

DISCLOSURE STATEMENT

DEFINITIONS

“Administrative Code” means the Administrative Code of the City of New York, including but not limited to the Building Code and the Housing Maintenance Code.

“Building Code” means, collectively, both Title 28 of the Administrative Code and Title 27, Chapter 1 of the Administrative Code.

“City” means the City of New York, a municipal corporation.

“City Agency” means any agency, department, office, commission, or instrumentality of the City, including quasi-public corporations, public benefit corporations, and public authorities (e.g., HDC, the New York City Housing Authority, New York City Economic Development Corporation, New York City Transit Authority, New York City Health and Hospitals Corporation, and New York City School Construction Authority).

“EIN” means federal Employer Identification Number or Tax Identification Number.

“Governmental Agency” means a federal, state, or local agency, department, office, commission, or instrumentality, including quasi-public corporations, public benefit corporations, and public authorities (e.g., the New York State Housing Trust Fund and Metropolitan Transportation Authority), grand juries, and City Agencies.

“HDC” means the New York City Housing Development Corporation, all of its subsidiaries, and their respective successors and/or assigns.

“Housing Maintenance Code” means Title 27, Chapter 2 of the Administrative Code.

“HPD” means the City’s Department of Housing Preservation and Development and all of its predecessor agencies.

“Immediate Family” means, with respect to a Participant who is a person (and, where specifically so indicated, with respect to a Principal or Officer), (i) his or her spouse or registered domestic partner, (ii) his or her children and parents, and (iii) the spouses or registered domestic partners of his or her children and parents.

“Joint Venture” means a one-time grouping of two or more persons or entities (or any combination thereof) engaged in the joint conduct of a particular transaction or specific undertaking.

“Officer” means (i) any person with signatory authority to legally bind Participant, (ii) any president, vice president, secretary, treasurer, chief executive officer, chief operating officer, or chief financial officer, by whatever titles known, or (iii) any board chair, director, or trustee, by whatever titles known.

“Participant” means the person or entity identified in response to Question 1.B.

“Principal” means:

NAME: _____ PROGRAM: _____ PROJECT: _____

- (i) any person or entity (other than a limited partner) owning or controlling twenty percent or more of the ownership interest or twenty percent or more of the profits or losses,
- (ii) all persons related by blood or marriage (other than limited partners), who, in the aggregate, own or control twenty percent or more of the ownership interest or twenty percent or more of the profits or losses,
- (iii) all persons acting as agents, fiduciaries or nominees, together with or on behalf of a single person or family (other than a limited partners), who, in the aggregate, own or control twenty percent or more of the ownership interest or twenty percent or more of the profits or losses, and
- (iv) any current general partner, managing member, or managing manager, or
- (v) any current Joint Venturer.

“Related Entity” means any entity identified in response to Question 2.A, 2.B, 2.C, or 2.D.

“SSN” means Social Security Number.

“Transaction” means the matter with respect to which Participant will interact with HPD and/or HDC, and Participant's role in that matter, including, but not limited to, (i) purchasing City-owned property, (ii) receiving an HPD or HDC loan, (iii) being retained as a general contractor by the purchaser of City-owned property or the recipient of an HPD or HDC loan, (iv) entering into a regulatory agreement with HPD or HDC, (v) being retained as a general contractor or administering agent by a party which has entered into a regulatory agreement with HPD, (vi) entering into a site development agreement, site development and management agreement, or similar agreement with the owner of property to be developed or rehabilitated through an HPD or HDC program, (vii) being retained as a general contractor by a party which has entered into a site development agreement, site development and management agreement, or similar agreement with the owner of property to be developed or rehabilitated through an HPD or HDC program, (viii) leasing or net leasing City-owned property, (ix) being retained as a managing agent by the net lessee of City-owned property or by a Mitchell-Lama housing company, (x) acquiring an ownership interest in property which is encumbered by a City mortgage and/or owned by a Mitchell-Lama housing company or a Redevelopment Company, or (xi) licensing City-owned property.

WHO MUST FILE DISCLOSURE STATEMENTS

The person or entity undertaking a Transaction must submit a Disclosure Statement. For an entity, additional Disclosure Statements must be submitted by the persons and entities identified below. However, any person or entity that has submitted a Disclosure Statement within the three years preceding the anticipated date of the Transaction may instead submit an Affidavit of No Change.

- A. **CORPORATIONS:** If Participant is a corporation, all Principals and Officers must submit Disclosure Statements. However, where a not-for-profit corporation has formed a housing committee in accordance with HPD’s requirements (available from HPD’s Sponsor Review Unit), only the members of the housing committee and the Officers of the corporation will be required to submit Disclosure Statements.

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- B. **PARTNERSHIPS:** If Participant is a partnership, each general partner, Principal, and Officer must submit a Disclosure Statement.
- C. **JOINT VENTURES:** If Participant is a joint venture, each joint venturer, Principal, and Officer must submit a Disclosure Statement.
- D. **LIMITED LIABILITY COMPANIES:** If Participant is a limited liability company, a Disclosure Statement must be submitted by (a) Participant, (b) each of its members (except any member that has no control over management or operations and whose principal role, as determined by HPD, is either to purchase tax credits or make a monetary investment), and (c) each of its Principals and Officers.
- E. **LIMITED LIABILITY PARTNERSHIPS:** If Participant is a limited liability partnership, a Disclosure Statement must be submitted by (a) Participant, (b) each of its partners (except any partner that has no control over management or operations and whose principal role, as determined by HPD, is either to purchase tax credits or make a monetary investment), and (c) each of its Principals and Officers.
- F. **OTHER PERSONS AND ENTITIES:** Any person or entity with a material role in a Transaction should consult with HPD to determine who must submit Disclosure Statements.
- G. **RELATED ENTITIES:** Each Related Entity that either is involved in the Transaction or is the subject of a "Yes" answer to any question in this Disclosure Statement, and each of its Principals and Officers, must submit a Disclosure Statement (see Question 12.B).

INSTRUCTIONS

Fill out this Disclosure Statement in its entirety. Whenever an explanation of an answer is required, such explanation must include all material facts on an attachment which is clearly marked to indicate the appropriate question number. If a question does not apply, or cannot be answered due to lack of knowledge, Participant must so indicate.

Submit the completed Disclosure Statement and all supporting documents (and address any questions concerning such Disclosure Statement and supporting documents) to the Sponsor Review Director identified below.

Where any question asks about a person affiliated with Participant (for example, a Principal, Officer, or Employee), answer for the entire period covered by the question, even if the person was not affiliated with Participant for part of the period.

For answers to Questions 8.B and 8.C, do not include any arrest or criminal accusation of an individual not currently pending which was followed by (i) a termination of that criminal action or proceeding in favor of such individual, as defined in Criminal Procedure Law §160.50(2), (ii) a youthful offender adjudication, as defined in subdivision one of Criminal Procedure Law §720.35, (iii) a conviction for a violation sealed pursuant to Criminal Procedure Law §160.55, or (iv) a conviction sealed pursuant to Criminal Procedure Law §160.58.

If you are in doubt about how to answer any question, you may consult with the Sponsor Review Director. If you are still in doubt, check the answer that results in more disclosure and attach an explanation.

Sponsor Review Director: Robert King
Department of Housing Preservation and Development
100 Gold Street, Room 9-V3
New York, New York 10038
(212) 863-6291

1. **PARTICIPANT INFORMATION:**

A. Type Of Disclosure (*Check One*)

- | | |
|---|--|
| <input type="checkbox"/> Individual | <input type="checkbox"/> Sole Proprietorship |
| <input type="checkbox"/> Not-for-Profit Corporation | <input type="checkbox"/> Business Corporation |
| <input type="checkbox"/> General Partnership | <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Partnership |
| <input type="checkbox"/> Joint Venture | <input type="checkbox"/> Unincorporated Association |
| <input type="checkbox"/> Tenants In Common | <input type="checkbox"/> Joint Tenants |
| <input type="checkbox"/> Other (Describe: _____) | |

Please explain in full detail, on a separate attachment, Participant's relationship to proposed Transaction, including all titles or positions and the percentage and type of any interest held.

B. Participant's:

1. Name:
2. Address, Including Zip Code:
3. Telephone Number:
4. E-Mail Address:

C. Name And Address Of Employer

D. Participant's Title Or Position And Brief Description Of Responsibilities

E. Participant's Percentage Of And Type Of Interest

F. Date Of Birth or Formation:

G. Within the past five years, has Participant or any of Participant's Immediate Family members, Principals, or Officers served, whether in a paid or unpaid capacity, as (i) an elected or appointed official or officer, (ii) a full or part time employee in a City Agency, including HPD or HDC, or (iii) a member of HDC?

YES NO

If YES, please provide details on a separate attachment.

H. Within the past five years, has Participant or any of Participant's Immediate Family members, Principals, or Officers been a party to an agreement with any Governmental Agency, including HPD and/or HDC?

YES NO

If YES, please provide details on a separate attachment with respect to all agreements, transactions, and activities. Please include a list of all agencies and contacts with respect to such activities and the dates of any transaction closings with such Governmental Agencies.

I. Does any person or entity hold any form of options, securities, or instruments that can be converted to ownership interests in Participant and that, if exercised, would (combined with any other ownership interest already held by such person or entity) constitute twenty (20%) percent or more of the ownership interest of Participant?

YES NO NOT APPLICABLE

If YES, please provide details on a separate attachment.

J. SSN/EIN:

K. Dun & Bradstreet Number:

L. State in which Participant is incorporated and date of such incorporation:

M. County and State where partnership agreement is filed and date of such filing:

N. State of filing of limited liability company or limited liability partnership articles of organization and date of such filing:

O. Is Participant exempt from Federal income taxes under the Internal Revenue Code pursuant to a written grant of exemption from the Internal Revenue Service?

NAME: _____ PROGRAM: _____ PROJECT: _____

YES NO

If YES, please provide details on a separate attachment.

- P. List the name, SSN/EIN, and address of all Principals, but (i) do not list limited partners, and (ii) if a corporation's shares are publicly traded on a securities exchange, only list its Principals. If the space below is inadequate, use a separate attachment.

| Name | SSN/EIN | Home Address | Position/Title | Interest Owned (%) |
|------|---------|--------------|----------------|--------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |

- Q. List all Officers of Participant (if the space below is inadequate, use a separate attachment):

| Name | SSN/EIN | Home Address | Position/Title | Interest Owned (%) |
|------|---------|--------------|----------------|--------------------|
| | | | | |
| | | | | |
| | | | | |
| | | | | |

- R. Is Participant using any name, trade name, d/b/a name, abbreviation, EIN, or SSN other than those listed above, or has it done so in the past?

YES NO

If YES, provide such name, trade name, d/b/a name, abbreviation, EIN, or SSN and the details of the relationship (including positions held and ownership interest and percentage) to Participant.

- S. Is Participant listed on any national or regional stock exchange or on NASDAQ?

YES NO

If YES, provide the name of the exchange and the listing on a separate attachment.

- T. Is Participant required to register with the New York State Department of Law (Attorney General)?

YES NO

If YES, provide the date of such registration and the date that Participant filed its most recent financial statement on a separate attachment. If 'NO', and Participant is a not-for-profit corporation, state the reason(s) on a separate attachment.

U. Has Participant been certified as a minority and/or women-owned business enterprise (“M/WBE”) by any governmental entity?

YES NO

If YES, provide a copy of such M/WBE certification and complete the following:

M/WBE Certifying Entity:

NYC Department of Small Business Services

NYS Empire State Development Corporation

NYC School Construction Authority

Metropolitan Transit Authority

Other (identify): _____

Certification ID, if any: _____

Check all that apply:

Minority Owned

Women Owned

2. RELATED ENTITY INFORMATION:

A. Is Participant or any Immediate Family member a parent of or affiliated with, or does Participant or any Immediate Family member own, manage, control, or have any interest in, any subsidiaries, members, chapters, franchises, affiliates, corporations, partnerships, limited liability companies, limited liability partnerships, firms, organizations, or other entities? The term “affiliated” includes, but is not limited to, common ownership or control or the sharing of substantial physical space, resources, managerial structure, or personnel.

YES NO

If YES, on a separate attachment, identify each such entity by name and address, specify its relationship to Participant and identify, if applicable, the Principals and/or Officers common to Participant and such entity.

B. Is Participant owned, managed or controlled by, or is Participant a subsidiary, member, chapter, franchise, or affiliate of any corporation, partnership, limited liability company, limited liability partnership, firm, organization, or other entity?

YES NO

If YES, on a separate attachment, identify each such entity by name and address, specify its relationship to Participant, and identify, if applicable, the Principals and/or Officers common to Participant and such entity.

- C. Is Participant or any Immediate Family member affiliated with or does Participant or any Immediate Family member receive a salary from any other companies or entities with which Participant will conduct business in connection with the Transaction?

YES NO

If YES, on a separate attachment, identify each such entity by name and address, specify its relationship to Participant, and identify, if applicable, the Principals and/or Officers common to Participant and such entity.

- D. During the past 3 years, has Participant or any Immediate Family member been a Principal or Officer of, or otherwise owned, managed, controlled, been affiliated with or had any interest in, any other companies or entities?

YES NO

If YES, on a separate attachment, identify each such entity by name and address, specify its relationship to Participant, and identify, if applicable, the Principals and/or Officers common to Participant and such entity.

3. REAL PROPERTY

- A. During the last ten years, has Participant, any of Participant's Immediate Family members, Principals, or Officers, or any business organization in which Participant was a Principal or Officer owned, managed, or controlled (directly or indirectly through other entities), or held any mortgage on or other interest in, any real property (in part or in its entirety) in New York City?

YES NO

If YES, list such property by address and tax block and lot numbers on a separate attachment, indicate the relevant entity, its relationship to each property, and the dates of such relationship to each property. If Participant was not the owner of record of such real property, state the record owner thereof and Participant's relationship to the owner.

- B. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever owned, managed, or controlled (directly or indirectly through other entities) any real property (in part or in its entirety) located anywhere which (a) was the subject of a fire insurance claim in an aggregate amount in excess of \$10,000, and (b) less than one half of the proceeds of such claim was expended in the restoration of the property?

YES NO

If YES, please provide details on a separate attachment.

- C. Has (i) Participant or any Immediate Family member, (ii) any of Participant's or any Related Entity's Principals or Officers, or (iii) any Immediate Family members of Participant's or any Related Entity's Principals or Officers, ever:

(i) owned, managed, or controlled (directly or indirectly through other entities), or held any mortgage on, or other interest in, all or any part of the property comprising the proposed project site?

YES NO

(ii) owned (directly or indirectly through other entities), or been a successor in interest to an owner of, any property which (i) was acquired or transferred by the City through real property tax or other lien enforcement proceedings, or (ii) was encumbered by a tax lien that the City sold?

YES NO

If YES to any of the above, fully identify the parties on a separate attachment setting forth all details of such real property interest, including, but not limited to, the means by which such party ceased to hold such real property interest.

- D. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever been the subject of any City Commission on Human Rights proceeding, any State of New York Division of Human Rights proceeding, or any tenant harassment proceeding?

YES NO

If YES, please provide details on a separate attachment.

- E. Within the last ten years, has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers been cited by the Division of Housing and Community Renewal or the Rent Guidelines Board for failure to comply with the Rent Stabilization Law or Code or for failure to comply with an order of the Division of Housing and Community Renewal or the Rent Guidelines Board?

YES NO

If YES, please provide details on a separate attachment.

- F. Does Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers currently own, manage or control any properties that have outstanding violations of the Housing Maintenance Code, the Building Code, the Zoning Resolution, or the Multiple Dwelling Law?

YES NO

If YES, specify the property, the owner(s) of record and managing agent, the nature and number of violations in each classification, and the number of apartments in each property.

- G. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever been the subject of any action or proceeding to enforce, or order requiring the correction of, a condition that violated any provision of the Housing Maintenance Code, the Building Code, the Administrative Code (other than parking violations), the Zoning Resolution, or the Multiple Dwelling Law?

YES NO

If YES, please provide details on a separate attachment.

- H. Are there any judgments, consent decrees, stipulations, or other settlements currently outstanding against Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers resulting from lawsuits brought by HPD or the City or any City Agency, including but not limited to (a) civil penalties for failure to correct violations or (b) recoupment of Emergency Repair Program expenses.

YES NO

If YES, please provide details on a separate attachment.

- I. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers, or any property owned, managed, or controlled by any of them, ever been the subject of a stop work order issued by the Department of Buildings or a violation issued by the Occupational Safety and Health Administration?

YES NO

If YES, please provide details on a separate attachment.

- J. (i) Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever owned, managed, or controlled a building which was the subject of a proceeding to appoint an administrator pursuant to Article 7-A of the Real Property Actions and Proceedings Law, to appoint a receiver to remove or remedy a nuisance pursuant to Multiple Dwelling Law §309, or to vest title to abandoned property in a proceeding pursuant to Article 19-A of the Real Property Actions and Proceedings Law?

YES NO

- (ii) Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever owned, managed or controlled any property that had issued against it a precept to abate an

unsafe or dangerous structure, or any other unsafe building notice or designation?

YES NO

K. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever owned, managed or controlled any property that was the subject of a vacate order or partial vacate order by any Governmental Agency?

YES NO

L. Does Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers own, manage, or control (directly or indirectly through other entities) any interest in any real property (in part or in its entirety) located in New York City which is currently either in arrears or default on, or the subject of any foreclosure or other lien enforcement action or proceeding with respect to any of the following?

| | | YES | NO |
|-----|---|--------------------------|--------------------------|
| 1. | Real Property Taxes | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. | Water/Sewer Charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. | Other taxes | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. | City mortgage loan | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. | Other City loan | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. | Emergency Repair Program charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. | Alternative Enforcement Program charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. | Article 7-A Financial Assistance charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. | Receivership charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. | Relocation charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. | Judgment for civil penalties | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. | Other judgment | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. | Any other lien, charge, or contractual obligation due to the City | <input type="checkbox"/> | <input type="checkbox"/> |

14. Any mortgage, lien, judgment, or contractual obligation to any other party

If YES to any of the above, please provide details on a separate attachment.

M. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever owned, managed or controlled (directly or indirectly through other entities) any interest in any real property (in part or in its entirety) located in New York City which, during the term of such ownership, management or control, was (a) disposed of while in arrears or default on any of the following, whether by deed in lieu of foreclosure or by any other voluntary or involuntary method, (b) in arrears or default any of the following for more than 90 days, or (c) the subject of a foreclosure or other enforcement action or proceeding with respect to any of the following?

| | YES | NO |
|---|--------------------------|--------------------------|
| 1. Real Property Taxes | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Water/Sewer Charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Other taxes | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. City mortgage loan | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. Other City loan | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. Emergency Repair Program charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 7. Alternative Enforcement Program charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 8. Article 7-A Financial Assistance charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 9. Receivership charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 10. Relocation charges | <input type="checkbox"/> | <input type="checkbox"/> |
| 11. Judgment for civil penalties | <input type="checkbox"/> | <input type="checkbox"/> |
| 12. Other judgment | <input type="checkbox"/> | <input type="checkbox"/> |
| 13. Any other lien, charge, or contractual obligation due to the City | <input type="checkbox"/> | <input type="checkbox"/> |
| 14. Any mortgage, lien, | <input type="checkbox"/> | <input type="checkbox"/> |

judgment, or contractual
obligation to any other party

If YES to any of the above, please provide details on a separate attachment.

4. INTEREST IN THE TRANSACTION

A. Has Participant or any of Participant's Immediate Family members, Principals, or Officers owned, controlled, or had any interest in any part of the Transaction, including, but not limited to, any real property in the Transaction?

YES NO

If YES, please provide details on a separate attachment.

B. Does Participant share office space, staff, equipment, or expenses with any other entity?

YES NO

If YES, please provide details on a separate attachment.

C. Will Participant use or occupy any real property (other than its own offices or any site which is the subject of the Transaction) to carry out this Transaction?

YES NO

If YES, provide name and address of the lessor or owner on a separate attachment.

D. Are any Principals or Officers of Participant related to or affiliated in any way with an entity that leases or owns the real property identified in response to Question 4.C?

YES NO

If YES, provide the name, title, and relationship on a separate attachment.

E. Is Participant or any of Participant's Immediate Family members, Principals, or Officers affiliated with any other entity with which Participant will conduct business in connection with this Transaction?

YES NO

If YES, please provide details on a separate attachment.

F. Will Participant or any of Participant's Immediate Family members, Principals, or Officers receive, directly or indirectly, any form of payment, income, revenue, compensation, or remuneration or anything else of value from any other entity or

person with which Participant will conduct business in connection with this Transaction?

YES NO

If YES, please provide details on a separate attachment.

5. GOVERNMENT

A. Has Participant, any Principal or Officer of Participant, or any of their respective Immediate Family members ever been:

(i) Elected or appointed to a City office or employed by a City Agency? Include part-time and unpaid positions, and membership in advisory committees or Community Boards.

YES NO

(ii) A consultant or advisor to a City Agency performing services related to the solicitation of, negotiation for, or operation/administration of either (a) the proposed Transaction, or (b) any transaction with such City Agency?

YES NO

If YES to either of the above, provide the name of such person and the City Agency and status with the City on a separate attachment.

B. Has Participant or any of Participant's Immediate Family members, Principals, or Officers:

(i) Ever participated in, or been selected to participate in, any HPD, HDC, or any governmental agency program, project, loan, contract or other activity as a developer, sponsor, contractor, subcontractor, mortgagor, lender, borrower, general partner, managing member or managing manager or in any other capacity?

YES NO

If YES, state the date, program, project, loan, contract and/or activity, and all relevant details, including identification and brief description of each project, date of completion, role of Participant with regard to each project, and the names of the government agencies involved on a separate attachment.

(ii) Ever acted as a developer, contractor, subcontractor, mortgagor, general partner, managing member or managing manager of any non-governmental project involving any private entity?

YES NO

If YES, please list on a separate attachment, the five most recent projects completed, including identification and brief description of each project, date of completion and role of Participant with regard to each project.

- (iii) Been awarded a contract with any City Agency in the past five years?

YES NO

If YES, identify the agency, contract or project and all relevant details on a separate attachment.

- (iv) Been a subcontractor on any contract with any City Agency in the past five years?

YES NO

If YES, provide the names of the City Agency and the prime contractor and the contract start date on a separate attachment.

- C. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers, or any entity in which any of them were then Principals or Officers, ever:

- (i) Been found to be a non-responsible bidder or proposer, or otherwise been found to be non-responsible, by any Governmental Agency?

YES NO

- (ii) Been denied pre-qualified vendor status, or had pre-qualified vendor status revoked by any Governmental Agency?

YES NO

- (iii) Been denied a contract with a Governmental Agency despite being a low bidder or highest scoring proposer?

YES NO

- (iv) Been denied a contract with a Governmental Agency as a result of an administrative action by any Governmental Agency?

YES NO

- (v) Had any form of designation, selection, award, approval, license, permit, authorization, concession, franchise, or lease terminated or revoked by a Governmental Agency?

YES NO

- (vi) Been suspended, barred, disqualified or otherwise declared ineligible from bidding on, submitting a proposal for, receiving, executing, or

entering into a contract or agreement with, or other obligation to, a Governmental Agency?

YES NO

(vii) Been suspended, barred, disqualified or otherwise declared ineligible from bidding on, submitting a proposal for, receiving, executing, or entering into a permit, license, concession, franchise, or lease from a Governmental Agency?

YES NO

(viii) Failed to enter into or perform a contract with a Governmental Agency after an award was made, or failed to close on a loan after accepting a loan commitment from a Governmental Agency?

YES NO

(ix) Been unable to execute, or unable to perform, a contract or agreement with, or other obligation to, a Governmental Agency because it could not provide the required security, insurance, or surety bond?

YES NO

(x) Failed to timely complete the performance of its obligations under a contract or agreement with, or other obligation to, a Governmental Agency?

YES NO

(xi) Received an extension of time to complete the performance of its obligations under a contract or agreement with, or other obligation to, a Governmental Agency?

YES NO

(xii) Defaulted on, received a notice of default on, or been declared in default on a contract or agreement with, or other obligation to, a Governmental Agency?

YES NO

(xiii) Had any contract or agreement with, or other obligation to, a Governmental Agency terminated, canceled or not renewed by such Governmental Agency?

YES NO

(xiv) Been the subject of a hearing before the New York City Office of Administrative Trials and Hearings?

NAME: _____ PROGRAM: _____ PROJECT: _____

YES NO

(xv) Filed a public improvement lien?

YES NO

(xvi) Been placed on enhanced review status by HPD?

YES NO

If YES to any of the above, please provide details on a separate attachment.

D. Is Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers currently subject to any unsatisfied judgment or lien held by a Governmental Agency, including, but not limited to, judgments or liens based on taxes owed, enforcement proceedings, and/or charges, fines and penalties?

YES NO

If YES to any of the above, provide the name of the person or entity subject to such judgment or lien, SSN/EIN, Governmental Agency, and date, amount, and type of obligation on a separate attachment.

E. Is Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers a party in any lawsuit in which the City or any City Agency (including HPD and/or HDC) is also a party? Do not include any lawsuit covered in your answer to Question 3.G.

YES NO

If YES, please provide details on a separate attachment.

F. Are there any persons now serving in a management or advisory capacity to Participant or any Related Entity, whether as a Principal, Officer, attorney, engineer, architect, or in any other capacity, who presently serve or have served as an employee of or a consultant or advisor to HPD and/or HDC (in connection with the proposed Transaction or otherwise)?

YES NO

If YES, please provide details on a separate attachment.

6. **EQUITY FUNDS AVAILABLE** [To be completed only if Participant is an entity and/or if Participant is providing equity funds for the Transaction]

A. **OUTSTANDING LOANS** (from any source, including mortgage or home-equity loans)

(i) Creditor's name and address, including zip code:

(ii) Contact Person, title of position and telephone number:

(iii) Amount of outstanding loan and date of maturity:

\$

If more than one loan is outstanding, please continue, using the same format, on a separate attachment.

B. PROJECTED SALE OF ASSETS

| Asset Description | Projected Date of Sale | Market Value (\$) | Outstanding Mortgages or Liens on Asset (\$) |
|-------------------|------------------------|-------------------|--|
| | | | |
| | | | |
| | | | |
| | | | |

C. PLEDGED OR HYPOTHECATED STOCK

Has Participant pledged or hypothecated ten (10%) percent or more of its stock of any class to another business or individual to guarantee payment for a debt or obligation?

YES NO

If YES, please provide the name and address of the holder of such pledge or hypothecation, the percent pledged, and transaction details on a separate attachment.

7. PENDING OR ANTICIPATED ACTIONS THAT MAY AFFECT FINANCIAL STATUS

A. Is there any litigation pending or threatened against Participant or any of Participant's Immediate Family members, Principals, or Officers?

YES NO

If YES, please provide details on a separate attachment.

B. Is there any existing or pending condition, claim, or event which may materially affect Participant's financial status and/or ability to participate in the Transaction?

YES NO

If YES, please provide details on a separate attachment.

- C. Has Participant entered into or does Participant anticipate entering into any arrangement whereby Participant is or will become a guarantor, indemnitor, and/or surety for any obligation (including, but not limited to, any pre-development loans relating to the proposed Transaction)?

YES NO

If YES, please provide details on a separate attachment.

- D. Has Participant entered into any financial arrangement regarding the Transaction (including, but not limited to, any agreements regarding development, partnership, investments, tax credits, etc.)?

YES NO

If YES, please provide details on a separate attachment and copies of such agreements.

- E. Have any audits of Participant conducted in the past five years revealed any material deficiencies in either its system of internal controls or in its compliance with contractual agreements or laws and regulations?

YES NO

If YES, please provide name of auditing agency, audit date and date corrective action was implemented on a separate attachment.

8. INVESTIGATIONS, CHARGES, CONVICTIONS, ORDERS

- A. Does Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers have pending against him, her, or it any:

(i) Felony charges or investigations?

YES NO

(ii) Misdemeanor or offense charges (other than traffic violations) or investigations?

YES NO

(iii) Administrative, regulatory, or statutory charges or investigations?

YES NO

If YES to any of the above, provide the name, SSN/EIN, title, status in Participant, the court, its address, index or docket number, nature and result of charges and date on a separate attachment.

B. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever:

(i) Been convicted of, or pled guilty to, a felony?

YES NO

(ii) Been convicted of, or pled guilty to, a misdemeanor or offense (other than traffic violations)?

YES NO

(iii) Been found in violation of, or admitted to a violation of, any administrative, regulatory, or statutory charges?

YES NO

(iv) Been investigated for any felony, misdemeanor, or offense (other than traffic violations), or for administrative, regulatory, or statutory charges?

YES NO

(v) Been granted immunity from prosecution?

YES NO

(vi) Been subpoenaed to provide, or voluntarily provided, testimony or documents to any grand jury?

YES NO

(vii) Been subpoenaed to provide testimony or documents to any Governmental Agency?

YES NO

(viii) Voluntarily appeared before a Governmental Agency to testify concerning an investigation into any transaction, contract, or dealing with any Governmental Agency?

YES NO

(ix) Been the subject of, or witness in, an investigation (including, but not limited to, any criminal, civil, or regulatory investigation) by any Governmental Agency?

YES NO

(x) Been the subject of any notifications or findings relating to violations of or non-compliance with Labor Law §220, Labor Law §230, the Davis Bacon Act, any other prevailing wage law, or the Fair Labor Standards Act?

YES NO

(xi) Been the subject of a monitorship or certification imposed by any Governmental Agency?

YES NO

(xii) Paid any money, gratuity, or conferred any other benefit, for any purpose, on any public official or any City employee?

YES NO

If YES, please provide details on a separate attachment, including, with respect to any case, the (1) date, (2) charge, (3) place, (4) court, (5) disposition, (6) docket or indictment number and a full explanation.

C. Have any former Principals, Officers, or employees of Participant or any Related Entity been charged with, convicted of, or pled guilty to any crime (including without limitation, felony, misdemeanor, violation, or administrative, regulatory, or statutory charges) relating to their activities with Participant?

YES NO

If YES to any of the above, provide the name, SSN/EIN, title, status in Participant, the court, its address, index or docket number, nature and result of charges and date on a separate attachment.

D. Is Participant or any Related Entity currently in default on any obligation or subject to any unsatisfied judgment or lien?

YES NO

If YES, identify the debtor and creditor, and state the date, amount, and type of obligation on a separate attachment.

E. Is Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers currently subject to any injunction?

YES NO

If YES, identify the party subject to the injunction and state all relevant details regarding the injunction on a separate attachment.

F. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever been investigated for, questioned about, arrested for, granted immunity from prosecution on, charged with, indicted on, or

convicted of, or pled guilty to or testified about, any potential or alleged criminal, civil, or administrative violation of law (whether by such person or entity or any other person or entity) that is not disclosed in response to another question in this Disclosure Statement?

YES NO

If YES, please provide details on a separate attachment, including, with respect to any case, the (1) date, (2) charge, (3) place, (4) court, (5) disposition, (6) docket or indictment number and a full explanation.

9. FINANCIAL RESPONSIBILITY

- A. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers ever filed a petition for bankruptcy, been adjudicated bankrupt, filed for reorganization, made an assignment for the benefit of creditors, been subject to any involuntary bankruptcy proceedings, or been a principal party in any other type of insolvency proceeding?

YES NO

If YES, please state the details including the name of such person or entity, the court, its address, docket number, filing date and discharge date, if not pending, on a separate attachment.

- B. Has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers failed to file any required federal, state, or local tax returns or failed to pay any applicable federal, state, or local taxes?

YES NO

If YES, please provide details on a separate attachment. If Participant is exempt from Federal income taxes under the Internal Revenue Code, please attach a written grant of exemption from the Internal Revenue Service.

- C. Has Participant or any Related Entity ever petitioned a court to transfer or sell all or substantially all of its assets?

YES NO

If YES, please provide details on a separate attachment.

- D. Within the past five years has (i) Participant or any Related Entity and/or (ii) Participant's Immediate Family member, and/or (iii) any entity in which Participant or any Related Entity or Participant's Immediate Family member is or was at any time a Principal, been in default on any obligation (including, without limitation, a construction and/or permanent mortgage loan) which is subject to any unsatisfied judgment or lien (including, without limitation, a tax lien or tax judgment) obtained by any entity, including any bank or other mortgage lender?

YES NO

If YES, please provide details on a separate attachment.

E. During the last ten years, has Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers:

(i) Failed to timely complete the performance of its obligations under a contract, agreement, or other obligation?

YES NO

(ii) Defaulted on, received a notice of default on, or been declared in default on a contract, agreement, or other obligation?

YES NO

(iii) Had any contract, agreement or other obligation terminated, canceled, or not renewed?

YES NO

If YES to any of the above, please provide details on a separate attachment.

F. Is Participant or any Related Entity or any of their respective Immediate Family members, Principals, or Officers currently in default on any obligation or subject to any unsatisfied judgment or lien?

YES NO

If YES, provide the name of the entity, EIN, creditor, and date, amount, and type of obligation in the Appendix.

10. **CONSTRUCTION AND CONTRACTING EXPERIENCE**

A. **INDIVIDUALS** - Has Participant ever held a supervisory position with a construction contractor for an undertaking comparable to the proposed Transaction?

YES NO

If YES, on a separate attachment, please provide the name and address of employer, title of position and brief description of work performed.

B. **PARTNERSHIPS/CORPORATIONS/NOT-FOR-PROFIT ORGANIZATIONS/LIMITED LIABILITY COMPANIES/PARTNERSHIP** - If Participant or a parent corporation, subsidiary or affiliate of Participant is to participate in the Transaction as a general contractor or subcontractor, please provide the following information on a separate attachment:

Name and address of such contractor, contractor's relationship to Participant and prior experience of contractor, including total dollar amount of construction or development work performed by such contractor during the last ten years.

C. Please identify construction contracts currently held by contractor:

| Location of Development | Amount of Contract | Date of Commencement of Construction and Projected Date of Completion |
|-------------------------|--------------------|---|
|-------------------------|--------------------|---|

11. **OTHER PARTICIPANTS**

- A. **ORGANIZATIONS** - List on a separate attachment the names and addresses of all organizations which would be potential sponsors, developers, or general contractors of the Transaction. Organizations which will have any continuing proprietary interest in the Transaction should be identified as developers.
 - B. **INDIVIDUALS** - List on a separate attachment the names, titles, and employers of the Principals and Officers of any organization listed in Question 11.A.
-

12. **ATTACHMENTS**

Attach the following to this Disclosure Statement:

- A. If Participant is an entity:
 - 1. An organization chart showing Participant's current structure, including the types of any entities, the names of the Principals and Officers of each entity, their role in the Transaction, and ownership percentages.
 - 2. A Disclosure Statement completed by each Principal of Participant.
 - 3. A Disclosure Statement completed by each Officer of Participant.
 - 4. If Participant is a not-for-profit corporation, copies of the three most recent annual external audits.
- B. If you answered "Yes" to any question with regard to a Related Entity or any Related Entity has a role in the Transaction:
 - 1. A Disclosure Statement for each such Related Entity.

2. An organization chart showing such Related Entity's current structure, including the types of any entities, the names of the Principals and Officers of each entity, their role in the Transaction (if any), and ownership percentages.
 3. A Disclosure Statement completed by each Principal of such Related Entity.
 4. A Disclosure Statement completed by each Officer of such Related Entity.
 5. If such Related Entity is a not-for-profit corporation, copies of the three most recent annual external audits.
-

PRIVACY ACT NOTIFICATION - The Federal Privacy Act of 1974, as amended, requires agencies requesting Social Security Numbers to disclose (a) whether compliance with the request is voluntary or mandatory, (b) why the information is requested; and (c) how it will be used. Providing Social Security Numbers and/or Taxpayer Identification Numbers on this disclosure is mandatory. Social Security Numbers and Taxpayer Identification Numbers will be used only to perform a background check, will be kept in a secure location, and will not be used or disclosed for any other purpose.

AUTHORIZATION

I hereby authorize HPD and/or any person or entity acting on behalf of HPD to (i) investigate the Participant's background, (ii) obtain a credit report concerning the Participant and any Related Entity from an independent reporting agency, and (iii) take whatever steps it or they may deem necessary to achieve such purposes, including, but not limited to, checking the Participant's references.

CERTIFICATION

I certify that the information set forth in or attached to this Disclosure Statement is true and correct to the best of my knowledge and belief.

I am aware that HPD is relying upon all of the information set forth in or attached to this Disclosure Statement and that this Disclosure Statement is submitted to induce HPD to approve this Transaction.

I am aware that this Disclosure Statement is part of a continuing application, and until such time as the Transaction is finally and unconditionally approved by HPD, I will report any changes in or additions to the information set forth herein, and furnish such further documentation or information as may be requested by HPD, including, without limitation, financial statements and/or personal statements of assets and liabilities.

I understand that, in accordance with Article 175 of the Penal Law, (i) this Disclosure Statement is a written instrument that will be filed with, and become part of the official business records of, HPD, and (ii) the making of any false statement in this Disclosure Statement, or in the continuing application of which it is a part, is a felony.

NAME: _____ PROGRAM: _____ PROJECT: _____

Signature

NAME OF PERSON SIGNING ABOVE: _____

ORGANIZATION (if any): _____

DATE:

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

On the _____ day of _____, 20____, before me, the undersigned, a notary public in and for said state, personally appeared _____ personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person on behalf of which the individual(s) acted, executed the instrument.

Notary Public
Commission expires: