

Philadelphia Municipal Authority
Request for Proposal (RFP) for Auditing Services

The Philadelphia Municipal Authority requests qualified independent certified public accountants (hereinafter called the “Applicant”) to submit proposals to enter into a contract to perform the financial audit for the fiscal year ending June 30, 2013.

Sealed proposals will be received until **11 a.m. Monday, April 8, 2013**

Any changes or clarifications that may be made to this RFP will be noted in an addendum. All inquiries for information should be directed to: Lorna B. Gallman, Sr. Leasing Officer, Lorna.Gallman@phila.gov

The proposal should be mailed, emailed or delivered directly to:

Attention: Executive Director
Philadelphia Municipal Authority
One Parkway Building
1515 Arch Street, 9th Floor
Philadelphia, PA 19102
Albert.A.Childs@phila.gov

PROPOSED SCHEDULE OF IMPLEMENTATION:

<u>Date</u>	<u>Event</u>
March 5, 2013_____	Issue RFP
March 26, 2013_____	RFP Quiet Period starts
April 8, 2013_____	RFP Submission Deadline
April 29- May 3, 2013_____	Applicant Interviews
May 20, 2013_____	Contract Award

BACKGROUND

The Philadelphia Municipal Authority (hereinafter referred to as the “Authority”) is a body politic and corporate created by the Council of the City of Philadelphia under the Pennsylvania Municipality Act of 1945 as amended. The Authority provides lease financing to the City for the acquisition of public facilities and selected equipment. The financial statements of the Authority represent its financial activity. As a result of the activities with the city, the Authority’s financial activity is also included in the City’s Comprehensive Annual Financial Report (CAFR), as part of the City’s primary government activities. The City routinely issues a letter indicating the date by which the Authority’s financial statements must be received.

The Authority receives its administrative funding from the City under compensation agreements. Financings are accomplished by the issuance of tax exempt or taxable bonds; financing leases with third-party developers; and, lease/sublease arrangements with private landlords.

QuickBooks accounting systems is used to generate the various accounting reports including payroll (2 employees); general ledgers for each bond fund, and one additional general ledger reflecting all other leasing and administrative activities (20 total G/L’s). Approximately fifty disbursements per month are paid through the administrative bank accounts. Capital lease outlays are typically paid through trustee accounts. The audit report for the fiscal year ended June 30, 2012 is available by contacting the Authority. The fee for the last audit was \$42,000 and included the same services as outlined in the scope of work below.

OFFICE OF ECONOMIC OPPORTUNITY PARTICIPATION

The proposer should strive to include a minimum of 10% - 15% minority participation and/or 10% - 15% female participation in its proposal. A list of certified minority and women business enterprises is available on OEO’s website at www.phila.gov/OEO. The regulations regarding Executive Order No. 03-12 and instructions for completing the OEO Commitment form are provided as an appendix to this RFP.

SCOPE OF WORK TO BE PERFORMED:

- A. Audit the Financial Statements of the Authority for the fiscal year ending June 30, 2013. The audit should be performed in accordance with generally accepted auditing standards in the United States and with generally accepted government auditing standards issued by the Comptroller General of the United States. Accordingly, the proposer will report on the entity’s financial statements, the Authority’s internal control over financial reporting, and the proposer’s tests of compliance with applicable laws and regulations.

- B. Include in the audit report the Authority's financial statements in the format prescribed by the City including notes to the financial statements consistent with the disclosure requirements of the Governmental Accounting Standards Board and the Financial Accounting Standards Board together with a schedule reconciling the reformatted statements to the Authority's basic financial statements.
- C. Provide assistance in the preparation of detailed schedules of payments to and from the City as well as balances due to and from the City as of the fiscal year end.
- D. Provide assistance in the preparation of the Annual Report of Municipal Authorities as required by the Commonwealth of Pennsylvania, Department of Community and Economic Development.
- E. Submission of reports: The firm shall provide the Authority with 10 copies of the financial statements, Auditor's report, Management letter including management responses, and the Report of Municipal Authorities. A draft of the report shall be furnished to the Executive Director who will respond with comments within three (3) business days. The draft reports shall be sufficient and submitted timely to meet the City's cut off for its report (mid-September). Applicant shall submit final report to the Authority by September 30 following the close of the fiscal year.
- F. Auditors shall be required to make an immediate, written report of all irregularities and illegal acts, or indications of illegal acts of which they become aware to:
- The Executive Director of the Authority
 - The Chairperson of the Board of Directors
- G. Communicate audit findings to the Authority's Board of Directors in person unless otherwise directed.
- H. Upon request, provide access to your audit documentation to the Office of City Controller, City of Philadelphia or other designated official.
- I. Report Preparation: Report preparation, editing and printing shall be the responsibility of the Auditor.
- J. The auditor shall agree to keep the information related to all funds audited, related contracts, and all information obtained in the course of the audit, in strict confidence.

- K. Other than reports submitted to the Authority, the auditor agrees not to publish, reproduce, or otherwise divulge such information, in whole or in part, in any manner or form, or authorize or permit others to do so, taking reasonable measures as are necessary to restrict information access to those employees on its staff who must have information on a need-to-know basis.
- L. The auditor shall retain audit reports and related working papers for a minimum of six (6) years. Audit documents shall be made available to The Authority upon request by authorized representatives of the Authority or its designee.

ASSISTANCE TO BE PROVIDED TO THE AUDITOR:

- A. Books of Account: The Authority represents that the books of account will be fully balanced, all ledgers reconciled, and all bank accounts for all months reconciled no later than 30 days immediately following statement date.
- B. Schedules: The staff or Authority consultants will prepare the following information on forms acceptable to the Auditor.
 - 1. An opening trial balance; detailed general ledger and an adjusted ending trial balance of each fund as of the statement date;
 - 2. A copy of the all closing entries along with related support;
 - 3. A schedule of lease revenue and expenses for the year;
 - 4. A schedule of investments of for each fund having invested funds during the period showing both book value, estimated market value at statement date and income earned;
 - 5. A schedule of all capital (requisitions) outlays during the period;
 - 6. Fixed Asset schedules for each of the capital lease projects;
 - 7. A schedule of accounts payable at statement date;
 - 8. A reconciled payroll report and a copy of all quarterly payroll tax returns for the period;
 - 9. Copies of all relevant documents supporting any new projects; and
 - 10. Such reasonable additional schedules as may be requested for the financial audits.

- C. Other Assistance: The staff of the Authority will be available during the audit to assist the firm by providing information and explanation.

PROPOSAL PREPARATION AND SUBMISSION REQUIREMENTS:

A. General Requirements:

1. RFP Response:

In order to be considered for selection, applicants have two options: to submit hard copies or an electronic copy via email. Applicants must submit a complete response to this RFP. If submitting hard copies, original, so marked, and 3 copies, of your proposal must be submitted to PMA by mail or in person:

Attention: Executive Director
Philadelphia Municipal Authority
One Parkway Building
1515 Arch Street, 9th Floor
Philadelphia PA 19102

Hard copy submissions should be submitted with proposals in a sealed, opaque envelope, and put the RFP number, title, due date and time on the outside of the envelope. Applicants are responsible for having their proposal stamped by The Authority before the deadline for receipt of proposals. If submitting by email, applicants should receive an email receipt with the time and date the application was received. Email submissions should be sent to:

Albert.A.Childs@phila.gov

Telegraphic or facsimile submission of proposals is not acceptable and any such proposals will not be considered. Nothing herein is intended to exclude any responsible applicant or in any way restrain or restrict competition. All responsible applicants are encouraged to submit proposals. No other distribution of the proposals shall be made by the applicant.

2. Proposal Preparation:

a) Proposals shall be signed by an authorized representative of the applicant. By signing this bid proposal, the applicant certifies that it will remain in full compliance with:

- i. The Federal Civil Rights Act of 1964, as amended.

- ii. The Federal Immigration Reform and Control Act of 1986.
 - iii. Americans with Disabilities Act.
 - iv. The Antitrust laws of the United States and the Commonwealth of Pennsylvania.
- b) All information requested must be submitted. Failure to submit all information requested may result in The Authority requiring prompt submission of missing information and/or giving a lowered evaluation of the proposal. Proposals that are substantially incomplete or lack key information may be rejected by The Authority. Mandatory requirements are those required by law or regulation or are such that they cannot be waived and are not subject to negotiation.
- c) Proposals should be prepared simply and economically, providing a straightforward, concise description of capabilities to satisfy the requirements of the RFP. Emphasis should be on completeness and clarity of content.
- d) Each copy of the proposals should be bound in a single volume where practical. All documentation submitted with the proposal should be bound in that single volume. The proposal package should be clearly marked as:

“Proposals – Audit Services”

- e) Ownership of all data, materials and documentation originated and prepared for The Authority pursuant to the RFP shall belong exclusively to The Authority and be subject to public inspection in accordance with the Pennsylvania Freedom of Information Act.

3. Oral Presentation:

Applicants who submit a proposal in response to this RFP may be required to give an oral presentation of their proposal to the Authority. This will provide an opportunity for the Applicant to clarify or elaborate on the proposal but will in no way change the original proposal. The Authority will schedule the time and location of these presentations. Cost of the presentations is the responsibility of the Applicant. Oral presentations are an option of the Authority and may not be conducted; therefore, proposals should be complete.

The top two or three Applicants will most likely be invited for interviews.

B. Specific Requirements:

Proposals should be as thorough and detailed as possible so that the Authority may properly evaluate the Applicant’s capabilities to provide the required services. Applicants are required to submit the following items as a complete proposal:

1. Title Page

Show the RFP subject; provide an overview of the services being sought and proposed scope of services, the name of the Applicant's firm, business identification information, local address, telephone number, fax number, website address, name of contact person, job title and date.

2. Table of Contents

3. Letter of Transmittal:

- a) History of the firm, including number of years in business, and size and structure of firm. Description of the Applicant's business background, including, if not an individual, Applicant's business organization (corporation, partnership, LLC, for profit or not for profit, etc), whether registered to do business in Philadelphia and/or Pennsylvania, country and state of business formation, significant business experience.
- b) A statement by the prospective Auditor of his understanding of the work to be done, including specific reference to the provisions in the Scope section of this RFP, with descriptions of the audit approach and illustrations of the procedures to be employed.
- c) The approximate date the audit will begin (including preliminary fieldwork) and end, as well as approximate dates for delivery of the financial statements and/or Auditor's reports.
- d) Biographies including experience, education, professional designation, and professional affiliations of the individuals who will be assigned to the engagement.
- e) Identify and describe the qualifications of all professional staff assigned to this audit including (a) audit team make up; (b) the overall supervision structure for the engagement.
- f) Describe your firm's expertise with quasi-public organizations similar in size and complexity
- g) Describe the unique value that your firm's approach to auditing brings to clients.
- h) Names, addresses, and telephone numbers of clients currently served that are similar in size, funding and complexity to the Authority who may be contacted for reference.
- i) A copy of the firm's most recent peer review.

- j) A statement by the prospective Applicant that:
- i. The firm is independent of the Authority as that term is defined by the Ethical Rules of the AICPA.
 - ii. The firm and the partner assigned to the engagement are licensed to perform the audit as provided by applicable laws of the Commonwealth of PA and the AICPA.
 - iii. The firm has met all applicable peer review standards of City of Philadelphia, the Commonwealth of Pennsylvania, the IRS and the federal Government.
 - iv. The firm will provide adequate supervision on a day-to-day basis and that the resulting work papers shall be adequate and shall be available for routine review by appropriate Auditors of the Federal, State, or City governments if requested.
4. Requested Exceptions to Contract Terms State exceptions, if any, to City Contract Terms that Applicant requests, including the reasons for the request and any proposed alternative language.
 5. Solicitation for Participation and Commitment Form As a separate document, include a completed Solicitation for Participation and Commitment Form (see *Section III.C* for more information). The form is provided as an appendix to this RFP.
 6. Local Business Entity or Local Impact Certification:
Pursuant to Mayoral Executive Order No. 04 -12, the Authority will, in the selection of the successful Respondent, consider whether that Respondent has certified that either (1) Respondent meets the criteria stated in Section 17-109(3)(b) of the Philadelphia Code to qualify as a Local Business Entity or (2) in the performance of the resulting contract, Applicant will employ City residents, or perform the work in the City. Any Applicant who wishes to demonstrate its eligibility for this consideration shall do so by completing, executing and attaching to its application a completed Local Business Entity or Local Impact Certification, the form of which is attached to this RFP as Appendix J. The Applicant shall then also include in a separate section of the application, labeled "Local Business Entity or Local Impact Certification," a statement that the Applicant believes it has met the Local Business Entity or Local Impact criteria "as set forth in the attached Local Business Entity or Local Impact Certification." The City Department shall deem it a positive factor where the Applicant has, in the City's sole discretion, met the Local Business Entity or Local Impact criteria.
 7. Disclosure of Litigation; Disclosure of Administrative Proceedings State, for the 5-year period preceding the date of this RFP, a description of any judicial or administrative proceeding that is material to Applicant's business or financial

capability or to the subject matter of this RFP, or that could interfere with Applicant's performance of the work requested by this RFP, including, but not limited to, any civil, criminal or bankruptcy litigation; any debarment or suspension proceeding; any criminal conviction or indictment; and any order or agreement with or issued by a court or local, state or federal agency. For each such proceeding, state the name of the case or proceeding, the parties involved, the nature of the claims involved, its current status and the final disposition, if any. Provide the same information for any officer, director, principal, or partner of Applicant's organization.

8. Defaults Provide a description, in detail, of any situation occurring within the past five (5) years in which the Applicant, or a joint venture or partnership of which Applicant was a part, defaulted or was deemed to be in noncompliance of any contractual obligations, explaining the issues involved in the default, the outcome, the actions taken by Applicant to resolve the matter. Also provide the name, title and telephone number of the party to the contract who asserted the event of default or noncompliance or the individual who managed the contract for that party.
9. Disclosure Requirements: As a City-Related Agency, the Authority is subject to City Public Disclosure requirements. As such, The Applicant will voluntarily disclose all information mentioned under Chapter 17-1401 and 17-1408 of the Philadelphia Code, including any local and state political campaign contributions, on the forms provided with this RFP as Appendix B.

10. The Philadelphia Tax and Regulatory Status and Clearance Statement

It is the policy of the City of Philadelphia to ensure that each contractor and subcontractor has all required licenses and permits and is current with respect to the payment of City taxes or other indebtedness owed to the City (including, but not limited to, taxes collected by the City on behalf of the School District of Philadelphia), and is not in violation of other regulatory provisions contained in The Philadelphia Code. To assist the City, through its Department of Revenue and Department of Licenses and Inspections, in determining this status, each Applicant is required to submit with its proposal the certification statement entitled City of Philadelphia Tax and Regulatory Status and Clearance Statement which is attached to this RFP as Appendix C).

If the Applicant is not in compliance with the City's tax and regulatory codes, an opportunity will be provided to enter into satisfactory arrangements with the City. If satisfactory arrangements cannot be made, Applicants will not be eligible for award of the contract contemplated by this RFP.

The selected Applicant will also be required to assist the City in obtaining the above information from its proposed subcontractors (if any). If a proposed subcontractor is not in compliance with City Codes and fails to enter into satisfactory arrangements with the City, the non-compliant subcontractor will be

ineligible to participate in the contract contemplated by this RFP and the selected applicant may find it necessary to replace the non-compliant subcontractor with a compliant subcontractor. Applicants are advised to take these City policies into consideration when entering into their contractual relationships with proposed subcontractors.

If an Applicant or a proposed subcontractor is not currently in compliance with the City's tax and regulatory codes, please contact the Revenue Department to make arrangements to come into compliance at 215-686-6600 or revenue@phila.gov.

Applicants need not have a City of Philadelphia Business Income and Receipts Tax Account Number (formerly Business Privilege Tax Account Number) and Commercial Activity License Number (formerly Business Privilege License Number) to respond to this RFP, but will, in most circumstances, be required to obtain one or both if selected for award of the contract contemplated by the RFP.^[1] Applications for a Business Income and Receipts Tax Account Number or a Commercial Activity License^[2] may be made on line by visiting the City of Philadelphia Business Services Portal at <http://business.phila.gov/Pages/Home.aspx> and clicking on "Register Now." If you have specific questions, call the Department of Revenue at 215-686-6600 for questions related to City of Philadelphia Business Income and Receipts Tax Account Number or the Department of Licenses and Inspections at 215-686-2490 for questions related to the Commercial Activity License.

TRANSITION

1. Please specify the anticipated impact of a transition should we select your firm in terms of both costs and time requirements on our part.
2. How long do you anticipate that a transition would take?
3. Please provide a timeline listing all relevant transition steps, showing when these steps will begin and be completed.

PROPOSED FEES AND STATEMENT OF FINANCIAL CAPACITY

1. Applicants should provide fee quotes for each of the services requested above for the three year period ended June 30, 2015. The fee quotes should include details of estimated hours for all staff assigned to the engagement at each staff level, the hourly rate for each staff level and should provide both total anticipated hours to deliver the services and total fees for each service. Also let the Authority know under what conditions, if any, the ultimate price of the audit could go above your stated quote.

2. Describe the process to be followed should you require additional hours to perform any of these services on the engagement.
3. The Authority is prepared to make progress payments to the Auditor, however, twenty (20%) percent of the total fee shall be retained pending receipt of the Auditors' final adjustments and the adjusted trial balances.
4. Provide documentation demonstrating fiscal solvency and financial capability to perform the work sought by this RFP. Consider providing one or more of the following:
 - a) General statement of the Applicant's financial condition;
 - b) Applicant's most recent audited or unaudited financial statements;
 - c) Disclosure of any bankruptcy filings over the past five years;

AUDIT PHILOSOPHY

1. Describe your approach to auditing companies like the Authority. How do you determine where to focus your time and in which areas do you believe you will concentrate your time should you be selected to serve as the independent auditor.
2. Explain your communications process as it pertains to the audit activities, covering both internal communications among your staff and external communications between your audit team and the Authority.
3. Discuss how your firm will approach the audits described above, including the use of any affiliate member firm and/or subcontractors.
4. Explain your decision-making process for questions regarding technical accounting issues. Describe the individuals in your national office or technical accounting group who will be involved in the audit.
5. Describe any process and/or technological innovations that enable you to drive efficiencies in the audit process.
6. Describe your expectations for support and involvement of the Authority's staff in conducting the audit. Provide a draft PBC list that you would expect to deliver to the Authority prior to the audit.
7. Describe how your firm manages and coordinates its audit engagements during the year. The Authority is specifically interested in the levels of review needed in order to produce the final audit report.

8. Describe your firm's policy regarding drafting the financial statements. Does your firm manage the drafting of the financial statements or will this be The Authority's responsibility.

MEETINGS

Conferences between the Auditor, the Authority employees and/or representatives of the Authority should be scheduled by the selected Auditor before the preliminary work and at the end of the fieldwork. The purpose of the meetings is to keep the Authority fully informed of the scope and progress of the audit.

SELECTION PROCESS

This is the selection criteria by which the Authority will choose a winning applicant.

1. Cost (20 points)
 - a) Cost-effectiveness, cost-efficiency, proposed savings, expense reduction
 - b) Price, fee caps and other cost control measures
2. Experience (20 points)
 - a) Specialized experience
 - b) Documented prior experience in handling project(s) of similar size and scope
 - c) Demonstrated ability to meet deadlines
3. Proposed plan of action/strategy/solution for Authority's project(s) (20 points)
 - a) Ability to meet project deadlines under proposed project
4. OEO Participation (20 points)
 - a) Level of participation goals achieved for MBE and WBE firms
 - b) Substance of work to be performed by MBE and WBE firms
5. Vendor capacity (20 points)
 - a) Staffing qualifications (e.g., staff prior experience, education, licenses, professional achievements)
 - b) Technical, administrative, financial capacity
 - c) Specific licensure requirements for organizations/businesses

QUESTIONS RELATING TO THE RFP

All questions concerning this RFP must be submitted in writing via email to Lorna Gallman at Lorna.Gallman@phila.gov, no later than March 18, 2013 at 5 pm. The Authority will provide written responses to the submitted questions no later than March 26, 2013 at 5 pm. These responses will be posted on the RFPs Online website

(<http://www.phila.gov/rfp/>) with the original RFP details notice. The Authority reserves the right not to respond to questions that it deems to be inappropriate. Oral responses by any Authority employee or agent of the Authority are not binding and shall not in any way be considered as a commitment by the PMA.

GENERAL RULES GOVERNING RFPS/PROPOSAL; RESERVATION OF RIGHTS; CONFIDENTIALITY; AND PUBLIC DISCLOSURE:

A. Revisions to RFP

The Authority reserves the right to change, modify or revise the RFP at any time. Any revision to this RFP will be posted on RFPs Online website with the original Opportunity Details. It is the Applicant's responsibility to check the website frequently to determine whether additional information has been released or requested.

B. Philadelphia Municipal Authority Employee Conflict Provision

The Philadelphia Municipal Authority employees and officials are prohibited from submitting a proposal in response to this RFP. No proposal will be considered in which an Authority employee or official has a direct or indirect interest.

C. Proposal Binding

By signing and submitting its proposal, each Applicant agrees that the contents of its proposal are available for establishment of final contractual obligations for a minimum of 180 calendar days from the application deadline for this RFP. An Applicant's refusal to enter into a contract which reflects the terms and conditions of this RFP or the Applicant's proposal may, in the Authority's sole discretion, result in rejection of Applicant's proposal and shall be grounds for the Authority to call on any proposal security furnished by the Applicant.

D. Reservation of Rights

By applying for a notice of contract opportunity, the Applicant understands and agrees to this reservation of rights.

E. The Philadelphia Municipal Authority Reservation of Rights in Connection with the Notice of Contract Opportunity Process

The Authority reserves and may exercise any one or more of the following rights and options with respect to its notice of contract opportunity process:

1. To reject any and all proposals and to reissue a notice of contract opportunity at any time prior to execution of a final contract;

2. To issue a new notice of contract opportunity with terms and conditions substantially different from those set forth in a previous notice of contract opportunity;
 3. To issue a new notice of contract opportunity with terms and conditions that are the same or similar as those set forth in a previous notice of contract opportunity in order to obtain additional proposals;
 4. To extend a notice of contract opportunity in order to allow for time to obtain additional proposals prior to the notice of contract opportunity application deadline; or,
 5. To cancel a notice of contract opportunity with or without issuing another notice of contract opportunity.
- F. Proposal Selection Process and Authority's Reservation of Rights in Connection with Selection of Proposal(s) for Review

The Authority reserves and may exercise any one or more of the following rights and options with respect to its selection process:

1. To reject any proposal if, in the Authority's sole discretion, the proposal is incomplete, the proposal is not responsive to the requirements of a notice of contract opportunity or it is otherwise in the best interest of the Authority to reject the proposal;
2. To supplement, amend, substitute or otherwise modify a notice of contract opportunity at any time prior to award of one or more Applicants for negotiation;
3. To reject the proposal of any Applicant that, in the Authority's sole judgment, has been delinquent or unfaithful in the performance of any contract with the Authority, or with the City of Philadelphia or is financially, or technically incapable or is otherwise not a responsible Applicant;
4. To reject as informal or non-responsive, any proposal which, in the Authority's sole judgment, is incomplete, is not in conformity with applicable law, is conditioned in any way, deviates from the notice of contract opportunity or contains erasures, ambiguities, alterations or items of work not called for by the notice of contract opportunity;
5. To waive any informality, defect, non-responsiveness and/or deviation from the notice of contract opportunity that is not, in the Authority's sole judgment, material to the proposal;

6. To permit or reject, at the Authority's sole discretion, amendments (including information inadvertently omitted), modifications, clarifying information, alterations and/or corrections to proposals by some or all of the Applicants following proposal submission and before contract award and/or contract execution.
7. The Authority further reserves the right to conduct on-site investigations of the Applicants' facilities or of those facilities where the Applicant performs its services. Proposals will be evaluated, in part, according to whether the Applicant meets the minimum qualifications and submits a proposal complying with all of the requirements of the notice of contract opportunity.
8. The Authority reserves the right to enter into negotiations with any or all Applicants regarding price, scope of services, or any other term of their proposals, and such other contractual terms as the Authority may require, at any time prior to execution of a final contract.
9. The Authority may, at its sole election, enter into simultaneous, competitive negotiations with multiple Applicants or negotiate with individual Applicants either together or in a sequence. Negotiations with Respondent(s) may result in the expansion or reduction of the scope of services, or changes in other terms and the submitted proposals. In such event, the Authority shall not be obligated to inform other Applicants of the changes, or to permit them to revise their proposals in light thereof unless the Authority, in its sole discretion, determines that doing so is in the Authority's best interest. The Authority may accept or reject any or all of the items in any proposal and award the contract in whole or in part if it is deemed in the Authority's best interest.
10. In the event negotiations with any Applicant(s) are not satisfactory to the Authority, the Authority reserves the right to discontinue such negotiations at any time; to enter into or continue negotiations with other Applicants; to reissue the notice of contract opportunity in order to solicit new Applicants. The Authority reserves the right not to enter into any contract with any Applicant, with or without the re-issuance of a notice of contract opportunity, if the Authority determines that such is in the Authority's best interest.

G. Confidentiality and Public Disclosure

The successful Applicant shall treat all information obtained from the Authority, which is not generally available to the public as confidential and/or proprietary to the Authority. The successful Applicant shall exercise all reasonable precautions to prevent any information derived from such sources from being disclosed to any other person. The successful Applicant agrees to indemnify and hold harmless the Authority, its officials and employees, from and against all liability, demands, claims,

suits, losses, damages, causes of action, fines and judgments (including attorney's fees) resulting from any use or disclosure of such confidential and/or proprietary information by the successful Applicant or any person acquiring such information, directly or indirectly, from the successful Applicant. By submission of a proposal, the Authority as a City-Related Agency is subject to the same rules and regulations governing City Agencies: Applicants acknowledge and agree that the Authority does abide by the City public disclosure policies and, as such, will disclose to the public documents, including proposals, to the extent that City agencies would have been required thereunder. Without limiting the foregoing sentence, the Authority's legal obligations shall not be limited or expanded in any way by an Applicant's assertion of confidentiality and/or proprietary data.