NJ ZIP Phase 2 – Vendor Read Me & Walk Thru

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VENDOR APPLICATION READ ME

This document provides screen shots of the NJ ZIP Phase 2 vendor application on a step-by-step basis. Please review in advance of submitting an application and use as you work through the process. If you have any questions as you advance, please reach out to njzip@njeda.com with the title "Vendor application – Questions – [your organization name]".

Before you start, you should have the following information/documentation ready:

- Company information
  - Legal name, entity formation state and date, entity type, EIN, address, and contact information (Note: contact information will be requested for the primary point of contact, i.e., the person who will primarily interact with NJEDA staff and potential purchaser applicants, and who has direct access to the Vendor account. There will also be fields for the legally authorized representative and for CEO/Owner, if different than the primary contact)
- Tax Clearance Certificate listing NJ EDA
  - This can be accessed through https://www16.state.nj.us/NJ_PREMIER_EBIZ/jsp/home.jsp for NJ registered businesses. It MUST list New Jersey Economic Development Authority, which can be selected from a drop down in the request form. If this certificate has been requested and is not yet available for download, documentation of the request can be uploaded in lieu – however it is strongly recommended that the certificate is procured prior to application submission, to minimize processing time. Vendor may be approved 'at risk', but no agreements can be signed until final tax clearance documentation is received.
- Proof of 12 months of experience
  - Proof can include: sales records, manufacturing records, business registration or company foundation documents, cached web history indicating eligible vehicles for sale or in development, public press releases, and/or relevant dealership agreements. If the dealership applying as a vendor has less than 12 months of experience selling, please upload proof of the experience of the manufacturer, in addition to proof of the agreement between the dealership and manufacturer for such sales.
- Vehicle information
  - Vehicle make/model
  - Vehicle type
  - Vehicle motive technology
  - Vehicle weight class
- Specification sheets
  - Must corroborate eligibility and data entered into the submitted vehicle record, including vehicle capabilities and charging/fueling needs. Specifications should include at a minimum, vehicle manufacturer, make, model, body type, zero-emission technology, weight (GVWR), vehicle type, indicate compliance with federal and state requirements for on-road vehicles, warranty, range, and, if a BEV, battery capacity (kW).
- Vehicle image
  - Provide an image or rendering of the vehicle for sale as a separate file. This image will be used to visually identify your vehicle type for customers on the NJ ZIP webpage.

- Charging/fueling development plan
    - Provide specifications for standard charging/fueling infrastructure and/or methodology by which charging plans will be developed with purchasers. Note: It is understood that the Vendor may not be the final responsible party for the design or implementation. Final plans due prior to voucher redemption.
- Standard Vehicle Warranty
    - For your applied vehicles, indicating at a minimum 3 years or 50,000 miles of coverage, covering parts and labor for, at a minimum, motor, drivetrain, and battery/fuel cells/other zero emission technology (and their related controls and auxiliary support systems). If different vehicle types have different warranties, they should each be uploaded.
- Standard In-State Maintenance Plan
    - Document that outlines standard in-state servicing plan for maintenance of vehicle(s) aligned with industry norms and current best practices implemented by or before first vehicle delivery. Documentation must demonstrate how the relevant in-state maintenance will be provided, e.g., directly by Vendor at existing NJ sites or through deployed technicians, via contract with a trained NJ shop, via training for owner/operators that self-maintain fleets, etc.
- Self-certification
    - Must be a document signed by OEM, on OEM letterhead, certifying that the vehicle(s) submitted to the program are designed in compliance with all applicable state and federal requirements for operation, including the Federal Motor Vehicle Safety Standards (FMVSS) issued by the National Highway Traffic Safety Administration (NHTSA), found in Title 49 of the code of Federal Regulations (CFR)
- If vehicle body build-out is conducted post-delivery
    - Standard body build-out manuals that are provided to customers to ensure the final vehicle, if completed in alignment with the given guidance, maintains Vendor self-certification for Federal and State motor vehicle and highway safety.
- If applying for the 25% manufacturing bonus:
    - Proof that 25% of the cost of the vehicle is expended in New Jersey, including but is not limited to the total vehicle cost to produce, price sheets for materials produced in NJ or purchased from a NJ vendor, hourly labor rates and payroll in NJ, Federal 941, WR-30.

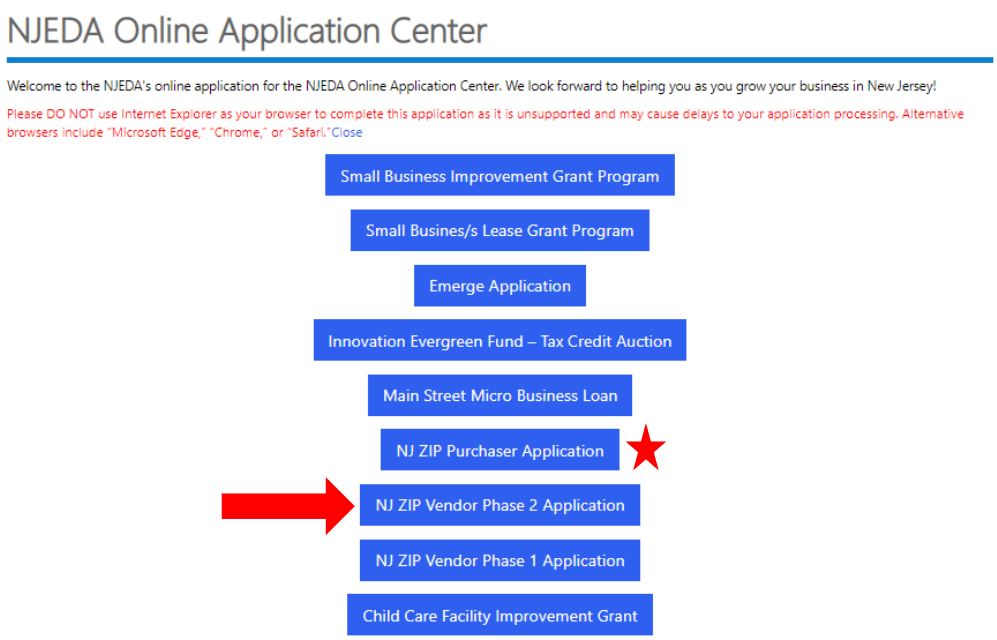
There will be optionality within the application to upload additional documents if necessary for your submission.

Please note that additional documentation will be required when starting individual purchaser's voucher applications, which will launch in early 2023. This Read Me document will be updated when that application launches, but the following information will be necessary per applicant:

- Proof of intent to purchase (signed quote or contingent PO)
- Vehicle delivery plan, providing purchaser-specific anticipated date of delivery and contingencies
- Any deviations from standard document upload.
    - Purchaser specific in-state maintenance plan
    - Purchaser specific vehicle warranty
    - Purchaser specific charging plan

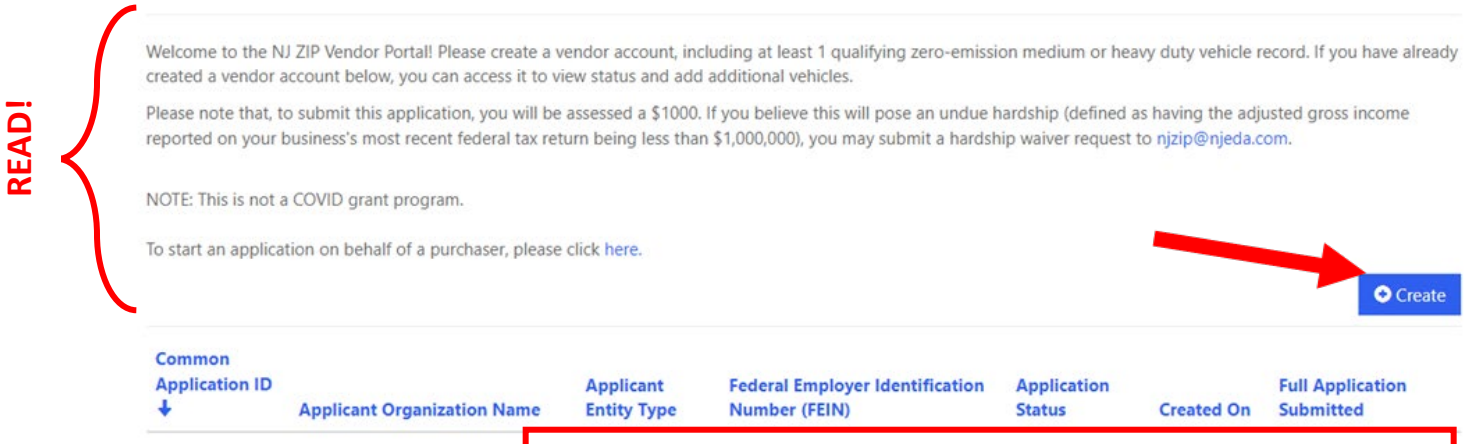
VENDOR APPLICATION WALK THRU

NJEDA Online Application Center - Opening Page



Note: If you were a Vendor in NJ ZIP Phase 1, you can view any active Phase 1 purchaser applications through the button indicated with a star.

Welcome Page – Create Your Vendor Application



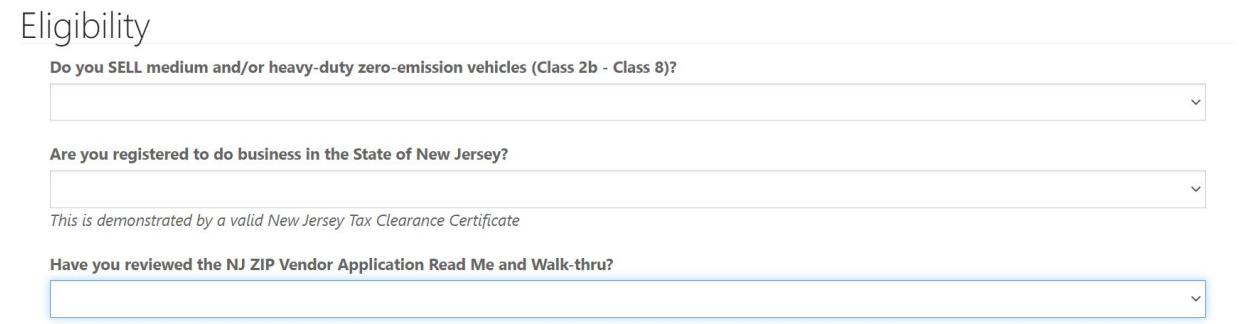
READ!

You will be able to save your application and return later by clicking the "Common Application ID" number.

Please note applications are closing November 22nd.

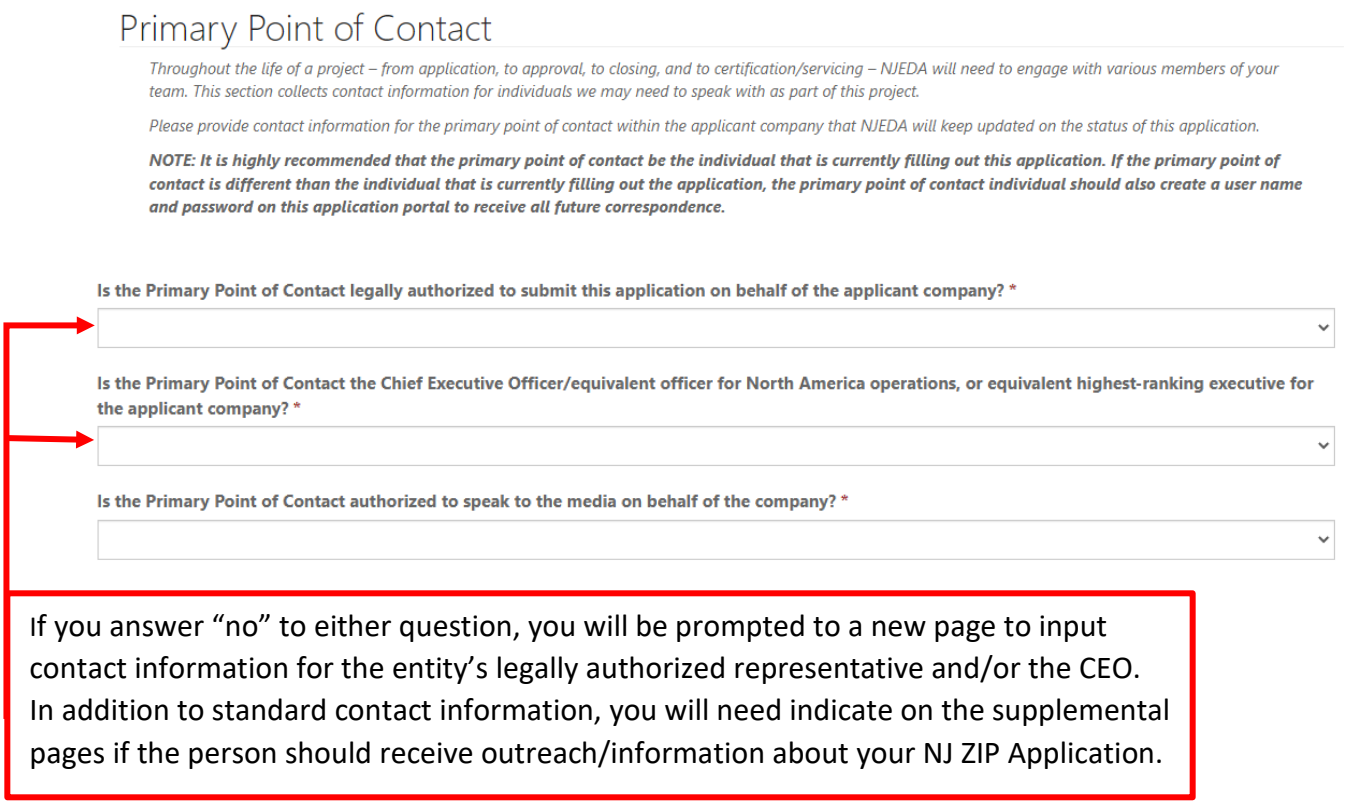
Eligibility Gating Questions

In order to ensure non-vendors (e.g., purchasers) do not apply to become vendors mistakenly, this page has three basic gating questions.



Note: If you are not already registered to do business in the State of New Jersey, it is highly recommended that you complete that process before continuing the application.

Common App: Primary Point of Contact



If you answer “no” to either question, you will be prompted to a new page to input contact information for the entity’s legally authorized representative and/or the CEO. In addition to standard contact information, you will need indicate on the supplemental pages if the person should receive outreach/information about your NJ ZIP Application.

Common App: Applicant Organization

Application Organization

In this section, we are collecting information about the company that is applying for assistance. We are focused on the primary applicant only. We will collect information on affiliates, parent companies, holding companies, or other related entities in the following sections of the application.

Applicant Organization Name *

The full name of your registered legal entity. This name should match the name on your formation documents. If you are not sure of your legal entity name, please visit https://www.njportal.com/DOR/BusinessNameSearch/Search/BusinessName.

Applicant Doing Business As (DBA)

Does your business operate under a different name?

Applicant Entity Type *

What is the ownership structure of the applicant?

Is the applicant, or any person who controls the applicant or owns or controls more than 1% of the stock of the applicant, an officer or employee of any agency, authority or other instrumentality of the State of New Jersey? *

Date Established *

MM/DD/YYYY

Please make sure this date matches the date on your entity's formation documents. MM/DD/YYYY

Applicant Country of Incorporation/Formation *

United States

Applicant State of Incorporation/Formation *

Entity Type *

Sole Proprietorship

- Sole Proprietorship
- Partnership
- General Partnership
- Limited Partnership
- Limited Liability Partnership
- C Corporation
- Subchapter S Corporation
- Limited Liability Corporation
- Government Body
- Nonprofit Organization
- Single Member LLC
- Other

NOTE: Organization Formation Documents **not** required for NJ ZIP

Common App: Applicant Organization

Applicant Federal Employer Identification Number (FEIN) *

The 9 digit Federal Tax ID number of your organization.

Applicant New Jersey Tax ID Number *

Please insert 12-digit number

Applicant Organization's Phone Number *

Provide a telephone number

Applicant Organization's Website

Is the applicant involved in religious activities or religiously affiliated? *

Please note that this requires additional questions to determine eligibility of the requested financial assistance.

Please provide a high-level, 2-3 short paragraph description of the applicant company. This may include the type of business you are involved in, your company's mission statement, the markets or customer base the company serves, and any other information about your business that the NJEDA should understand to review your application. *

An example of an acceptable description would be "[Organization name] manufacturers/sells zero-emission vehicles".

Is the applicant involved in religious activities or religiously affiliated? *

Yes

Please note that this requires additional questions to determine eligibility of the requested financial assistance.

Religious Affiliation Form

The NJEDA will need to collect additional information from you if your entity is involved in religious activities or is religiously affiliated. Please download the religious activity questionnaire form DOWNLOAD HERE, and upload the completed form below.

Document	Files
Religious Affiliation Form *	Add Files

Common App: Applicant Organization Cont.

NAICS

In this section, we will collect information about what type of business/organization you are, based on your NAICS Code. To look up your business's NAICS Code, please click the search icon below.

North American Industry Classification System (NAICS) Code *

Please select the magnifying glass to launch the NAICS search window. In the upper right hand of the window there is a search bar. In the search bar, you may enter your NAICS code (if you know it), the type of business you are, or the industry in which your business operates. If your search does not return a result, please try additional terms that describe your business until you return a result.

Please be sure to use the same code that is listed on your most recent business tax filings. For help, please see the North American Industry Classification System (NAICS) U.S. Census Bureau website.

Tax Clearance Certificate

Certificates may be requested through the State of New Jersey's online Premiere Business Services (PBS) portal. Under the Tax & Revenue Center, select Tax Services, then select Business Incentive Tax Clearance. If the applicant's account is in compliance with its tax obligations and no liabilities exist, the Business Incentive Tax Clearance can be printed directly through PBS. CLICK HERE for instructions on how to secure your tax clearance certificate.

Tax Clearance Certificate

Document	Files
Tax Clearance Certificate Document(s) *	Add Files

We anticipate your entity will fall into one of the following NAICS Categories:

- **336210:** Motor Vehicle Body and Trailer Manufacturing
- **336230:** Motor vehicle electrical and electronic equipment manufacturing
- **441110:** New Car dealers
- **4411**: Automobile dealers

Prior NJEDA Assistance

Has the applicant, or any related parties, previously received NJEDA assistance? *

Prior NJEDA Assistance

Has the applicant, or any related parties, previously received NJEDA assistance? *

Yes

Please describe the NJEDA assistance the applicant company previously received. Please be as specific as possible in detailing the programs through which you received NJEDA assistance, the facilities or projects associated with that assistance, the timeframes in which the assistance was provided, and the status of any awards or agreements. *

If you have approved voucher funding as a Phase 1 vendor, please select yes and indicate “NJ ZIP Phase 1 vendor”.

Common App: Diversity, Equity, and Inclusion

Diversity, Equity, & Inclusion

With which of the following does the majority owner of the applicant organization self-identify (if applicable)?

- ☐ Minority
- ☐ Women
- ☐ Veteran
- ☐ LGBTQ
- ☐ Disabled
- ☐ None of the above
- ☐ Prefer not to answer

Please select which of the following State of New Jersey certifications the applicant organization currently holds:

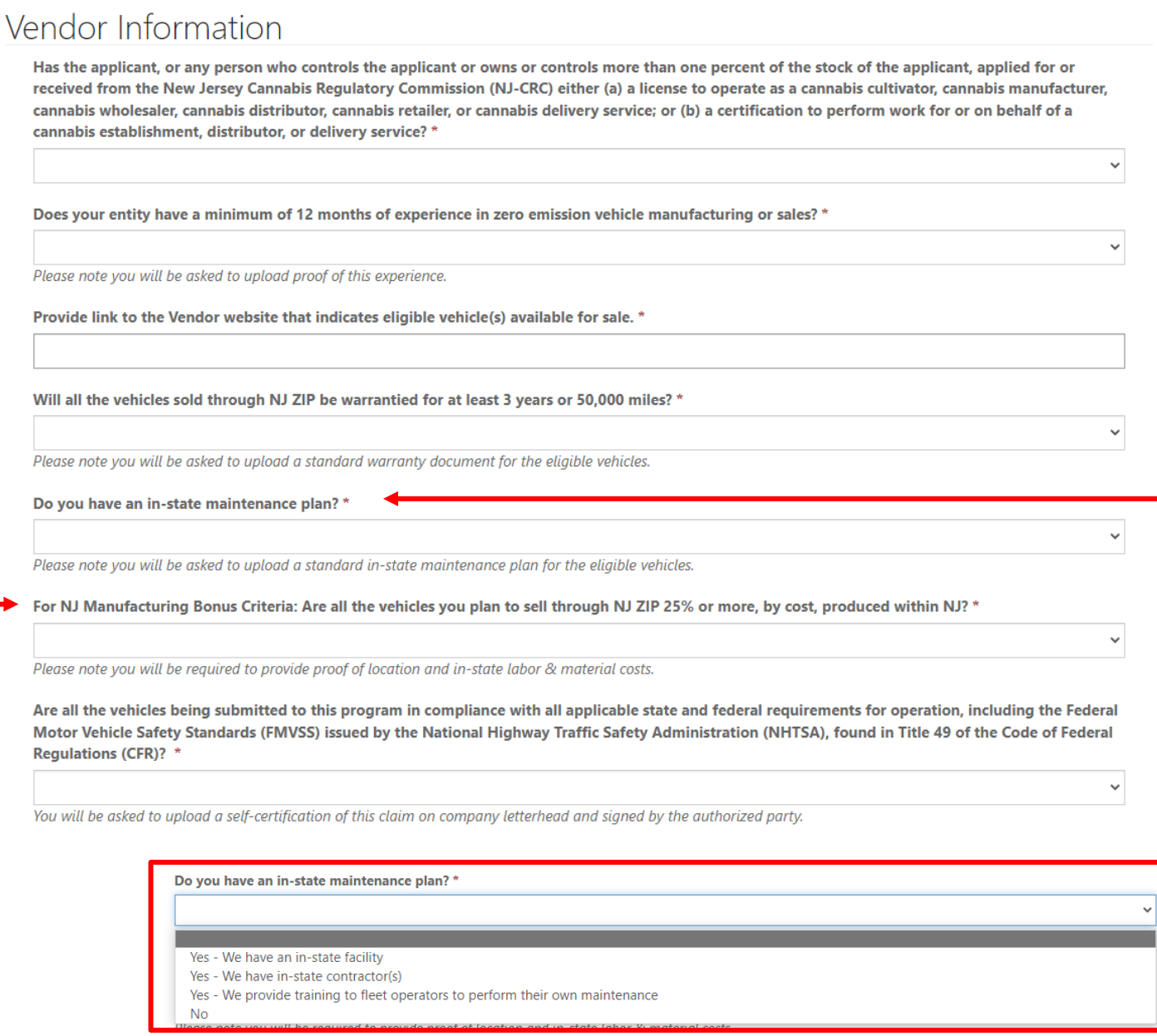
- ☐ Small Business Enterprise (SBE)
- ☐ Disadvantaged Business Enterprise (DBE)
- ☐ Minority-Owned Business Enterprise (MBE)
- ☐ Woman-Owned Business Enterprise (WBE)
- ☐ Veteran-Owned Business Enterprise (VOB)
- ☐ Disabled Veteran-Owned Business Enterprise (DVOB)
- ☐ None of the above
- ☐ Prefer not to answer

Additional DE&I Information

In this section, we would like more information about any actions your company has taken or is taking with respect to Diversity, Equity & Inclusion. If these questions are not applicable, you may skip them.

Vendor Information: Entity information and standard policies

Note: You will be asked to upload documents related to the below questions on a later page.



Vendor Information

Has the applicant, or any person who controls the applicant or owns or controls more than one percent of the stock of the applicant, applied for or received from the New Jersey Cannabis Regulatory Commission (NJ-CRC) either (a) a license to operate as a cannabis cultivator, cannabis manufacturer, cannabis wholesaler, cannabis distributor, cannabis retailer, or cannabis delivery service; or (b) a certification to perform work for or on behalf of a cannabis establishment, distributor, or delivery service? *

Does your entity have a minimum of 12 months of experience in zero emission vehicle manufacturing or sales? *

Please note you will be asked to upload proof of this experience.

Provide link to the Vendor website that indicates eligible vehicle(s) available for sale. *

Will all the vehicles sold through NJ ZIP be warrantied for at least 3 years or 50,000 miles? *

Please note you will be asked to upload a standard warranty document for the eligible vehicles.

Do you have an in-state maintenance plan? *

Please note you will be asked to upload a standard in-state maintenance plan for the eligible vehicles.

For NJ Manufacturing Bonus Criteria: Are all the vehicles you plan to sell through NJ ZIP 25% or more, by cost, produced within NJ? *

Please note you will be required to provide proof of location and in-state labor & material costs.

Are all the vehicles being submitted to this program in compliance with all applicable state and federal requirements for operation, including the Federal Motor Vehicle Safety Standards (FMVSS) issued by the National Highway Traffic Safety Administration (NHTSA), found in Title 49 of the Code of Federal Regulations (CFR)? *

You will be asked to upload a self-certification of this claim on company letterhead and signed by the authorized party.

Do you have an in-state maintenance plan? *

Yes - We have an in-state facility
Yes - We have in-state contractor(s)
Yes - We provide training to fleet operators to perform their own maintenance
No

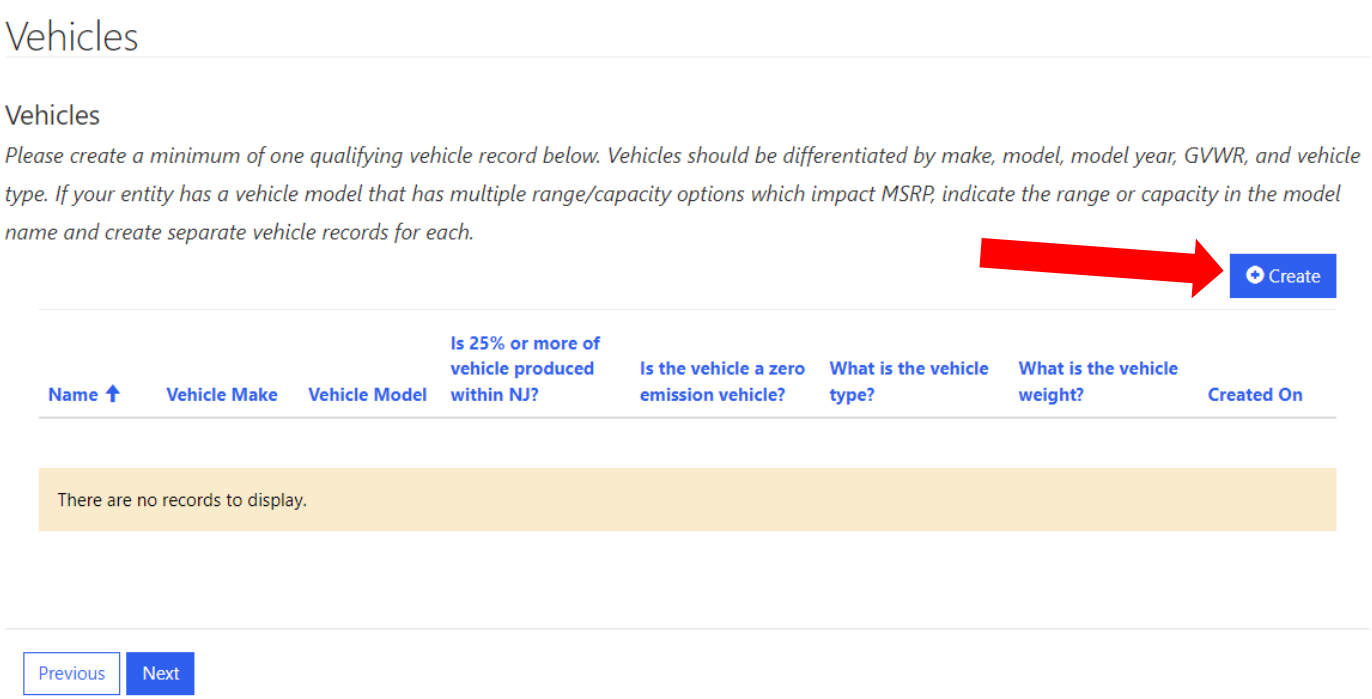
If only some of your vehicle models will be manufactured in NJ, please select “No”. In each vehicle entity page, you will be given an opportunity to indicate 25% manufacturing in NJ and provide the manufacturing address.

NOTE: Before moving to the next page, you must review and acknowledge the program’s Vendor Code of Conduct. This is attached in Appendix A for your reference.

Vehicle Create Page

A pop up window will appear when you click “Create”. You should create a record for each vehicle type you anticipate selling through this program.

PLEASE NOTE You must submit at least one vehicle to apply as a vendor. You can come back to add more after application at any time, but please notify njzip@njeda.com if you do add a vehicle.



After you click “Create”, a vehicle-specific pop-up window will display. You will need to enter the vehicle information and, after clicking ‘submit’ in that pop up, you will be prompted to upload the vehicle specific documents (specification sheet, vehicle image, standard charging plan, and, if relevant, body build-out information or NJ manufacturing proofs) before you can save. Be sure to have these documents on hand.

Vehicle Create Pop-up

Save

General Information

Vehicle Make *

Vehicle Model *

If model has multiple range/capacity options which impact MSRP, indicate range or capacity in model name and create multiple vehicle records. If vehicle is a factory-modified version of an ICE model, include brand of on-board power source.

Vehicle Model Year *

1

Is the vehicle a zero emission vehicle? *

For the purposes of this program, a zero emission vehicle is defined as "a vehicle that emits no tailpipe pollutants from the onboard source of power, such as particulates, hydrocarbons, carbon monoxide, ozone, lead, and various oxides of nitrogen."

What is the vehicle weight? *

2

What is the vehicle type? *

3

Will the vehicle be delivered with a completed body? *

4

What is the MSRP base value of this vehicle? *

5

Is 25% or more of the vehicle, by cost, produced within NJ? *

Please note you will be required to provide proof of location, and in state labor & material costs.

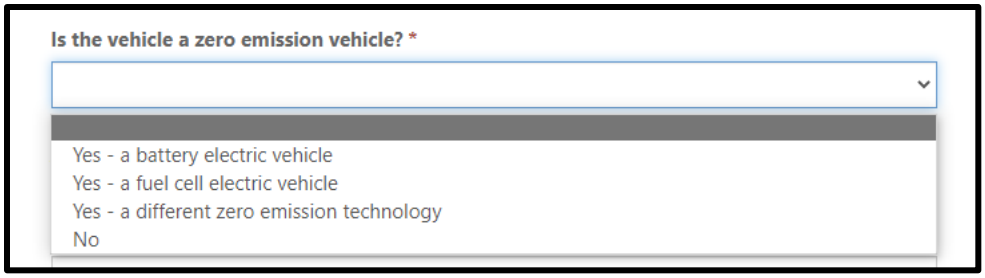
6

Charging Plan

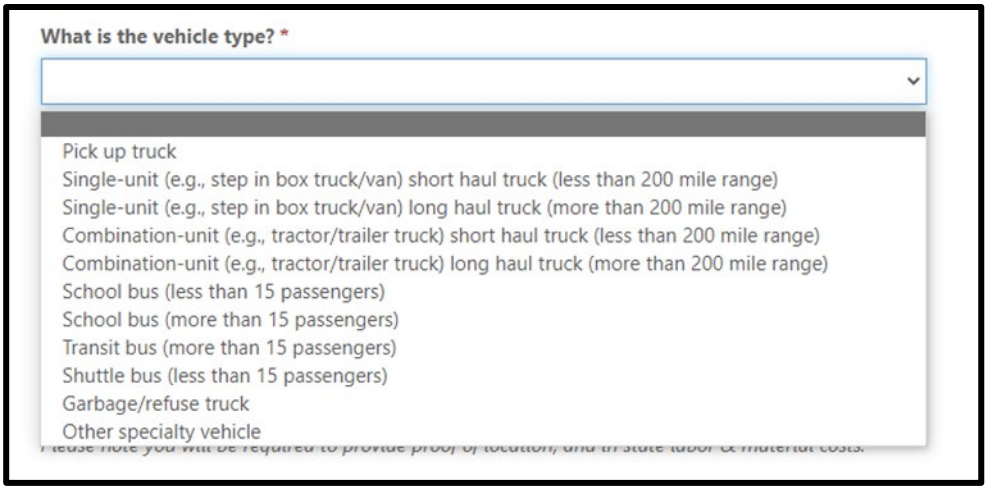
What is this vehicle's charging/fueling solution? *

- Level Two Charger
- DCFC
- Other Fueling Options

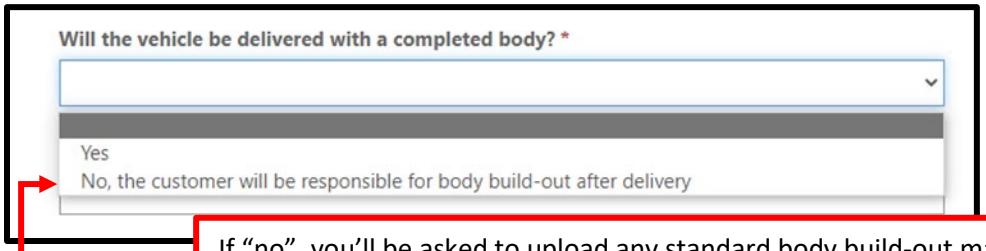
1



2



3



If "no", you'll be asked to upload any standard body build-out manuals that will be provided to customers to ensure the final vehicle, if completed in alignment with the given guidance, maintains Vendor self-certification for federal and state motor vehicle and highway safety.

4

The MSRP Value should be the base vehicle price you will sell to NJ ZIP purchasers.

5

If "yes" to vehicle 25% manufacturing, you will be required to upload proof and indicate address of manufacturing.

6

If you select Level 2 or DCF Charger, you will be required to provide brand, volts, and kw. If you select "Other Fueling Options" you will be required to enter information in an open field. Please note that these should be your standard options/requirement; it is understood that some purchasers may select alternative equipment.

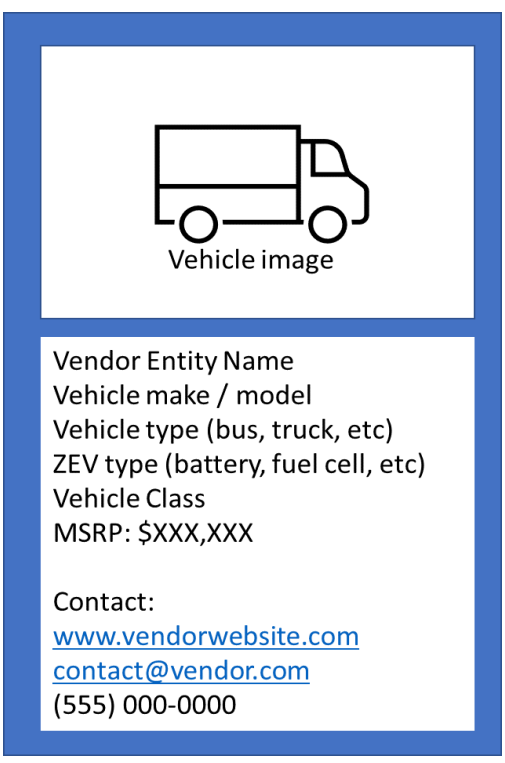
NOTE: Once you click 'Submit', the pop-up will reload and require document upload for the vehicle

Document Upload for each Vehicle

Document	Files
Specification sheet *	Add Files *Specifications should include at a minimum, vehicle manufacturer, make, model, body type, zero-emission technology, weight (GVWR), vehicle type, indicate compliance with federal and state requirements for on-road vehicles, warranty, and, if a BEV, battery capacity (kW) and range.*
Standard charging plan *	Add Files *Please upload a standard timeline and process by which Vendor intends to develop charging/fueling plan.*
Vehicle Picture *	Add Files *Please include an image or rendering of the vehicle for sale as a separate file. This image will be used to visually identify your vehicle type for customers on the NJ ZIP webpage.*

Note: If you have multiple documents related to a document type, e.g., a charger specification and a separate charging plan development process, you can upload both documents under the relevant document heading.

Example of Public-facing vehicle/vendor description



This is an example vehicle identifier that is intended to be posted on the NJ ZIP website for potential purchasers.

The information you submit in this application will be formatted in a similar way as shown and shared publicly to assist potential purchasers in decision making.

Vendor Entity Document Upload

All documentation not yet collected will be collected on this page. You will not be able to proceed until you upload all relevant documents. Descriptions of these documents are included in the Read Me section at the beginning of this document.

If you have multiple documents related to your vehicle(s), e.g., a different warranty for medium duty vehicles versus heavy duty vehicles, you can upload multiple documents under the relevant line item. In cases where you have more additional documents that you haven't been able to upload elsewhere, please upload them in the supporting documents upload on the document upload page. You are limited to 3 entities. If you need more, please email njzip@njeda.com

Documents

Document	Files
Proof of 12 months of experience *	Add Files *Proof can include: sales records, manufacturing records, business registration or company foundation documents, cached web history indicating eligible vehicles for sale or in development, public press releases, and/or relevant dealership agreements. If the dealership applying as a vendor has less than 12 months of experience selling, please upload proof of the experience of the manufacturer, and proof of the agreement between the dealership and manufacturer for such sales.*
In-state maintenance plan *	Add Files *Please upload the standard in-state maintenance plan(s) or a the timeline/process by which Vendor intends to develop and implement in-state servicing/maintenance plan, as is required before vehicle delivery.*
Standard vehicle warranty *	Add Files *Please upload your standard warranty, indicating at a minimum 3 years/50,000 miles of coverage on parts and labor for the motor, drivetrain, and battery/fuel cells/other zero emission technology (and their related controls and auxiliary support systems), at a minimum. If you have different warranties for the individual vehicles submitted for this program, please upload all of the files here, with clear indication in the file title of which vehicle(s) it is in reference to.*
25% NJ Manufacturing proof *	Add Files *Please submit documentation demonstrating (for example, but not limited to, through price sheets and hourly rates) that 25% of the cost of the vehicle is spent in NJ on labor for vehicle design, assembly, and/or manufacturing or cost of components produced in New Jersey.*
Self Certification *	Add Files *Please upload a self-certification(s) of vehicle(s) in compliance with all applicable state and federal requirements for operation, including the Federal Motor Vehicle Safety Standards (FMVSS) issued by the National Highway Traffic Safety Administration (NHTSA), found in Title 49 of the Code of Federal Regulations (CFR), on company letterhead and signed by the authorized party.*
Any other Supporting Documentation	Add Files *This upload is optional. You are limited to 3 supporting documents.*

Common App: Legal questionnaire and Non-Involvement Certification

The Full **Legal Questionnaire** text can be found in Appendix B of this document.

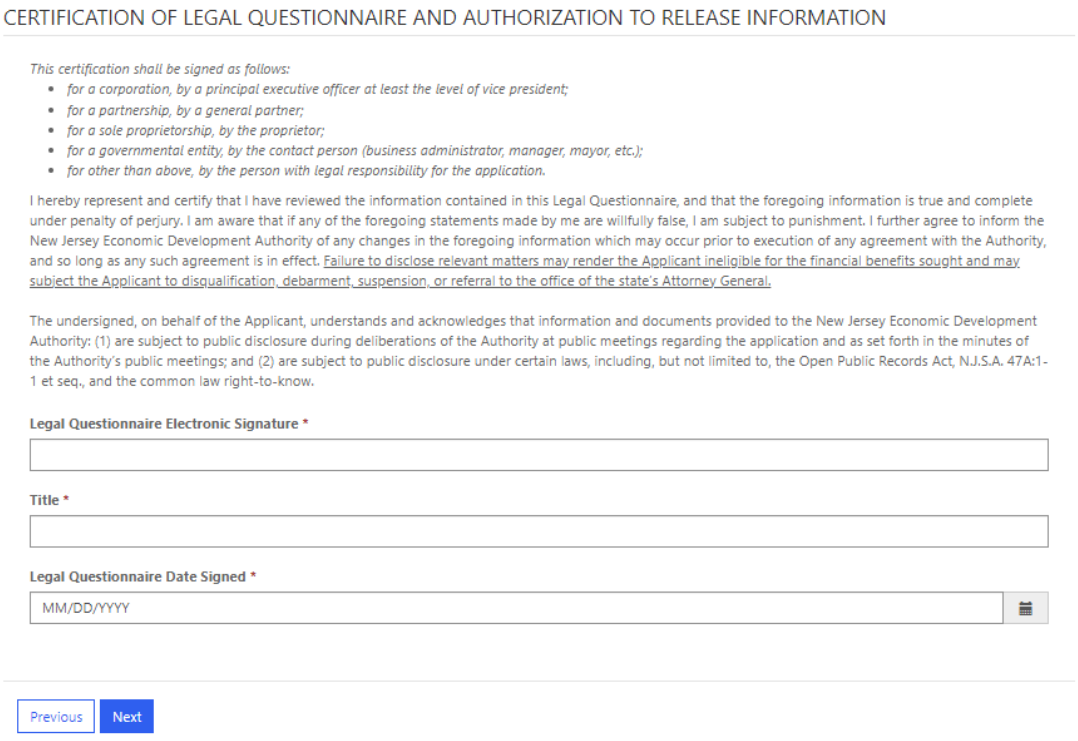
*****PLEASE NOTE*****

(1) This questionnaire is relevant for any proceedings within EDA's relevant 'look back' period:

- For civil matters, those that were either pending or concluded within 5 years of the reporting date;
- For criminal matters, those that were either pending or concluded within 10 years of the reporting date;
- For environmental regulatory matters, those that were either pending or concluded within 10 years of the reporting date; and
- For all other regulatory matters, those that were either pending or concluded within 5 years of the reporting date.

(2) This questionnaire must be certified by an authorized representative, defined as:

- for a corporation, by a principal executive officer at least the level of vice president;
- for a partnership, by a general partner;
- for a sole proprietorship, by the proprietor;
- for a governmental entity, by the contact person (business administrator, manager, mayor, etc.);
- for other than above, by the person with legal responsibility for the application.



CERTIFICATION OF LEGAL QUESTIONNAIRE AND AUTHORIZATION TO RELEASE INFORMATION

This certification shall be signed as follows:

- *for a corporation, by a principal executive officer at least the level of vice president;*
- *for a partnership, by a general partner;*
- *for a sole proprietorship, by the proprietor;*
- *for a governmental entity, by the contact person (business administrator, manager, mayor, etc.);*
- *for other than above, by the person with legal responsibility for the application.*

I hereby represent and certify that I have reviewed the information contained in this Legal Questionnaire, and that the foregoing information is true and complete under penalty of perjury. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment. I further agree to inform the New Jersey Economic Development Authority of any changes in the foregoing information which may occur prior to execution of any agreement with the Authority, and so long as any such agreement is in effect. Failure to disclose relevant matters may render the Applicant ineligible for the financial benefits sought and may subject the Applicant to disqualification, debarment, suspension, or referral to the office of the state's Attorney General.

The undersigned, on behalf of the Applicant, understands and acknowledges that information and documents provided to the New Jersey Economic Development Authority: (1) are subject to public disclosure during deliberations of the Authority at public meetings regarding the application and as set forth in the minutes of the Authority's public meetings; and (2) are subject to public disclosure under certain laws, including, but not limited to, the Open Public Records Act, N.J.S.A. 47A:1-1 et seq., and the common law right-to-know.

Legal Questionnaire Electronic Signature *

Title *

Legal Questionnaire Date Signed *

MM/DD/YYYY

Previous Next

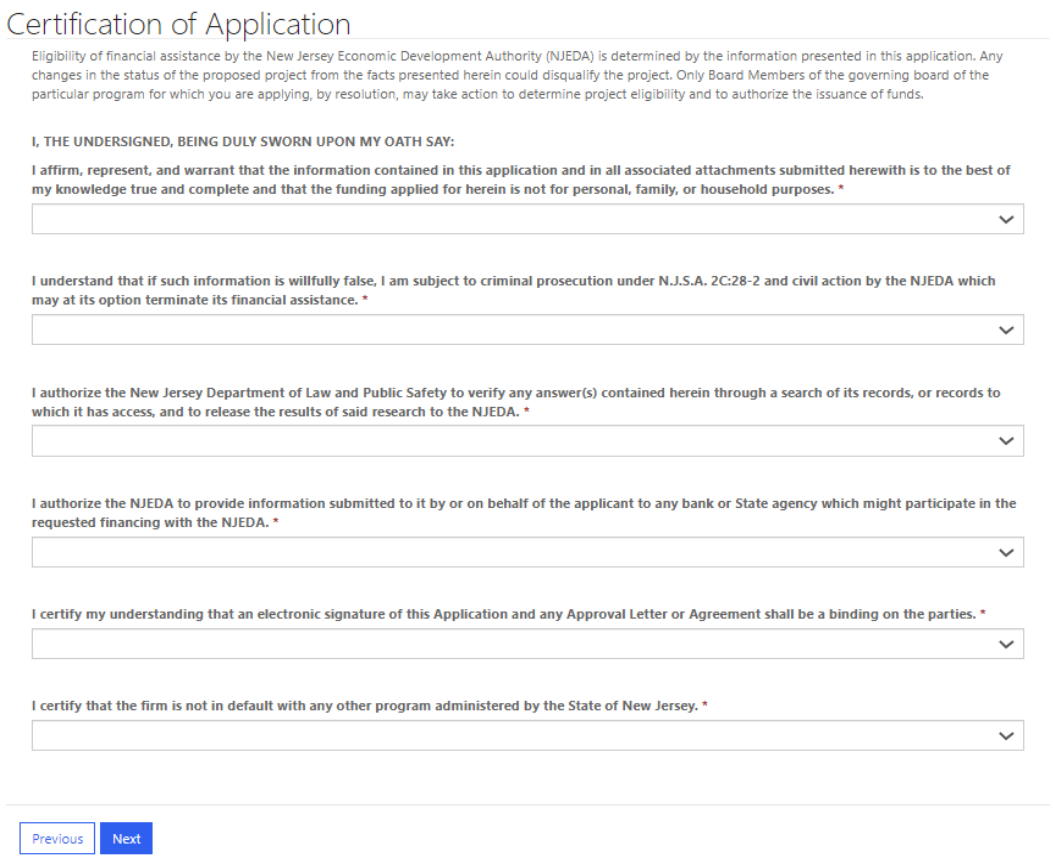
Certificate of Non-Involvement:

In addition to the legal questionnaire, you must certify your organization is not engaged in prohibited activities in Russia or Belarus (as such term is defined in P.L.2022, c. 3., sec. (1)(e)) except as permitted by federal law. I understand that if this statement is willfully false, I may be subject to penalty, as set forth in P.L. 2022, c. 3, section (1)(d).

If you are not able to complete this certification of non-involvement because you, your entity or one of its parents, subsidiaries, or affiliates may have engaged in prohibited activities in Russia or Belarus, you will need to provide the NJEDA with a detailed, accurate and precise description of the activities. Please email the NJEDA point of contact on your matter or **certifications@njeda.com** immediately to commence this process.

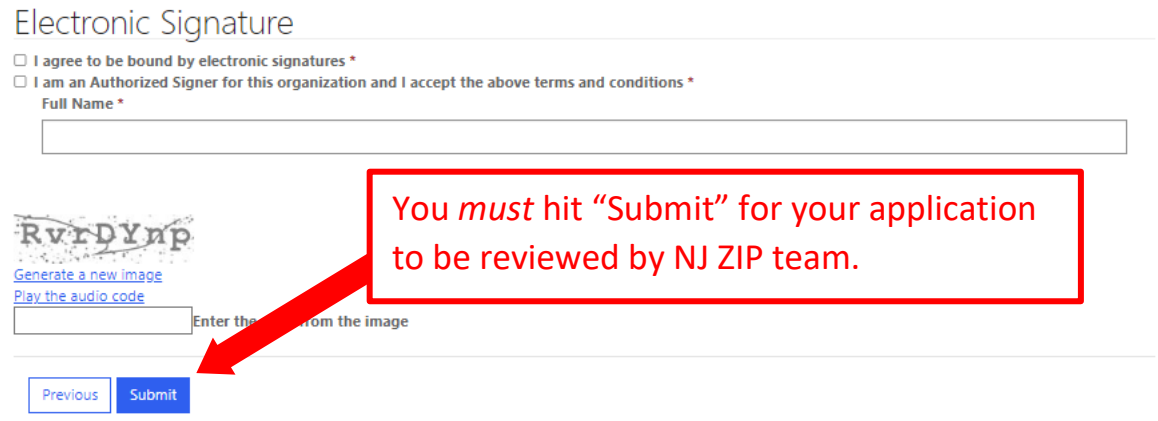
Final Submission: Certification of application, payment, and signature

Step 1: *Certify information submitted in application*



Step 2: *Pay $1,000 application fee via credit card or check. Please note that, if paying by check, the instructions will be provided on the page. The application will not be processed or considered complete until the fee is paid.*

Step 3*: Sign and submit!*



Appendix A: Vendor Code of Conduct

The NJ ZIP Vendor Code of Conduct

The overall objective of this code is to drive anticipated improved program performance for all parties – Vendors, Purchasers, and NJEDA – through transparency of expectations with our Vendors. Please understand that events of noncompliance with this Code could be subject to OPRA requests and could be considered by the EDA in the future in evaluating Vendors' applications for other EDA programs. Voucher recipients that carry out activities funded by NJEDA are expected to align their actions with all provisions of this code throughout participation in NJ ZIP.

By applying to participate in NJ ZIP as a Vendor entity, your organization understands the following expectations that Vendors will:

- Provide complete pricing including all costs associated with the purchase of the vehicle such that purchasers and NJEDA can ascertain the goods and services that are quoted or that will be provided for a given total price
- Promptly reply to purchasers and prospective purchasers prior to, during and after the application process, with responses that adequately address inquiries or concerns.
- Provide timely responsiveness to program-related outreach from NJEDA Staff or technical assistance provider, prior to deadlines provided in writing at time of request and if no deadline is provided not more than 10 business days after request.
- Maintain up-to-date information on the Vendor portal relating to vehicles available for sale, and notify NJEDA if information on the NJ ZIP website or application is or becomes inaccurate.
- Inform program team of any change of contacts for Vendor portal access or representative authorized to execute contracts on behalf of the Vendor.
- Provide updated Tax Clearance Certificate prior to its 180-day expiration, in order to maintain status as an approved Vendor. It is the obligation of the Vendor to track Tax Clearance Certificate expiration, maintain good standing, and provide documentation to program staff without prompting.
- Adhere to all requirements and laws of the State of New Jersey related to your status as a business permitted to conduct business within the State, including but not limited to, with the Motor Vehicle Commission (MVC) and Division of Revenue and Enterprise Services (DoRES)
- Maintain awareness of NJ ZIP requirements through monitoring both email communications and the NJ ZIP webpage at www.njeda.com/njzip.
- Offer at your discretion innovation, ideas, and expertise to help NJ EDA address its strategic and policy challenges and to support continuous program improves for NJ ZIP

Appendix B: Legal Questionnaire

The full questionnaire is on the following page.

NEW JERSEY ECONOMIC DEVELOPMENT AUTHORITY
LEGAL QUESTIONNAIRE

Applicant Name:

Persons (entities or individuals) applying for NJEDA programs are subject to the Authority's Disqualification/Debarment Regulations (the "Regulations"), which are set forth in N.J.A.C. 19:30-2.1, *et seq.* Applicants are required to answer the following background questions ("Legal Questionnaire") pertaining to causes that may lead to debarment, disqualification, or suspension from eligibility under the Regulations and Executive Orders 34 (Byrne 1976) and 189 (Kean 1988) after consideration of all relevant mitigating factors. Governmental entities are not required to submit this Legal Questionnaire and may leave it empty.

Note that this form has recently been modified.
Please review in its entirety prior to providing any responses or certifications.

DEFINITIONS

Notwithstanding any terms defined elsewhere or otherwise herein, the following definitions shall govern in responding to this Legal Questionnaire:

"Affiliates" means any entities or persons having an overt or covert relationship such that any one of them directly or indirectly controls or has the power to control another. For the purposes of application for, or ongoing compliance with, Authority-administered programs, this includes:

- any entities or persons having an ownership interest in Applicant of 10% or greater;
- any entities in which Applicant holds an ownership interest of 10% or greater; and
- any entities that are named in the application and/or agreement, or that will receive a direct benefit from the financing, incentive, or other agreement with the Authority.

Note that any entities or persons fitting these definitions will need to be listed in Part C below.

"Legal Proceedings" means any civil, criminal, or administrative proceedings in a State or Federal court or administrative tribunal in the United States or any territories thereof.

RELEVANT TIMEFRAMES

Responses should be given based on the following "look-back" periods:

- For civil matters, those that were either pending or concluded within 5 years of the reporting date;
- For criminal matters, those that were either pending or concluded within 10 years of the reporting date;
- For environmental regulatory matters, those that were either pending or concluded within 10 years of the reporting date; and
- For all other regulatory matters, those that were either pending or concluded within 5 years of the reporting date.

Note that in cases where Applicant has previously submitted and certified a legal questionnaire to the Authority, the Applicant may refer to its prior legal questionnaire and report only those matters that are new or have changed in status since the date of last reporting.

Part A. Past Proceedings

Has Applicant, or any officers or directors of Applicant, or any Affiliates of Applicant, been found or conceded or admitted to being guilty, liable or responsible in any Legal Proceeding, or conceded or admitted to facts in any Legal Proceedings that demonstrate responsibility for any of the following violations or conduct? (Any civil or criminal decisions or verdicts that have been vacated or expunged need not be reported.)

1. Commission of a criminal offense as an incident to obtaining or attempting to obtain a public or private contract, or subcontract there under, or in the performance of such contract or subcontract.

____ Yes ____ No

2. Violation of the Federal Organized Crime Control Act of 1970, or commission of embezzlement, theft, fraud, forgery, bribery, falsification or destruction of records, perjury, false swearing, receiving stolen property, obstruction of justice, or any other offense indicating a lack of business integrity or honesty.

____ Yes ____ No

3. Violation of the Federal or State antitrust statutes, or of the Federal Anti-Kickback Act (18 U.S.C. 874).

____ Yes ____ No

4. Violation of any law governing the conduct of elections of the Federal Government, State of New Jersey or of its political subdivision.

____ Yes ____ No

5. Violation of the "Law Against Discrimination" (P.L. 1945, c169, N.J.S.A. 10:5-1 et seq., as supplemented by P.L. 1975, c127), or of the act banning discrimination in public works employment (N.J.S.A. 10:2-1 et seq.) or of the act prohibiting discrimination by industries engaged in defense work in the employment of persons therein (P.L. 1942, c114, N.J.S.A. 10:1-10, et seq.).

____ Yes ____ No

6. To the best of your knowledge, after reasonable inquiry, violation of any laws governing hours of labor, minimum wage standards, prevailing wage standards, discrimination in wages, or child labor.

____ Yes ____ No

7. To the best of your knowledge, after reasonable inquiry, violation of any law governing the conduct of occupations or professions of regulated industries.

____ Yes ____ No

8. Debarment by any department, agency, or instrumentality of the State or Federal government.

____ Yes ____ No

9. Violation of the Conflict of Interest Law, N.J.S.A. 52:13D-12 *et seq.*, including any of the following prohibitions on vendor activities representing a conflict of interest, or failure to report a solicitation as set forth below:

   (i) No person shall pay, offer or agree to pay, either directly or indirectly, any fee, commission, compensation, gift, gratuity, or other thing of value of any kind to any Authority officer or employee or special Authority officer or employee, as defined by N.J.S.A. 52:13D-13(b) and (e), with which such person transacts or offers or proposes to transact business, or to any member of the immediate family as defined by N.J.S.A. 52:13D-13(i), of any such officer or employee, or partnership, firm, or corporation with which they are employed or associated, or in which such officer or employee has an interest within the meaning of N.J.S.A. 52:13D-13(g).

   (ii) The solicitation of any fee, commission, compensation, gift, gratuity or other thing of value by any Authority officer or employee or special Authority officer or employee from any person shall be reported in writing by the person to the Attorney General and the NJEDA Ethics Liaison Officer.

   (iii) No person may, directly or indirectly, undertake any private business, commercial or entrepreneurial relationship with, whether or not pursuant to employment, contract or other agreement, express or implied, or sell any interest in such person to, any Authority officer or employee or special Authority officer or employee having any duties or responsibilities in connection with the purchase, acquisition or sale of any property or services by or to the Authority, or with any person, firm or entity with which he or she is employed or associated or in which he or she has an interest within the meaning of N.J.S.A. 52:13D-13(g). Any relationships subject to this subsection shall be reported in writing to the NJEDA Ethics Liaison Officer and the State Ethics Commission, which may grant a waiver of this restriction upon application of the Authority officer or employee or special Authority officer or employee upon a finding that the present or proposed relationship does not present the potential, actually or appearance of a conflict of interest.

(iv) No person shall influence, or attempt to influence or cause to be influenced, any Authority officer or employee or special Authority officer or employee in his or her capacity in any manner which might tend to impair the objectivity or independence of judgment of the officer or employee.

(v) No person shall cause or influence, or attempt to cause or influence, any Authority officer or employee or special Authority officer or employee to use, or attempt to use, his or her official position to secure unwarranted privileges or advantages for the person or any other person.

____ Yes ____ No

(If Yes for any of the above, specify subsection)

10. Violation of any State or Federal law that may bear upon a lack of responsibility or moral integrity, or that may provide other compelling reasons for disqualification. Your responses to the foregoing question should include, but not be limited to, the violation of the following laws, without regard to whether there was any monetary award, damages, verdict, assessment or penalty, except that any violation of any environmental law in category (v) below need not be reported where the monetary award, damages, etc. amounted to less than $1 million.

(i) Laws banning or prohibiting discrimination or harassment in the workplace.

(ii) Laws prohibiting or banning any form of forced, slave, or compulsory labor.

(iii) The New Jersey Conscientious Employee Protection Act, N. J. Stat. Ann. § 34:19-1 *et seq.*, or other "Whistleblower Laws" that protect employees from retaliation for disclosing, or threatening to disclose, to a supervisor or to a public body an activity, policy or practice of the employer, that the employee reasonably believes is in violation of a law, or a rule or regulation issued under the law.

(iv) Securities or tax laws resulting in a finding of fraud or fraudulent conduct.

(v) Environmental laws, where the monetary award, penalties, damages, etc. amounted to more than $1 million.

(vii) Laws banning anti-competitive dumping of goods.

(viii) Anti-terrorist laws.

(ix) Criminal laws involving commission of any felony or indictable offense under State or Federal law.

(x) Laws banning human rights abuses.

(xi) Laws banning the trade of goods or services to enemies of the United States.

____ Yes ____ No

Part B. Pending Proceedings

11. To the best of your knowledge, after reasonable inquiry, are Applicant, or any officers or directors of Applicant, or any Affiliates, a party to pending Legal Proceedings wherein any of the offenses or violations described in questions 1-10 above are alleged or asserted against such entity or person? With respect to laws banning or prohibiting discrimination or harassment in the workplace, please provide only information pertaining to any class action lawsuits.

____ Yes ____ No

If the answer to any of the foregoing questions is affirmative, you must provide the following information as an attachment to the application: (i) the case name and court/administrative agency (including jurisdiction and venue) in which such matters were tried or are pending; (ii) the charges or claims adjudicated or alleged; and (iii) a brief explanation of the circumstances giving rise to such matters. Also, for affirmative answers to question 1-10, please attach copies of document(s) reflecting the final resolution (e.g., final judgments, verdicts, plea bargains, consent orders, administrative findings, or settlement agreements).

Note that an Applicant may refer to or attach specific provisions of a 10-K/Q or other filings with the U.S. Securities and Exchange Commission (SEC); however, the Applicant should be aware that different laws apply to disclosures to the Authority. This means that the Authority does not have the same types of materiality thresholds as the SEC. The Applicant is expected to supplement its SEC filings to ensure that all relevant matters are disclosed to the Authority, including any matters that were below the SEC's materiality threshold and any matters that may have occurred after its most recent filing.

Please Note: Eligibility is determined based on the information presented in the completed Application. If, at any time while engaged with the Authority the Applicant should become aware of any facts that materially alter or change its answers, or that render any of them incomplete or inaccurate, the Applicant has a duty to promptly report such facts to the Authority in writing. The Authority reserves the right to require additional clarifying or explanatory information from the Applicant regarding the answers given, to ask additional questions not contained in this Legal Questionnaire, and to perform its own due diligence investigations and searches.

Part C. Applicable Affiliates

Please provide a list of all entities or persons considered to be "Affiliates" of Applicant based upon the above definitions.

Name of Affiliate (Entity or Person)	Federal Employer Identification Number (EIN) (if applicable)

CERTIFICATION OF LEGAL QUESTIONNAIRE
AND AUTHORIZATION TO RELEASE INFORMATION

This certification shall be signed as follows:

- *for a corporation, by a principal executive officer at least the level of vice president;*
- *for a partnership, by a general partner;*
- *for a sole proprietorship, by the proprietor;*
- *for a governmental entity, by the contact person (business administrator, manager, mayor, etc.);*
- *for other than above, by the person with legal responsibility for the application.*

I hereby represent and certify that I have reviewed the information contained in this Legal Questionnaire, and that the foregoing information is true and complete under penalty of perjury. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment. I further agree to inform the New Jersey Economic Development Authority of any changes in the foregoing information which may occur prior to execution of any agreement with the Authority, and so long as any such agreement is in effect. Failure to disclose relevant matters may render the Applicant ineligible for the financial benefits sought and may subject the Applicant to disqualification, debarment, suspension, or referral to the office of the state's Attorney General.

The undersigned, on behalf of the Applicant, understands and acknowledges that information and documents provided to the New Jersey Economic Development Authority: (1) are subject to public disclosure during deliberations of the Authority at public meetings regarding the application and as set forth in the minutes of the Authority's public meetings; and (2) are subject to public disclosure under certain laws, including, but not limited to, the Open Public Records Act, N.J.S.A. 47A:1-1 *et seq.*, and the common law right-to-know.

_____

Signature Date

_____

Printed Name/Title

_____

Applicant Name Date