1) Is your company located in New York State or planning to relocate to New York State as part of your proposed project?
- 2) Is your product or service commercially available or in a near commercial stage of development, requiring no additional research and development activities?
- 3) Is the technology that your product or service is based on a full system or component of a system that:
  - a) Generates power from a renewable resource? **OR**
  - b) Is an energy efficient power generation or energy storage technology that uses an alternative fuel

or reduces the consumption of fossil fuels and provides environmental benefits? **OR**

- c) Is an energy efficient transportation technology that uses an alternative fuel or reduces the consumption of fossil fuels and provides environmental benefits? **OR**
- d) Is an energy efficient industrial technology that uses an alternative fuel or reduces the consumption of fossil fuels and provides environmental benefits? **OR**
- e) Is an energy efficient building technology that uses an alternative fuel or reduces the consumption of fossil fuels and provides environmental benefits?

4) Does your company have the ability to match the requested NYSERDA funds?

### **III. PROGRAM REQUIREMENTS**

Proposers are asked to submit proposals for projects that address business development issues attendant to sustaining and growing a clean energy business in New York State, including those related to technology commercialization, fundraising, revenue expansion, and business operations to support sales growth.

Proposals may relate to launching new products and services, entering new energy-related markets with existing products and services, accelerating sales growth with existing products and services, financing new business ventures, joint ventures, and early stage companies, and developing business infrastructure or relationships that are necessary for an anticipated acceleration in sales. No research and development tasks will be allowed.

Specific tasks and activities may include, but are not limited to the following:

- Protection of intellectual property
- Development or redevelopment of a business plan
- Performance of market research
- Development and execution of a marketing plan
- Performing market tests
- Development of distribution channels
- Development of strategic alliances to access new markets or channels
- Production of sales collateral or user documentation
- Development and execution of customer or distributor training programs
- Performance of customer-required testing
- Performance of certification testing
- Development of a web-based transaction system
- Execution of a sales program
- Preparation of an offering prospectus
- Legal work associated with incorporation or fundraising
- Financial audits
- Preparation of investor presentations
- Preparation of due diligence documents and materials
- Distribution of offerings via intermediaries
- Review of term sheets
- Negotiation of stock purchase agreements
- Negotiation of loan or leasing agreements
- Development of joint ventures
- Development of a manufacturing plan
- Development of testing and quality control procedures
- Negotiation of manufacturing contracts or strategic alliances to manufacture goods
- Negotiation of supply agreements
- Implementation of customer relationship management systems and software
- Implementation of material requirements planning or enterprise resource planning systems
- Implementation and registration of quality management systems
- Implementation of financial control system
- Recruitment of key executives

Typical deliverables, which must be explicitly linked to project tasks and objectives, may include but not be limited to: business plans, marketing plans, financial plans, joint venture agreements, distribution agreements, supply agreements, employment contracts, engagement letters, investor packages, term sheets, due diligence materials, stock purchase agreements, financial audits, quality management system documentation, financial control system documentation, and other documents or certifications as appropriate.

#### **Project Funding**

Five separate rounds are scheduled under this PON and total available funding is \$6,400,000. All, or none, of the available funds could be allocated in any one round. The maximum project award is \$200,000, which must be matched by an equal amount of contractor cost share (i.e., at least 50% of total project costs). NYSERDA business consultants may also be made available to assist companies in achieving their objectives, at NYSERDA's cost; no cost-sharing will be required or credited for these services.

NYSERDA reserves the right, in its sole discretion, to make no awards, or to award less than the maximum amount set forth in this solicitation. Production incentives or subsidies for the installation and operation or

demonstration of any technology will not be funded under this PON, nor will technology development activities. Due to program funding limitations, project funding may be limited for businesses not paying into the Systems Benefit Charge (SBC) or for technologies that don't fall under the New York Energy \$mart<sup>sm</sup> program.

### **Limitations**

Production incentives or subsidies for the installation and operation of renewable generation will not be funded under this PON. Technology development activities and equipment purchases will not be supported. Proposers should be businesses with operations in NYS seeking to initiate new operations or expand existing ones, or businesses outside the State willing to open operations here as part of this PON. All technologies must be commercially available or in a near commercial stage of development. Technologies requiring additional R&D will not be considered under this PON.

### **Other Considerations**

In addition, note that:

- A proposal may be considered **non-responsive** if it fails to comply with the requirements above, the Proposal Requirements of Section IV, or the General Conditions of Section VI.
- Prior to an award being made, potential contractors may be required to demonstrate: access to financial resources sufficient to perform the proposed work, technical experience, and adequate facilities (or the ability to access them), a good performance record, and the ability to qualify for an award under applicable laws and regulations.

## **IV. PROPOSAL REQUIREMENTS**

Proposers must submit ten (10) copies of the completed proposal to the attention of Roseanne Viscusi at the address on the front of this Program Opportunity Notice. A completed and signed Proposal Checklist must be attached as the front cover of your proposal, one of which must contain an original signature. **Late proposals and proposals lacking the appropriate completed and signed Proposal Checklist will be returned.** Faxed or e-mailed copies will be not be accepted.

Proposals should not be excessively long or submitted in an elaborate format that includes expensive binders or graphics – double-sided prints with a staple in the upper left corner is the preferred format. Unnecessary attachments beyond those sufficient to present a complete, comprehensive, and effective response will not influence the evaluation of the proposal. Each page of the proposal should state the name of the proposer, the PON number, and the page number. The proposal must be in the following format and should present the items in the sequence indicated:

- Proposal Checklist
- State Finance Law Form
- Proposal Sections:
  1. Executive Summary
  2. Background & Business Case
  3. Statement of Work & Schedule
  4. Project Benefits
  5. Proposer Qualifications & Experience
  6. Budget
  7. Business Plan
  8. Appendices

**Proposal Checklist** - Complete the specific Proposal Checklist attached as part of this PON, and include it as the front cover of the original and each copy of the proposal. Please note the following:

- Indicate whether you accept the standard terms and conditions as contained in the attached Sample Agreement. If you do not accept the standard terms and conditions, provide alternate terms with justification based on the risk and benefit to NYSERDA and New York State.
- Be sure the individual who is signing the Proposal Checklist is authorized to commit the proposer's organization to the proposal as submitted.

## **Procurement Lobbying Requirements - State Finance Law sections 139-j and 139-k**

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

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

**1. Executive Summary** (one to two pages) – Briefly summarize the major elements of your proposal by providing:

- A two to three sentence description of your company and what products and/or services it provides.
- A one to two sentence description of your qualifications and identification of any pertinent project teaming arrangements, if applicable.
- A three to four sentence summary of the objective(s) of the proposed project and what activities it will include. For example, the objective may be a new business venture, an expansion of a current business, or a solution to an existing problem or challenge of the current business. Major tasks or activities involved in achieving the objective(s) should be summarized.
- A two to three sentence description of the proposed project's potential benefits to New York State, quantified to the degree possible, and identification of how those benefits will be measured and verified. Benefits may include, but are not limited to, items such as new business ventures started and expended, product sales, new jobs created, financing received, patents obtained, UL certification achieved, publications, and presentation at conferences.
- Total project costs and the funds requested of NYSERDA. The source of proposer cost-share should also be identified.

**2. Background & Business Case** (two to four pages) – Describe the background and business rationale for the proposed project. This section may draw upon and refer to analyses, forecasts, risk assessments, and other information provided in the Business Plan under Section 7.

- Provide a brief description of your company, its business model, the type(s) of products and/or services you currently provide, number of employees, sales and other sources of funds
- Describe the current opportunity to expand your business that is the object of your proposal. This might be the introduction of new products, services or business models, or the introduction of existing ones to new market segments, or a substantial expansion of the business into existing market segments. Summarize the data and analyses employed to estimate the size of this opportunity.
- Identify the target customers, distribution channel, and business model that will be employed to generate new revenue. Describe the economics of the product or service and identify the value proposition to the customer. Briefly describe your place in the value chain and describe your value added.
- Provide a brief description of the proposed project (elaborated in Section 3). Explain how it will benefit the company by supporting or enabling the pursuit of the expansion opportunity. Identify how success will be measured. Provide best-case, worst-case, and most likely outcomes.
- Describe how success in pursuing the business opportunity will benefit New York State. These benefits can be economic, or be cast in terms of energy savings and environmental impacts.
- Assess and quantify, if possible, the costs and risks of pursuing the opportunity, including financial and opportunity costs. Describe your approach to mitigating these risks.
- Describe the business risks involved with not pursuing the project.
- Explain your assessment of the relative costs, risks and benefits of the project. Describe how NYSERDA cost sharing of the proposed project might mitigate risks or improve the likelihood of project success.

**3. Statement of Work and Schedule** (two to four pages) – This is a significant element of the proposal, and will be closely reviewed and evaluated. The Statement of Work and Schedule must:

- Provide a task list identifying the activities necessary to grow or expand your business. A three- or five-sentence description of the work to be performed under each task should be included.
- Indicate whether the Statement of Work will involve updating, redeveloping, or otherwise modifying the business plan presented under Section 7 below.
- Provide a list of deliverables associated with each task with proposed milestone payments assigned to the deliverables. The magnitude of the milestone payments should be based on the amount of effort required to reach the deliverable. An example of a suitable task description and deliverable list is provided in the figure below.

**Figure 1. Example task description with deliverables and milestone payments**

**Task 2. Business Plan Development**  
 A detailed and comprehensive business plan, based on the preliminary business plan, will be developed. The business plan will include product specifications, target customers, a marketing strategy, licensing, and manufacturing plans. A financial analysis of the business, including capital requirements, income projects, cash flows, and material, operating, and labor costs will be included. A schedule of all actions necessary to execute the business plan will also be developed. Potential barriers to success will be included, along with a market opportunities comparison.

Task 2 Deliverables & Associated Payments:

- Draft Business Plan (\$x,xxx)
- Final Business Plan (\$x,xxx)

- Account for NYSERDA reporting requirements. NYSERDA will expect to receive written progress reports and a final report, and have occasional project meetings, as part of the project management activities.
- Provide an overall schedule of the project and timing of major tasks and deliverables. Each deliverable identified in the Statement of Work should be included in the schedule. Projects should be completed within 12-24 months and those that result in near term results/benefits will be given preference. An example of a suitable schedule is provided in the figure below.

**Figure 2. Example schedule**

**Schedule**  
 The project is estimated to require 12 months; individual tasks and deliverables are scheduled to be completed as shown below.

Tasks	Months											
	1	2	3	4	5	6	7	8	9	10	11	12
1. Project Management												
2. Business Plan Development												
• Draft Business Plan			X									
• Final Business Plan						X						
3. Sales & Marketing												
• Draft Marketing Plan			X									
• Final Marketing Plan					X							
• Completion of 5 Orders									X			
4. Financing												
• Investor Packet Prepared							X					
• Agreement of Terms										X		
• Financing Completed												X

**4. Project Benefits** (one to two pages) – Outline benefits as follows:

- Quantify the following potential direct benefits to New York State to the extent possible:

- Energy benefits (e.g.: reduced fossil fuel use through displaced conventional technologies, fuel economy improvements, amount of alternative fuel use, etc.)
- Environmental benefits (e.g.: emission reduction, elimination of hazardous materials, etc.)
- Economic benefits (e.g.: manufacturing jobs or technical services jobs created or retained, financing received, products/services sold, etc.)
- Identify other benefits (e.g.: new business ventures started and expended, patents obtained, UL certification achieved, publications, presentation at conferences, etc.).
- Describe how the success of the project can be measured or verified.

**5. Proposer Qualifications & Experience** (two to four pages, depending on team size) – Identify:

- Proposer and any other team members with a clear description of the roles and responsibilities of each team member in completing the work plan. (Note: Subcontracts of \$25,000 or more are subject to competitive bid procedures except where the proposal identifies a specific subcontractor as an integral participant in the proposed work; see Sample Agreement).
- Project Manager and other key individuals.
- Relevant qualifications, abilities, and experience of all individuals named above. Resumes of key individuals should be included in the Appendices. Note, prior to an award being made, potential contractors may be required to demonstrate: access to financial resources sufficient to perform the proposed work, pertinent technical experience, adequate facilities (or the ability to access them), a good performance record, and the ability to qualify for an award under applicable laws and regulations.
- The level of involvement of each team member in relevant past projects, with specific roles and responsibilities identified, along with the deliverables/key results of those project(s).
- NYSERDA contracts awarded to and proposals submitted by the proposer, if any, in the past five years, with the status of those contracts briefly described.

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

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

	Cash	In-Kind Contribution	Total
<b>NYSERDA</b>	\$	\$	\$
<b>Proposer</b>	\$	\$	\$
<b>Others (list individually)</b>	\$	\$	\$
<b>Total</b>	\$	\$	\$

Attach supporting documentation to support indirect cost (overhead) rate(s) included in your proposal as follows:

1. Describe the basis for the rates proposed (i.e., based on prior period actual results; based on projections; based on federal government or other independently-approved rates).
2. If rate(s) is approved by an independent organization, such as the federal government, provide a copy of such approval.

3. If rate(s) is based on estimated costs or prior period actual results, include calculations to support proposed rate(s). Calculation should provide enough information for NYSERDA to evaluate and confirm that the rate(s) are consistent with generally accepted accounting principles for indirect costs.

NYSERDA reserves the right to audit any indirect rate presented in the proposal and to make adjustment for such difference. Requests for financial statements or other needed financial information may be made if deemed necessary.

**7. Business Plan** – To provide context for the proposed project, a current business plan, prepared to a level of refinement appropriate for the stage of the company, must be included. Note that it may also be appropriate to include a task in the statement of work to update, elaborate or improve upon the current business plan. The business plan should include:

- A description of the proposing company's history, size, and business model
- An analysis of the markets for the company's products and services
- A description of the value proposition of the product or service and the company's place in the value chain
- The company's marketing and sales strategy
- The company's plan to expand operations, including manufacturing
- A financial plan describing anticipated capital needs and sources
- A five year forecast of sales, profits and losses, and cash flows
- An assessment of business risks
- Three years of financial statements, including quarterly statements for the latest year comprising balance sheet, statement of operations and statement of cash flows, should be provided in the appendices. For companies with an operating history of less than three years, as much history as possible should be provided.

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

- **Letters of Interest or Commitment** – If you are relying on any other organization to do some of the work, provide services or equipment, or share in the non-NYSERDA cost, include a letter from that organization describing their planned participation and signed by a person authorized to contractually obligate the organization. Also include letters of interest or commitment from businesses or other organizations critical to the future commercialization, demonstration, or implementation of the project. Absence of letters of interest or commitment will be interpreted as the proposer not having support from the identified parties.
- **Exceptions to the Terms and Conditions** – If you do not accept the standard terms and conditions as contained in the attached Sample Agreement, provide alternate terms with justification based on the risk and benefit to NYSERDA and New York State.
- **Potential Conflicts of Interest** – Identify the nature of any potential conflicts of interest among team members in providing services to NYSERDA under this PON. Fully discuss possible conflicts of interest, actual and perceived, which could arise in connection with performance by team members of the proposed contract. Describe how your firm would resolve conflicts of interest. In the event that NYSERDA determines that a team member may have a conflict of interest or the appearance of such, NYSERDA may: (1) take this into consideration in evaluating the proposal; (2) exclude the proposer from consideration for an award; (3) adjust the scope of work to avoid the conflict of appearance of conflict; or (4) negotiate other appropriate actions with the team member to avoid the conflict or appearance of conflict.

## V. PROPOSAL EVALUATION

Proposals will be reviewed against by a Technical Evaluation Panel (TEP) using the Evaluation Criteria below, listed in order of importance. Proposers may be asked to make themselves available on a specific date, if they so desire, to answer any potential questions from the TEP that may arise during review of their proposal. After final consideration and evaluation of the proposals and presentations (if required), NYSERDA will issue a letter to each

proposer indicating the proposal evaluation results. Proposers receiving favorable evaluations will be invited to enter into contract negotiations with NYSERDA. The proposer will be required to submit a detailed statement of work, budget, and schedule, and may also be asked to address specific questions or recommendations of the TEP before contract award.

**Evaluation Criteria** – The following criteria will be used to evaluate the proposal.

### **Quality of the Business Case**

- Does the proposal present sound business reasons for undertaking the proposed project? Do these reasons relate to the expansion of the business?
- Are the technologies utilized in products and services that are the subject of the proposal commercially available, or nearly so, and require no further research and development?
- How substantial is the expected business expansion opportunity to the proposer?
- Is the proposer's assessment of its opportunities supported by presented data, information, and analysis?
- Are the proposer's forecasts reasonable based on presented data, information, and analysis?
- Are the operational objectives of the project clearly related to the attainment of business benefits?
- How well have potential risks been identified and described? How sound is the proposer's approach to mitigating these risks?
- How do the financial and operational risks of the project balance against its potential benefits?
- How much impact might NYSERDA funding have in mitigating the risks of the anticipated expansion of the business? How critical is the proposed project to the proposer's ability to expand its business as expected?
- Is the proposer's business plan realistic?

### **Quality of the Proposal and Statement of Work**

- Is the proposal well-organized, well-written, and complete?
- Does the proposal contain information sufficient to evaluate its merits? Are the business plan, financial data, market assessments, marketing plan, and other analyses and forecasts of a sufficient level of refinement, as appropriate for the stage of development of the proposer?
- How responsive is the proposal to NYSERDA's request as specified in this PON?
- Is the proposed work well-conceived and likely to succeed? Is it likely to achieve the objectives and attain the business benefits set forth in the proposal?
- Are the strategies and tasks proposed appropriate to meet the objectives and attain the business benefits?
- Is the Statement of Work and Schedule clear? Are significant project milestones identified and scheduled?
- How feasible is the proposer's plan to coordinate all team members' activities?
- Does the proposal clearly indicate the proposer's specific role in and relationship to proposed activities?

### **New York State Benefits**

- Will this project result in new and expanded clean energy business and an increase in employment in New York?
- To what degree will the proposed effort increase markets or adoption of clean energy systems in New York State?
- How substantial are the proposed benefits of project success, both to the proposer and to the State?
- How well does the proposal add to the diversity of NYSERDA's project portfolio?

## Proposer Qualifications

- How complete is the proposer's management team? Does the proposer's management team demonstrate prior experience in the area of work proposed? Are resumes provided for key personnel?
- Are the roles of the project team, including external team members, clearly defined?
- How complementary are the skills and background of the team members? Is team experience appropriate for carrying out the project as proposed?
- Do the proposing company's history, core capabilities and technology enhance its likelihood of success in this project?
- How firm are the commitments from the subcontractors and/or external team members?
- What has the proposers' past performance in NYSERDA programs been, if applicable?

## Budget and Schedule

- Are the budget and schedule for proposed activities and deliverables reasonable (e.g., budgeted costs match the scope of planned activities)?
- How effective are the proposed milestone payments in ensuring project success?
- Can the effort be financially supported by the proposer or team?
- To what degree are NYSERDA funds leveraged by proposer cost sharing? Can cost-sharing be verified?
- Does the allocation of cost sharing demonstrate an appropriate level of risk sharing between NYSERDA and the proposer?

## VI. GENERAL CONDITIONS

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

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

Information on the availability of New York subcontractors and suppliers is available from:

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

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

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

**State Finance Law sections 139-j and 139-k** - NYSERDA is required to comply with State Finance Law sections 139-j and 139-k. These provisions contain procurement lobbying requirements which can be found at <http://www.ogs.state.ny.us/aboutogs/regulations/advisoryCouncil/StatutoryReferences.html>

The attached Proposal Checklist calls for a signature certifying that the proposer will comply with State Finance Law sections 139-j and 139-k and the Disclosure of Prior Findings of Non-responsibility form includes a disclosure statement regarding whether the proposer has been found non-responsible under section 139-j of the State Finance Law within the previous four years.

**Tax Law Section 5-a** - NYSERDA is required to comply with the provisions of Tax Law Section 5-a, which requires a prospective contractor, prior to entering an agreement with NYSERDA having a value in excess of \$100,000, to certify to the Department of Taxation and Finance (the "Department") whether the contractor, its affiliates, its subcontractors and the affiliates of its subcontractors have registered with the Department to collect New York State and local sales and compensating use taxes. The Department has created a form to allow a prospective contractor to readily make such certification. See, ST-220-TD (available at [http://www.tax.state.ny.us/pdf/2007/fillin/st/st220td\\_507\\_fill\\_in.pdf](http://www.tax.state.ny.us/pdf/2007/fillin/st/st220td_507_fill_in.pdf)). Prior to contracting with NYSERDA, the prospective contractor must also certify to NYSERDA whether it has filed such certification with the Department. The Department has created a second form that must be completed by a perspective contractor prior to contacting and filed with NYSERDA. See, ST-220-CA (available at [http://www.tax.state.ny.us/pdf/2006/fillin/st/st220ca\\_606\\_fill\\_in.pdf](http://www.tax.state.ny.us/pdf/2006/fillin/st/st220ca_606_fill_in.pdf) ). The Department has developed guidance for contractors which is available at [http://www.tax.state.ny.us/pdf/publications/sales/pub223\\_507.pdf](http://www.tax.state.ny.us/pdf/publications/sales/pub223_507.pdf).

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

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

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

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## **VII. ATTACHMENTS:**

The following attachments are included:

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