



The State University  
of New York

Office of the  
Chief Financial Officer

State University Plaza  
Albany, New York 12246

[www.suny.edu](http://www.suny.edu)

December 22, 2015

President Dr. Calvin O. Butts, III  
SUNY College at Old Westbury  
223 Stonehill Road  
Old Westbury, NY 11568

Re: START-UP NY

Dear President Butts:

Congratulations. Attached is the approved application for SUNY College at Old Westbury's Campus Plan for Designation of Tax-Free Area(s).

After completion of the required 30-day comment period, please submit evidence of stakeholder notification, along with your complete campus plan, to Empire State Development at [designations@esd.ny.gov](mailto:designations@esd.ny.gov).

Best of luck to you and SUNY College at Old Westbury in launching the START-UP NY program.

Best Regards,

Eileen McLoughlin  
Vice Chancellor for  
Finance and Chief  
Financial Officer

Attachment

Copy: SUNY START-UP NY Proposal Review Team

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To Search  
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the Power of



The State University of New York

SUNY START-UP NY
Campus Plan for Designation of Tax-Free Area(s) Memorandum (CPM)

To: SUNY Chancellor

From: Dr. Calvin O. Butts, III

Re: SUNY College at Old Westbury Campus Plan for Designation of Tax-Free Area(s) ("Campus Plan")

Date: December 15, 2015

For campus Office of the President:

The arrangement documented in the attached Campus Plan is aligned to the academic mission of SUNY College at Old Westbury and in accordance with all SUNY policies, procedures, and guidelines.

Signature of campus President

Print Name

FOR SUNY SYSTEM ADMINISTRATION USE ONLY

For SUNY's START-UP NY Proposal Review Team Co-Chair: It is recommended by the SUNY START-UP NY Proposal Review Team that SUNY [approved/rejected] the attached Campus Plan:

Signature of Proposal Review Team Co-Chair

Date

Print Name

For SUNY Office of the Chancellor:

The attached Campus Plan is hereby [approved/rejected] for campus submission to the NYS Commissioner of Economic Development.

Signature of the Chancellor or designee

Date

Print Name



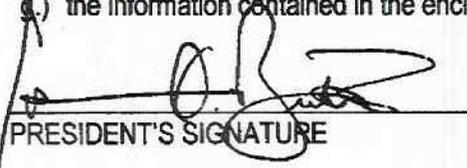
The State University  
of New York

To: Mr. Howard Zemsky, President & CEO and Commissioner of Economic Development  
From: President Dr. Calvin O. Butts, III, of SUNY College at Old Westbury  
Re: SUNY College at Old Westbury's Campus Plan for Designation of Tax-Free Area(s)  
Date: December 15, 2015

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I, President Butts of SUNY College at Old Westbury hereby certify the following:

- a.) we have provided a copy of the enclosed Campus Plan for Designation of Tax-Free NY Area, to the municipality or municipalities in which the proposed Tax-Free NY Area is located, local economic development entities, the applicable faculty senate, union representatives, and student government at least 30 days prior to submitting the plan to you and attached evidence of submission herewith; and
- b.) we comply with Public Officers Law Section 74; State University of New York's Policy on Conflict of Interest; START-UP NY Program Participation Policy; and attached copies of the policies and/or guidelines herewith; and
- c.) we comply with the Commissioner's rules and guidelines on anticompetitive behavior (NY EDL, art. 21, sect. 440); and
- d.) we are aware of the non-governmental use limitations associated with state issued tax exempt bonds and if our proposed Tax-Free NY Area was financed with tax exempt bonds, we will: 1.) make potential businesses aware of these limitations when marketing property; and 2.) take appropriate steps to ensure that non-governmental use of property funded with tax-exempt bonds will not jeopardize the tax exempt status of state issued bonds; and
- e.) we consulted with the municipality or municipalities in which such land or space is located prior to including such space or land in the proposed Tax-Free NY Area and we have given preference to underutilized properties; and
- f.) we have not relocated or eliminated any academic programs, any administrative programs, offices, housing facilities, dining facilities, athletic facilities, parking, or any other facility, space or program that actively serves students, faculty or staff in order to created vacant land or space to be designated as a Tax-Free NY Area; and
- g.) the information contained in the enclosed application is accurate and complete.

  
PRESIDENT'S SIGNATURE

12-15-2015  
DATE

**Attachments/Enclosures:**

- A) Affiliation Agreement
- B) Description of Proposed Tax Free Areas
  - 1) Floor Plan
- C) Outline and shaded delineation of proposed tax-free affiliate area on an aerial photo
- D) Excel spreadsheet of property to be designated
- E) Applicable conflict of interest policies
  - 1) START UP NY Program Participation Policy – Conflict of Interest
  - 2) SUNY Conflict of Interest Policy

# START NY

## START-UP NY CAMPUS PLAN FOR DESIGNATION OF TAX-FREE AREA(S)

Campus Name: SUNY College at Old Westbury  
Campus Contact Name: William P. Kimmins  
Campus Contact Title: Assistant to the President for Administration  
Campus Contact E-mail: kimminsw@oldwestbury.edu  
Campus Contact Phone: 516-876-3270

### **THE TAX-FREE NY AREA PLAN SHALL BE DEVELOPED BY THE CAMPUS TEAM AND PROVIDE THE FOLLOWING REQUIRED INFORMATION:**

- 1) Specification or identification of space or land proposed for designation as a Tax-Free NY Area identifying the following:
  - i. Provide the name and address of the SUNY, CUNY or community college seeking approval as a Sponsor, the address of the space or land proposed for designation as a Tax-Free NY Area, and a written description of the physical characteristics of the area for designation.

Name: SUNY College at Old Westbury
Campus Address: 223 Storehill Road, Old Westbury, NY 11568
Address(es) of Proposed Tax-Free NY Area(s): 510 Grumman Road West, Bethpage, New York 11714
Description of Physical Characteristics of Proposed Tax-Free NY Area(s): Through an affiliation agreement with an off-campus facility ( <b>Attachment A</b> ), the College has available usable 4,642 square feet of vacant office space already furnished, technology equipped with ample parking. This space is located approximately five (5) miles south of the College on the former Grumman property. See: <b>Attachment B</b>

- 2) Provide a description of the type of business or businesses that may locate in the area identified in #1.

Eligible Start-Up NY Businesses will need to be aligned with or further the College's mission spanning Arts & Sciences, Business and Education.
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Businesses must be a (1) new company/start up, (2) an out of State company relocating to New York State, and (3) in the formative stages of development or should be developing high tech business. The overarching criterion is that the prospective business must demonstrate that it is creating net new jobs in addition to aligning with or furthering the College's mission and providing economic and community benefits.

Ineligible businesses include retail/wholesale businesses, restaurants, real estate brokers, law firms, medical or dental practices, real estate management companies, hospitality industries, finance/financial services, and other personal services. Additionally, utilities and businesses engaged in the generation or distribution of electricity are ineligible.

Finally, prospective Start-Up NY businesses cannot compete against existing local businesses.

Within those limitations, the types of businesses and industries to be targeted include:

Cyber & Homeland Security  
Wireless & information Technology  
Software Development  
Biotechnology  
Environmental Science  
Sustainability Industries

- 3) Provide a description of the campus academic mission, and explain how the businesses identified in #2 will align or further the academic mission of the university or college.

The Mission Statement of the SUNY College at Old Westbury is as follows:

SUNY College at Old Westbury is a dynamic and diverse public liberal arts college that fosters academic excellence through close interaction among students, faculty and staff. Old Westbury weaves the values of integrity, community engagement, and global citizenship into the fabric of its academic programs and campus life. In an environment that cultivates critical thinking, empathy, creativity and intercultural understanding, we endeavor to stimulate a passion for learning and a commitment to building a more just and sustainable world. The College is a community of students, teachers, staff and alumni bound together in mutual support, respect, and dedication to the Mission.

To accomplish this Mission, the College operates a School of Arts and Sciences, a School of Business and a School of Education.

The College will consider any eligible start up (or company) that is either in the formative stages of development or is developing new high tech business that promises to enhance the image of the College in terms of its Mission, provide the opportunity for employment and/or experiential learning for its students and graduates, research opportunities for faculty and other enhancements to the services the College provides. Particular College programs that might benefit from partnerships include our Math & Computer Science, Biology/Chemistry and Media & Communications programs. Businesses related to Sustainability or Environmental Science are also of interest.

- 4) Provide a description of how participation by these types of businesses in the START-UP NY Program will generate positive community and economic benefits, including but not limited to:
- Increased employment opportunities;
  - Increased opportunities for internships, vocational training and experiential learning for undergraduate and graduate study;
  - Diversification of the local economy;
  - Environmental sustainability;
  - Increased entrepreneurship opportunities;
  - Positive, non-competitive and/or synergistic links to existing businesses;
  - Effect on the local economy; and
  - Opportunities as a magnet for economic and social growth.

The College's proposed Start-Up NY plan anticipates attracting new businesses and jobs to the campus and community. These businesses will include high tech and startup companies as well as out of state or expanding high tech companies.

Eligible Start-Up NY businesses that align with the academic mission of the College will not only create new employment opportunities but will attract new investment locally spurring additional economic growth.

The economic growth will result in a number of benefits including:

- Increased employment opportunities
- Diversification of the local economy
- Expanded purchasing/spending in the local economy
- Great economic impact through increased population
- More home ownership and residential interest in the community
- Help slow the tide of young people abandoning Long Island

Through public-private partnerships under Start-Up NY the College will be able to expand educational and training programs, establish new experiential learning opportunities for students, generate new research and discover and/or transfer and commercialize more research and technology to the marketplace – all outcomes that will allow the College to better serve the community.

- 5) Provide a description of the process the Sponsor (campus) will follow to select participating businesses. The description should identify the membership of any group or committee that may make recommendations, the final decision-maker, and the criteria that will be used to make decisions. This group or committee must include representation from faculty governance. The criteria may include some or all of the following:

**A. Academic and Research Alignment**

1. Is the business in an industry aligned with current and/or developing University research, scholarly, and creative activity?

2. Does the business provide experiential learning and workforce opportunities (e.g., internships, fellowships, full-time jobs) for students and graduates?
3. Does the business provide areas for partnership and advancement for faculty and students?
4. Will the business provide access to research instrumentation, tools, and/or equipment necessary to advance the academic and research mission?
5. Will the business fund scholarships, campus facilities or other academic services or amenities?
6. Will the business and/or its employees contribute to instruction or provide student mentoring?
7. Does the business offer the use of company resources, intellectual property or expertise to support the academic mission?

**B. Economic Benefit**

1. How many net new jobs will be created?
2. Is the business viable in both the short- and long-term?
3. Will the business attract private financial investment?
4. Does the business plan to make capital investments (e.g., renovation, new construction)?
5. Are the new jobs in critical areas of the economy?
6. How will the University financially benefit from the terms of the lease?

**C. Community Benefits**

1. Does the business have the support of one or more municipal or community entities?
2. Is the business recruiting employees from the local workforce?
3. Does the business invest in underserved, economically distressed regions?
4. Will the business rely on suppliers within the local and regional economy?

Upon its plan being approved by SUNY and the Commissioner of Economic Development, the College will begin accepting business applications under the Start-Up NY initiative. The Office of Administration will first determine if a business applicant meets certain minimum eligibility requirements under the Start-Up NY initiative and the College plan. The minimum eligibility requirements would be start up or high tech and not specifically excluded by legislation. Additionally the application would have to have the potential for Academic & Research Alignment, Economic & Community benefit.

**Start-Up NY Campus Advisory Committee**

The College will establish a Start-Up NY Advisory Committee to review and evaluate business applications which will include a determination of alignment with the academic mission and make recommendations to the President for final campus approval.

The committee will be comprised of the Chief of Staff, Senior Vice President & Provost, Senior Vice President of Business & Finance, Assistant to the President for Administration and the Chair of the Faculty Senate, or designee.

The Office of Administration will serve as the "front door" for all prospective businesses seeking to secure Start-Up NY designation. If a business applicant satisfies certain minimum criteria, the Office of Administration will refer the "business application" to the Start-Up NY Campus Advisory Committee for review and evaluation.

Whenever necessary, the Start-Up NY Campus Advisory Committee will seek guidance and feedback from various campus committees and units on matters including academic and research alignment, space and land, budget/finance impact and community impact as appropriate.

The Start-Up NY Campus Advisory Committee will select prospective businesses for participation in the College's program on the basis of their ability to align with or further the academic mission of the College, their potential for economic benefits and their potential for benefits to the community. At least half of the evaluation for prospective businesses will be based on the furtherance of the College's academic mission, with economic and community benefits comprising the remaining considerations. Through this approach, the College's Start-Up plan will consider a number of related factors in assessing business applications which may include:

#### Academic and Research Alignment

- Is the business in an industry aligned with current and/or developing College research, scholarly, and creative activity?
- Does the business provide experiential learning and workforce opportunities (e.g., internships, fellowships, full-time jobs) for students and graduates?
- Does the business provide areas for partnership and advancement for faculty and students?
- Will the business provide access to research instrumentation, tools, and/or equipment necessary to advance the academic and research mission?
- Will the business fund scholarships, campus facilities or other academic services or amenities?
- Will the business and/or its employees contribute to instruction or provide student mentoring?
- Does the business offer the use of company resources, intellectual property or expertise to support the academic mission?

#### Economic Benefit

- How many net new jobs will be created?
- Is the business viable in both the short- and long-term?
- Will the business attract private financial investment?
- Does the business plan to make capital investments (e.g., renovation, new construction)?
- Are the new jobs in critical areas of the economy?
- How will the College financially benefit from the terms of the lease?

#### Community Benefit

- Does the business have the support of one or more municipal or community entities?
- Is the business recruiting employees from the local workforce?
- Does the business invest in underserved, economically distressed regions?
- Will the business rely on suppliers within the local and regional economy?

Upon review and approval from the Start-Up NY Campus Advisory Committee, the business application will be advanced to the President or Chief of Staff for final campus approval. Upon the President's or Chief of Staff's approval, the Office of Administration will complete the "Sponsoring University Application for Business Participation." This form, along with the business application, will be submitted to the NYS Commissioner of Economic Development for final approval.

Upon final approval, the College will work with the business to facilitate implementation of the terms and conditions of the agreement under the Start-Up NY initiative. The College will cooperate with the Commission in its monitoring and reporting responsibilities.

**SUNY Start-Up NY**

**SUNY College at Old Westbury Campus Plan for Designation of Tax-Free Area(s)  
("Campus Plan")**

**Attachment A**

**(Start-Up NY Affiliation Agreement)**

## START-UP NY AFFILIATION AGREEMENT

THIS AGREEMENT (this "AGREEMENT") dated as of May 11, 2015 (the "Effective Date"), by and between The State University of New York ("SUNY"), an education corporation an educational institution organized and existing under the laws of the State of New York, with its principal office located at State University Plaza, Albany, New York 12246, acting on behalf of SUNY at Old Westbury, with administrative offices at 223 Store Hill Road, Old Westbury, NY 11568 (the "College") and The Applied Science Foundation for Homeland Security, a not-for-profit local development corporation ("ASFHS" or "The AFFILIATE") governed by the New York State Not For-Profit Corporation Law having its principal place of business located at 510 Grumman Road West, Bethpage, New York 11714. Terms herein may be used before being defined.

### W I T N E S S E T H

**WHEREAS**, the New York State Legislature has determined that to revitalize the economy of the State of New York (the "State"), it is necessary and appropriate to promote entrepreneurship and job creation by transforming public higher education institutions through the establishment of tax free areas, to attract high tech businesses, startups companies, venture capital, new business and investments from across the world; and

**WHEREAS**, in furtherance of this objective the State Legislature created the "START-UP NY program" under Chapter 68 of the Laws of 2013 (as amended from time to time, the "Act"), which authorizes the creation of tax-free areas ("Tax-Free NY Areas") on eligible university campuses in New York State, including SUNY campuses, for new and expanding businesses to both foster job creation and enhance the academic mission of the participating universities;

**WHEREAS**, SUNY is sponsoring Tax-Free NY Areas to foster job creation to enhance the academic mission of its participating campuses as set forth in the Act and to make available vacant land and space in such Tax-Free NY Areas for use by eligible business under the Act; and

**WHEREAS**, pursuant to the Act, the Board of Trustees of SUNY has designated the College as one of its participating campus in the Start-Up New York program and will be submitting to the Commissioner a "Campus Plan for Designation of Tax-Free NY Area(s)" (as it may be amendment from time to time, the "College Plan") for the designation of certain eligible property associated with the College; and

**WHEREAS**, the regulations associated with the Act (5 NYCRR § 220) (the "Regulations") define "campus" to include any real property in New York State owned or leased by an affiliated not-for-profit entity on behalf of a university or college or for the benefit of a university or college, and any such additional real property acquired, established, operated or contracted to be operated for or on behalf of the university or college; in addition the Regulations require that real property owned or leased by a not-for-profit entity on behalf of a university or college or for the benefit of a university or college must be utilized by the university or college in furtherance of any stated academic mission of that university or college.

**WHEREAS**, AFFILIATE is located in the County of Nassau, Town of Oyster Bay, hamlet of Bethpage, and has been created under the laws of New York for the public purposes of promoting research and development in the applied sciences, encouraging the gathering of scientists and entrepreneurs, and conducting educational activities; and

**WHEREAS**, AFFILIATE owns or leases the Real Property which is envisaged to be part of the College Campus for START-UP NY purposes; and

**WHEREAS**, SUNY and AFFILIATE are affiliated within the meaning of the Regulations as they are connected, related, or associated by virtue of their status as public entities within New York State and their shared goals and responsibilities under this AGREEMENT, as are set forth in greater detail below;

**WHEREAS**, the AFFILIATE mission, purposes and objectives are aligned with the academic mission of the College as are set forth in greater detail in the College Plan to be approved by the Commissioner.

**WHEREAS**, as public entities formed under New York State Law, SUNY and AFFILIATE desire to work together to further the public purposes of job creation and public higher education in New York State through collaboration on the START-UP NY program, and desire to enter into this AGREEMENT to document their affiliation to do so; and

**WHEREAS**, the parties intend that as a result of their affiliation that portions of the Premises that are part of the Premises hereunder shall be eligible as Tax-Free NY Areas.

**NOW THEREFORE**, in consideration of the mutual covenants and conditions herein set forth, the parties agree as follows:

**1. AFFILIATE Affirmations.**

AFFILIATE hereby affirms the following:

- (a) A description of the AFFILIATE is provided in Schedule 1 of this Agreement.
- (b) the premises is owned by the AFFILIATE;
- (c) AFFILIATE is interested in the START-UP NY program and is committed to its goals of transforming higher education to create tax-free communities across the State to attract high-tech and other start-ups, venture capital, new business and investments from across the world;
- (d) AFFILIATE is interested in helping SUNY assist companies, especially high tech companies and start-up businesses, to start, grow and stay in the State;
- (e) AFFILIATE acknowledges SUNY's interest in and intent to participate in START-UP NY by becoming a Sponsor, as defined in the Regulations;

(f) AFFILIATE acknowledges the College's academic mission as described in the College Plan (the "Academic Mission"), and that START-UP NY will align with the Academic Mission through, among other things, linkages between the College and participating businesses to provide internships and work experience to College students;

(g) AFFILIATE is committed to the START-UP NY program goals of transforming higher education to create tax-free communities across the State to attract high tech and other start-ups, venture capital, new business and investments from across the world.

## **2. Term, Termination and Certain Rights.**

This AGREEMENT shall commence as of the Effective Date and shall expire on May 11, 2023, provided, however that the term of the AGREEMENT shall be automatically extended to run for the duration of any sublease, permit, license, or the like of any Participating Business locating within all or a portion of the Premises as part of the Start-Up New York program (the "Term"). Notwithstanding the foregoing, SUNY may, on written notice to AFFILIATE, terminate this AGREEMENT in whole or in part with respect to any portion of the Premises that is leased or otherwise occupied by a Participating Business that has been removed from the START-UP NY program by the Commissioner pursuant to the Regulations (a "Terminated Business"). In addition, SUNY may terminate this AGREEMENT on thirty days' notice to AFFILIATE, if such termination does not terminate the benefits received by any Participating Business in the START-UP NY program.

Notwithstanding the foregoing, or any other part of this AGREEMENT, AFFILIATE, upon 30 days written notice to SUNY, may terminate this AGREEMENT if any Participating Business should be in violation or breach of its lease agreement with AFFILIATE (ASFHS) in accordance with the terms and conditions of such lease agreement as it relates to that tenant only. SUNY agrees that its rights under this AGREEMENT are subordinate to the rights of AFFILIATE (ASFHS) under its lease agreement with any Participating Business.

## **3. Premises.**

The Premises that is the subject of this AGREEMENT shall be the available space within 510 Grumman Road West, Bethpage, New York 11714 described from time to time in Schedule 2 (the "Premises"). The parties may revise Schedule 2 from time to time by written agreement.

## **4. Use of Premises; Affiliation.**

(a) During the Term AFFILIATE shall, consistent with the Campus Plan, lease and manage the Premises on behalf of and for benefit of SUNY and the College for use in the START-UP NY program as a Tax-Free NY Area sponsored by SUNY for the College. The parties agree that the Premises shall be utilized in furtherance of the College's Academic Mission and in accordance with the Act and the Regulations, including, without limitation, for occupancy by businesses that are a "high tech business" or a "business in the formative stage", as defined by the Regulations.

(b) The parties hereby agree that AFFILIATE is "affiliated" with the College consistent with Section 220.2(b) of the Regulations and that the Premises is part of the College's campus for purposes of Section 220.2(f) of the Regulations.

**5. Responsibilities relating to Tenants and the Management of the Premises.**

(a) AFFILIATE and SUNY shall cooperate to identify businesses that are eligible for the START-UP NY program for use and occupancy of the Premises. SUNY shall have the final discretion whether to accept an application from a business to locate in the Premises. AFFILIATE shall only enter into leases, licenses, permits and the like (collectively "Leases") for all or part of the Premises with businesses that are identified to AFFILIATE by SUNY as having been approved by SUNY and the Commissioner for participation in the START-UP NY program under the Plan (a "Participating Business").

(b) Notwithstanding any other terms of this AGREEMENT, AFFILIATE shall be solely responsible in all respects for the management, maintenance and operation of the Premises, including, without limitation: negotiating and entering into Leases with Participating Businesses ("Program Leases"); collection of rent and other amounts, preparation of vacant space and land for rental; providing services and utilities; oversight and management of construction projects and tenant build-out; enforcing Lease provisions; marketing; and payment of all costs of associated with the foregoing. AFFILIATE shall publicly advertise and market the Premises. SUNY shall have no obligation to perform or bear the cost of any of the foregoing.

(c) AFFILIATE shall have no authority to execute any instruments, agreements, or other documents on behalf of SUNY, or otherwise bind SUNY, except with SUNY's prior written consent. Likewise, SUNY shall have no authority to execute any instruments, agreements, or other documents on behalf of AFFILIATE, except with AFFILIATE'S prior written consent.

(d) Rent and other amounts collected by or on behalf of AFFILIATE under any Program Lease (collectively, "Program Rent"), shall be retained by AFFILIATE except that the AFFILIATE and College may decide to enter into revenue sharing arrangements. AFFILIATE shall receive no compensation from SUNY under this AGREEMENT or otherwise in relation to the START-UP NY program.

(e) For the avoidance of doubt, AFFILIATE may, in its discretion, continue to lease the Premises to a Terminated Business following its removal from the START-UP NY program by the Commissioner. In the event a Participating Business has been removed from the START-UP NY program by the Commissioner pursuant to the Regulations, AFFILIATE shall, following SUNY's request, cooperate with SUNY to identify replacement space in the Premises for the START-UP NY program.

(f) SUNY shall have no liability to AFFILIATE or to any Participating Business arising out of or related to any Program Lease. To the extent permitted by law, AFFILIATE shall indemnify, defend, and hold SUNY and its officials, trustees and employees harmless against any claims, liabilities, settlements, damages, costs and expenses of whatever kind or nature (including, without limitation, attorneys' fees and disbursement) arising out of or related to any

Program Lease. Subject to the availability of lawful appropriation and consistent with the New York State Court of Claims Act, SUNY shall hold the AFFILIATE harmless from and indemnify it for any final judgment of a court of competent jurisdiction to the extent attributable to the negligence of SUNY or of its officers or employees when acting within the course and scope of their employment in connection with this Agreement.

6. The AFFILIATE agrees to provide SUNY with a Comprehensive General Liability Insurance in the amount of \$2,000,000.00 per occurrence, \$2,000,000.00 in the aggregate, naming the State University of New York, as an additional insured. The AFFILIATE further agrees to send the College Campus designee cited in paragraph 8 of this Agreement, a copy of any notice of cancellation of such policy, renewal certificate of insurance or new certificate of insurance naming such SUNY, as an additional insured, within five (5) business days.

**7. Plan Amendments; Further Assurances; Conflicts of Interest.**

(a) The parties agree that the Campus Plan to be approved is incorporated by reference as Exhibit B to this Agreement.

(b) AFFILIATE shall reasonably assist SUNY with amending any Campus Plans to include any property, including without limitation, providing such documents, diagrams, maps, floor plans, attestations and certifications as may be required by SUNY, where such disclosure is authorized by applicable law, as necessary or useful to amend the Plan.

(c) The parties agree to execute any additional documentation as are reasonably necessary or useful to carry out the intention of this AGREEMENT.

(d) AFFILIATE shall comply with SUNY's conflict of interest policy relating to the START-UP NY program, as such policy is in effect from time to time. The applicable College Conflict of Interest policy or guidelines is incorporated by reference as Exhibit C to this Agreement.

**8. Notices**

Each written notice, demand, approval or request by SUNY or AFFILIATE in connection with this AGREEMENT, unless expressly otherwise provided, shall be in writing, and shall be deemed given if either delivered in person, with delivery acknowledged in writing by the party receiving the same, or mailed in the United States mail by certified mail, return receipt requested, postpaid, and addressed:

(a) to SUNY at the following address:

The State University of New York  
State University Plaza  
Albany, New York 12246  
Attention: Vice Chancellor, Office of Capital Facilities

with a copy to:

The Research Foundation for  
the State University of New York  
START-UP NY Liaison Office  
35 State Street  
Albany, NY 12207  
Attention: Jeffrey Boyce, Director of Economic Development

(b) to AFFILIATE at the following address:

Applied Science Center for Homeland Security  
Office of the President  
510 Grumman Road West  
Bethpage, NY 11714

or to such other address as may be specified by written notice sent in accordance herewith. Every notice, demand or request shall be deemed to have been given at the time of delivery if given in person, or three days after mailing.

**9. Miscellaneous.**

(a) This AGREEMENT shall be binding upon and inure to the benefit of SUNY and AFFILIATE and their respective successors and assigns.

(b) This AGREEMENT shall be governed and construed in accordance with the laws of New York, excluding New York State's choice-of-law principles, and all claims relating to or arising out of this contract, or the breach thereof, whether sounding in contract, tort or otherwise, shall likewise be governed by the laws of New York State, excluding New York State's choice-of-law principles.

(c) Except as otherwise provided in this Agreement, any dispute arising under this Agreement shall be amicably resolved by the parties. If the parties are unable amicably to resolve the dispute within thirty (30) days, then either party may seek legal or equitable redress.

(d) In carrying out this AGREEMENT, AFFILIATE shall comply with all applicable laws, including, without limitation, the Act and the Regulations.

(e) This AGREEMENT may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed original, but all such counterparts together shall constitute but one and the same instrument.

(f) Subject to section 138 of New York State Finance Law, neither party may assign, convey or transfer this AGREEMENT or any of their rights hereunder. Any such assignment, conveyance or transfer shall be deemed null and void.

(g) This AGREEMENT including Exhibit A, Standard Clauses for State University of New York contains the entire understanding of the parties with respect to the matters contained herein. In the event of any conflict between the terms and conditions set forth in this AGREEMENT and Exhibit A, Exhibit A shall control.

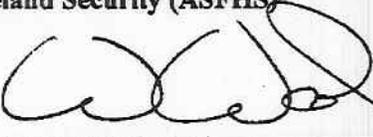
(h) Any provision of this AGREEMENT may be waived by mutual written consent of the parties hereto, provided, however, that no such waiver of any of the provisions hereof shall be binding unless in writing and signed by the party against whom the same is sought to be enforced.

(i) If any provision of this AGREEMENT is held to be illegal or invalid for any reason, such illegality or invalidity shall not affect the remaining portions of the AGREEMENT, unless it prevents accomplishment of the objectives and purposes of the AGREEMENT, which determination shall be submitted as a dispute under paragraph 9(c) herein.

IN WITNESS WHEREOF, the parties hereto have duly executed this AGREEMENT as of the day and year first above written.

**Applied Science Foundation for  
Homeland Security (ASFHS)**

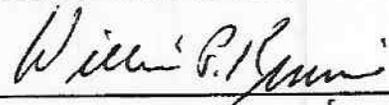
**The State University  
of New York**  
on behalf of SUNY at Old Westbury

By: 

Name: William W. White

Title: Interim President

5/11/15

By: 

Name: William P. Ryan

Title: ASST TO PRESIDENT

5/11/15

**SUNY Start-Up NY**

SUNY College at Old Westbury Campus Plan for Designation of Tax-Free Area(s)  
("Campus Plan")

**Attachment B**

**(Description of Proposed Tax Free Areas)**

**(Schedule 1 & 2 of Affiliation Agreement)**



**APPLIED SCIENCE FOUNDATION  
FOR HOMELAND SECURITY**  
Public Safety • Research • Economic Development • Education

**Attachment B  
StartUP NY Affiliate Agreement  
(Schedule 1 & 2 of Affiliation Agreement)**

**Morrelly Homeland Security Center  
510 Grumman Road W  
Bethpage, NY 11714**

**Proposed Suite Areas for Lease**

**Prepared for:  
SUNY Old Westbury  
March 2015**



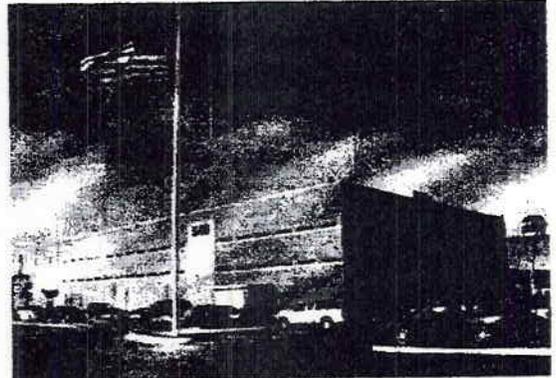
## APPLIED SCIENCE FOUNDATION FOR HOMELAND SECURITY

Public Safety • Research • Economic Development • Education

The Applied Science Foundation for Homeland Security (ASFHS) was established in 2006 as a 501(c)(3) Not-For-Profit corporation under NYS Law Section 102. The Foundation owns and operates the Morrelly Homeland Security Center located at 510 Grumman Road West, Bethpage, NY 11714.

### Point of Contact:

William Wahlig  
(631) 846-2720  
bwahlig@lift.org



The Foundation's Mission focuses on accelerating the transfer of technology into products and systems in support of first responders and other homeland security market needs. The Morrelly Center's educational and business resources provides for unprecedented collaboration between public and private sector entities to more efficiently develop and commercialize products and services.

The Center is a three floor, 90,000 square foot facility located in the center of Nassau County with easy access to major parkways and rail transportation. The Center provides a wide-array of technology capabilities including Communications, Cyber Operations, and Lecture Hall capable of seating 150 people for training, lectures and exercises. The Center houses Nassau County's Office of Emergency Management serving as the command post for County emergency operations.

### Proposed Suite Areas for Lease – SUNY Old Westbury

In furtherance of the Memorandum of Agreement between the SUNY Old Westbury and the Foundation, the following areas within the Morrelly Center are designated as potential StartUp NY tenant lease locations. In addition, certain building common spaces would be made available to the tenants on a free or reservation-use basis. Photographs of the designated spaces as well as the common areas are provided in the attached pages.

<u>Designated Space</u>	<u>Rentable Area (sq-ft)</u>	<u>Usable Space</u>
Suite 207	1,400 sq. ft.	1,084 sq. ft
Suite 208	1,294 sq. ft.	1,012 sq. ft
Suite 209	1,294 sq. ft.	1,012 sq. ft
Suite 210	1008 sq. ft.	857 sq. ft.
Suite 215	882 sq. ft.	677 sq. ft

 <p>Category: Academic Affairs Community Colleges Legal and Compliance Research</p> <p>Responsible Office: <a href="#">Academic Affairs</a></p>	<p><b>Policy Title:</b> START-UP NY Program Participation Policy</p> <p>Document Number: 6800</p> <p>Effective Date: February 10, 2014</p> <p>This policy item applies to: Community Colleges State-Operated Campuses</p>
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## Summary

START-UP NY is a state economic development program that positions SUNY campuses as magnets for entrepreneurs and businesses from around the globe. START-UP NY aligns with SUNY's mission of teaching, research and public service; enabling engagement with industry, knowledge acceleration, translation of research into practical applications, and delivering the 21<sup>st</sup> century workforce businesses need to grow and thrive. START-UP NY will transform university communities to deliver unprecedented economic benefits to New York. To participate in the program, all campuses must comply with this policy and any applicable rules and regulations issued by the NYS Commissioner of Economic Development.

This policy governs the review process that all participating campuses must follow to secure SUNY's approval of the plans, applications, and other documents required by the NYS Commissioner of Economic Development to participate in the START-UP NY program. It also prescribes special requirements for the disclosure and management of actual or potential conflicts of interest in matters pertaining to the campus' START-UP NY program. Any conflict between this policy and any other applicable Conflict of Interest policy shall be resolved in favor of disclosure of any potential, actual, or perceived conflict of interest relating to the campus' START-UP NY program to the President or Chief Executive Officer of the sponsoring campus.

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## Policy

- A. Campus Plans for Designation of Tax-Free Area(s):** Any campus intending to submit a Campus Plan for Designation of Tax-Free Area(s) ("Campus Plan") to the NYS Commissioner of Economic Development must first have it reviewed and approved by the Chancellor or designee. The Chancellor or designee shall approve or reject all Campus Plans within fifteen (15) business days of receipt. Any rejected Campus Plan shall be accompanied by an explanation of the basis for rejection. Once approved by the Chancellor or designee a campus may submit its Campus Plan to the NYS Commissioner of Economic Development in accordance with the Commissioner's rules and regulations. Any Campus Plan that is rejected can be resubmitted for Chancellor

or designee approval and will be reviewed in accordance with this policy and related procedures. Any amendments to approved Campus Plans must be submitted for Chancellor or designee approval and will be reviewed in accordance with this policy and related procedures.

- B. Sponsoring University or College Applications for Business Participation:** Any campus intending to submit a Sponsoring University or College Application for Business Participation ("Sponsor Application") to the NYS Commissioner of Economic Development must first have it reviewed and approved by the Chancellor or designee. The Chancellor or designee shall approve or reject all Sponsor Applications within thirty (30) business days of receipt. Any rejected Sponsor Application shall be accompanied by an explanation of the basis for rejection. Once approved the campus may submit the Sponsor Application to the NYS Commissioner of Economic Development in accordance with the Commissioner's rules and regulations. Any Sponsor Application that is rejected can be resubmitted for Chancellor or designee approval and will be reviewed in accordance with this policy and related procedures. Any amendments to approved Sponsor Applications must be submitted for Chancellor or designee approval and will be reviewed in accordance with this policy and related procedures.
- C. Delegations:** The Chancellor or designee may charge a group of individuals, collectively called the SUNY START-UP NY Proposal Review Team, to evaluate all submitted Campus Plans and Sponsor Applications prior to accepting or rejecting them.
- D. Conflicts of Interest:** Service as an Official shall not be used as a means for private benefit or inurement for any Official, a Relative thereof, or any entity in which the Official or Relative thereof has a Business Interest. A conflict of interest exists whenever an Official has a Business Interest or other interest or activity outside of the university that has the possibility, whether potential, actual, or perceived, of (a) compromising the Official's judgment, (b) influencing the Official's decision or behavior with respect to the START-UP NY Program, or (c) resulting in personal or a Relative's gain or advancement. Any Official who is an owner or employee of an entity that is the subject of any matter pertaining to the university's START-UP NY Program, or who has a Business Interest in any entity that is the subject of any matter pertaining to the university's START-UP NY Program, or whose Relative has such a Business Interest, shall not vote on or otherwise participate in the administration by the university of any START-UP NY matter involving such entity. Any Official or other campus representative who becomes aware of a potential, actual or apparent conflict of interest, either their own or that of another Official, related to a sponsoring university or college's START-UP NY program must disclose that interest to the President or Chief Executive Officer of the sponsoring college or university. Each such President or Chief Executive Officer shall maintain a written record of all disclosures of actual or potential conflicts of interest made pursuant to this policy, and shall report such disclosures on a calendar year basis, by January 31<sup>st</sup> of each year, to the University Auditor or to the Chancellor's designee, in which case the University Auditor shall be copied on the correspondence to such designee. SUNY shall then forward such reports to the Commissioner of Economic Development for the State of New York, who shall make public such reports.
- E. Exceptions:** There are no exceptions to this policy.

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## Definitions

**Business Interest** means that an individual (1) owns or controls 10% or more of the stock of an entity (or 1% in the case of an entity the stock of which is regularly traded on an established securities exchange); or (2) serves as an officer, director or partner of an entity.

**Official** means an employee at the level of dean and above as well as any other person with decision-making authority over a campus' START-UP NY Program, including any member of any panel or committee that recommends businesses for acceptance into the START-UP NY program.

**Relative** means any person living in the same household as another individual and any person who is a direct descendant of that individual's grandparents or the spouse of such descendant.

**Sponsoring College or University** means any entity defined or described in NYS Education Law Sec. 352 and Article 126.

**START-UP NY Program** means the SUNY Tax-free Areas to Revitalize and Transform Upstate New York Program established by Article 21 of the Economic Development Law.

**Tax-Free NY Area** means vacant land or space designated by the Commissioner of Economic Development Article

21 of the Economic Development Law that is eligible to receive benefits under the START-UP NY program.

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### Other Related Information

[Start-Up NY Regulations](#); available at the [Start-Up NY Website](#).

At least thirty days before submitting the Campus Plan to the Commissioner of Economic Development the campus must provide a copy of the Plan to the chief executive officer of the municipality or municipalities in which the proposed Tax-free NY Area is located, local economic development entities, the applicable university or college faculty senate, union representatives and the campus student government. The campus shall include in their submission to the Commissioner of Economic Development certification of such notification, as well as a copy of any written response from chief executive officer of the municipality or municipalities in which the proposed Tax-free NY Area is located, local economic development entities, the applicable campus or college faculty senate, union representatives and the campus student government.

[StartUp-NY.gov](#) website and program information.

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### Procedures

[START-UP NY Program Participation. Procedures for](#)

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### Forms

[SUNY START-UP NY Campus Plan for Designation of Tax-Free Area\(s\) Memorandum](#)

[SUNY START-UP NY Campus Plan for Designation of Tax-Free Area\(s\) Template](#)

[START-UP NY Sponsoring University or College Application for Business Participation Memorandum](#)

[ESD START-UP NY Sponsoring University or College Application for Business Participation](#)

[ESD START-UP NY Business Application Instructions](#)

[ESD START-UP Business Application](#)

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### Authority

[State University of New York Board of Trustees Resolution 14-\( \) . START-UP New York Program Administration. adopted January 14, 2014](#)

[Law. New York Economic Development Law Article 21 \(Start-Up NY Program\)](#)

[Start-Up NY Regulations](#)

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### History

Enacted into law in June 2013, START-UP NY is a groundbreaking new initiative from Governor Andrew M. Cuomo that provides major incentives for businesses to relocate, start up or significantly expand in New York State through affiliations with public and private universities, colleges and community colleges. Businesses will have the opportunity to operate state and local tax-free on or near academic campuses, and their employees will pay no state or local personal income taxes.

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**Appendices**

There are no appendices relevant to this policy.

 <p>Category: HR / Labor Relations Legal and Compliance</p> <p>Responsible Office: <a href="#">University Counsel</a></p>	<p><b>Policy Title:</b> Conflict of Interest</p> <p>Document Number: 6001</p> <p>Effective Date: October 01, 1995</p> <p>This policy item applies to: State-Operated Campuses</p>
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## Summary

Faculty and staff of the State University of New York (University) are encouraged to foster an atmosphere of academic freedom by promoting the open and timely exchange of scholarly knowledge independent of personal interests and are required to avoid conflicts of interest. Where potential or actual conflicts exist, faculty and staff are expected to consult with appropriate University officers and abide by University policy. This policy represents a restatement of existing University policy and pertinent state and federal law and regulations.

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## Policy

Faculty and staff of the State University of New York (University) are encouraged to foster an atmosphere of academic freedom by promoting the open and timely exchange of scholarly knowledge independent of personal interests. In keeping with this obligation, they are also required to avoid conflicts of interest.

In instances where potential or actual conflicts exist, faculty and staff are expected to consult with appropriate University officers and abide by this University policy. It is the responsibility of campus officials charged with implementing this policy to identify potential or actual conflicts of interest and take appropriate steps to manage, reduce, or eliminate them.

This policy represents a restatement of existing University policy and pertinent state and federal law and regulations.

1. University faculty and staff may not engage in other employment which interferes with the performance of their professional obligation.
2. University faculty and staff are expected to comply with the New York State Public Officers Law provisions on conflict of interest and ethical conduct.
3. University faculty and staff, to the extent required by law or regulation, shall disclose at minimum whether they (and their spouses and dependent children) have employment or financial interests or hold significant offices, in external organizations that may affect, or appear to affect, the discharge of

professional obligations to the University.

4. University campuses shall ensure that all faculty and staff subject to pertinent laws and regulations disclose financial interests in accordance with procedures to be established by the Chancellor or designee. Campuses shall retain the reported information as required, identify actual or apparent conflicts of interest and seek resolution of such conflicts.

5. Each campus president shall submit to the chancellor's designee the name and title of the person or persons designated as financial disclosure designee(s) and shall further notify the chancellor's designee when a change in that assignment occurs. The chancellor's designee shall also be notified of any reports regarding conflict of interest that are forwarded to state or federal agencies.

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## Definitions

**Conflict of interest** — any interest, financial or otherwise, direct or indirect; participation in any business, transaction or professional activity; or incurring of any obligation of any nature, which is or appears to be in substantial conflict with the proper discharge of an employee's duties in the 'public interest. A conflict of interest is also any financial interest that will, or may be reasonably expected to, bias the design, conduct or reporting of sponsored research.

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## Other Related Information

[Outside Activities of University Policy Makers](#)

[Ethics in State Government - A Guide for New York State Employees](#)

[National Science Foundation. Grant Policy Manual](#)

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## Procedures

There are no procedures relevant to this policy.

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## Forms

There are no forms relevant to this policy.

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## Authority

[42 CFR 50. Subpart F](#)

The following link to FindLaw's [New York State Laws](#) is provided for users' convenience; it is not the official site for the State of New York laws.

[NYS Public Officers Law, Section 73-a, and 73 and 74](#)

In case of questions, readers are advised to refer to the New York State Legislature site for the menu of [New York State Consolidated](#).

[Board of Trustees Policies - Appointment of Employees \(8 NYCRR Part 335\)](#)

State University of New York Board of Trustees Resolution adopted June 27, 1995

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## History

Memo to: William P. Kimmins, Assistant to the President for Administration  
From: The Executive Committee of the Faculty Senate  
Re: START UP NY  
Date: February 9, 2016

The Executive Committee has reviewed the RFP for START-UP New York. It is our understanding that the prospective START-UP New York businesses cannot compete against any existing businesses. The focus of the search will be for businesses to relocate to Long Island from out of state. With that in mind, we also see that you have targeted: Cyber & Homeland Security, Wireless & Information Technology, Software Development, Biotechnology, and we notice that Environmental Sciences and Sustainability Industries, is an "as well", not a first listed category for application. The proposal states that to be an eligible start-up company, any recipient must align with our mission, and augment the educational opportunities for our students for employment, and experiential learning, and research opportunities for the faculty and to enhance the image of the college.

Having read this document our concerns are that the Faculty Senate or its designees were not involved in this process. Decisions appear to have been made by the administration without the inclusion of shared governance.

START-UP NY is required to meet the specific educational mission of each SUNY College and provide direct academic outcomes to students. The design and delivery of the curriculum, is the purview of the Faculty by Board of Trustees Policy. The educational mission provides direction for that design. The lack of systematic consultation with the Faculty in the design of the RFP, the structure and operation of the future committee to determine best fit, and the timetable for the process provides serious challenge to the required shared involvement of representative faculty from the outset. In addition, we were never consulted about the College's contract with Applied Science Foundation for Homeland Security even though the College has contracted with that corporation to further the College's academic mission.

Consultation does not mean that an administration sets up all of the boundaries of all decision-making and then invites the Chair of The Faculty to sit on all joint committees representing the Faculty. How many elected or Faculty-appointed members sit on a committee and who they are is part of the decision-making purview of the Faculty in consultation with administration. This is what represents a foundation for shared governance.

Further, since we were not party to the design or process in a formal shared governance format to any of this planning we did not receive notification until January 26<sup>th</sup>, when an envelope was offered to the Chair. Therefore, the potential deadline is not something we can meet. If we were part of the original process the

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College might now be in a different place with regard to the vetting of an RFP and the design of a committee going forward. Therefore, we cannot support the release of the RFP, at this time.

We would appreciate some information in response to the following questions:

Who is Applied Science Foundation of Homeland Security?

How did they become involved in our educational mission without faculty consultation? What are their goals and plans and how will faculty, students, the College, the region and New York State benefit?

Will the College receive remuneration, and who will oversee and determine what should be done with any proceeds?

Is there a financial arrangement with this company? Is this a federally contracted or private company? What is its mission?

We hope that this letter will open a conversation about the process of academic development at the College and create a foundation for respectful shared consultation with regard to START-UP NY.

Dr. Kate Velsor, Chair of the Faculty Senate  
Dr. Thomas Lilly Vice Chair of the Faculty Senate  
Dr. Yogesh More, Secretary-Treasurer  
Dr. Kathleen Greenberg, Senator-at-Large  
Dr. Minna Barrett, University Faculty Senator



Marriane Labozzetta &lt;labozzettam@oldwestbury.edu&gt;

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**Fwd: SUNY Old Westbury & START-UP NY**

1 message

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**William Kimmins** <kimminsw@oldwestbury.edu>  
To: Marriane Labozzetta <labozzettam@oldwestbury.edu>

Thu, Jan 28, 2016 at 2:23 PM

First comment

----- Forwarded message -----

From: **Ryon Burnett** <rburnett@pbanys.org>

Date: Thu, Jan 28, 2016 at 1:53 PM

Subject: SUNY Old Westbury &amp; START-UP NY.

To: "kimminsw@oldwestbury.edu" &lt;kimminsw@oldwestbury.edu&gt;

Cc: Basil Karageorge &lt;bkarageorge@pbanys.org&gt;, Peter Barry &lt;pbarry@pbanys.org&gt;

Mr Kimmins,

This is Ryon G. Burnett, UPO1/UPI1 delegate to the PBA of NYS. Thank you for forwarding me a copy of SUNY Old Westbury's Campus Plan for Designation of Tax-Free Area(s) in accordance with START-UP NY. I understand that in summary, Old Westbury has entered into a long-term lease of office space at the Applied Science Foundation for Homeland Security, a not-for-profit corporation located at 510 Grumman Road West in Bethpage. I also understand that the offices are approximately five (5) miles south of the main campus and the college plans to use the vacant space to attract high-tech startups that might benefit the college's math & computer science, bio/chem, and media & communications programs. Peter Barry, the PBA President, informed me that past practices at other SUNY Colleges indicate that satellite locations fall within the jurisdiction of the University Police Officers and our officers would be required to respond to satellite locations in the event of an emergency. It is our duty "preserve law and order on the campuses and other property of the university" in accordance with §355 of the NYS Education Law and when the issue becomes more relevant, we would like to discuss the security plan associated with the proposed START-UP NY initiative, and any relevant items that may affect officers' responsibilities. We wish the college good luck in its endeavor and we look forward to meeting with the administration regarding the aforementioned matters of interest.

Thank You

/s/ Ryon G. Burnett



Memorandum to presidents from the office of the University provost, dated June 30, 1995 regarding revision to University conflict of interest policy to bring it in conformity with federal guidelines issued by the National Science Foundation and the Public Health Service.

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**Appendices**

There are no appendices relevant to this policy.



Old Westbury Campus  
223 Store Hill Road  
Old Westbury, NY 11568

SU-131-1-B-GRUMM-000-A  
4,642 s/f

510 Grumman Rd W  
Bethpage, NY 11714

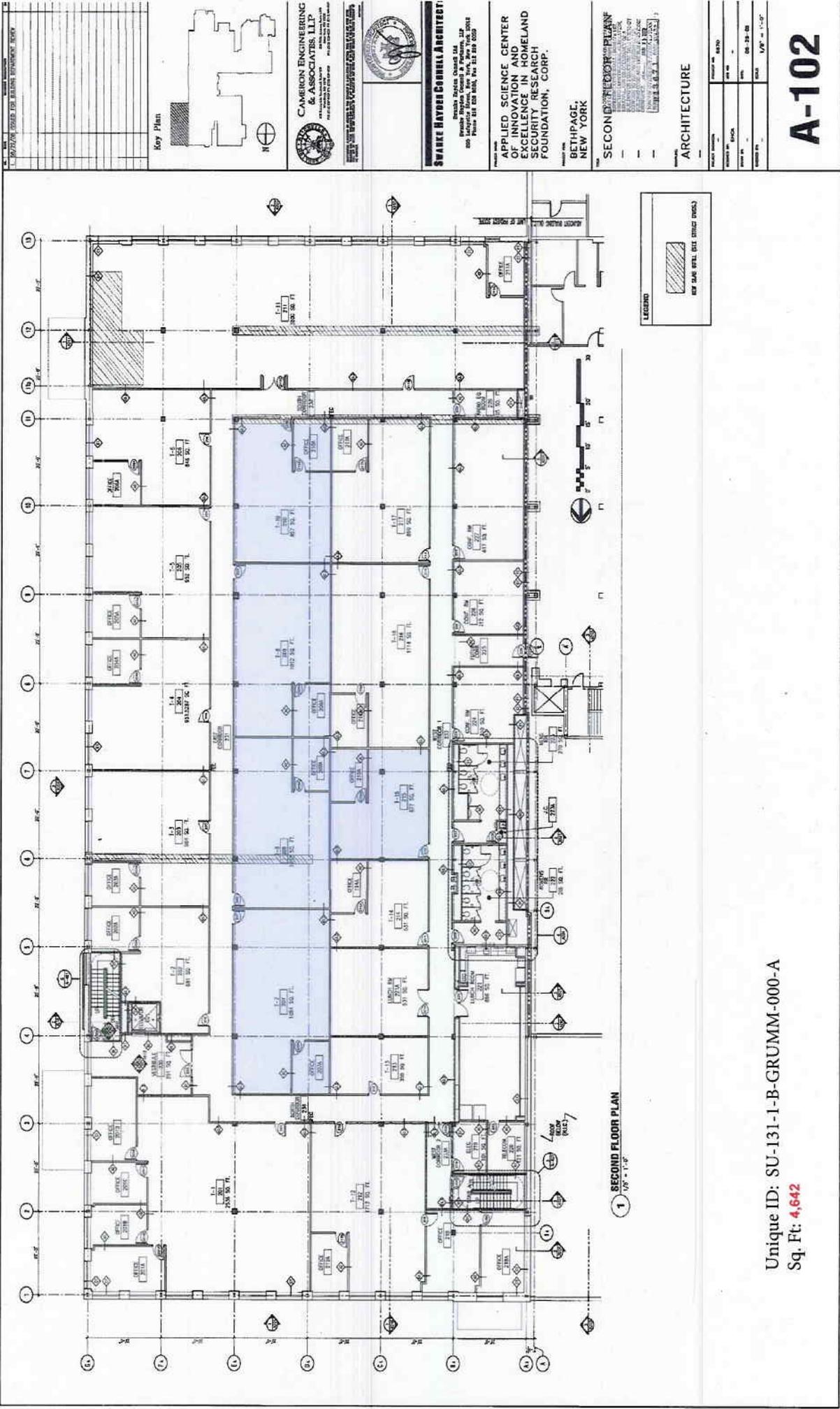


Location	UniqueID	Owner	PropertyType	StreetAddress	City	ZipCode	ParcelID	Building	SpaceType	SqFt	Acres	Description	onCampus	Within1mile OfCampus	Latitude	Longitude	Note
Bethpage, New York	SU-131-1-B-GRUMM-000-A	LIFT	1	510 Grumman Road West	Bethpage	11714	Section: 46; Block: 323; Lot: 291U	C	C	4,642		Office Building- partial 2nd floor office space	Yes		40.748576	-73.499521	

\*\* A=entire building  
 B=floor within building  
 C=Room within building  
 D=land on campus  
 E= land off campus  
 F=entire building off campus  
 G=partial building off campus  
 H=state asset

Designated Land or Buildings Unique ID Standard.  
 See Sheet 2: SUNY Unique ID Codes

Exhibit B (1) - Floor Plan



Unique ID: SU-131-1-B-GRUMM-000-A  
 Sq. Ft: 4,642