



STATE OF NEW YORK

DEPARTMENT OF LAW

REAL ESTATE FINANCE BUREAU

M E M O R A N D U M

**Re: Temporary Electronic Submission Policies and Procedures for
Initial Submissions During COVID-19 State of Emergency**

**Originally Issued: May 1, 2020
Updated: June 28, 2021¹**

The New York State Department of Law (“DOL”) publishes this memorandum as a guidance document pursuant to State Administrative Procedure Act § 102(14).

I. INTRODUCTION

Due to the COVID-19 state of emergency, most personnel in the DOL’s Real Estate Finance Bureau (“REF”) currently are telecommuting. Because REF continues to be committed to providing important services to New Yorkers, a limited number of REF’s administrative staff remain in the office on staggered schedules to process incoming physical submissions and other mail. However, REF’s capacity to process incoming physical submissions and mail is more limited than usual.

REF also is aware that many submitters to REF also currently are telecommuting in order to ensure the health and safety of staff during the COVID-19 pandemic. REF recognizes that this has disrupted the business operations of many submitters to REF and that standard REF policies and procedures, including the requirement to mail a paper and digital copy of submissions to REF, may create logistical challenges for such submitters.

Accordingly, to promote the health and safety of both REF staff and submitters and to expedite the processing and review of initial submissions, REF temporarily is waiving some of its existing submission policies and procedures and is instituting temporary paperless electronic submission (“e-submission”) policies and procedures for the initial submission of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, and amendments or extensions to cooperative policy statement applications.

Specifically, REF is waiving until further notice its requirement that both a paper copy and a digital copy (on a CD-ROM, DVD, USB flash drive, or external hard drive) of initial submissions of offering plans, amendments, amended and restated offering plans, and amendments to amended and restated offering plans be mailed to REF. Additionally, REF is waiving until further notice its requirement that a paper copy of initial submissions of no-

¹ This guidance document supersedes and replaces the previous versions of this guidance document, dated May 1, 2020 and September 18, 2020. The only changes made to this guidance document on June 28, 2021 were to indicate (1) the relief period is no longer tied to New York Executive Order Number 202 Declaring a Disaster Emergency in the State of New York (“EO 202”), (2) payments may no longer be delayed pursuant to EO 202.18, as further explained herein, and (3) REF now intends to extend these submission procedures beyond the end of the relief period and will do so by updating this guidance document.

action letter applications and amended no-action letter applications be mailed to REF. Finally, REF is superseding until further notice its requirement that a paper copy of initial submissions of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications be mailed to REF. Simultaneously, REF temporarily is instituting a paperless e-submission policy that allows submitters of proposed (initial submission) offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, and amendments or extensions to cooperative policy statement applications to upload a digital copy of all required documents to the OAG Cloud in lieu of mailing a physical copy of the submission to REF.² These temporary paperless e-submission policies and procedures are detailed herein. **Submitters taking advantage of these e-submission and e-payment policies and procedures do NOT need to physically mail paper copies (or digital copies, where typically required) of their submissions to REF at any time, unless explicitly requested by REF staff.**

Please note that this guidance document only addresses temporary e-submission policies and procedures for the **initial** submission of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, and amendments or extensions to cooperative policy statement applications; it does not address the final submission of such filings to REF. For further information regarding REF's temporary policies and procedures regarding the final submission of filings, please refer to REF's guidance document entitled "Temporary Submission and Review Policies and Procedures Due to COVID-19 State of Emergency."³

II. EFFECTIVE DATE AND RELIEF PERIOD

The temporary paperless e-submission policies and procedures detailed herein are effective as of the date of this guidance document and until further notice. The time period during which these temporary policies and procedures are effective shall be termed "the relief period." **The relief period will continue until REF updates this guidance document to state that the relief period is no longer in effect.**⁴

Notwithstanding the foregoing, REF reserves the right to extend or end the relief period at any time, in its sole discretion. REF also reserves the right to modify or rescind the temporary relief policies and procedures detailed herein at any time, in its sole discretion, by updating this guidance document. REF further reserves the right to extend the temporary paperless e-submission policies and procedures detailed herein beyond the conclusion of the relief period. In fact, as of the date of this guidance document, REF intends to extend the e-submission policies and procedures described herein beyond the end of the relief period and intends to do so by updating this guidance document or issuing a separate guidance document.

Please note that any guidelines detailed herein concerning New York Executive Order Number 202.18 ("EO 202.18")⁵ are not in effect for the duration of the relief period. Rather, such guidelines are in effect only for the

² All other requirements outlined in the guidance document entitled "Digital Submission Requirements for Cooperative Interests in Realty" remain in full force and effect, unless already waived, suspended, or altered by the guidance document entitled "Temporary Submission and Review Policies and Procedures Due to COVID-19 State of Emergency." Submitters are encouraged to review both of those guidance documents in conjunction with this guidance document.

³ This guidance document is available at the following web address:

https://ag.ny.gov/sites/default/files/temporary_submission_and_review_policies_and_procedures_due_to_covid-19_state_of_emergency_6-28-2021.pdf

⁴ Previous versions of this guidance document stated that REF intended for the relief period to remain in effect as long as EO 202 remained in effect. However, REF no longer will tie its relief period to EO 202; instead, the relief period will continue until REF updates this guidance document to state that the relief period is no longer in effect. EO 202 is available at the following web address:

https://www.governor.ny.gov/sites/governor.ny.gov/files/atoms/files/EO_202.pdf

⁵ EO 202.18 is available at the following web address:

https://www.governor.ny.gov/sites/governor.ny.gov/files/atoms/files/EO_202.18.pdf

duration of EO 202.18. Pursuant to EO 210,⁶ EO 202.18 was rescinded and deemed expired effective June 25, 2021. Therefore, this guidance document has been updated to reflect that delayed filing fee payments are no longer permitted and submitters who previously delayed filing fee payments must pay those filing fees by the deadline specified herein. Please note that REF reserves the right to modify or rescind its interpretation of the relevant provisions of EO 202.18 as detailed herein at any time, in its sole discretion, by updating this guidance document.

All requirements pursuant to Article 23-A of the General Business Law (“the Martin Act”), REF’s regulations, REF’s guidance documents, and other relevant laws and regulations remain in full force and effect during the relief period, unless expressly stated herein or in the guidance document entitled “Temporary Submission and Review Policies and Procedures Due to COVID-19 State of Emergency.”

III. TEMPORARY WAIVER OR SUPERSEDURE OF REQUIREMENTS FOR PHYSICAL SUBMISSIONS TO REF AND INSTITUTION OF PAPERLESS E-SUBMISSION POLICY

During the relief period, REF temporarily is waiving its requirement for both a paper copy and a digital copy (on a CD-ROM, DVD, USB flash drive, or external hard drive) of initial submissions of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, and their respective supporting documents. Additionally, during the relief period, REF temporarily is waiving its requirement for a paper copy of initial submissions of no-action letter applications, amended no-action letter applications, and their respective supporting documents. Finally, during the relief period, REF temporarily is superseding its requirement for a paper copy of initial submissions of cooperative policy statement applications, amendments or extensions to cooperative policy statement applications, and their supporting documents.

Rather than requiring that physical submissions be mailed to its office during the relief period, REF has instituted a temporary paperless e-submission policy for initial submissions of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, amendments or extensions to cooperative policy statement applications, and their respective supporting documents. To promote the health and safety of both REF staff and submitters and to expedite the processing and review of these submissions, REF **strongly encourages** submitters to utilize this paperless e-submission policy for initial submissions of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, and amended no-action letter applications in lieu of mailing physical submissions to REF.⁷

Additionally, REF **requires** submitters to utilize this paperless e-submission policy for initial submissions of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications. Paper submissions of these applications will **not** be accepted for submission during the relief period and until further notice.⁸ **Any submitters following these paperless e-submission procedures should not mail any physical copies of these documents—as either paper copies or digital copies on a CD-ROM, DVD, USB flash drive, or external hard drive—to REF unless explicitly requested by REF staff. Sending physical submissions of e-submitted documents to REF during the relief period likely will delay a submission’s acceptance for submission substantially.**

⁶ EO 210 is available at the following web address:

<https://www.governor.ny.gov/news/no-210-expiration-executive-orders-202-and-205>

⁷ Paper copies (and digital copies, as appropriate) of initial submissions of these filings still may be mailed to REF during the relief period. REF will continue to process such paper submissions during the relief period, but the processing of such submissions may be delayed.

⁸ Paper copies of initial submissions of these filings may **not** be mailed to REF during the relief period. REF will **not** process such paper submissions during the relief period.

IV. TEMPORARY PAPERLESS E-SUBMISSION PROCEDURES FOR THE INITIAL SUBMISSION OF ALL OFFERING PLANS, AMENDMENTS, AMENDED AND RESTATED OFFERING PLANS, AMENDMENTS TO AMENDED AND RESTATED OFFERING PLANS, NO-ACTION LETTER APPLICATIONS, AMENDED NO-ACTION LETTER APPLICATIONS, COOPERATIVE POLICY STATEMENT APPLICATIONS, AND AMENDMENTS OR EXTENSIONS TO COOPERATIVE POLICY STATEMENT APPLICATIONS

Submitters utilizing REF’s temporary paperless e-submission policy must follow all of the procedures delineated below, unless otherwise noted. An abbreviated outline of these procedures is annexed to this guidance document as Exhibit A.

(a) Payment of the Initial Filing Fee Through the New E-Payment Portal

This step is **required** if sponsor chooses to use the temporary paperless e-submission policy for their initial submission. Additionally, as further described below, submitters of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, and amended no-action letter applications choosing to pay any associated filing fees via paper check may **not** use the temporary paperless e-submission policy. Instead, such submitters must mail their entire submission to REF. Due to REF’s very limited in-office staffing during the relief period, paper-based submissions and payments may delay a submission’s processing during the relief period. Furthermore, submitters of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications paying any associated filing fees during the relief period may **not** pay filing fees using a paper check. Instead, such submitters **must** utilize the temporary paperless e-submission policy and pay any required filing fees via REF’s e-payment portal. Again, paper submissions of these applications will not be accepted for submission during the relief period and until further notice.⁹

(1) Delayed Payment of Certain Filing Fees Previously Permitted Pursuant to EO 202.18 No Longer Permitted

EO 202.18 exempted filing fee requirements under General Business Law (“G.B.L.”) § 352-e(7)(a) until 90 days after the expiration of EO 202.18. Such filing fees include the filing fees for offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, and amendments or extensions to cooperative policy statement applications.¹⁰ Accordingly, while EO 202.18 was in effect, submitters could choose to make initial submissions of these filings without paying any associated filing fees required by G.B.L. § 352-e(7)(a). In such cases, payment of the applicable filing fees would need to be made to REF within 90 days following the expiration of EO 202.18. However, EO 202.18 was rescinded and deemed expired effective June 25, 2021. Consequently, submitters no longer may delay payment of any filing fees to REF.¹¹ Any submitters who previously chose to delay payment of their filing fee pursuant to EO 202.18 must pay their filing

⁹ Submitters are reminded that, although submitters are permitted to submit offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, and amended no-action letter applications via either e-submission or paper submission during the relief period, REF will **not** process paper submissions of cooperative policy statement applications or amendments or extensions to cooperative policy statement applications during the relief period and until further notice. Such submissions, if made, must be made via e-submission.

¹⁰ Although technically the filing fees for some cooperative policy statement applications and amendments or extensions to cooperative policy statement applications were not exempted under EO 202.18, to avoid confusion during the pendency of EO 202.18, REF treated all cooperative policy statement application and amendment or extension to cooperative policy statement application filing fees as exempted under EO 202.18.

¹¹ EO 210 rescinded and deemed expired EO 202.18 effective June 25, 2021. Although various successor executive orders to EO 202 previously had been extended through July 5, 2021, EO 210 rescinded and deemed expired Executive Orders 202 through 202.111 effective June 25, 2021, thereby ending all previous extensions to successor executive orders. Therefore, this guidance document has been updated to reflect that EO 202.18 is no longer in effect as of June 25, 2021 and, as such, payments no longer may be delayed. If this is an issue, please contact REF.

fee no later than September 23, 2021. To that end, REF has updated its guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During COVID-19 State of Emergency” to provide instructions for paying fees that were previously delayed pursuant to EO 202.18. Submitters who chose to delay payment of certain filing fees during the pendency of EO 202.18 should refer to that guidance document when making payment of delayed filing fees pursuant to EO 202.18.

Now that EO 202.18 has been rescinded and deemed expired, all submitters of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, amended no-action letter applications, cooperative policy statement applications, and amendments or extensions to cooperative policy statement applications wishing to use the temporary paperless e-submission process described herein must pay the required filing fees pursuant to both G.B.L. § 352-e(7)(a) and G.B.L. § 359-e(5)(d) via the e-payment portal before proceeding with their e-submission. REF will not accept e-submissions in which any filing fees—including filing fees for associated broker-dealer or salesperson registration statements required by G.B.L. § 359-e(5)(d)—were paid via paper check. Instead, submitters of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, or amended no-action letter applications must physically mail their entire initial submission (including a paper copy—and a digital copy, where required—of their submission and their paper check) to REF. Additionally, submitters of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications must wait until REF indicates that it will again accept paper submissions of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications to physically mail their entire initial submission (including a paper copy of their submission and their paper check) to REF.

(2) Payment of Filing Fees Using the E-Payment Portal

Submitters wishing to use the temporary paperless e-submission policy must pay the appropriate filing fees pursuant to G.B.L. § 352-e(7)(a)—as well as the filing fees pursuant to G.B.L. § 359-e(5)(d), if applicable—through the e-payment portal in lieu of submitting a paper check. That is, during the pendency of the relief period, REF will not process e-submissions for which any appropriate filing fees were paid via paper check. Therefore, submitters paying any filing fees using a paper check cannot take advantage of the temporary paperless e-submission policy. Instead, they must *either* mail a paper copy—and a digital copy, where required—of their offering plan, amendment, amended and restated offering plan, amendment to an amended and restated offering plan, no-action letter application, or amended no-action letter application submission including the paper check to REF during the relief period *or* wait until REF indicates that it will again accept paper submissions of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications to mail a paper copy of their cooperative policy statement application or amendment or extension to a cooperative policy statement application submission including the paper check to REF.

Please note that submitters must pay the appropriate filing fee(s) for their submission through REF’s e-payment portal before using the e-submission procedures detailed below.

For more detailed information about REF’s e-payment process, please refer to REF’s guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During the COVID-19 State of Emergency.”¹²

(b) Submission of Email Requesting a Link to the OAG Cloud

Submitters using the temporary paperless e-submission policy must email REFSubmissions@ag.ny.gov requesting an OAG Cloud link. Submitters must send this email after the appropriate filing fee(s) have been paid

¹² This guidance document is available at the following web address:

https://ag.ny.gov/sites/default/files/guidelines_for_the_submission_of_electronic_payments_of_filing_fees_during_covid-19_state_of_emergency_6-28-2021.pdf

through the e-payment portal. Submitters including a broker-dealer or salesperson registration statement with their initial e-submission are reminded that they must send this email **after** the appropriate filing fees pursuant to G.B.L. § 359-e(5)(d) have been paid through the e-payment portal.

The subject line of the email should follow one of the formats outlined below, as appropriate:

- For Offering Plan Submissions:
 - Offering Plan Initial Submission: Offering Plan Name
 - For example: *Offering Plan Initial Submission: ABC Condominium*
- For Amendment Submissions:
 - Amendment Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amendment [space] [Amendment Number]
 - For example: *Amendment Initial Submission: CD20-0001 ABC Condominium Amendment 1*
- For Amended and Restated Offering Plan Submissions:
 - Restated Offering Plan Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amended and Restated Offering Plan
 - For example: *Restated Offering Plan Initial Submission: CD20-0001 ABC Condominium Amended and Restated Offering Plan*
- For Amendments to Amended and Restated Offering Plan Submissions:
 - Amendment to Restated Offering Plan Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amended and Restated [space] Amendment [space] [Amendment Number]
 - For example: *Amendment to Restated Offering Plan Initial Submission: CD20-0001 ABC Condominium Amended and Restated Amendment 1*
- For No-Action Letter Application Submissions:
 - NAL Application Initial Submission: Project Name
 - For example: *NAL Application Initial Submission: ABC Condominium*
- For Amended No-Action Letter Application Submissions:
 - Amended NAL Application Initial Submission: NAL File Number [space] Project Name [space] Amended NAL Application [Amendment Number]
 - For example: *Amended NAL Application Initial Submission: NA20-0001 ABC Condominium Amended NAL Application 1*
- For Cooperative Policy Statement #1, 3, 7, 11, and 12 Application Submissions:
 - CPS-[#] Application Initial Submission: Project Name
 - For example: *CPS-1 Application Initial Submission: ABC Condominium*
- For Cooperative Policy Statement #5, 6, and 10 Application Submissions:
 - CPS-[#] Application Initial Submission: Offering Plan File Number [space] Project Name
 - For example: *CPS-5 Application Initial Submission: CD20-0001 ABC Condominium*

- For Cooperative Policy Statement #1 and 11 Extension Application Submissions:¹³
 - CPS-[#] Extension Application Initial Submission: CPS File Number [space] Project Name [space] CPS-[#] Extension Application [Extension Number]¹⁴
 - For example: *CPS-1 Extension Application Initial Submission: CP20-0001 ABC Condominium CPS-1 Extension Application 1*
- For Cooperative Policy Statement #1 Amendment Application Submissions:¹⁵
 - CPS-1 Amendment Application Initial Submission: CPS File Number [space] Project Name [space] CPS-1 Amendment Application [Amendment Number]
 - For example: *CPS-1 Amendment Application Initial Submission: CP20-0001 ABC Condominium CPS-1 Amendment Application 1*
- For Cooperative Policy Statement #7 and 12 Amendment Submissions:
 - CPS-[#] Amendment Initial Submission: CPS File Number [space] Project Name [space] CPS-[#] Amendment [Amendment Number]
 - For example:
 - *CPS-7 Amendment Initial Submission: HO20-0001 ABC Homeowners Association CPS-7 Amendment 1*
 - *CPS-12 Amendment Initial Submission: CP20-0001 ABC Condominium CPS-12 Amendment 1*

Within approximately three business days of receipt of this email, REF will provide the submitter with an OAG Cloud link where all documents required to be submitted with their submission can be uploaded. The submitter will receive two emails from REF: (1) an automated email from sharing-noreply@oagcloud.ag.ny.gov containing the OAG Cloud folder name in the subject line and (2) a reply email from REFSubmissions@ag.ny.gov confirming the automated email has been sent. To ensure submitters receive these emails, submitters are advised to add both sharing-noreply@oagcloud.ag.ny.gov and REFSubmissions@ag.ny.gov as approved senders.

(c) E-Submission of Initial Submission Digital Copies Through the OAG Cloud

(1) Offering Plan, Amendment, Amended and Restated Offering Plan, and Amendment to Amended and Restated Offering Plan Submissions

Upon receipt of the OAG Cloud link, submitters must upload all documents required for the offering plan, amendment, amended and restated offering plan, or amendment to the amended and restated offering plan initial submission to the link provided. All documents required by REF’s regulations and guidance documents must be submitted as **separate** (i.e., individual) PDF files using this link.¹⁶ Submitters should follow the saving and naming conventions for digital copies of proof of e-payment of filing fees detailed in the guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During COVID-19 State of Emergency” when saving their e-payment receipts.

¹³ Pursuant to Cooperative Policy Statement #1 (“CPS-1”), Applications for Extension of Application to Test the Market (“Extension Applications”) are different from Applications to Amend Application to Test the Market (“Amendment Applications”). Please refer to CPS-1, which is available at <https://ag.ny.gov/sites/default/files/cps1.pdf>, for more information.

¹⁴ For the purposes of identifying the proper extension number to be included in the email, please be advised that extension numbers and amendment numbers are interchangeable, due to a limitation in the Real Estate Finance Bureau database. That is, if a CPS-1 application was first amended and then extended, the database will show only two “amendments” and the extension number should be “2” (not “1”); additionally, if a CPS-1 application has been amended once and then extended three times, the database will show only four “amendments” and the extension number should be “4” (not “3”). In other words, when identifying the appropriate extension number for these emails, please use the next available “amendment” number shown in the Real Estate Finance Bureau database.

¹⁵ See *supra* note 18.

¹⁶ Please note that proof of the submitting attorney’s active registration status with the New York State Courts continues to be optional, but strongly encouraged. If this document is included with the e-submission, REF does **not** require a paper copy. Instead, it must be submitted **only** as a digital copy and saved in the “Backup Documents” folder.

Additionally, all documents must be saved and named in accordance with the requirements set forth in the guidance document entitled “Digital Submission Requirements for Cooperative Interests in Realty.”¹⁷ Accordingly, before uploading any documents, submitters must create the digital folders and subfolders required for their submission on their own computer drive and save the required documents within such folders.¹⁸ Then, these folders should be saved in a folder entitled “Initial Submission” and this folder, along with its subfolders and the documents within them, may be dragged and dropped into the OAG Cloud window. Essentially, submitters should create the folders and subfolders exactly as if they were submitting a digital copy of the offering plan, amendment, amended and restated offering plan, or amendment to the amended and restated offering plan on a CD-ROM, DVD, USB flash drive, or external hard drive, but instead of copying these folders to the CD-ROM, DVD, USB flash drive, or external hard drive, they should place the folders into an “Initial Submission” folder before copying that folder to the OAG Cloud. Please be advised that the preferred internet browsers to be used when uploading folders and documents are Chrome, Edge, and Firefox; folders cannot be uploaded to the OAG Cloud using Internet Explorer. Alternatively, submitters may create the folders manually in the OAG Cloud window and then upload the appropriate documents to each folder or subfolder, as appropriate.¹⁹

Once the appropriate folders, subfolders, and all documents have been uploaded to the OAG Cloud, submitters must reply to the email they received from REFSubmissions@ag.ny.gov and confirm that all required documents have been uploaded. Please be advised that the OAG Cloud does not have the capacity to inform REF once a submission is uploaded. Therefore, REF will not know that a submission has been uploaded to the OAG Cloud unless and until this email confirmation is received. As such, REF staff will only process and review uploaded documents upon receipt of this email confirmation; REF will not check the OAG Cloud for submissions before such time. Accordingly, the failure to send this email confirmation as required may delay the submission’s processing and review.

(2) No-Action Letter Application and Amended No-Action Letter Application Submissions

Upon receipt of the OAG Cloud link, submitters must upload all documents required for the no-action letter application or amended no-action letter application initial submission to the link provided. All documents required by REF’s regulations and guidance documents must be submitted as PDF files using this link; **separate** (i.e., individual) PDF files must be submitted for each of the documents or groups of documents set forth below. Additionally, submitters who have paid the filing fee(s) through the e-payment portal should follow the saving and naming conventions for digital copies of proof of e-payment of filing fees detailed in the guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During COVID-19 State of Emergency” when saving their e-payment receipts.

¹⁷ This guidance document is available at the following web address:

https://ag.ny.gov/sites/default/files/digital_submission_requirements_for_cooperative_interests_in_realty_10-15-2019.pdf

¹⁸ Submitters are referred specifically to pp. 8, 12, and 16 of the guidance document entitled “Digital Submission Requirements for Cooperative Interests in Realty” for the folder structures applicable to offering plan, amendment, and amended and restated offering plan submissions.

¹⁹ For example, when uploading documents for an offering plan, the submitter first should create one folder entitled “Initial Submission” using the + icon in the main OAG Cloud window and, within that folder, they should create four folders using the + icon entitled as follows:

- “Offering Plan”,
- “Certified Public Copy”,
- “Exhibits”, and
- “Backup Documents”.

Continuing the offering plan example above, the submitter then should create five subfolders using the + icon in the “Exhibits” folder and populate them as follows:

- “M-10 Document” containing Exhibits D-18 and D-2;
- “Exhibit A Documents” containing all applicable Exhibit A documents;
- “Exhibit B Documents” containing all applicable Exhibit B Documents;
- “Exhibit C Documents” containing all applicable Exhibit C documents; and
- “Exhibit D Documents” containing all applicable Exhibit D Documents.

Unlike for offering plan, amendment, amended and restated offering plan, and amendment to amended and restated offering plan submissions, the required documents for no-action letter application and amended no-action letter application submissions may be saved directly into an “Initial Submission” folder; no subfolders are required. Then, this “Initial Submission” folder and the documents within it may be dragged and dropped directly into the OAG Cloud window. Please be reminded that the preferred internet browsers to be used when uploading folders and documents are Chrome, Edge, and Firefox; folders cannot be uploaded to the OAG Cloud using Internet Explorer. Alternatively, submitters may create the “Initial Submission” folder manually in the OAG Cloud window and then upload the appropriate documents to that folder.²⁰

The above documents should be saved and named in accordance with the naming conventions below. To the extent that these naming conventions result in unwieldy or overly lengthy filenames, REF highly encourages submitters to use abbreviations to shorten portions of the filenames provided in this document, as long as the abbreviation is clear. For example, “Affidavit” may be changed to “Aff,” “Application” may be changed to “App,” “Amendment” may be changed to “A,” “Ancillary Documents” may be changed to “Ancillary Docs,” “Condominium” may be changed to “Condo,” “Cooperative” may be changed to “Coop,” and “Street” may be changed to “St”.

Additionally, these PDF files must be searchable by keyword and printable to the extent technologically possible.

Saving and Naming Conventions for Initial Submissions of No-Action Letter Applications

The bullets below indicate the documents required to be submitted for no-action letter applications. All of these documents should appear in an “Initial Submission” folder; no subfolders should be used.

- Attorney transmittal letter²¹
 - Project Name [space] NAL Application Attorney Transmittal Letter [space] Initial
 - For example: *ABC Condominium NAL Application Attorney Transmittal Letter Initial*
- Affidavit(s), including all exhibits thereto²²
 - Project Name [space] Affidavit(s) in Support of NAL Application [space] Initial
 - For example: *ABC Condominium Affidavit in Support of NAL Application Initial*
- Any and all other ancillary documents
 - Project Name [space] Ancillary Documents in Support of NAL Application [space] Initial
 - For example: *ABC Condominium Ancillary Documents in Support of NAL Application Initial*
- Form M-10, or proof of current Form M-10 registration
 - Project Name [space] Sponsor/Selling Agent Name [space] NAL Application [space] Form M-10 or Proof of Form M-10 Registration [space] Initial
 - For example:
 - *ABC Condominium ABC Realty LLC NAL Application Form M-10 Initial*
 - or
 - *ABC Condominium ABC Realty LLC NAL Application Proof of Form M-10 Registration Initial*

²⁰ For example, when uploading documents for either a no-action letter application or an amended no-action letter application, the submitter first should create a folder entitled “Initial Submission” using the + icon in the main OAG Cloud window and then drag and drop all required documents into that folder.

²¹ Because the attorney transmittal letter is an integral part of the no-action letter application and provides information integral to the review of the application, the attorney transmittal letter for no-action letter applications should **not** be saved as a “Backup Document” (as it is for other REF filings); instead, it should be saved as a separate document as indicated here.

²² All affidavits, including any supplementary affidavits, and all exhibits thereto should be included in one PDF file and named according to these naming conventions.

- Backup documents²³
 - Project Name [space] NAL Application [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - Specifically:
 - *ABC Condominium NAL Application Backup Document Notice of Appearance Initial*
 - *ABC Condominium NAL Application Backup Document Proof of E-Payment*
 - *ABC Condominium NAL Application Backup Document Statistical Record Card Initial*

Saving and Naming Conventions for Initial Submissions of Amended No-Action Letter Applications

The bullets below indicate the documents required to be submitted for amended no-action letter applications. All of these documents should appear in an “Initial Submission” folder; no subfolders should be used.

- Attorney transmittal letter²⁴
 - NAL File Number [space] Project Name [space] Amended NAL Application [Amendment Number] [space] Attorney Transmittal Letter [space] Initial
 - For example: *NA20-0001 ABC Condominium Amended NAL Application 1 Attorney Transmittal Letter Initial*
- Affidavit(s), including all exhibits thereto²⁵
 - NAL File Number [space] Project Name [space] Affidavit(s) in Support of Amended NAL Application [space] [Amendment Number] [space] Initial
 - For example: *NA20-0001 ABC Condominium Affidavit in Support of Amended NAL Application 1 Initial*
- Any and all other ancillary documents
 - NAL File Number [space] Project Name [space] Ancillary Documents in Support of Amended NAL Application [space] [Amendment Number] [space] Initial
 - For example: *NA20-0001 ABC Condominium Ancillary Documents in Support of Amended NAL Application 1 Initial*
- Form M-10, or proof of current Form M-10 registration, if applicable/required
 - Project Name [space] Sponsor/Selling Agent Name [space] Amended NAL Application [space] [Amendment Number] [space] Form M-10 or Proof of Form M-10 Registration [space] Initial
 - For example:
 - *ABC Condominium ABC Realty LLC Amended NAL Application 1 Form M-10 Initial*
 - or
 - *ABC Condominium ABC Realty LLC Amended NAL Application 1 Proof of Form M-10 Registration Initial*

²³ Backup documents for no-action letter applications include only the notice of appearance, the statistical record card, and proof of e-payment of filing fees (if paid contemporaneously). All other documents should be saved according to the naming conventions in this section.

²⁴ Because the attorney transmittal letter is an integral part of the amended no-action letter application and provides information integral to the review of the amended application, the attorney transmittal letter for amended no-action letter applications should **not** be saved as a “Backup Document” (as it is for other REF filings); instead, it should be saved as a separate document as indicated here.

²⁵ All affidavits, including any supplementary affidavits, and all exhibits thereto should be included in one PDF file and named according to these naming conventions.

- Backup documents²⁶
 - NAL File Number [space] Project Name [space] Amended NAL Application [Amendment Number] [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - Specifically:
 - *NA20-0001 ABC Condominium Amended NAL Application 1 Backup Document Notice of Appearance Initial*
 - *NA20-0001 ABC Condominium Amended NAL Application 1 Backup Document Proof of E-Payment*
- Original NAL application granted by the DOL, as well as any prior amended NAL applications granted by the DOL (optional, but strongly encouraged)²⁷
 - NAL File Number [space] Project Name [space] NAL Application
 - For example: *NA20-0001 ABC Condominium NAL Application*
 - NAL File Number [space] Project Name [space] Amended NAL Application [space] [Amendment Number]
 - For example: *NA20-0001 ABC Condominium Amended NAL Application 1*

Once all documents have been uploaded, submitters must reply to the email they received from REFSubmissions@ag.ny.gov and confirm that all required documents have been uploaded. In such email, the submitter must state whether the filing fee pursuant to G.B.L. § 352-e(7)(a)—and the filing fee pursuant to G.B.L. § 359-e, if applicable to the submission—has been paid. Please be advised that the OAG Cloud does not have the capacity to inform REF once a submission is uploaded. Therefore, REF will not know that a submission has been uploaded to the OAG Cloud unless and until this email confirmation is received. As such, REF staff will only process and review uploaded documents upon receipt of this email confirmation; REF will not check the OAG Cloud for submissions before such time. Accordingly, the failure to send this email confirmation as required may delay the submission’s processing and review.

(3) Cooperative Policy Statement Application and Amendment or Extension to Cooperative Policy Statement Application Submissions

Upon receipt of the OAG Cloud link, submitters must upload all documents required for the cooperative policy statement application or amendment or extension to a cooperative policy statement application initial submission to the link provided. All documents required by REF’s cooperative policy statements must be submitted as PDF files using this link; **separate** (i.e., individual) PDF files must be submitted for each of the documents or groups of documents set forth below. Additionally, submitters who have paid the filing fee(s) through the e-payment portal should follow the saving and naming conventions for digital copies of proof of e-payment of filing fees detailed in the guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During COVID-19 State of Emergency” when saving their e-payment receipts.

Similar to no-action letter application and amended no-action letter application submissions, the required documents for cooperative policy statement application and amendment or extension to cooperative policy

²⁶ Backup documents for amended no-action letter applications include only the notice of appearance and proof of e-payment of filing fees (if paid contemporaneously). All other documents should be saved according to the naming conventions in this section.

²⁷ Each original NAL application and amended NAL application granted by the DOL, as applicable, should be submitted as separate PDFs (for example, if there was a prior NAL application and one prior amended NAL application, the original NAL application and the amended NAL application should be in separate PDFs). Each PDF should include the following documents: attorney transmittal letter; affidavit(s), including all exhibits thereto; and any and all other ancillary documents. If any of these documents are not available or the submitter chooses not to submit the original NAL application and/or amended NAL application(s) granted by the DOL, the submitter should inform REF by detailing which documents are missing *both* in their initial email to REF requesting a link to the OAG Cloud and in the attorney transmittal letter. Once such PDFs have been submitted digitally with an amended no-action letter application, they need not be submitted again. Instead, the submitter should inform REF of the previous submission with which such PDFs were submitted in the attorney transmittal letter. Additionally, separate PDFs of the original NAL application and amended NAL application(s) need not be submitted where such application or amended application(s) were originally submitted via e-submission.

statement application submissions may be saved directly into an “Initial Submission” folder; no subfolders are required. Then, this “Initial Submission” folder and the documents within it may be dragged and dropped directly into the OAG Cloud window. Please be reminded that the preferred internet browsers to be used when uploading folders and documents are Chrome, Edge, and Firefox; folders cannot be uploaded to the OAG Cloud using Internet Explorer. Alternatively, submitters may create the “Initial Submission” folder manually in the OAG Cloud window and then upload the appropriate documents to that folder.²⁸

The above documents should be saved and named in accordance with the naming conventions below. To the extent that these naming conventions result in unwieldy or overly lengthy filenames, REF highly encourages submitters to use abbreviations to shorten portions of the filenames provided in this document, as long as the abbreviation is clear. For example, “Affidavit” may be changed to “Aff,” “Application” may be changed to “App,” “Amendment” may be changed to “A,” “Ancillary Documents” may be changed to “Ancillary Docs,” “Condominium” may be changed to “Condo,” “Cooperative” may be changed to “Coop,” and “Street” may be changed to “St”.

Additionally, these PDF files must be searchable by keyword and printable to the extent technologically possible.

Saving and Naming Conventions for Initial Submissions of Cooperative Policy Statement Applications

The bullets below indicate the documents required to be submitted for cooperative policy statement applications. All of these documents should appear in an “Initial Submission” folder; no subfolders should be used.

For Cooperative Policy Statement #1, 3, 7, 11, and 12 Application Submissions:

- Application, including all affidavits, certifications, and exhibits thereto (as applicable)²⁹
 - Project Name [space] CPS-[#] Application [space] Initial
 - For example: *ABC Condominium CPS-1 Application Initial*

A list of the specific documents that should be included in each cooperative policy statement application PDF is listed in **Exhibit B** of this guidance document. Submitters are reminded that all such documents should be included in one PDF document rather than as separate PDF documents.

- Form M-10, or proof of current Form M-10 registration, if applicable/required³⁰
 - Project Name [space] Sponsor/Selling Agent Name [space] CPS-[#] Application [space] Form M-10 or Proof of Form M-10 Registration [space] Initial
 - For example:
 - *ABC Condominium ABC Realty LLC CPS-7 Application Form M-10 Initial*
or
 - *ABC Condominium ABC Realty LLC CPS-7 Application Proof of Form M-10 Registration Initial*

²⁸ For example, when uploading documents for either a cooperative policy statement application or an amendment or extension to a cooperative policy statement application, the submitter first should create a folder entitled “Initial Submission” using the + icon in the main OAG Cloud window and then drag and drop all required documents into that folder.

²⁹ The application and all affidavits, certifications, and exhibits thereto should be included in one PDF file and named according to these naming conventions. Please refer to the appropriate cooperative policy statement to determine what exhibits are required.

³⁰ Both CPS-7 and CPS-12 applications require a Form M-10 or proof of current Form M-10 registration. CPS-1, 3, and 11 do not require a Form M-10 or proof of current Form M-10 registration.

- Backup documents³¹
 - Project Name [space] CPS-[#] Application [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - Specifically:
 - *ABC Condominium CPS-1 Application Backup Document Attorney Transmittal Letter Initial*
 - *ABC Condominium CPS-1 Application Backup Document Notice of Appearance Initial*
 - *ABC Condominium CPS-1 Application Backup Document Proof of E-Payment*
 - *ABC Condominium CPS-1 Application Backup Document Statistical Record Card Initial*
 - *ABC Condominium CPS-1 Application Backup Document Form RI-1 Initial* (required only for CPS-7 application)

For Cooperative Policy Statement #5 and 6 Application Submissions:

- Application, including all affidavits, certifications, and exhibits thereto (as applicable)³²
 - Offering Plan File Number [space] Project Name [space] CPS-[#] Application [space] Initial
 - For example: *CD20-0001 ABC Condominium CPS-5 Application Initial*

A list of the specific documents that should be included in each cooperative policy statement application PDF is listed in **Exhibit B** of this guidance document. Submitters are reminded that all such documents should be included in one PDF document rather than as separate PDF documents.

- Form M-10, or proof of current Form M-10 registration³³
 - Project Name [space] Sponsor/Selling Agent Name [space] CPS-[#] Application [space] Form M-10 or Proof of Form M-10 Registration [space] Initial
 - For example:
 - *ABC Condominium ABC Realty LLC CPS-5 Application Form M-10 Initial* or
 - *ABC Condominium ABC Realty LLC CPS-5 Application Proof of Form M-10 Registration Initial*
- Backup documents
 - Offering Plan File Number [space] Project Name [space] CPS-[#] Application [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - Specifically:
 - *CD20-0001 ABC Condominium CPS-5 Application Backup Document Attorney Transmittal Letter Initial*
 - *CD20-0001 ABC Condominium CPS-5 Application Backup Document Notice of Appearance Initial*
 - *CD20-0001 ABC Condominium CPS-5 Application Backup Document Proof of E-Payment*

³¹ Only those backup documents listed in this section should be submitted as backup documents to the cooperative policy statement application. All other documents should be included separately (as is the case with the Form M-10 or proof of current Form M-10 registration) or as part of the application PDF.

³² All affidavits, including any supplementary affidavits, and all exhibits thereto should be included in one PDF file and named according to these naming conventions.

³³ Both CPS-5 and CPS-6 applications require a Form M-10 or proof of current Form M-10 registration.

For Cooperative Policy Statement #10 Application Submissions:³⁴

- Certification of offeror and principals concerning digital copies
 - Offering Plan File Number [space] Project Name [space] CPS-10 Application Certification of Sponsor and Principals Concerning Digital Copies [space] Initial
 - For example: *CD20-0001 ABC Condominium CPS-10 Application Certification of Sponsor and Principals Concerning Digital Copies Initial*
- Backup documents
 - Offering Plan File Number [space] Project Name [space] CPS-10 Application [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - Specifically:
 - *CD20-0001 ABC Condominium CPS-10 Application Backup Document Attorney Transmittal Letter Initial*
 - *CD20-0001 ABC Condominium CPS-10 Application Backup Document Notice of Appearance Initial*

Saving and Naming Conventions for Initial Submissions of Amendments or Extensions to Cooperative Policy Statement Applications

The bullets below indicate the documents required to be submitted for cooperative policy statement applications. All of these documents should appear in an “Initial Submission” folder; no subfolders should be used.

For Cooperative Policy Statement #1 and 11 Extension Application Submissions:³⁵

- Extension Application, including all affidavits, certifications, and exhibits thereto³⁶
 - CPS File Number [space] Project Name [space] CPS-[#] Extension Application [space] [Extension Number³⁷] [space] Initial
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1 Initial*
 - *CP20-0001 ABC Condominium CPS-11 Extension Application 1 Initial*

A list of the specific documents that should be included in each cooperative policy statement extension application PDF is listed in **Exhibit B** of this guidance document. Submitters are reminded that all such documents should be included in one PDF document rather than as separate PDF documents.

- Backup documents³⁸
 - CPS File Number [space] Project Name [space] CPS-[#] Extension Application [space] [Extension Number] [space] Backup Document [space] [Description of Backup Document] [space] Initial

³⁴ Pursuant to Cooperative Policy Statement #10, offerors who wish to distribute digital copies of an offering plan and/or amendments to offerees may do so as a stand-alone submission (i.e., without filing an amendment specifically for such purpose). Only an attorney transmittal letter, notice of appearance, and certification of offeror and principals concerning digital copies are required under such circumstances. No filing fee is required. These documents should be saved according to the naming conventions in this section.

³⁵ See *supra* note 18.

³⁶ The extension application and all affidavits, certifications, and exhibits thereto should be included in one PDF file and named according to these naming conventions. Please refer to the appropriate cooperative policy statement to determine what exhibits are required.

³⁷ See *supra* note 19 for instructions on how to identify the proper extension number to be included in the filename.

³⁸ Only those backup documents listed in this section should be submitted as backup documents to the cooperative policy statement extension application. All other documents should be included separately (as is the case with the original CPS application) or as part of the extension application PDF.

- Specifically:
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1 Backup Document Attorney Transmittal Letter Initial*
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1 Backup Document Notice of Appearance Initial*
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1 Backup Document Proof of E-Payment*
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1 Backup Document Statistical Record Card*
- Original CPS-[#] application granted by the DOL, as well as any prior CPS-[#] extension or amendment applications, granted by the DOL (optional, but strongly encouraged)³⁹
 - CPS File Number [space] Project Name [space] CPS-[#] Application
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Application*
 - *CP20-0001 ABC Condominium CPS-11 Application*
 - CPS File Number [space] Project Name [space] CPS-[#] Extension Application [space] [Extension Number]
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1*
 - *CP20-0001 ABC Condominium CPS-11 Extension Application 1*
 - CPS File Number [space] Project Name [space] CPS-1 Amendment Application [space] [Amendment Number]
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Amendment Application 1*

For Cooperative Policy Statement #1 Amendment Application Submissions:⁴⁰

- Amendment Application, including all exhibits thereto⁴¹
 - CPS File Number [space] Project Name [space] CPS-1 Amendment Application [space] [Amendment Number] [space] Initial
 - For example: *CP20-0001 ABC Condominium CPS-1 Amendment Application 1 Initial*

A list of the specific documents that should be included in each cooperative policy statement amendment application PDF is listed in **Exhibit B** of this guidance document. Submitters are

³⁹ Each original cooperative policy statement application and amendment or extension to a cooperative policy statement application granted by the DOL, as applicable, should be submitted as separate PDFs (for example, if there was a cooperative policy statement application and one prior amendment or extension to the cooperative policy statement application, the original cooperative policy statement application and the amendment or extension to the cooperative policy statement application should be in separate PDFs). Each PDF should include the entire cooperative policy statement application or amendment or extension to the cooperative policy statement application (i.e., all required documents listed in the applicable cooperative policy statement) to the extent possible. If any of these documents are not available or the submitter chooses not to submit the original cooperative policy statement application and/or amendment(s) or extension(s) to the cooperative policy statement application granted by the DOL, the submitter should inform REF by detailing which documents are missing *both* in their initial email to REF requesting a link to the OAG Cloud and in the attorney transmittal letter. Once such PDFs have been submitted digitally with an amendment or extension to a cooperative policy statement application, they need not be submitted again. Instead, the submitter should inform REF of the previous submission with which such PDFs were submitted in the attorney transmittal letter. Additionally, separate PDFs of the original cooperative policy statement application and amendment(s) or extension(s) to the cooperative policy statement application need not be submitted where such application or amendment(s) or extension(s) were originally submitted via e-submission.

⁴⁰ See *supra* note 18.

⁴¹ The amendment application and all affidavits, certifications, and exhibits thereto should be included in one PDF file and named according to these naming conventions.

reminded that all such documents should be included in one PDF document rather than as separate PDF documents.

- Backup documents⁴²
 - CPS File Number [space] Project Name [space] CPS-1 Amendment Application [space] [Amendment Number] [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Amendment Application 1 Backup Document Attorney Transmittal Letter Initial*
 - *CP20-0001 ABC Condominium CPS-1 Amendment Application 1 Backup Document Notice of Appearance Initial*
 - *CP20-0001 ABC Condominium CPS-1 Amendment Application 1 Backup Document Proof of E-Payment*
 - *CP20-0001 ABC Condominium CPS-1 Amendment Application 1 Backup Document Statistical Record Card*
- Original CPS-1 application granted by the DOL, as well as any prior CPS-1 amendment or extension applications granted by the DOL⁴³
 - CPS File Number [space] Project Name [space] CPS-1 Application
 - For example: *CP20-0001 ABC Condominium CPS-1 Application*
 - CPS File Number [space] Project Name [space] CPS-1 Amendment Application [space] [Amendment Number]
 - For example: *CP20-0001 ABC Condominium CPS-1 Amendment Application 1*
 - CPS File Number [space] Project Name [space] CPS-1 Extension Application [space] [Extension Number]
 - For example:
 - *CP20-0001 ABC Condominium CPS-1 Extension Application 1*

For Cooperative Policy Statement #7 and 12 Amendment Submissions:

- Amendment Application, including all affidavits, certifications, and exhibits thereto⁴⁴
 - CPS File Number [space] Project Name [space] CPS-[#] Amendment [space] [Amendment Number] [space] Initial
 - For example:
 - *HO20-0001 ABC Homeowners Association CPS-7 Amendment 1 Initial*
 - *CP20-0001 ABC Condominium CPS-12 Amendment 1 Initial*

A list of the specific documents that should be included in each cooperative policy statement amendment application PDF is listed in **Exhibit B** of this guidance document. Submitters are reminded that all such documents should be included in one PDF document rather than as separate PDF documents.

⁴² Only those backup documents listed in this section should be submitted as backup documents to the cooperative policy statement amendment application. All other documents should be included separately (as is the case with the original CPS-1 application) or as part of the amendment application PDF.

⁴³ See *supra* note 44.

⁴⁴ The application and all affidavits, certifications, and exhibits thereto should be included in one PDF file and named according to these naming conventions. Please refer to the appropriate cooperative policy statement to determine what exhibits are required.

- Form M-10, or proof of current Form M-10 registration
 - Project Name [space] Sponsor/Selling Agent Name [space] CPS-[#] Amendment [space] [Amendment Number] [space] Form M-10 or Proof of Form M-10 Registration [space] Initial
 - For example:
 - *ABC Condominium ABC Realty LLC CPS-7 Amendment 1 Form M-10 Initial*
 - or
 - *ABC Condominium ABC Realty LLC CPS-7 Amendment 1 Proof of Form M-10 Registration Initial*
- Backup documents⁴⁵
 - CPS File Number [space] Project Name [space] CPS-[#] Amendment [space] [Amendment Number] [space] Backup Document [space] [Description of Backup Document] [space] Initial
 - For example:
 - *HO20-0001 ABC Homeowners Association CPS-7 Amendment 1 Backup Document Attorney Transmittal Letter Initial*
 - *HO20-0001 ABC Homeowners Association CPS-7 Application Backup Document Notice of Appearance Initial*
 - *HO20-0001 ABC Homeowners Association CPS-7 Application Backup Document Proof of E-Payment Initial*
 - *HO20-0001 ABC Homeowners Association CPS-7 Application Backup Document Form RS-2 Initial* (required only for CPS-7 applications)
- Original CPS-[#] application granted by the DOL, as well as any prior CPS-[#] amendment applications granted by the DOL (optional, but strongly encouraged)⁴⁶
 - CPS File Number [space] Project Name [space] CPS-[#] Application
 - For example: *HO20-0001 ABC Condominium CPS-7 Application*
 - CPS File Number [space] Project Name [space] CPS-[#] Amendment [space] [Amendment Number]
 - For example: *HO20-0001 ABC Condominium CPS-7 Amendment 1*

Cooperative Policy Statement #5, 6, and 10, by their nature, do not contemplate amended applications.

Once all documents have been uploaded, submitters must reply to the email they received from REFSubmissions@ag.ny.gov and confirm that all required documents have been uploaded. Please be advised that the OAG Cloud does not have the capacity to inform REF once a submission is uploaded. Therefore, REF will not know that a submission has been uploaded to the OAG Cloud unless and until this email confirmation is received. As such, REF staff will only process and review uploaded documents upon receipt of this email confirmation; REF will not check the OAG Cloud for submissions before such time. Accordingly, the failure to send this email confirmation as required may delay the submission's processing and review.

⁴⁵ Only those backup documents listed in this section should be submitted as backup documents to the cooperative policy statement amendment. All other documents should be included separately (as is the case with the Form M-10 or proof of current Form M-10 registration) or as part of the amendment application PDF.

⁴⁶ See *supra* note 44.

(d) Record Room's Processing and Review of Submissions

Within approximately five business days of receipt of the submitter's email confirming that all documents have been uploaded, REF's Records Management Section will (1) process and review all of the documents and (2) email the submitter to inform them whether the submission has been accepted for submission.

If the submission has been accepted for submission, REF's acceptance email will include the submission date. In instances where the submission contains no deficiencies, the submission date will be the date the submitter emailed REFSubmissions@ag.ny.gov confirming that all required documents have been uploaded to the OAG Cloud.

If the submission has been deemed deficient, REF's deficiency email will (1) list the deficiencies that sponsor must cure before the submission will be accepted for submission and (2) provide instructions as to how to cure such deficiencies. REF reminds submitters that the OAG Cloud does not have the capacity to inform REF once a submission is uploaded. Therefore, REF will not know that a revised submission has been uploaded to the OAG Cloud unless and until the submitter emails REFSubmissions@ag.ny.gov confirming that all required documents have been uploaded to the OAG Cloud. As such, REF staff will only process and review uploaded documents upon receipt of this email confirmation; REF will not check the OAG Cloud for revised submissions before such time. Accordingly, the failure to send this email confirmation as required may delay the submission's processing and review. Once all deficiencies are sufficiently cured, REF will send an accepted for submission email that includes the submission date.⁴⁷ REF reserves the right to reject for submission any e-submission containing a broker-dealer or salesperson registration statement that does not also contain an e-payment receipt for the broker-dealer or salesperson registration statement filing fee either in the "Backup Documents" folder or in the "Initial Submission" folder, as appropriate.

Please note that the submission date is not the date payment is made through REF's e-payment portal, nor is the submission date always the date files are uploaded to the OAG Cloud. Instead, submitters should rely on the submission date included in the email sent by REF's Records Management Section confirming that the filing has been accepted for submission.

V. FAILURE TO COMPLY WITH THE REQUIREMENTS OF THIS GUIDANCE DOCUMENT

REF reserves the right to reject e-submissions that do not comply with **all** requirements described herein. Sponsors are advised that REF's rejection of a submission may delay the submission's processing and acceptance for submission. Additionally, the Attorney General has the authority under the Martin Act to investigate and strictly enforce violations of the statutes and regulations governing disclosure requirements. Nothing contained in this guidance document shall be construed to be a waiver of, or a limitation on, the Attorney General's authority to take enforcement action pursuant to the Martin Act and other applicable provisions of law, except as expressly stated herein.

⁴⁷ In such cases, the submission date will be the date all deficiencies were sufficiently cured.

EXHIBIT A

**OUTLINE OF REF’S TEMPORARY PAPERLESS E-SUBMISSION POLICIES AND PROCEDURES
FOR INITIAL SUBMISSIONS DURING COVID-19 STATE OF EMERGENCY**

- Submitter pays all appropriate filing fees using REF’s electronic payment (“e-payment”) portal.⁴⁸
 - Submitters choosing to pay any filing fees via paper check may **not** use the temporary paperless e-submission policy.
 - Submitters of offering plans, amendments, amended and restated offering plans, amendments to amended and restated offering plans, no-action letter applications, or amended no-action letter applications wishing to pay these filing fees via check must submit their entire initial submission via mail.
 - Submitters of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications may **not** pay these filing fees via check; instead, they must wait until REF indicates that it will again accept paper submissions of cooperative policy statement applications and amendments or extensions to cooperative policy statement applications to submit their entire initial submission via mail.
 - When paying filing fees via the e-payment portal, the submission date is not the date of e-payment. Instead, the submission date will be the date listed in the acceptance email from REF’s Records Management Section, as further detailed below.

- Submitter emails REFSubmissions@ag.ny.gov requesting an OAG Cloud link. The subject line of such email should be the following, as appropriate:
 - Offering Plan Initial Submission: Offering Plan Name
 - For example: *Offering Plan Initial Submission: ABC Condominium*
 - Amendment Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amendment Number
 - For example: *Amendment Initial Submission: CD20-0001 ABC Condominium Amendment 1*
 - Restated Offering Plan Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amended and Restated Offering Plan
 - For example: *Restated Offering Plan Initial Submission: CD20-0001 ABC Condominium Amended and Restated Offering Plan*
 - Amendment to Restated Offering Plan Initial Submission: Offering Plan Number [space] Offering Plan Name [space] Amended and Restated [space] Amendment 1
 - For example: *Amendment to Restated Offering Plan Initial Submission: CD20-0001 ABC Condominium Amended and Restated Amendment 1*
 - NAL Application Initial Submission: Project Name
 - For example: *NAL Application Initial Submission: ABC Condominium*
 - Amended NAL Application Initial Submission: NAL File Number [space] Project Name [space] Amended NAL Application [Amendment Number]
 - For example: *Amended NAL Application Initial Submission: NA20-0001 ABC Condominium Amended NAL Application 1*
 - CPS-[1, 3, 7, 11, or 12] Application Initial Submission: Project Name
 - For example: *CPS-1 Application Initial Submission: ABC Condominium*
 - CPS-[5, 6, or 10] Application Initial Submission: Offering Plan File Number [space] Project Name
 - For example: *CPS-5 Application Initial Submission: CD20-0001 ABC Condominium*
 - CPS-[1 or 11] Extension Application Initial Submission: CPS File Number [space] Project Name [space] CPS-[1 or 11] Extension Application [Extension Number]

⁴⁸ For further information regarding e-payment of REF filing fees, please refer to REF’s guidance document entitled “Guidelines for the Submission of Electronic Payments of Filing Fees During COVID-19 State of Emergency,” which is available at the following web address:

https://ag.ny.gov/sites/default/files/guidelines_for_the_submission_of_electronic_payments_of_filing_fees_during_covid-19_state_of_emergency_6-28-2021.pdf

- For example: *CPS-1 Extension Application Initial Submission: CP20-0001 ABC Condominium CPS-1 Extension Application 1*
 - CPS-1 Amendment Application Initial Submission: CPS File Number [space] Project Name [space] CPS-1 Amendment Application [Amendment Number]
 - For example: *CPS-1 Amendment Application Initial Submission: CP20-0001 ABC Condominium CPS-1 Amendment Application 1*
 - CPS-[7 or 12] Amendment Initial Submission: CPS File Number [space] Project Name [space] CPS-[7 or 12] Amendment [Amendment Number]
 - For example:
 - *CPS-7 Amendment Initial Submission: HO20-0001 ABC Homeowners Association CPS-7 Amendment 1*
 - *CPS-12 Amendment Initial Submission: CP20-0001 ABC Condominium CPS-12 Amendment 1*
- Within approximately three business days of receipt of such email, the submitter will receive two emails from REF's Records Management Section:
 - An automated email from sharing-noreply@oagcloud.ag.ny.gov containing the OAG Cloud folder name in the subject line, and
 - A reply email from REFSubmissions@ag.ny.gov confirming the automated email has been sent.
- Submitter uploads all required documents to the OAG Cloud in accordance with the Martin Act, REF's regulations, and REF's guidance documents.
- After uploading all required documents to the OAG Cloud, submitter replies to the email they received from REFSubmissions@ag.ny.gov confirming that all documents were uploaded to the OAG Cloud.
 - REF staff will only process and review uploaded documents upon receipt of the submitter's email confirmation; REF will not check the OAG Cloud for submissions before such time.
- Within approximately five business days of receipt of such email, REF's Records Management Section will email the submitter to inform them whether the submission has been accepted for submission.
 - If the submission has been accepted for submission, REF's acceptance email will include the submission date.
 - If the submission has been deemed deficient, REF's deficiency email will (1) list the deficiencies that sponsor must cure before the submission will be accepted for submission and (2) provide instructions as to how to cure such deficiencies.
 - Submitter uploads additional required documents to the OAG Cloud to cure the deficiencies.
 - After uploading all required documents to the OAG Cloud, submitter replies to REF's deficiency email from REFSubmissions@ag.ny.gov confirming that all documents curing the deficiencies were uploaded to the OAG Cloud.
 - Once all deficiencies are sufficiently cured, REF will send an accepted for submission email that includes the submission date.
- Please note that the submission date is not the date payment is made through REF's e-payment portal, nor is the submission date always the date files are uploaded to the OAG Cloud. Instead, submitters should rely on the submission date included in the email sent by REF's Records Management Section confirming that the filing has been accepted for submission. If there are no deficiencies in the submission, the submission date will be the date the submitter emailed REFSubmissions@ag.ny.gov to confirm that all documents have been uploaded to the OAG Cloud. If there were deficiencies in the submission, the submission date will be the date all deficiencies were sufficiently cured.

EXHIBIT B

SPECIFIC DOCUMENTS THAT SHOULD BE INCLUDED IN EACH COOPERATIVE POLICY STATEMENT APPLICATION, AMENDMENT APPLICATION, OR EXTENSION APPLICATION PDF

Listed below are the specific documents that should be included in each cooperative policy statement application, amendment, or extension “application” PDF.⁴⁹ Submitters are reminded that all the documents listed below should be included in one PDF document rather than as separate PDF documents.

Please note that the documents listed below are only the documents required in the “application” PDF that must be included with each e-submission of a cooperative policy statement application, amendment application, or extension application. Each e-submission of a cooperative policy statement application, amendment application, or extension application requires the submission of several other additional PDF documents in addition to the “application” PDF. Please refer to **Section IV(c)(3)** of this guidance document for a complete list of all PDF documents that must be included with each e-submission of a cooperative policy statement application, amendment, or extension.

Cooperative Policy Statement Applications

- **Cooperative Policy Statement #1 Applications:**
 - a complete application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #1 as Exhibit A;
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #1 as Exhibit A-1;
 - a true copy of Sponsor’s deed, option, or contract, if any, to purchase the property that is the subject of the application;
 - a copy of the floor plans for the building (for homeowners associations, include site plans); and
 - a copy (or other proof thereof) of the designation of the Secretary of State as agent to receive service of process in any action or proceeding in connection with the Cooperative Policy Statement #1 Application (if applicable).⁵⁰

- **Cooperative Policy Statement #3 Applications:**
 - a complete application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #3;
 - a copy of the receipt for contribution for expenses of feasibility study and for filing of plan of cooperative or condominium conversion, with appropriate modifications, in the form annexed to Cooperative Policy Statement #3; and
 - copies of any engineering reports that will be made available to all contributors.

- **Cooperative Policy Statement #5 Applications:**
 - a complete application for exemption from filing update amendments, with appropriate modifications, in the form annexed to Cooperative Policy Statement #5;
 - all exhibits to the application listed in the form of the application annexed to Cooperative Policy Statement #5, including:
 - a copy of the permanent certificate of occupancy;
 - a copy of the cover page of the offering plan or any proof of total number of units/shares offered; and
 - a list of the units/shares owned by the sponsor/successor sponsor(s)/holder(s) of unsold shares.

⁴⁹ Submitters are advised that the list of documents provided below has been compiled from the applicable cooperative policy statements posted on REF’s website. REF reserves the right, in its sole discretion, to request additional documents as part of the application. Any such additional documents required by REF should be included in the final application PDF.

⁵⁰ Please note that this requirement is only applicable if sponsor and/or any of its principals is not a resident of, or was not organized under the laws of, the State of New York.

- **Cooperative Policy Statement #6 Applications:**
 - a complete application for special treatment, with appropriate modifications, in the form annexed to Cooperative Policy Statement #6.

- **Cooperative Policy Statement #7 Applications:**
 - a complete and executed affidavit, with appropriate modifications, in the form annexed to Cooperative Policy Statement #7;
 - a complete and executed certification signed by the sponsor and each of its principals; and
 - all documents listed in paragraph 23 of the sample affidavit annexed to Cooperative Policy Statement #7, *except* for those documents specifically listed separately in the Cooperative Policy Statement #7 section above (i.e., the Form M-10 and the documents specified under “Backup documents”).

- **Cooperative Policy Statement #11 Applications:**
 - a complete application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #11;
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #11;
 - a true copy of the Sponsor’s deed, option, or contract, if any, to purchase the property that is the subject of the application;
 - a copy of the floor plans for the building, if available; and
 - a certified rent roll, including the status of each unit in the development (i.e., rent-regulated, market-rate, or vacant) at the time of the application’s submission.

- **Cooperative Policy Statement #12 Applications:**
 - a complete application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #12;
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #12; and
 - all exhibits to the application listed in the form of the application annexed to Cooperative Policy Statement #12; specifically:
 - a true, complete and accurate copy of the legal description of the cooperative interest in realty being offered for sale
 - a schedule of the offering prices for the cooperative interests in realty, together with related information;
 - the most recent financial statements and budget of the cooperative interests in realty --*or*-- the projected operating budget for when the cooperative interests in realty become fully operational;
 - true, complete, current and accurate copies of the governing documents of the cooperative interests in realty being offered for sale; and
 - a copy of the [escrow account agreement that offeror will supply to New York offerees --*or*-- alternative form of security] which complies with the applicable escrow account regulations and the Department of Law’s memoranda regarding escrow trust funds.

Extensions to Cooperative Policy Statement Applications

- **Cooperative Policy Statement #1 Extension Applications:**
 - a complete extension application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #1 as Exhibit B; and
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #1 as Exhibit B-1.

- **Cooperative Policy Statement #11 Extension Applications:**
 - a complete extension application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #11;
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #11; and
 - a certified rent roll, including the status of each unit in the development (i.e., rent-regulated, market-rate, or vacant) at the time of the application's submission.

Amendments to Cooperative Policy Statement Applications

- **Cooperative Policy Statement #1 Amendment Applications:**
 - a complete amendment application, with appropriate modifications, in the form annexed to Cooperative Policy Statement #1 as Exhibit C;
 - a complete and executed certification signed by the sponsor and each of its principals, in the form annexed to Cooperative Policy Statement #1 as Exhibit C-1;
 - a true copy of sponsor's deed, option, or contract, if any, to purchase the property that is the subject of the Cooperative Policy Statement #1 amendment application (*only required if there is a change to the sponsor*);
 - a copy of amended floor plans for the building (for homeowners associations, include amended site plans), if applicable; and
 - a copy (or other proof thereof) of the designation of the Secretary of State as agent to receive service of process in any action or proceeding in connection with the Cooperative Policy Statement #1 amendment application (if applicable).⁵¹
- **Cooperative Policy Statement #7 Amendments:**
 - a complete and executed affidavit, with appropriate modifications, in the form annexed to Cooperative Policy Statement #7;
 - a complete and executed certification signed by the sponsor and each of its principals; and
 - a list (attached as an exhibit to the affidavit) of all of the unsold homes/lots that also includes projected closing dates for homes/lots in contract that have not yet closed.; and
 - to the extent any document(s) submitted in conjunction with the original Cooperative Policy Statement #7 application or any prior Cooperative Policy Statement #7 amendment have changed materially, such revised/updated documents should also be included in the amendment PDF.
- **Cooperative Policy Statement #12 Amendments:**
 - a complete and executed affidavit, with appropriate modifications, in the form annexed to Cooperative Policy Statement #12;
 - a complete and executed certification signed by the sponsor and each of its principals; and
 - all exhibits to the amendment listed in the form of the amendment annexed to Cooperative Policy Statement #12 that have been updated or amended since they were attached to the original Cooperative Policy Statement #12 application or any prior Cooperative Policy Statement #12 amendment; specifically:
 - a true, complete and accurate copy of the legal description of the cooperative interest in realty being offered for sale
 - a schedule of the offering prices for the cooperative interests in realty, together with related information;
 - the most recent financial statements and budget of the cooperative interests in realty --or-- the projected operating budget for when the cooperative interests in realty become fully operational;

⁵¹ Please note that this requirement is only applicable if (1) there is a change to sponsor and/or principals and (2) sponsor and/or any of its principals is not a resident of, or was not organized under the laws of, the State of New York.

- true, complete, current and accurate copies of the governing documents of the cooperative interests in realty being offered for sale; and
- a copy of the [escrow account agreement that offeror will supply to New York offerees – *or --* alternative form of security] which complies with the applicable escrow account regulations and the Department of Law’s memoranda regarding escrow trust funds.