

**COUNTY OF WESTCHESTER
NEW YORK**

DEPARTMENT OF PUBLIC WORKS AND TRANSPORTATION

ADDENDUM NO. 4

**REQUEST FOR PROPOSALS SEEKING A PUBLIC-PRIVATE PARTNERSHIP
FOR THE LEASE, MANAGEMENT, OPERATION, MAINTENANCE AND IMPROVEMENT OF
WESTCHESTER COUNTY AIRPORT**

The attention of the Proposers is directed to the following clarifications and amendments affecting the above-referenced RFP.

1. Changes to Lease Comment Submission Terms

The following supplements (and where appropriate, modifies) the terms of Section B(7) of the RFP.

1.1.1. Categorization and Presentation of Lease Comments

Proposers shall categorize their Lease Comments by reference to one of following four (4) categories:

- (a) “Category A” – an issue that, if not resolved in an acceptable fashion, would likely preclude the Proposer from submitting a Proposal.
- (b) “Category B” – an issue that, if not resolved in an acceptable fashion, will significantly affect value for money or, taken together with other issues (which should be identified to the extent related or possible), would likely preclude the Proposer from submitting a Proposal.
- (c) “Category C” – a substantive issue that does not qualify as a Category A or B issue.
- (d) “Category D” – a drafting issue, a clarification or a comment concerning conflicts between or within documents, or the equivalent of one of these, in each case which a reasonable Proposer would not interpret as intentional (and therefore should be a Category A, B or C comment).

Specifically, Lease Comments will be presented in the following format (sequentially by reference to the relevant Section number in the Lease Agreement):

| No. | Section Reference | Category (A, B, C or D) | Text with Proposed Revision | Reason for Proposed Modification | Impact, if any, on the Proposal |
|-----|-------------------|-------------------------|-----------------------------|----------------------------------|---------------------------------|
| 1. | | | | | |
| 2. | | | | | |

1.1.2. Limits on, and Contents of, Lease Comments

- a. The County emphasizes to Proposers the importance of reasonableness and proportionality when considering:

- i. whether to submit Lease Comments;
 - ii. the necessary length and complexity of the Lease Comments that they do submit; and
 - iii. how to categorize such Lease Comments.
- b. In relation to second draft of the Lease Agreement, Proposers shall be limited to **(i) an aggregate of sixty (60) for Lease Comments in Categories “A”, “B” and “C” and (ii) an aggregate of fifteen (15) Lease Comments in Category “D.”**
- c. Further:
 - i. Each Lease Comment should address a single issue. Lease Comments on multiple parts of a defined term or a provision (unless substantively related) should be divided into separate Lease Comments and not aggregated into a single comment (for example, otherwise unrelated comments on different “Compensation Events” should each be submitted as separately Lease Comments).
 - ii. Proposers are encouraged **not to resubmit Lease Comments that were previously submitted to the County**, but may do so for “Category A” and “Category B” issues. If it does so resubmit, Proposer shall (i) include as the first line of such comment “The following comment was previously submitted as an Lease Comment in the submission made on [date]. We are resubmitting it [provide brief explanation].”
- d. Proposers shall submit Lease Comments in **Microsoft® Word** format (not PDF).
- e. The subject line of the distributing email from Proposer should clearly indicate that Lease Comments are attached.

COUNTY OF WESTCHESTER
DEPARTMENT OF PUBLIC WORKS AND TRANSPORTATION

By: Vincent F. Kopicki, P.E.
Commissioner

Dated: June 23, 2017
WHITE PLAINS, NEW YORK
Addendum No. 4