



Request for Qualifications

for

Qualified Lenders

for the

NYC Accelerator PACE Financing Program

Original Release Date: April 22, 2021

Submission Deadline: Rolling



Table of Contents

1. Purpose of Request for Qualifications	2
1.1 About NYCEEC	2
2. Program Details	3
3. Legal Requirements and Documentation	3
4. Qualified Lender Requirements	4
4.1 Qualification Requirements	5
4.2 Changes and Updates to Requirements	5
5. Application Submission	5
5.1 Application Package	5
5.1.1 Required and Optional Documents	5
5.1.2 Application Package Formatting and Submission	8
6. Review and Qualification Process	9
6.1 Qualification Process	9
6.2 Review and Turnaround Times	10
7. Non-Disclosure Agreements and Waiver Requests	10
7.1 Non-Disclosure Agreements	10
7.2 Waiver Requests	10
8. Additional Terms and Conditions	11

Exhibits

Exhibit A - Qualification Requirements

Exhibit B - Form of Qualified Lender Application

Schedule

Schedule 1 - Additional Terms and Conditions



Purpose of Request for Qualifications

Acting on behalf of the City of New York (the “**City**”), New York City Energy Efficiency Corporation (“**NYCEEC**”) invites all eligible firms to respond to this Request for Qualifications (this “**RFQ**”) for “Qualified Lenders” for the NYC Accelerator, PACE financing program (the “**Program**”). In this RFQ, each organization seeking to become a Program lender is called an “**Applicant**” and upon completing the qualification process in accordance with this RFQ, an Applicant will become a “**Qualified Lender**.”

This RFQ provides information about NYCEEC, the Program, the role of Qualified Lenders in the Program and the terms and conditions under which Qualified Lenders will participate in the Program, as well as the criteria and process to be used in their qualification.

Additional information on the Program, along with copies of this RFQ, the Program Guidelines and other Program documents, may be found on the Program website at: www1.nyc.gov/site/nycaccelerator/resources/pace.page (the “**Program Website**”).

Applicants are encouraged to check the Program Website regularly to view Program updates and changes to this RFQ or other Program documents which may occur from time to time.

1.1 About NYCEEC

Launched in 2011, NYCEEC is a not-for-profit clean energy finance company with 501(c)(3) federal income tax exemption status. NYCEEC’s mission is to deliver financing solutions and advance markets for building clean energy. NYCEEC is an independent company and is not an agency or instrumentality of the City.

As per its engagement by the City, NYCEEC will be responsible for the day-to-day coordination and administration of the Program. These responsibilities will include but are not limited to: qualifying Applicants as Qualified Lenders who may offer commercial Property Assessed Clean Energy (“**PACE**”) financing through the Program; receiving all project applications and confirming that the proper documentation has been submitted; verifying project eligibility and confirming that cost-effectiveness calculations have been completed; receiving PACE Loan payments from the New York City Department of Finance (“**DOF**”) and causing those payments to be transmitted in a timely manner to the appropriate Qualified Lenders; receiving and distributing Program notices and correspondence; and reporting on the Program to the City.

More information about NYCEEC can be found at www.nyceec.com.



2. Program Details

Under the Program, Qualified Lenders will offer PACE financing (“**PACE Loans**”) to owners of eligible buildings located in New York City (“**Borrowers**”). Borrowers will use the PACE Loans to fund energy efficiency improvements and renewable energy systems in their buildings. PACE Loans are repaid through “**Program Charges**” on the related buildings’ City property tax bills. PACE Loans and the associated Program Charges are non-accelerating but remain payable by any successor owner of the subject real property until paid in full. DOF will bill, collect and enforce repayment of Program Charges utilizing the same procedures available for City real property taxes and other property tax bill charges. DOF enforcement of delinquent Program Charges may lead to the assignment of such delinquent Program Charges through tax lien sales. Qualified Lenders will also have available all lawful means to enforce repayment of PACE loans.

The Program will be “open market” in that property owners may borrow from, and negotiate the terms of PACE Loans directly with, any Qualified Lender. No firm will be granted exclusive or preferred status as a Program Qualified Lender. Borrowers retain the right to engage with the Qualified Lender of their choosing. A list of all Qualified Lenders will be made available on the Program Website, however neither the City nor NYCEEC will recommend or refer Borrowers to individual firms. Qualified Lenders will be able to set the terms and conditions of their PACE Loans so long as they comply with the requirements contained in the Program Guidelines, the Master Lender Agreement and other applicable Program documents.

3. Legal Requirements and Documentation

Each Qualified Lender’s participation in the Program is subject to all applicable laws, rules and regulations, including, without limitation, the legal requirements contained in New York General Municipal Law Article 5-L (“**Article 5-L**”), Chapter 30 of Title 11 of the Administrative Code of the City of New York and Chapter 58 of Title 19 of the Rules of the City of New York (the “**Program Rules**”).¹ The rights and obligations of each Qualified Lender will be memorialized in the following Program agreements:

- Master Lender Agreement. As detailed in Section 6 below, prior to consummating any PACE Loans, each Applicant must first execute a Master Lender Agreement with NYCEEC, setting forth their obligations as a Qualified Lender under the Program (“**Master Lender Agreement**”). A copy of the current form of MLA will be available on the Program Website (the “**Form MLA**”). The Program Website will also contain forms of the other Program agreements to which Qualified Lenders will be a party.

¹ The Program Rules were published in the City Record on 3/22/2021 and are expected to become effective on or around 4/22/2021.



- Financing Agreement. To participate in the Program, the Qualified Lender and related Borrower will be required to execute a financing agreement containing the loan terms and conditions, amongst other items.
- Collection Agreement. In accordance with the Program Guidelines, the Master Lender Agreement and other applicable Program documents, for each PACE Loan the Qualified Lender, along with the Borrower, NYCEEC and the City will be required to execute a “**Collection Agreement**” detailing the billing and collection process for Program Charges.
- Master Transfer and Remittance Agreement. Before closing its first PACE Loan under the Program, each Qualified Lender, along with the City, NYCEEC and a specified tax lien trust will execute the “**Master Transfer and Remittance Agreement**”. The Master Transfer and Remittance Agreement will outline the collection process for defaulted Program Charges that are transferred into the tax lien trust.

The Form MLA and the other form Program documents are subject to further review and updating from time to time. Approval of an Applicant to become a Qualified Lender is subject to, and contingent upon, the Applicant’s execution of a Master Lender Agreement in form and substance substantially similar to the Form MLA and that is otherwise acceptable to NYCEEC. Each Applicant seeking to become a Qualified Lender should review the Form MLA, and the other form Project agreements to which it will be a party and be familiar with all of the terms and conditions set forth therein prior to submitting its Application.

The acceptance of each Application Package shall be subject to, and contingent upon, the execution by the Applicant of a Master Lender Agreement substantially in the form of the Form MLA. NYCEEC is not bound to the terms or any other aspect of the Form MLA and the Form MLA will be used by NYCEEC as the basis upon which NYCEEC prepares a Master Lender Agreement with each Qualified Lender.

In general, the terms and conditions set forth in the Form MLA and the other form Program documents are NOT negotiable.

4. Qualified Lender Requirements

All Applicants who submit a complete Qualified Lender Application (each, an “**Application**”) and all supplemental documents in accordance with Section 5 below; meet the Qualification Requirements as described in Section 4.1 below; and that are qualified according to the process described in Section 6 below, will be registered as a “Qualified Lender”.

Throughout its participation in the Program, a Qualified Lender must continue to meet the Qualification Requirements and perform its obligations as set forth in the Master Lender



Agreement. An organization will become a Qualified Lender upon entering into the Master Lender Agreement.

4.1 Qualification Requirements

Subject to waivers or exceptions that may be approved in accordance with [Section 7](#) below, to become a Qualified Lender an organization must meet all requirements (the “**Qualification Requirements**”) specified in [Exhibit A](#) to this RFQ.

As described in [Section 6](#) below, applicants must enter into the Master Lender Agreement with NYCEEC in order to become a Qualified Lender and participate in the Program. At the expiration of the Master Lender Agreement’s two-year term, organizations wishing to continue making PACE Loans under the Program will be required to renew their Master Lender Agreement and attest that they meet all current Qualification Requirements.

4.2 Changes and Updates to Requirements

NYCEEC reserves the right to modify or update the Qualification Requirements from time to time in consultation with New York City Mayor’s Office of Sustainability (“**MOS**”).

5. Application Submission

5.1 Application Package

An “**Application Package**” will consist of a properly completed, signed and dated Application form and all required supplemental documents as listed below. Application Packages will be accepted on a rolling basis.

For the Application form itself, each Applicant must submit their Application using the most recent form which may be downloaded from the Program Website. For informational purposes, an example of the Application form is attached to this RFQ at [Exhibit B](#). Applicants should be sure, however, to use the most recent Application form from the Program Website.

5.1.1 Required and Optional Documents

For an Application Package to be considered complete, it must include all of the documents indicated below under the heading “Required Documents” and may include all or any of the optional documents indicated below under the heading “Optional Documents.

Required Documents

1. Application. Each Applicant must submit their Application using the most recent form which may be downloaded from the Program Website. The Application should be filled out completely and accurately and properly signed and dated by an authorized representative of the Applicant.



2. Transmittal Letter. (*supplemental document*) A Transmittal Letter must be provided with each Application. The letter must be from an authorized representative of the Applicant and should be written on the Applicant's letterhead, dated, and duly signed by such representative. The letter should confirm the Applicant's interest in participating in the Program and may also be used to summarize key aspects of the Application. Transmittal Letters should be no more than two pages in length.

3. Resumes or CVs of Key Persons. (*supplemental document*) In the Application, each Applicant will be asked to identify at least three key officer(s), director(s), manager(s) and/or other person(s) who will be central to the Applicant's Program lending operations and who will have an administrative or oversight role, or will otherwise have a significant role in the Applicant's day-to-day Program loan operations (each, a "**Key Person**"). For each Key Person identified in the Application, the Applicant should provide a current and up-to-date resume or curriculum vitae. NYCEEC will analyze the resumes of the Key Persons for demonstration of knowledge, experience and qualifications for operating a commercial PACE lending program.

4. Evidence of Good Standing. (*supplemental document*) Evidence of compliance with applicable regulations, licensing, and other requirements. Each Applicant should provide a recent certificate of good standing or comparable evidence from its primary regulator(s) (should be no more than six months old).

5. City of New York's Procurement and Sourcing Solutions Portal ("PASSPort"). (*supplemental document*) Each Applicant, at the time it submits its Application, must provide proof it has created an account and submitted a vendor enrollment package with PASSPort. To become a Qualified Lender each Applicant must provide proof of a "Filed" (i.e. approved) enrollment status with PASSPort. PASSPort is the City's digital procurement system, available [here](#).

6. Underwriting Policies and Procedures. (*supplemental document*) Each Applicant should provide documentation describing the following as it relates to the Applicant:

- a. general PACE loan underwriting guidelines and credit standards
- b. origination procedures, including turnaround times
- c. construction financing procedures
- d. finance / loan servicing
- e. description of compliance procedures, including but not limited to the customer identification procedures, as described in the Legal Requirements contained in Exhibit A to this RFQ



7. Expected Financing Terms. (*supplemental document*) Each Applicant should provide documentation describing the following as it relates to the Applicant's PACE loan product(s):

- a. Basic loan structure, tenors, minimum and maximum sizes, payment schedules, prepayment options, etc.
- b. Range of typical interest rates
- c. Fee pricing

8. Description of PACE Lending Experience. (*supplemental document*) Each Applicant should provide a document with a narrative description of its experience as a lender generally, including with originating and servicing commercial PACE Loans. The document should include a summary description of energy efficiency and/or renewable energy financing products offered by the Applicant and their structure. The document should also indicate if the Applicant currently provides commercial or residential PACE financings and where.

9. PACE Capital Availability and Assets Under Management. (*supplemental document*) Each Applicant should provide an approximate (non-binding) amount of capital available to make PACE loans under the Program and a description of the type and/or sources of that capital. Each Applicant should also provide documentation describing the total assets under its management with a breakdown of the type of assets under the Applicant's management and the relevant regulatory status of such assets (e.g., RIA, depository institution).

10. Additional Documents for Non-Public Companies. (*supplemental documents*) In addition to the above, Applicants that are not publicly traded companies must provide the following additional documents as part of their Application Package:

a. Financial Statements. (*supplemental document*) Each Applicant should provide a copy of the previous 3 years audited financial statements along with the reports of the auditor. If the Applicant does not have audited financial statements, it should provide a copy of the previous 3 years financial statements prepared by a Certified Public Accountant. Additionally, such Applicant should provide a narrative explanation of how any assets and/or investment funds under its management are audited.

b. Organizational documentation, including your registration and/or qualification with the New York Secretary of State to do business in New York and good standing in relevant state of jurisdiction.

Optional Documents

11. Description of Other Financing Products. (*supplemental document*) In its Application Package an Applicant may include a summary description of non-PACE energy



efficiency or renewable energy financing products offered by the Applicant, and their structure.

12. Pipeline of Live Projects. (*supplemental document*) In its Application Package, an Applicant may include a short description of anticipated PACE projects with which it is actively engaged, including relevant information such as: property information, measure type, financing amount, project timeline, etc. NYCEEC may, but is under no obligation to, utilize this information to prioritize the processing of Applications.

13. Request for Waiver(s). (*supplemental document*) If an Applicant wishes to request a waiver pursuant to Section 7 below, the Applicant must submit the request in writing by including a clearly labeled “waiver request”, in the Application Package at the time they submit their complete Application Package. The request should include the information required under Section 7.

14. Other Information or Documents. (*supplemental documents*) Applicants may submit additional documents containing any additional relevant information that demonstrates their capability and willingness to provide PACE Loans through the Program.

5.1.2 Application Package Formatting and Submission

Before submission, each Applicant should ensure that its Application form is filled out completely and accurately and that the form is properly signed and dated by an authorized representative of the Applicant. Each Applicant should also ensure that all supplemental documents are provided as specified above.

To be considered responsive, each Application Package should be organized and assembled into two separate .pdf files as follows:

- All documents submitted as part of the Application Package should be submitted electronically in “.pdf” format.
- A copy of the completed, signed and dated Application form should be saved and submitted as the first .pdf file using the following naming convention:

“Qualified Lender Application - [*name of Applicant*] ([*date*]).pdf”

- All required and optional supplemental documents should be combined into the second .pdf file. Within the .pdf file, a clearly labeled and numbered cover page should precede each distinct supplemental document that is included in the file. For example, the cover page for the Transmittal Letter should be labeled “*Document 2 - Transmittal Letter*” and a copy of the actual signed/dated Transmittal Letter should follow immediately behind the cover page.

The file should be saved and submitted using the following naming convention:



“Qualified Lender Application--Supplemental Documents - [*name of Applicant*] ([*date*]).pdf”

When an Applicant is ready to submit their Application Package, the Applicant should do so by emailing the documents to pace@nyceec.com with the subject line “[Lender Name] PACE Qualified Lender Application_day/month/year”. NYCEEC will endeavor to confirm receipt of the Application Package as soon as practicable, however, if an Applicant does not receive an email from NYCEEC within two or three business days confirming receipt, the Applicant is encouraged to email NYCEEC at pace@nyceec.com to ensure that the Application Package was received.

6. Review and Qualification Process

The process for becoming a Qualified Lender is based on NYCEEC’s review of information submitted in the Application Package from each Applicant in accordance with this RFQ. Upon request, NYCEEC may provide limited guidance to Applicants on the application and qualification process and the Qualification Requirements, however, NYCEEC will not provide assistance in the development of any Applicant’s actual Application Package.

Upon determining that a given Applicant meets the Qualification Requirements, NYCEEC will promptly notify the Applicant. When the Master Lender Agreement has been executed by the Applicant, the Applicant will become a “Qualified Lender.” NYCEEC will then add that organization to the list of Qualified Lenders which will be publicly available on the Program Website.

6.1 Qualification Process

The process for becoming a Qualified Lender will consist of the following steps. At any time during the following process, Applicants may contact NYCEEC with any questions they may have at pace@nyceec.com.

1. If requested in writing by the Applicant prior to the submission of its Application Package, the Applicant may enter into a Mutual Non-Disclosure Agreement with NYCEEC on NYCEEC’s then current form prior to submitting the Application Package.
2. Upon receipt of an Application Package, NYCEEC will promptly begin an initial review of it.
3. If the initial review indicates that there are deficiencies with the Application Package or the supplemental documentation, the Applicant will be contacted and invited to correct the deficiencies.



4. During the review, NYCEEC may contact the Applicant with questions or requests for additional information or documentation. The Applicant should promptly answer any questions NYCEEC may have and provide any information or additional documentation as NYCEEC may reasonably request.

5. During the review, NYCEEC may also request one or more in-person or virtual meeting and/or conference calls with the Applicant's Key Persons or other representatives of the Applicant. Such meeting(s) may be requested to discuss the Application Package, the Program, to meet the Key Persons of the Applicant's team that will be working on the Program or for other Program-related purposes.

6. Based on the results of the review, if NYCEEC determines that an Applicant meets all applicable Qualification Requirements, NYCEEC will issue an approval letter to the Applicant. NYCEEC will also prepare and provide the Master Lender Agreement to the Applicant for its review and signature.

7. The Applicant will become a "Qualified Lender" only upon executing and delivering the Master Lender Agreement to NYCEEC.

8. NYCEEC will create a new account profile for the Qualified Lender in the Program web-portal. NYCEEC will provide the Qualified Lender with a username and password with which the Qualified Lender can login and upload project applications.

6.2 Review and Turnaround Times

As the City's designated administrator for the Program, NYCEEC is committed to reviewing Applicant submissions and responding to questions in a timely manner. Accordingly, NYCEEC will make every reasonable effort to adhere to an expeditious review and turnaround time.

7. Non-Disclosure Agreements and Waiver Requests

7.1 Non-Disclosure Agreements

Applicants may request to enter into a Mutual Non-Disclosure Agreement ("**NDA**") with NYCEEC. If an Applicant wishes to enter into an NDA, the Applicant should indicate this desire in writing to NYCEEC prior to submitting its Application Package. All NDAs will be on NYCEEC's current form, a copy of which may be obtained on the Program Website. All NDAs must in any case be acceptable to NYCEEC.

7.2 Waiver Requests

Applicants may request that waivers or exceptions be made to one or more of the Qualification Requirements. To do so, the Applicant must make the request in writing by



including a clearly labeled “waiver request”, in the supplemental documents section of its Application Package.

NYCEEC will evaluate all such waiver requests on a case-by-case basis. If a waiver is requested, NYCEEC will evaluate the request promptly and reserves the right to collect further information, documentation, etc. from the Applicant. After evaluating the request and collecting and reviewing such additional information, documents, etc. as NYCEEC may consider necessary, NYCEEC will make a recommendation to MOS.

Decisions on whether to approve or deny waiver requests will be made by MOS in its sole discretion. After a decision is made, the Applicant that submitted the waiver request as part of its Application Package will receive written notice from NYCEEC indicating whether the request was granted or denied.

Applicants understand and acknowledge that the granting of a given waiver request does not constitute an indication of any intent or an obligation on the part of either NYCEEC or MOS to grant similar waivers to other Applicants under similar circumstances.

8. Additional Terms and Conditions

This RFQ, and all Applicant submissions made in connection with this RFQ, are subject to the Additional Terms and Conditions attached hereto at Schedule 1. By submitting an Application Package hereunder, each Applicant agrees that it has read and understands the entirety of this RFQ, including all exhibits and schedules attached to it, and that it is subject to all terms contained herein.

* * *



Exhibit A

Qualification Requirements

To be a Qualified Lender, an organization must meet the following Qualification Requirements:

Organizational and Operational Requirements

1. must be a legal entity (e.g. corporation, limited liability company, partnership, etc.) organized under the laws of any state in the United States or under the laws of the District of Columbia;
2. must be organized as a for-profit or a not-for-profit company;
3. must designate expected Key Persons, and the Applicant's anticipated plans regarding such Key Persons should be appropriate given the Applicant's expected loan originations;
4. the Applicant must have at least three years of organizational lending experience, or, if the Applicant does not have at least three years of organizational lending experience, then its Key Persons must have qualifications appropriate for operating a commercial PACE lending program and evidence of substantial relevant experience;
5. regarding the Key Persons, the Applicant should have at least three full time staff members, including an executive, senior manager or equivalent to serve as such (the existence of at least three staff members who are Key Persons will indicate that the Applicant is organizationally ready to observe sound loan operational practices, including having a system of checks and balances, and that it will be able to continue operating in the event a staff person leaves);
6. a Qualified Lender may use independent contractors, vendors and advisors in order to conduct its Program lending operations, however the use of contractors, vendors and advisors may not be used to substitute for an adequate full time staff of at least three full time employees;

Financial Requirements

7. the organization's annual financial statement(s) should indicate the creditworthiness of the Applicant (or a guarantor of the Applicant);
8. must have appropriate/customary insurance coverage (e.g. D&O insurance, commercial general liability, property, unemployment and workers-comp., etc.);

Legal Requirements

9. must be in good standing under the jurisdiction in which the company was formed or organized;



10. must be in good standing with all regulators and other governmental authorities having jurisdiction over the lender (e.g. FDIC, Federal Reserve Board, OCC, etc.).
11. must be qualified to do business in New York State;
12. must have the legal and corporate authority to submit the Application in accordance with the RFQ, to enter into the Master Lender Agreement and all other Program agreements to which it will be a party, and perform its obligations thereunder, and to act as a Qualified Lender in accordance with all applicable laws, rules, regulations, Program requirements and Program documents;
13. must pass a standard “know your customer” (a/k/a “KYC”) check;
14. must not be on the New York City or New York State “debarment” list;
15. must pass a reference and background check (background check to look at material civil litigation, governmental actions, judgments, criminal claims);
16. must not be a Prohibited Person (as defined below);
17. absence of Questionable Ethical Behavior (as defined below) for all Key Persons;
18. must not have been disqualified from acting as a commercial PACE or residential PACE lender in any other program due to Questionable Ethical Behavior (as defined below);
19. no pending or recent history of bankruptcy or insolvency;
20. must enter into a Master Lender Agreement with NYCEEC on a form substantially similar to the Form MLA and that is otherwise acceptable to NYCEEC; and
21. must adhere to any obligations, including a customer identification program, required or imposed under or pursuant to the Patriot Act or the regulations thereunder, including the regulations contained in 31 C.F.R. 103.121 (as hereafter amended or replaced, the “**CIP Regulations**”), or any other anti-terrorism law, including any programs involving any of the following items relating to or in connection with any Borrower, any representatives of any Borrower or any person or entity who owns or controls any Borrower, any Program financing documents or the transactions hereunder or contemplated hereby: (a) any identity verification procedures, (b) any recordkeeping, (c) comparisons with government lists, (d) customer notices, or (e) other procedures or actions required under the CIP Regulations or any other related or similar laws.

Definitions

“**Prohibited Person**” means any person or entity (a) named on the “Specially Designated Nationals and Blocked Persons” list maintained by the U.S. Department of the Treasury’s Office of Foreign Assets Control at its official website; (b) that is otherwise the target of any economic sanctions program currently administered by any federal governmental authority; (c) who has in the prior three (3) years violated, is currently in violation of, or is known to be under investigation by any governmental authority for any potential violation of the Bank Secrecy Act, the USA PATRIOT Act, or any other related or



similar U.S. law, rule or regulation governing money laundering activities; (d) with whom a U.S. person may not otherwise conduct business by prohibition of applicable law; or (e) that is owned or controlled by, acting for or on behalf of, or affiliated with any person or entity identified in clauses (a) - (d) of this definition.

“Questionable Ethical Behavior” means, any current or historical instance where an individual has previously or is presently engaged in any of the following acts, practices or behavior:

- knowingly misrepresent or make a false statement to any financial institution or governmental or public authority;
- be incarcerated currently; or
- be a convicted felon, or have an adverse final civil judgment, in either case, where the violation involved fraud, breach of trust, or dishonesty (including, without limit, larceny, theft, embezzlement, forgery, misappropriation, wrongful abstraction, conversion, counterfeiting, willful misapplication or any other fraudulent or dishonest acts resulting in financial loss).

* * *



Exhibit B

Form of Qualified Lender Application

[attached hereto]



NYC Accelerator: PACE Financing Program Qualified Lender Application

Person Completing Application: _____
(insert full name)

Title: _____
(title of person completing application)

Email: _____
(insert email address)

Telephone No.: _____
(insert no.)

Date: _____, _____, _____
(month) (day) (year)

INSTRUCTIONS: Provide the following documents and complete all parts of the application.

1. If a question is not applicable, write: "n/a".
2. When submitting this application, be sure to also provide all required supplemental documents (see page 5).
3. Before submitting this application, be sure to read and sign the Certifications and Authorizations in Part F.
4. Capitalized terms used in this application have the meanings given in the RFQ for Qualified Lenders.
5. You may email any questions to PACE@nyceec.com.

A. Applicant Information				
Full legal name:				
Legal structure <i>(check one)</i> : <input type="checkbox"/> Limited liability company <input type="checkbox"/> For-profit corporation <input type="checkbox"/> Not-for-profit corporation <input type="checkbox"/> General partnership <input type="checkbox"/> Limited partnership <input type="checkbox"/> Sole proprietorship <input type="checkbox"/> S-corporation <input type="checkbox"/> Bank <input type="checkbox"/> CDFI <input type="checkbox"/> Other _____				
State of formation:		Date formed:		
Primary business address:		How many full time employees does Applicant have? _____ <i>(insert no.)</i>	Is Applicant a publicly-traded company? <input type="checkbox"/> Yes <input type="checkbox"/> No	
EIN #:		DUNS #:		
Qualified or registered to do business in the State of New York? <input type="checkbox"/> Yes <input type="checkbox"/> No		M/WBE certified? <input type="checkbox"/> Yes <input type="checkbox"/> No		
Primary regulator(s):				
Management. List all individuals who are part of senior management and/or are officers of Applicant. <i>(Use a separate sheet if necessary)</i>				
Name	Title	E-Mail Address	Telephone No.	
Ownership information. If Applicant is <u>not</u> a publicly traded entity, provide the following information for all individuals and entities that own a 20% or greater interest in the entity that is the Applicant. <i>(Use a separate sheet if necessary)</i>				
Name	U.S. citizen?	Primary residential or business address	% Owned	SSN or EIN
	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<input type="checkbox"/> Yes <input type="checkbox"/> No			
	<input type="checkbox"/> Yes <input type="checkbox"/> No			

Insurance: What types of insurance does Applicant have? *(check all that apply and insert coverage amount)*

General liability insurance Coverage amount: \$ _____

Umbrella liability insurance Coverage amount: \$ _____

Property insurance Coverage amount: \$ _____

Worker's compensation, employer's liability and disability benefits Coverage amount: \$ _____

Automobile liability insurance Coverage amount: \$ _____

D&O insurance Coverage amount: \$ _____

Errors and omissions / professional liability insurance Coverage amount: \$ _____

Other: _____ Coverage Amount: \$ _____
(describe)

Geographic area. Describe the geographic area (e.g. City, State, region, etc.) in which most of Applicant's business is focused: _____
(insert description above)

B. Key Person Information

Provide the following information on all Key Persons that Applicant intends to use in connection with its C-PACE lending operations under the Program. Attach additional pages to this application as necessary for additional Key Persons.

Total expected number of Key Persons: _____
(Insert no.)

Key Person information		In the fields below, briefly describe what each Key Person would do in respect of the Program lending operations of Applicant
Key Person #1	Name:	
	Title:	
	Company:	
	Work full time on Program lending? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Unknown	
Key Person #2	Name:	
	Title:	
	Company:	
	Work full time on Program lending? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Unknown	
Key Person #3	Name:	
	Title:	
	Company:	
	Work full time on Program lending? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Unknown	

Has Applicant taken reasonable steps to ensure that none of the Key Persons has ever engaged in Questionable Ethical Behavior? Yes No Unknown

C. Contractors, Advisors and Other Vendors

Provide the following information on all contractors, advisors and other vendors (if any) Applicant expects to use in connection with its C-PACE lending operations under the Program. Attach additional pages to this application as necessary.

Does Applicant anticipate using any contractors, advisors or other vendors in connection with its C-PACE lending operations? Yes No Unknown

How many separate contractors, advisors and other vendors does Applicant anticipate using in connection with its C-PACE lending operations? _____ (Insert no.)

	In the fields below, briefly describe what type of service or product each contractor, advisor or other vendor would provide for Applicant
Contractor/advisor/ other vendor #1	
Contractor/advisor/ other vendor #2	
Contractor/advisor/ other vendor #3	
Contractor/advisor/ other vendor #4	

D. References

Provide the names, contact and other information of three individuals who can serve as references for Applicant.

Reference #1	Name:	E-mail:
	Title:	Telephone:
	Company:	Nature of Relationship:
Reference #2	Name:	E-mail:
	Title:	Telephone:
	Company:	Nature of Relationship:
Reference #3	Name:	E-mail:
	Title:	Telephone:
	Company:	Nature of Relationship:

E. Legal Questions (only applicable if Applicant is not a publicly traded company)

Are there any outstanding judgments or liens filed against Applicant or any of its principal owners in any jurisdiction?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
Has Applicant or any of its principal owners ever declared bankruptcy?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
Is Applicant party to any lawsuit, arbitration or similar legal action that is material?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
Has any officer or senior manager of Applicant ever been convicted of a felony?	<input type="checkbox"/> Yes	<input type="checkbox"/> No
Has Applicant ever changed its legal name?	<input type="checkbox"/> Yes	<input type="checkbox"/> No

Has Applicant ever operated or done business under a different trade name or moniker? Yes No

If you have answered "Yes" to any of these questions, please explain in the space below (attach additional sheets if necessary)

F. Certifications and Authorizations

By signing below, the undersigned hereby acknowledges, agrees and certifies to NYCEEC as follows:

1. I have the authority to complete, sign and submit this application for and on behalf of the Applicant specified above.
2. To the best of my knowledge, the information included in this application is true and accurate and this application does not omit or misrepresent any material information.
3. I will notify NYCEEC promptly if there is any material change to any of the information provided in this application and/or the supplemental documents submitted with it.
4. Acceptance of this application and any supplemental documents does not constitute a commitment by NYCEEC to approve Applicant as a Qualified Lender under the Program and does not create a binding or legally enforceable obligation on NYCEEC, the City of New York or any other person or entity in any way.
5. This application (and all supplemental documents submitted with it) will remain NYCEEC's property.
6. NYCEEC may perform background checks on the individuals identified in this application to help NYCEEC determine whether the Applicant meets all Qualification Requirements. I authorize NYCEEC to perform such background checks and verify information provided in this application, and I agree that NYCEEC may contact third parties to verify any such information.
7. I have read and understand the Request for Qualifications for Qualified Lenders for the NYC Accelerator, PACE Financing Program, released April 22, 2021, including but not limited to the Qualification Requirements in Exhibit A and the Additional Terms and Conditions in Schedule 1.

Signature: _____

Name: _____

Title: _____

Date: _____

Please submit this Application to NYCEEC by e-mailing it to PACE@nyceec.com with the supplemental documents in the form described in the Request for Qualifications for Qualified Lenders for the NYC Accelerator, PACE Financing Program, released April 22, 2021



Supplemental Documents

The application should be submitted along with the following supplemental documents, as required in the Request for Qualifications for Qualified Lenders for the NYC Accelerator, PACE Financing Program, as released April 22, 2021. If any of the required documents are not available or are not applicable, please check the appropriate box and attach an explanation on a separate page attached to this application.

ITEM	<i>Attached</i>	<i>Not Available</i>	<i>Not Applicable</i>
<i>(for each item, check one)</i>			
1. Required Documents for all Applicants			
Transmittal Letter			
Resumes or CVs of Key Persons			
Evidence of Good Standing			
Proof of registration with the Procurement and Sourcing Solutions Portal (“PASSPort”)			
Underwriting Policies and Procedures			
Expected Financing Terms			
Description of PACE Lending Experience			
PACE Capital Availability and Assets Under Management			
2. Required Documents for Non-Public Companies			
Financial Statements			
Organizational Documents			
3. Optional Documents			
Description of Other Financing Products			
Pipeline of Live Projects			
Request for Waiver(s)			
Other Information or Documents			



Schedule 1

Additional Terms and Conditions

In addition to those stated elsewhere, this RFQ, and all Applicant submissions made in connection with this RFQ, are subject to the additional conditions, terms and limitations stated below:

- (a) The approval or rejection of Applicant(s) may be subject to the City's approval.
- (b) NYCEEC further reserves the right to make selections under this RFQ without discussion of the submissions received.

(c) NYCEEC will not be responsible for any expenses incurred by any Applicant in conjunction with the preparation or presentation of any submission with respect to this RFQ. NYCEEC is not obligated to pay and shall not pay any costs or expenses incurred by any Applicant at any time unless NYCEEC has expressly agreed to do so in a signed writing.

(d) As a "local authority" under New York's Public Authorities Law, NYCEEC is subject to disclosure under the New York Freedom of Information Law ("**FOIL**"). As such, Applicants' submissions may be subject to disclosure pursuant to FOIL demands that may be made upon NYCEEC. An Applicant may, in writing and at the time of submitting its Application Package, provide a detailed description of specific information contained in the submission it believes, in good faith, constitutes trade secrets or proprietary information that, if disclosed, it believes would substantially harm the Applicant's competitive position. This characterization will not be determinative but will be considered when evaluating the applicability of any exemptions in responses to a FOIL request.

(e) Firms who have been certified with the New York City Department of Small Business Services as Minority and Women Owned Business Enterprises ("**M/WBE**") are strongly encouraged to apply. To find out more about M/WBE certification visit www.nyc.gov/getcertified .

(f) At the City and NYCEEC's sole discretion, each Qualified Lender's institutional name and logo may be used for marketing purposes on Program affiliated websites.

(g) Applicants are expected to be familiar with the applicable laws as they relate to the PACE lending industry generally and to the Program.

(h) Applicants shall refer all press and other inquiries concerning the Program and this RFQ, without further comment, to NYCEEC.

(i) NYCEEC (and its directors, officers, employees, and agents) make no representation or warranty and assume no responsibility for the quality, content, accuracy or completeness of the information set forth in this RFQ. Further, NYCEEC hereby disclaims any liability for any claims, technical errors or difficulties of any nature that may arise in connection with the Program Website on which this RFQ is posted, the Program web-portal or



in connection with any other electronic medium utilized by Applicants in connection with or otherwise related to this RFQ or the Program.

(j) The City is not a party to this RFQ, has made no representation to any prospective Applicant or Qualified Lender and shall have no liability whatsoever in connection with this RFQ.

(k) NYCEEC reserves the right to take any of the following actions in connection with this RFQ from time to time and without prior notice: amend, modify, update, withdraw or cancel this RFQ; subject to the terms of Section 7.2, waive any requirements of this RFQ; require supplemental statements, information and documents from any Applicant; accept or reject any Applications received in response to this RFQ; negotiate or hold discussions with one or more Applicants; permit the correction of deficient Application Packages that do not completely conform with this RFQ; subject to the terms of Section 7.2, waive any conditions or modify any provisions of this RFQ with respect to one or more Applicants; reject any or all Applications and cancel this RFQ, in whole or in part, at any time for any reason or no reason, in NYCEEC's sole discretion. NYCEEC may exercise any such rights at any time, without notice to any Applicant or other parties and without liability to any Applicant or other parties for their costs, expenses or other obligations incurred in the preparation of an Application Package or otherwise in connection with this RFQ.

(l) NYCEEC will seek, but is under no obligation, to advise Applicants promptly of any amendments, modifications or updates to this RFQ and any withdrawals or cancellations of this RFQ, by posting a notice on the Program Website or through any other means as NYCEEC considers appropriate.

(m) Subject to the terms of any NDA (if any) between NYCEEC and any Applicant, all Applicant submissions, including, without limit, all Application Packages, become the property of NYCEEC.

(n) NYCEEC shall be the sole judge of each Applicant's conformance with the requirements of this RFQ and of the merits of the individual Application Packages.

(o) While NYCEEC may from time to time send notices, addenda or other information related to the Program, this RFQ and other Program documents, to Applicants via email alerts or otherwise in writing, such email alerts and other written materials shall be considered courtesy copies only. In the event any conflict exists between any information set forth on the Program Website and any such notices, addenda, or other information, the information set forth on the Program Website will govern and be definitive. NYCEEC is not obligated to provide Applicants with any notices, addenda or other information that appears on the Program Website in writing, and the fact that NYCEEC may have sent one or more emails, notices, addenda or other written information to an Applicant shall not be deemed to imply that NYCEEC has any duty or obligation to continue to do so.

* * *