

Request for Proposals

INNER HARBOR DEVELOPMENT - PHASE 3C

Buffalo, New York

CANALSIDE – MUSEUM OPERATOR

Cultural Master Plan Phase 2A Implementation

Solicitation Issue Date: January 10, 2012

Proposal Due Date: March 8, 2012

Issued by:

Erie Canal Harbor Development Corporation

A subsidiary of the New York State Urban Development Corporation d/b/a
Empire State Development Corporation

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I. INVITATION TO SUBMIT PROPOSALS

The Erie Canal Harbor Development Corporation, a subsidiary of the New York State Urban Development Corporation d/b/a Empire State Development Corporation (ESDC), is seeking proposals from qualified not-for-profit organizations and similarly qualified groups/individuals with specific experience in museums and/or experience centers to provide for the development, fundraising, operations and maintenance of a Children’s Experience (Museum) at Canalside in Buffalo, New York (the “Project”).

II. PROJECT BACKGROUND

Buffalo, New York

Buffalo is the second most populous city in the state of New York, second only to New York City. Located in Western New York on the eastern shores of Lake Erie and at the head of the Niagara River, Buffalo is the principal city of the Buffalo-Niagara Falls metropolitan area and the seat of Erie County. The city itself has nearly 300,000 residents in of 52.5 square miles, while the entire metropolitan area has over 1,250,000 residents.

Canalside

The Erie Canal Harbor Development Corporation (ECHDC), created in 2005 to spearhead the waterfront development effort with a mission to revitalize Western New York’s waterfront and restore economic growth to Buffalo based on the region’s legacy of pride, urban significance and natural beauty, is currently leading Phase 3 of the Inner Harbor Development. Phase 3 centers around Canalside - a mixed use, urban entertainment destination in the City of Buffalo, Erie County, New York.

The Canalside Project Area is bounded on the north by Upper Terrace and Exchange Streets and Perry Boulevard; on the east by Washington Street and Seymour H. Knox III Plaza; on the south by Perry Street and the Buffalo River and on the west by Erie Street, Marine Drive, and Pearl and Commercial Streets (see **Figure II-1**). This site enjoys a number of benefits, including an efficient roadway network that supports regional and international access; convenient access to the NYS Thruway and NFTA’s Metro Rail system; and proximity to a host of local and regional natural, historic, and cultural amenities, including but not limited to the HSBC Arena, the Central Wharf/Commercial Slip adjoining the Buffalo River, as well as world-class architecture, museums, music and entertainment venues. Canalside annually hosts over 400,000 visitors with an array of appealing activities integrating arts and cultural experiences with recreational activities, regular programming, waterside opportunities and special events capitalizing on the diversified resources in the Western New York region.

The Canalside project will comprise of public/private investment consisting of commercial (retail, lodging, and office), cultural, and residential space on approximately 20 acres over five



**Canalside Project Area
Figure II-1**

City blocks near the foot of Main Street. More specifically, the Canalside project will consist of retail and restaurant space; hotel/lodging space; residential space and cultural space within the Project Area. Canalside will provide various year-round offerings and experiences, including restaurants, entertainment venues, retail outlets, cultural attractions, vast public spaces, and increased access to Buffalo’s waterfront, appealing to a wide demographic of visitors and residents. Parking in the project area would be consolidated within strategically located parking garages, with a few small surface lots and a limited number of on-street parking options also available.

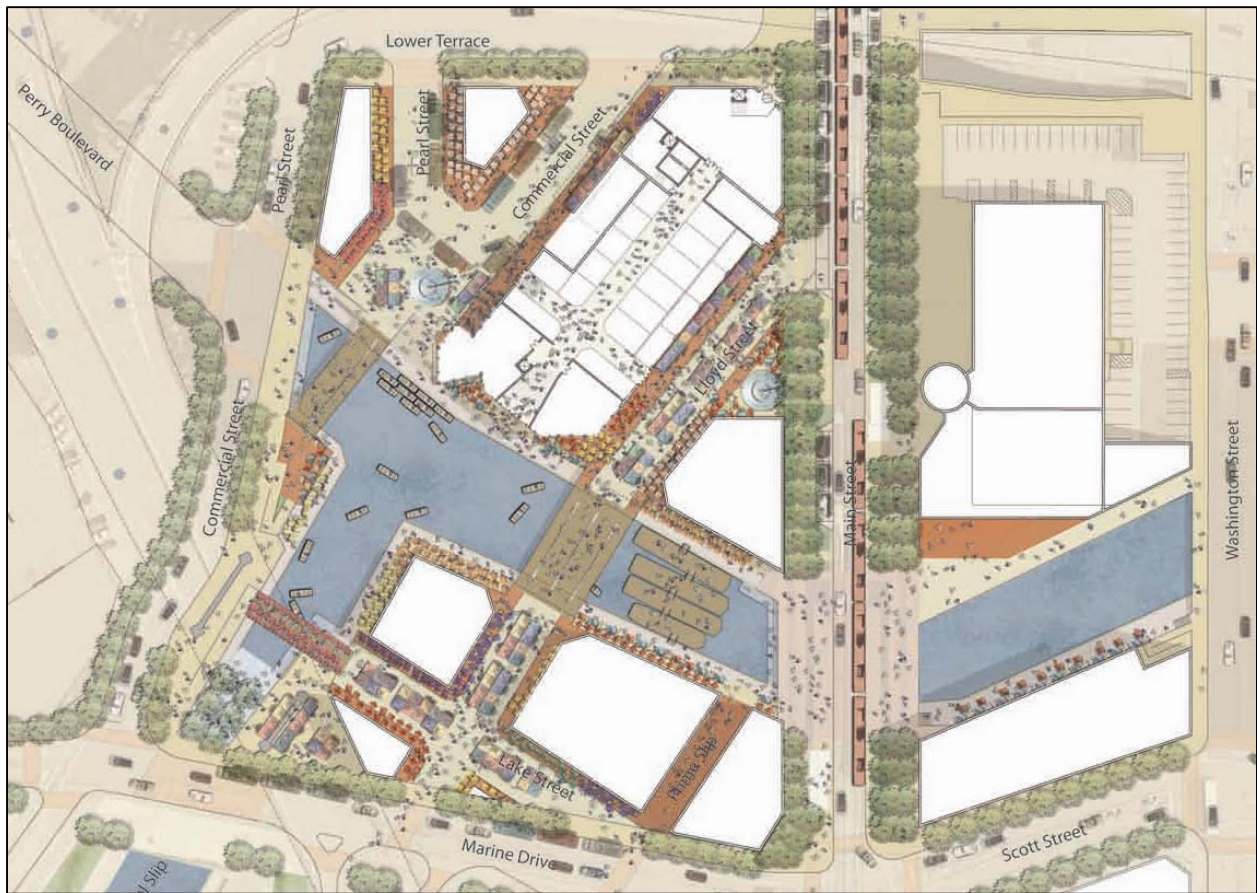
The Canalside Project is further described in the Modified General Project Plan (“MGPP”) adopted by the ESDC Board of Directors in December of 2010. The MGPP can be found at:

http://www.eriecanalharbor.com/canal_side.asp

To date, over \$50 million of federal and State funds have been spent to create the Commercial Slip and adjacent cobblestone streets, as well as public spaces and amenities at Canalside. Private development parcels have been created and await development. On the Donovan Block (the east side of Main opposite the Aud Block), a private developer has begun a \$30 million investment into rehabilitating the vacant building – with an opening expected in early 2013. The City of Buffalo was recently awarded a \$15 million TIGER III Grant to restore vehicular traffic along Main Street, between Scott Street and Exchange Street by 2014. The Erie Canal Harbor Development Corporation annually commits over \$750,000 for programming, events, site security and maintenance and operations.

III. PROJECT SITE

The former Memorial Auditorium Block (“Aud Block”) was acquired by the ECHDC in 2006 and since that time, ECHDC has spent approximately \$7 million dollars remediating hazardous waste, lead and asbestos containing materials, completing demolition of the Memorial Auditorium, relocating utilities and preparing the site for future development. Through a local planning process, the Aud Block has been divided into multiple parcels reflecting the 19th century streets/building typology (see **Figure III-1**) of the site.



Canalside Illustrative Plan

Figure III-1

Request for Proposal

The “Canals and Public Environments”, or public space, on the Aud Block was designed as an interpretive landscape of water features and site amenities that will help visitors understand the history and character of the former canal district and its significance to the City and the Nation. The “Canals and Public Environments” (Inner Harbor Development - Phase 3A) contract was awarded by ECHDC on January 9, 2012 with an opening targeted for January 1, 2013. This contract award will represent an additional \$20 million in public investment into the Aud Block.

With the development of the public space soon underway, the focus shifts to the streets, building parcels, and underground parking adjacent the canals. Within these building parcels surrounding the canals, both private and public development is envisioned.

The Erie Canal Harbor Development Corporation believes that Canalside offers an unparalleled opportunity for a children’s experience (Museum) in the City of Buffalo. The site’s history, proximity to the waterfront and canals, proximity to Downtown, multi-modal access, public support and positive momentum provide a world-class setting for this type of cultural attraction. Building parcels on the Aud Block offer:

Clear Title & Ownership. Fee Title/ownership of the entire Aud Block rests with the ECHDC, is not impeded by any unusual constraints, and is considered shovel-ready for development.

Multi-Modal Access. The Museum building parcels are located within walking distance of Main Street and near the I-190 Thruway entrance/exits. The parcels are afforded maximum exposure to the Thruway, as well as the 90,000 vehicles that drive past the site daily. In addition, within walking distance is the rapid transit system operated along Main Street by the Niagara Frontier Transportation Authority. Lower Terrace, and the planned on-site streets, can also be used for school bus and/or handicapped drop-offs. Finally, the building parcels are within a short walking or biking distance of a variety of recreational amenities (e.g., the Central Wharf/Commercial Slip, the Buffalo & Erie County Naval and Military Park, the Erie Basin Marina, and the Riverwalk Trail system).

Within ECHDC Canalside Project. The Museum will be located within the ECHDC Canalside Project area, and thus it benefits/will benefit from various ECHDC investments and activities including the public space consisting of canals, towpaths, pedestrian bridges and open public space; completion of environmental review under the New York State Environmental and Quality Review Act (“SEQRA”); and the exercise of ESDC’s power to override local zoning.

A Storied Place. Considered the “Birthplace of Buffalo”, the Canalside Project offers an unparalleled opportunity to educate, entertain and explore. The Museum building parcels sit at the cross-roads of the City’s downtown business district and the City’s waterfront, and location of the Western Terminus of the Erie Canal. The site is two blocks from the First Niagara Center and Coca-Cola Field and is within easy walking

distance of the Buffalo River and Central Wharf/Commercial Slip area developed by ECHDC.

Commitment to Build. ECHDC is moving forward on several fronts. In addition to this RFP, additional studies, as well as further activities and site amenities are being reviewed. These projects will help ECHDC realize its goal to begin activating the the Aud Block with additional public space, references to the historic nature of the site, as well as first-phase attractions – i.e., Museum.

IV. CALL FOR PROPOSALS

In its desire to redevelop the Aud Block with a children’s experience (Museum), the Erie Canal Harbor Development Corporation seeks a Museum Operator.

Canalside Objectives

Redevelopment of the Aud Block is integral to the principal goal of the Canalside Project, which is to transform the Canalside Project Area into a vibrant mixed-use, year round setting for family-oriented uses, including entertainment, cultural, residential, commercial and recreational uses. The redevelopment of the Aud Block will build upon the public development framework established through recent and committed public infrastructure investments such as the Commercial Slip, enhancements to Naval & Servicemans Park, reestablishment of portions of the former street grid (e.g., Prime, Lloyd, Hanover Streets), and the Canals and Public Environments.

The proposal must be consistent with the overall policies of the Canalside Project, outlined in the following:

- Canalside Modified General Project Plan (adopted by the ESDC Board of Directors)
- Final Generic Environmental Impact Statement (adopted by the ESDC Board)
- Design Guidelines (accompanying the Modified General Project Plan)
- Canalside Cultural Master Plan, Final Report (accepted by the ECHDC Board of Directors)

In addition to creating a densely developed area with a mix of amenities and open space on parcels that have been vacant and underutilized for decades, the Canalside Project aims to provide for the following public uses and purposes:

- Strengthening and/or establishing the visual and physical connection between adjacent downtown destinations (e.g., Buffalo River, First Niagara Center, Waterfront Village, and Naval Park);
- Providing ample, visually interesting, and diverse public spaces encouraging year-round use;

- Creating an urban, mixed-use setting that builds upon and complements the 2004 Erie Canal Harbor Master Plan (“2004 ECHMP”) urban design guidelines set forth in the City’s Waterfront Urban Renewal Plan, as amended;
- Facilitate new development of the Project Site that contributes to a lively, urbane setting and a substantial increase in street-level interaction;
- Expand the availability of goods, services, cultural and entertainment venues available to visitors and residents;
- Create new jobs, increase the tax base, and support investment in the City;
- Stabilize and preserve the Site value;
- Encourage further development in the adjacent areas; and
- Reach a mutually beneficial public/private partnership with the goal of returning the Site to a productive and self-sustaining use.

Children’s Experience (Museum) Objectives

As stated in the Canalside Cultural Master Plan, Final Report (Attachment A), “it will be very important, particularly in the *(early phases of Canalside development)* to identify opportunities that have wide audience appeal if those cultural opportunities are to meet community expectations and also attract the large number of visitors needed to encourage the lease of spaces to tax-paying commercial businesses”. In addition to establishing a Museum that meets the overall Canalside policies and goals, specific goals for the Museum include:

Concept/Site:

- Adaptable to Canalside, its policies and goals;
- Appropriateness to an Aud Block building parcel (square footage/multi-level/irregular shaped parcels);
- Relationship to the Story of Buffalo, either through the Museum’s mission, exhibits, and/or programming.

Financial:

- Achievable capital and operational costs;
- Attractiveness to encourage and support nearby commercial operations;
- Operational sustainability;
- Track record of funder support and successful capital campaigns.

Market:

- High levels of repeat visitation;
- Mass-Market appeal with an emphasis on children and families;
- Year-Round appeal;
- Regional tourism appeal that adds to the City’s offerings.

Children’s Experience (Museum) Operator - Responsibilities

As part of ECHDC’s due diligence, to ensure that the selected Operator is capable of fully realizing the Project, ECHDC is requiring Planning Phase work that will verify the Museum’s exhibits and programming, size and configuration, capital and operational costs, as well as confirm the Operator’s ability to fundraise the required capital. ECHDC shall provide matching funds toward the Planning Phase as indicated below.

The Museum Operator shall be responsible to complete the following:

Monthly Meetings with Erie Canal Harbor Development Corporation

- Beginning at contract award and ending with the Museum opening.

Planning Phase

Draft Museum Master Plan (minimum scope included in Attachment C)

- Complete within 9 months of approved contract (ECHDC shall match \$1 for every \$2 raised by the Operator up to \$50,000 toward the Master Plan);
- A public involvement plan, approved by ECHDC, will be implemented by the Museum Operator as part of the Master Plan process;
- Museum Operator shall select the consultant team in consultation with ECHDC.

Capital Campaign Feasibility Study

- Complete within 2 months of the Draft Final Master Plan (ECHDC shall match \$1 for every \$2 raised by the Operator up to \$17,000 toward the Study);
- ECHDC shall select the consultant team in consultation with Museum Operator.

Final Museum Master Plan

- Approved within 1 month of the Capital Campaign Feasibility Study;
- Approval of Museum Operator’s Board of Directors and ECHDC Board of Directors is required.

Concurrent with the approvals of the Final Museum Master Plan, ECHDC will confirm its financial commitment to the “core & shell” of this Project. Once the Master Plan has received approvals and ECHDC’s financial commitment is approved, the selected Museum Operator shall be responsible to complete the following:

Capital Fundraising Phase

- Complete within approximately 30 months of an approved Final Museum Master Plan (Fundraising shall cover the complete Museum Development Cost, as described on page 11 of this RFP)

Design & Construction Phase

- The selection of the design consultants for interiors, exhibits, and other ancillary items outside the “core and shell” shall be the responsibility of the Museum Operator.
- The selection of the contractors for interiors, exhibits, and other ancillary items outside the “core and shell” shall be the responsibility of the Museum Operator.
- The selection of construction management/construction administration for interiors, exhibits, and other ancillary items outside the “core and shell” shall be the responsibility of the Museum Operator.
- At this time, it is anticipated that ECHDC will design and construct the “core and shell” building through its own consultant contract for an Architect. The Museum Design Consultants are expected to work closely and coordinate all work with the selected Architect.

On-Site Programming Phase

- Museum Operator shall provide 80 hours of annual on-site, outdoor programming at Canalside for a three-year period beginning after the Museum opening.

Children’s Experience (Museum) Development Timeline

The Erie Canal Harbor Development Corporation has developed a tentative schedule for the Museum. It is expected that the Museum Operator will meet the Planning Phase timeline, with only minor adjustments made to latter phases as agreed to by ECHDC and the Operator.

Planning Phase

Draft Museum Master Plan – February 2013
Capital Campaign Feasibility Study – April 2013
Final Museum Master Plan – May 2013
Board Approvals – June 2013

Capital Fundraising Phase

30-Month campaign
Complete – December 2015

Design & Construction Phase

Museum (Interior/Exhibit) Design/Construction – 2013-2015
Hire Consultants (9/2013 – 9/2013)
Schematic (10/2013 – 1/2014)
Design Development (1/2014 – 6/2014)
Construction Documents (7/2014 – 10/2014)
Bid/Award (11/2014 – 2/2015)
Construction (3/2015 – 5/2016)
Museum Opening – Memorial Day 2016

On-Site Programming Phase

Three year, 2016-2018

Canalside Museum Operator

Request for Proposal

Museum Development Cost

As described above, the ECHDC shall provide the Museum Operator with matching funds (up to \$67,000) toward the Planning Phase studies (Museum Master Plan and Capital Campaign Feasibility Study). The Erie Canal Harbor Development Corporation is expected to commit funds for the Museum's "core and shell" costs, with a potential range of \$5,000,000 to \$8,000,000. The amount of capital funds will be determined at the time the Final Master Plan is accepted by the ECHDC Board.

The building "core and shell" includes the elements that enclose conditioned spaces through which thermal energy may be transferred to or from the exterior or to or from unconditioned spaces, as well as the portions of the building that are not rented but serve all tenants indirectly (e.g., public restrooms, ventilation shafts, electrical distribution, elevator shafts, and stairwells).

All other planning, design, construction and operations costs shall be the responsibility of the Museum Operator. All fundraising is the responsibility of the Museum Operator, although ECHDC is committed to assisting the Museum Operator as necessary. This assistance will be non-financial in nature.

All operating expenses shall be the responsibility of the Museum Operator, including any costs associated with the three years of on-site programming.

V. SELECTION PROCESS & REQUIREMENTS

ECHDC reserves the right to make any and all decisions regarding the selection of proposals submitted, as well as the capacity to consider proposals received after the deadline.

A. Skills Required

The selected not-for-profit organization or similarly qualified groups/individuals should be established and have demonstrated experience in the following:

- 1) Developing children's experiences, exhibits, and programming;
- 2) Engaging pre-school aged groups;
- 3) Engaging school-aged groups based on NYS social studies curriculum;
- 4) Attracting diversified visitors from a large geographic area;
- 5) Programming in urban and outdoor settings;
- 6) Programming in waterfront (landside and/or waterside) settings;
- 7) Fundraising;
- 8) Developing/growing the Board and Organization.

B. Selection Process

A maximum of three (3) applicants will be selected, or “short-listed”, for interviews. Selection for interviews will be based on an independent evaluation of the submitted applications using the following factors:

- Responsiveness of the written proposal;
- Successfully establishing that the children’s experience (Museum) meets the Canalside and Museum “objectives” as described in Section IV of this RFP;
- Successfully demonstrating that the Museum Operator has the “skills required” as described in Section V.A of this RFP;
- And successfully demonstrating the Museum Operator’s ability to adapt its current offerings to the Canalside site.

Final selection of the chosen Proposal will be based on the above factors as well as the interview performance.

C. Proposal Requirements

Respondents are required to submit one (1) signed original, nine (9) hard copies, and one (1) electronic copy on CD of the Proposal. Proposals should be developed as outlined below, answering the various questions within each section and providing supporting documentation as necessary. Additionally, Proposals shall include the Required Forms as outlined in Section IV.D. of this RFP. These Required Forms will not count against the page limit as described below.

Proposals shall be limited to no more than 100 single-sided or 50 double-sided pages. All Proposals shall be bound. No 3-ring binders or loose papers shall be accepted.

Proposal Outline

Section 1 - Background

- Describe the general history and background of the Museum Operator (if you are an existing organization, describe the organization’s history). An emphasis should be placed on organizational growth and development over the past five (5) years.
- Provide the organization’s Mission and Vision.
- List all Board Members and provide resumes of Executive Board Members and key staff members.

Section 2 – Children’s Experiences

- Describe your current facility and operations, as well as the key experiences, exhibits and programming developed by the Operator over the past five (5) years.
 - Provide the size (square footage) of your current facility. Breakdown indoor vs. outdoor space as necessary.
 - Provide the location (physical address and setting) of your current facility.
- Describe projects, events, and or other significant items within the past five (5) years that have allowed you to move your Mission and Vision forward.

Section 3 – Attendance

- Provide attendance figures for the past five (5) years.
 - Provide monthly breakdown and discuss year-round attractiveness of your current offerings.
 - Provide age breakdown and discuss children’s age (pre-school and school age) attractiveness of your current offerings.
 - Describe the number of school trips and the grade levels attracted.
 - Provide zipcode breakdown and discuss how many visitors are attracted from outside a 50-mile radius of your current location.
 - Provide information regarding repeat visitation.

Section 4 – Site Programming

- Describe the last three (3) years of urban, outdoor, and/or waterfront programming and events offered by the Operator. Describe the programming and events, as well as their attendance.

Section 5 – Operations

- Provide financial operations information for the past five (5) years.
 - Provide overall operations budget of existing facility
 - Provide income sources by earned income, private sources, investment sources, government sources, other
 - Private sources – please list private donors in order of donation (dollar amounts are NOT necessary)
 - Private sources – please describe if private source funds are being used for operations (staff, rent, utilities) or capital costs (exhibits, programming)
 - Provide expenses by staff, rent, utilities, exhibits, programming, other
 - Provide staffing levels by full-time and part-time paid positions, volunteers

Section 6 – Children’s Experience (Museum) at Canalside

- Describe your vision for a children’s experience (Museum) at Canalside.
 - Describe how current offerings would be adapted to maximize your contribution to Canalside.

- Describe any themes, specific exhibits, programming, or other attractions that would attract both the Operator’s key demographics while providing attractive options for Canalside visitors.
- Describe how the Operator would adapt existing, or create new, experiences, exhibits, and/or programming elements to tell the Story of Buffalo.
- Describe the physical space (gross and net square footage requirements), location siting factors, and/or other site-related needs.
- Describe transportation/connectivity needs (i.e., number and proximity of required parking spaces, proximity to transit, bus drop-offs, etc.).
- Describe the estimated attendance for the first three (3) years (highlight key demographics and percentage of visitors from beyond a 50-mile radius).
- Describe your three-year, on-site outdoor programming plan.
- Describe potential relationships that the children’s experience may have with commercial/retail opportunities, including any existing relationships with potential commercial/retail tenants.
- Describe your estimated total capital costs to open the children’s experience (Museum) at Canalside.
- Describe your estimated total operational costs (revenues and expenses) for the first three (3) years of operation.
- Describe funds the Operator has already obtained, and are currently available, for the children’s experience (Museum) at Canalside.
- Describe the timeframe required to complete fundraising capacity to meet missing funds.

Section 7 – Planning Phase Confirmation

Confirm that the Erie Canal Harbor Development Corporation funds for the Planning Phase studies are adequate for the Respondent to begin the Master Plan upon contract award. If the funding level is below that required by the Respondent, does the Respondent have the remaining funds available to begin the Master Plan upon contract award.

Confirm the Erie Canal Harbor Development Corporation timeline for the Planning Phase studies is adequate.

Section 8 - Specific Operator Information

Use this section to provide any additional information you feel would assist ECHDC in making the Museum Operator selection.

D. Other Certifications & Requirements

1. Non-Discrimination Policy.

It is the policy of the State of New York, ESD, and ECHDC to comply with all federal, State and local laws, policy, orders, rules and regulations which prohibit unlawful discrimination because of race, creed, color, national origin, sex, sexual orientation, age, disability or marital status, and to take affirmative action in working with contracting parties to ensure that New York State Business Enterprises, Minority and Women-owned Business Enterprises (M/WBEs), Minority Group Members and women share in the economic opportunities generated by ECHDC's participation in projects or initiatives, and/or the use of ESDC and ECHDC's funds. ECHDC's non-discrimination and affirmative action policy will apply to this initiative. Should there be any expenditure of State funds made pursuant to this RFP, the selected organization shall be required to use good faith efforts to achieve M/WBE participation of not less than 25% (20%-MBE, 5%-WBE) of the total dollar value of the any contract executed pursuant to this RFP. The above-mentioned contract goals shall be a percentage of the total amount of any contract, including all expenditures made hereunder, including but not limited to, purchase orders, invoices and other payments made in the performance of any contract. **A copy of each respondent's Equal Employment Opportunity Policy Statement and Staffing Plan (Schedule A-1) shall be included as part of the response to this RFP.** The form can be found on the Required Forms for Vendors link at the ESDC website under "RFPs/RFQs"

<http://www.empire.state.ny.us/CorporateInformation/RFPs.html>

Only the prime consultant completes the forms. In the forms, the firm is required to denote all the sub-consultants it proposes to use in achieving M/WBE participation. The ESDC Affirmative Action Unit ("AAU") is available to assist you in identifying New York State certified M/WBEs that can provide goods and services in connection with the contract. If you require M/WBE listings, please call the AAU at (212) 803-3224.

2. State Tax Law Section 5-a.

Any contract resulting from this solicitation is also subject to the requirements of State Tax Law Section 5-a ("STL 5-a"). STL 5-a prohibits ESDC from approving any such contract with any entity if that entity or any of its affiliates, subcontractors or affiliates of any subcontractor makes sales within New York State of tangible personal property or taxable services having a value over \$300,000 and is not registered for sales and compensating use tax purposes. **To comply with STL 5-a, all respondents to this solicitation must include in their responses a properly completed Form ST-220-CA, a copy of which is accessible at the Required Forms for Vendors link at the ESDC web site.** (http://www.empire.state.ny.us/rfp/required_forms.htm). Also in accordance with the requirements of STL 5-a, any contract resulting from this solicitation will require periodic updating of the certifications contained in Form ST-220-CA. Solicitation responses that do not include a properly completed ST-220-CA will be considered

incomplete and non-responsive and will not be considered for contract award. Only the prime consultant completes Form ST 220-CA, but Schedule A to Form ST 220-CA requires detailed information from the sub-consultants, such as tax ID number, etc., if applicable. Moreover, if applicable, certificates of authority must be attached by the prime consultant and all the sub-consultants.

3. State Finance Law Sections 139-j and 139-k

State Finance Law Sections 139-j and 139-k (collectively, the “Procurement Requirements”) apply to this RFP. These Procurement Requirements (1) govern permissible communications between potential respondents and ESDC, ECHDC or other involved governmental entities with respect to this RFP; (2) provide for increased disclosure in the public procurement process through identification of persons or organizations whose function is to influence procurement contracts, public works agreements and real property transactions; and (3) establish sanctions for knowing and willful violations of the provisions of the Procurement Requirements, including disqualification from eligibility for an award of any contract pursuant to this RFP. Compliance with the Procurement Requirements requires that (x) all communications regarding this RFP, from the time of its issuance through final award and execution of any resulting contract (the “Restricted Period”), be conducted only with the designated contact persons listed below; (y) the completion by respondents of the Offerer Disclosure of Prior Non-Responsibility Determinations, and the Offerer’s Affirmation of Understanding of and Agreement pursuant to State Finance Law (each form is accessible at the Required Forms for Vendors link at the ESDC web site under “RFPs/RFQs”); and (z) periodic updating of such forms during the term of any contract resulting from this RFP. **Respondents must submit the Offerer Disclosure of Prior Non-Responsibility Determinations, and the Offerer’s Affirmation of Understanding of and Agreement pursuant to State Finance Law as part of their submittal.**

The Procurement Requirements also require ESDC and ECHDC staff to obtain and report certain information when contacted by prospective bidders during the restricted period, make a determination of the responsibility of bidders and make all such information publicly available in accordance with applicable law. If a prospective bidder is found to have knowingly and willfully violated the State Finance Law provisions, that prospective bidder and its subsidiaries, related or successor entities will be determined to be a non-responsible bidder and will not be awarded any contract issued pursuant to this solicitation. In addition, two such findings of non-responsibility within a four-year period can result in debarment from obtaining any New York State governmental procurement contract.

For the purpose of compliance with State Finance Law Sections 139-j, contact with Steven P. Ranalli, Senior Project Manager of ECHDC is considered permissible. Contact information for Mr. Ranalli is provided in Section VII.

This is not a complete presentation of the provisions of the Procurement Requirements. A copy of State Finance Law Sections 139-j and 139-k can be found at:

http://www.empire.state.ny.us/rfp/required_forms.htm (under “ESDC Policy Regarding Permissible Contacts under SFL 139”).

All potential Respondents are solely responsible for full compliance with the Procurement Requirements. Both the prime consultant and the sub-consultants complete the forms required above.

4. Insurance Requirements

Please note that **upon selection** for this Project, the selected organization will be required to demonstrate/provide the following insurance coverages, adding “additionally insured” as outlined in Exhibit A, Section A.5:

- Commercial General Liability \$1.0 million per Occurrence/\$2.0 million in the Aggregate/\$5.0 million Umbrella
- Commercial Automobile Insurance – Limit of \$1.0 million
- Evidence of Worker’s Compensation and Employer’s Liability insurance
- Individual Certificate (including Hold Harmless) to be provided to ECHDC & ESDC. Name Erie Canal Harbor Development Corp, NYS Urban Development Corp d/b/a Empire State Development, and City of Buffalo as “additional insured” on a primary and non-contributory basis and that their policies include a waiver of subrogation in ECHDC / ESD / City of Buffalo’s favor

An individual certificate (including hold harmless) must be provided to each of the following organizations: Erie Canal Harbor Development Corporation and Empire State Development Corporation. All certificates of insurance are due one month (30 days) prior to the scheduled event.

5. Vendor Responsibility

ESD encourages vendors to register in the State's Vendor Responsibility System (VendRep System). The VendRep System allows business entities to enter and maintain their Vendor Responsibility Questionnaire information in a secure, centralized database. New York State Procurement Law requires that state agencies award contracts only to responsible vendors. Vendors are invited to file the required Vendor Responsibility Questionnaire online via the New York State VendRep System or may choose to complete and submit a paper questionnaire. To enroll in and use the New York State VendRep System, see the VendRep System Instructions available at www.osc.state.ny.us/vendrep or go directly to the VendRep system online at <https://portal.osc.state.ny.us>. For direct VendRep System user assistance, the OSC Help Desk may be reached at 866-370-4672 or 518-408-4672 or by email at helpdesk@osc.state.ny.us.

Vendors opting to file a paper questionnaire can obtain the appropriate questionnaire from the VendRep website http://www.osc.state.ny.us/vendrep/forms_vendor.htm and execute accordingly pertaining to the company's trade industry.

VI. PRE-SUBMITTAL CONFERENCE

The Erie Canal Harbor Development Corporation will be made available at a non-mandatory, pre-submittal conference **on Wednesday January 25, 2012 at 12:00 Noon Eastern Standard Time (EST)** at 95 Perry Street, Suite 500. Respondents will have the opportunity to ask questions about Canalside and/or the submittal requirements of the RFP.

VII. PROJECT COST AND SCHEDULE

The total project cost of the Museum will be established by the Erie Canal Harbor Development Corporation and the selected Museum Operator. The ECHDC is expected to commit up to \$200,000 to fund the Planning Phase studies outlined in this RFP and partially fund the Museum's "core and shell" costs, with a potential maximum contribution of \$5,000,000. The remaining Museum project costs (capital and operating expenses), as well as the fundraising necessary to raise this capital shall be the responsibility of the Museum Operator, as described in Section IV.

The major projected milestones on the Request for Proposal schedule are as follows:

- | | |
|---|-------------------------|
| 1. RFP Advertised | January 10, 2012 |
| 2. Pre-Submittal Conference: | January 25, 2012 (noon) |
| 3. Proposals Due: | March 8, 2012 (noon) |
| 4. Interviews: | Week of March 19, 2012 |
| 5. Review Team Recommendation: | March 30, 2012 |
| 6. Cultural Steering Advisory Group Recommendation: | April 10, 2012 |
| 7. ECHDC Board Approval: | April 17, 2012 |

The major projected milestones of the children's experience (Museum) development have been established by ECHDC and are detailed in Section IV of the RFP.

VIII. TIME AND PLACE OF SUBMISSION

Respondents will not receive compensation or reimbursement of any expenses associated with preparing and/or submitting the proposal.

Respondents are required to submit one (1) original, nine (9) copies, and one (1) electronic copy on CD of their submittal **prior to 12:00 P.M. (noon) local time on March 8, 2012**. Responses shall be firmly sealed in an envelope or box, and contain the Respondent's name and return address.

Please be advised that under no circumstances will the Erie Canal Harbor Development Corporation obligate itself to consider a response which is received after the deadline or does not include the basic items described above.

Responses shall be delivered to:

**Thomas P. Dee, President
Erie Canal Harbor Development Corporation
95 Perry Street, Suite 500
Buffalo, New York 14203**

The ECHDC reserves the right to reject a submittal if any document or item listed in this RFP is incomplete, improperly executed, indefinite, ambiguous, and/or is missing. Additionally, factors such as, but not limited to the following may also disqualify a respondent without further consideration:

- Evidence of collusion among Respondents;
- Any attempt to improperly influence any member of the proposal review panel or Cultural Steering Advisory Group or ECHDC Board Members;
- Discovery that a Respondent purposely misled or knowingly provided false or inaccurate information in a submittal;
- A Respondent's default under any type of agreement, which resulted in the termination of that agreement;
- Existence of any unresolved litigation or legal dispute between the Respondents and ECHDC, Empire State Development Corporation and/or the City of Buffalo.

The ECHDC reserves the right to reject any and all submittals and to waive any informalities or irregularities in procedure.

IX. ADDITIONAL INFORMATION

Any all questions or requests for additional information or documents will be accepted no later than **close of business on February 6, 2012** to:

Steven P. Ranalli, Senior Project Manager (contact information provide above).
Erie Canal Harbor Development Corporation
sranalli@esd.ny.gov

Questions shall be **submitted in written form** and answers will be sent via e-mail on **February 13, 2012**. Additional information may become available and, substantive questions and document requests may be made available at any point during this process.

X. GENERAL TERMS AND CONDITIONS

In addition to the terms and conditions stated elsewhere in this RFP, it is subject to the terms and conditions set forth in **Exhibit A** hereto.

XI. ATTACHMENTS

Attachment A – Canalside Visitor Experience, Cultural Master Plan, Final Report (2011)

Attachment B – Aud Block Site Plan with Building Parcels

Attachment C – Draft Plan Scope of Work

Exhibit A – General Terms and Conditions

**Attachment A – Canalside Visitor Experience, Cultural Master Plan
Final Report (2011)**

The Canalside Visitor Experience, Cultural Master Plan Final Report (2011) can be found at:

<http://www.scribd.com/doc/77359065/CanalSide-Cultural-Masterplan-Final-Report>

Attachment B – Aud Block Site Plan with Building Parcels



Parcel Plan



Ehrenkranz Eckstut & Kuhn Architects

Canal Side
Erie Canal Harbor Development Corporation

GEHRENKRANTZ ECKSTUT & KUHN ARCHITECTS

Attachment C – Draft Plan Scope of Work

CHILDREN’S EXPERIENCE (MUSEUM) DRAFT Public Involvement Plan

1. Develop a Public Involvement Plan to ensure meaningful public input during the development of the Master Plan.
 - a. Use of social media and face-to-face methods are recommended.
2. Implement the approved Public Involvement Plan throughout the Master Plan process.

CHILDREN’S EXPERIENCE (MUSEUM) DRAFT MASTER PLAN

1. PRELIMINARY EXHIBIT PLAN
 - a. Review of existing exhibits and exhibit concepts
 - b. Complete formative evaluation with visitors, members, stakeholders and partners to assess existing exhibits and concepts
 - c. Work with staff, partners and stakeholders in the development of preliminary exhibit plans, including
 - Layouts for each exhibit area
 - List of components and activities within each area
 - Space requirements for each area
 - Budget estimates for each exhibit area
 - d. Work with staff in the development of space plan for exhibit maintenance, construction and storage
2. EDUCATIONAL PROGRAMS SPACE PLAN
 - a. Review of onsite and offsite educational programs, materials and interpretive collections
 - b. Complete formative evaluation with visitors, members, stakeholders and partners to assess existing educational programs and collections needs
 - c. Work with staff, partners and stakeholders in the development of preliminary educational space plans, including
 - Presentation/Program spaces (classrooms and/or activity centers)
 - Storage needs for materials, equipment and interpretive collections
3. VISITOR SERVICES /AMENITIES / RETAIL SPACE PLAN
 - a. Complete formative evaluation with visitors, members, and staff to assess visitor needs (both in terms of space and equipment) for amenities including, but not limited to:
 - Visitor Services/Admissions
 - Birthday Parties
 - Gift Shop
 - Storage (coat room, temporary storage, stroller parking, etc.)
 - Food services (especially for school groups)
 - Transportation services (especially for school groups)
 - Work with staff, partners and stakeholders in the development of amenities’ space allocations
4. MUSEUM STAFF & EQUIPMENT SPACE
 - a. Develop a space and equipment plan for museum operations/office space, and provide budget estimates for equipment needs

5. PRELIMINARY CAPITAL BUDGET
 - a. Collate various capital budget estimates into one comprehensive estimate, detailed by section
6. PRELIMINARY AUDIENCE PROJECTIONS
 - a. Using national and local statistics, determine audience projections for various net square footage potentials (tbd based on space assessments above), segmented by
 - general visitors, members, school groups, preschools/daycares, birthday party attendees
7. ORGANIZATIONAL STRUCTURE
 - a. Based on attendance and space projections, develop a detailed organizational structure, paying particular attention to:
 - optimum customer service, educational programs and exhibit interpretation, operations and management, governance (note governance will be assessed by local consultant in 2010; review this assessment and supplement if needed)
8. ANNUAL OPERATING BUDGET
 - a. Develop a projected annual operating budget for Y1 – Y5, detailed in parallel to current operating budget, with payroll detailed by department. Include necessary capital improvements (i.e. exhibits and equipment) in Y3 – Y5.
9. MUSEUM DESIGN, LOCATION, AND PROGRAMMING
 - a. Based on an understanding of Canalside and other improvements being studied/planned, and the Children's Experience (Museum) as detailed in Tasks 1 – 8 above, recommend a permanent location for the Museum within Canalside to optimize traffic, guest experience and the likelihood for sustained success.
 - Recommend any features to be placed within the public space of Canalside that would increase awareness of the permanent location, enhance the overall visitor experience, and maximize the efficiency of the on-site programming
 - b. Develop three (3) draft concepts for the overall museum experience, including integration of themes, exhibits, and experiences.
 - c. Finalize one (1) preferred concept and develop an “experience narrative” which tells the overall story for the Children’s Experience (Museum), prepare schematic floorplan(s), artist renderings (assume 5), and develop preliminary capital and operational budgets.
 - d. Finalize one (1) preferred “On-Site Programming narrative” which fully integrates the children’s experience into the Canalside site and provides year-round activities and events, and develop preliminary capital and operational budgets.

Exhibit A – General Terms & Conditions

GENERAL TERMS AND CONDITIONS

The acceptance of any Submittal shall be subject to, and contingent upon, the execution and delivery by ECHDC and/or ESDC of a contract for the services described herein, in form provided by ECHDC and/or ESDC.

- A. The contract shall contain, among other terms, certain provisions required by law or policies of the City and State, including, without limitation:

Provisions providing that the successful respondent:

1. is an independent contractor;
2. shall defend, indemnify and hold harmless the State, ECHDC, ESDC, and the City of Buffalo, and their respective officers, directors, employees and agents from and against any claims or damages relating to the respondent's acts and omissions;
3. shall maintain financial and other records relating to the contract and make such records available for inspection and audit;
4. have no conflicts of interest with, or outstanding financial obligations owing to, the State, ECHDC, ESDC, or the City of Buffalo.
5. maintains and provides the following insurance with insurers licensed to provide insurance in the State of New York: Commercial General Liability insurance of \$1 million per occurrence and \$2 million in the aggregate; Commercial Automobile Liability with a limit of \$1 million; and evidence of Workers Compensation/Employers' Liability Insurance. Such policies of insurance shall be in a form acceptable to, and shall include any conditions reasonably required by ECHDC and/or ESDC and shall name the State, ECHDC, ESDC, and the City of Buffalo, and their respective officers, directors, employees and agents as additional insureds;
6. is qualified to do business in the State of New York and is in receipt of all licenses, if any, required by applicable governmental entities; and
7. shall represent and warrant that neither it nor any of its directors, officers, members, or employees has any interest, nor shall they acquire any interest, directly or indirectly, which would conflict in any manner or degree with the performance of the services as set forth in the Contract. The successful respondent must further agree that in the performance of the services no person having such a conflict of interest shall be employed by it.

- B. News Release – Recipients of this RFP shall make no news/press release pertaining to this RFP or anything contained or referenced herein without prior written approval from ECHDC and/or ESDC. Any news release pertaining to this RFP may only be made in coordination with ECHDC and/or ESDC.
- C. Prohibited Persons – No respondent to this RFP will be selected if an individual who is an owner, shareholder, member, partner, officer or director, or otherwise a principal and/or its management team is determined, in ECHDC's and/or ESDC's sole discretion, to have been convicted of a felony or a crime involving moral turpitude, to be an organized crime figure, to be under indictment or criminal investigation, to be in arrears or in default of any debt, contract or obligation to or with the City or State of New York, or any other of their instrumentalities or otherwise to be a prohibited person as defined by ECHDC and/or ESDC. The selected respondent and all principals thereof, if applicable, and/or owners, shareholders, members, partners, officers or directors of the respondent's team are subject to investigation by ECHDC and/or ESDC. The selection of a respondent may be revoked in the event that any derogatory information is revealed by such investigations.
- D. Submittal Costs – ECHDC and/or ESDC shall not be liable for any cost incurred by the respondent in the preparation of its submittal to this RFP or, with respect to the respondent, for any work performed prior to the execution and delivery of the contract.
- E. ECHDC and/or ESDC shall be the sole judge of each respondent's conformity with the requirements of this RFP and the merits of the submittal. ECHDC and/or ESDC reserves the right, in its sole discretion to: amend, modify or withdraw this RFP; waive any requirements or conditions or modify any provisions of this RFP with respect to one or more respondents; require supplemental statements and information from any respondents to this RFP; to award a contract to as many or as few or none of the respondents as ESDC may select; award a contract to entities who have not responded to this RFP; accept or reject any or all submittals received in response to this RFP; extend the deadline for submission of submittals; negotiate or hold discussion with one or more of the respondents; correct deficient submittals that do not completely conform with this RFP; reject any and all submittals and to cancel this RFP, in whole or in part, for any reason or no reason. ECHDC and/or ESDC may exercise any such rights at any time, without notice or liability to any respondent or other parties for their costs, expenses or other obligations incurred in the preparation of a submittal or otherwise.
- F. This RFP and any contract or agreements resulting herein are subject to all applicable Federal, State and local laws, rules, regulations and executive orders.
- G. Any modifications to this RFP shall be issued in writing by ECHDC and/or ESDC and posted on the ECHDC website. Nothing stated at any time by any representative of ECHDC, ESDC, the State, or of any other entity shall effect a change in, or constitute a modification to this RFP unless confirmed in writing by ECHDC and/or ESDC. Respondents may request clarification from ESDC prior

to the submission deadline. Any such clarification from ECHDC and/or ESDC must be in writing in order to be binding on ECHDC or ESDC.

- H. ECHDC and/or ESDC is not obligated to pay any costs, expenses, damages or losses incurred by any respondent at any time unless ECHDC and/or ESDC has expressly agreed to do so in writing.
- I. ECHDC and/or ESDC shall not be obligated to pay any fee, cost or expense for brokerage commissions or finder's fees with respect to the execution of the contract. It shall be a condition of any contract that the respondent agree to pay the commission or other compensation due to any broker or finder in connection with the transaction, and to indemnify and hold harmless the State, the City, ECHDC and/or ESDC from any obligation, liability, cost or expense incurred by it as a result of any claim for commission or compensation brought by any broker or finder by reason of the transaction.
- J. ECHDC and ESDC reserve the right to modify the requirements set forth herein and to expand, limit or otherwise alter the scope of requested services.