Request for Qualifications  
20RFQ019 Financial Adviser

<table>
<thead>
<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>September 17, 2019</td>
<td>Advertise/Issue Date</td>
</tr>
<tr>
<td>and September 24, 2019</td>
<td></td>
</tr>
<tr>
<td>September 25, 2019</td>
<td>Due date for questions by 5:00 pm</td>
</tr>
<tr>
<td>September 27, 2019</td>
<td>Questions and answers posted on our website</td>
</tr>
<tr>
<td>October 2, 2019</td>
<td>RFQ opening / due date at 2:00 pm CST</td>
</tr>
<tr>
<td>November 18, 2019</td>
<td>AISD Board meeting for review/approval</td>
</tr>
</tbody>
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Deliver Sealed Statement of Qualifications to:  
Austin ISD  
Contract & Procurement Services  
1111 W. 6th Street, A-330  
Austin, TX 78703

Contact:  
Kristy Gonzalez  
Senior Procurement Specialist  
Phone: 512-414-2123  
Kristy.gonzalez@austinisd.org

- Questions must be submitted via e-mail to the contact person listed above.  
  In the e-mail subject line, type:  
  Questions 20RFQ019 Financial Adviser

- Q & A and addenda will be posted on our website:  
  www.austinisd.org/cp/bids

- Proposals are due no later than 2:00 pm on the date indicated. Your proposal must be delivered by mail or hand delivery in a sealed envelope or carton. Proposals received after the specified time shall not be considered.

- Please submit the following:
  
  **Required**
  - One (1) hard copy marked “original” – include signed “required” forms

  **Requested**
  - One (1) digital copy on a flash drive – include signed “required” forms
  - Three (3) hard copy marked “copy”

- FAX, e-mail or other electronic proposals will not be accepted.

- Proposals must be plainly marked with:
  - Name and address of the respondent
  - RFQ number and title above

This solicitation is a request for proposals for services under Texas Education Code 44.031.
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I. INTRODUCTION

The Austin Independent School District (herein after referred to as “AISD” or the “District”) is seeking proposals from firms or individuals qualified and experienced as a Financial Adviser.

A Financial Adviser is being sought to analyze existing financial resources, develop optional financing plans, and guide the Chief Financial Officer through the debt issuance and structuring process. The District anticipates that it will be necessary to issue additional bonds as part of its debt issuance and restructuring plan.

II. HISTORICALLY UNDERUTILIZED BUSINESS (HUB) PROGRAM REQUIREMENTS

The HUB Program promotes and strongly encourages the involvement and participation of Historically Underutilized Businesses in District-wide procurements. According to AISD policies CH (LOCAL) and CV (LOCAL), the HUB Program guidelines are not applicable for this type procurement.

III. OVERVIEW

AISD and its Board of Trustees are seeking proposals from qualified Financial Advisers to provide financial consulting, capital planning and debt management for future debt financing. AISD serves 80,000 students and has an annual budget of $1.6 billion. The District is governed by an elected nine (9) member Board of Trustees who appoints a Superintendent to manage the daily operations. The District currently has $1.087 billion in outstanding debt, and authorized but unissued debt of $781.3 million.

The district intends to award the contract to a single firm. Term of the agreement shall commence the date of award by the Board of Trustees through June 30, 2021, with the option to extend the contract for three (3) additional one (1) year terms, upon approval by the Board of Trustees.

IV. PROPOSAL INFORMATION

A. Schedule for Selection

<table>
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<tr>
<th>Date</th>
<th>Event</th>
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<tbody>
<tr>
<td>September 17, 2019</td>
<td>Request for Qualifications advertised in the Austin American Statesman and posted to AISD website</td>
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<tr>
<td>And September 24, 2019</td>
<td></td>
</tr>
<tr>
<td>September 25, 2019</td>
<td>Due date for questions (written inquiries)</td>
</tr>
<tr>
<td>September 27, 2019</td>
<td>Q &amp; A posted to website</td>
</tr>
<tr>
<td>October 02, 2019</td>
<td>Due date for Qualifications by Firms</td>
</tr>
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</table>

B. Interpretation of RFQ Wording

Interpretation of the wording of this RFQ shall be the responsibility of the District. District staff will not give verbal answers to inquiries regarding the contents of the RFQ. Any verbal statement regarding it prior to the award shall be non-binding.
C. Written Inquiries

Proposers may make email inquiries concerning this RFQ to obtain clarification of the requirements. Inquiries must be submitted no later than close of business on the date specified in Section IV. A., “Schedule for Selection”. Questions received by this deadline and corresponding answers, will be included in an Addendum and can be found at this web address: https://www.austinisd.org/cp/bids.

Submit inquiries via E-mail to Kristy Gonzalez: kristy.gonzalez@austinisd.org

In the subject line of the email type: Questions 20RFQ019 Financial Adviser

D. Rights of the Austin Independent School District

The District reserves the right to require additional information from Proposers and to conduct necessary investigations to determine Proposer performance and to determine the accuracy of Proposal information.

E. RFQ Information

1. All Proposers are expected to carefully examine the RFQ documents. Any ambiguities or inconsistencies should be brought to the attention of the individual identified in Section IV., C of this RFQ. It is believed that all information necessary to complete a response is included in this RFQ. It is the responsibility of the Proposer to obtain clarification of any information contained herein that is not fully understood.

2. The Proposer, by and through the submission of a Proposal, agrees to be held responsible for: 1) having examined the Request for Qualifications and all referenced citations of judicial decisions, statutory authority, and local policy; 2) having become familiar with the nature and scope of the Services required by the District; and 3) identifying any local conditions that may affect the labor availability, administrative rules and other factors that may impact the District's timeline for completion of the Services.

F. Notification of Receipt of RFQ Documents.

Proposers who have not obtained this solicitation document directly from AISD, or who may have downloaded the document from the AISD website, shall be responsible for immediately notifying AISD of their interest in order to receive all written addenda on a timely basis. Proposers who do not so notify AISD and submit Proposals without receipt of all addenda issued may be deemed to have submitted Bids/Proposals not responsive to this Request for Qualifications.
V. SCOPE OF SERVICE AND PERFORMANCE REQUIREMENTS

The Financial Adviser(s) will be required to perform professional financial advisory services for the District’s Chief Financial Officer in connection with pre-sale strategic financial analysis, authorization, on-going quantitative analysis, marketing, preparation of offering documents, issuance, sale, and delivery of debt instruments, as well as provide ongoing service after the successful delivery of a debt issue. Among other things, the Financial Adviser(s) will be required to provide professional services and perform the duties normally expected of such firms, which are generally described below.

A. Review and analyze debt structures, tax revenue, cash flows and trends, and current and proposed taxing requirements. The analysis will take into account any outstanding obligations which are payable from the net revenues thereof, additional net revenues from any proposed increases and/or additional net revenues as projected by consultant analysis, evaluation, and pro forma cash flows. Based on such financial findings, the Financial Adviser(s) shall devise and recommend for the district’s approval, a plan of financing under terms and conditions most advantageous to the District, consistent with a minimum effective interest rate.

B. Assist the District in the selection of financial underwriting firms including the preparation of the request for proposal to provide financial underwriting services, in-depth evaluation of proposals submitted, oral presentations, and selection of the financial underwriting pool and financial underwriting syndicates for specific transactions.

C. Assist the District in all aspects of both competitive and negotiated transactions including (as applicable), but not limited to the following:

1. Assist in the preparation of an Official Statement or Prospectus containing official data and other information ordinarily required in bidding on obligations.
2. Advise the District of current bond market conditions, forthcoming bond issues and other general information and economic data which might normally be expected to influence interest rates or bidding conditions, so that the date for the sale of any obligations in the open market can be set at a time which is viewed to be most favorable.
3. Assist the District with the sale and delivery of bonds and/or certificates, or other debt instruments.
4. Assist the District in securing competitive bids for credit enhancement, paying agent/registrar banks, trustee banks, escrow agents, financial printers, and other services rendered from other parties associated with financial transactions.
5. Consult with the District on the matter of bond ratings for the proposed issue and when so instructed, direct the preparation of such information as is required for submission to the bond rating agencies. In the event it is considered advisable by the District for a personal presentation of information to the bond rating agencies, the Financial Adviser(s) will accompany those representing the District before such bond rating agencies.
6. Assist the District in the compilation and preparation of information, as needed, for submission to the Texas Education Agency/municipal bond insurance companies for consideration to qualify the proposed issue for either the Permanent School Fund Guarantee Program or municipal bond insurance.

7. Assist the District in planning and coordination of other miscellaneous activities in connection with the issuance of debt as necessary.

8. Assist the District with the Commercial Paper Program (including remarketing agent contract renewals.)

D. The District retains experienced municipal bond advisory law firm(s) (“Bond Counsel”) to prepare the proceedings and provide counsel with respect to all actions related, but not limited to, the legal issuance and final delivery of the District’s obligations, issuance of an opinion approving the legality of the District’s obligations, and the preparation of legal proceedings for a bond election if required. The Financial Adviser(s) shall collaborate with Bond Counsel and shall assist in all the financial advisory aspects involved in the preparation of appropriate legal proceedings and documents.

E. If a bond election is required, the Financial Adviser(s) will assemble and transmit to Bond Counsel such data as may be required in the preparation of the necessary petitions, orders, resolutions, notices, and certificates; and will assist the District in the expeditious handling thereof.

F. The Financial Adviser(s) shall advise, inform, and assist the District with performing due diligence investigations with respect to financial underwriting firms that the District may contemplate utilizing in a financing transaction. Such due diligence shall include matters pertaining to the knowledge of, or investigation into, a firm’s alleged or convicted financial misconduct, securities violations, Justice Department investigation(s), or other financial distrust.

G. Advise and assist the District in complying with, and preparing continuing disclosure of financial information and operating data pursuant to Securities and Exchange Commission Rule 15c2-12.

H. Assist the District with other financial analyses as needed, including reviewing and analyzing debt structures, revenue cash flows and other proposed financings

VI. QUALIFICATIONS

A complete description of your firm’s ability to represent the District as Financial Adviser which should include, but is not limited to, the following:

A. A description of the assigned Financial Adviser(s) experience during the last five (5) years as financial adviser of negotiated or competitively bid bond issues of large urban Public School Districts In Texas. Include the names of the issuers, the amount of the bonds, the capacity in which the firm served, and the purpose for the issuance.
B. List the successful large urban Public School District bond elections in Texas that the firm’s representatives being assigned to Austin ISD have served as financial adviser for the last five (5) years.

C. A description of how the firm is organized and how its resources will be utilized on behalf of the District. Include discussion of firm’s financial strength in terms of net capital and assets.

D. Describe the firm’s approach and capability in designing and implementing a financial plan for a multi-year capital improvement program for the District. Include the capacity of which the assigned Financial Adviser would be involved in the described approach.

E. Provide resumes of the Financial Adviser and staff to be assigned to work with the District, including their areas of expertise, years of financial adviser experience, and the number and types of bond issues they have been involved with. List the office locations and telephone numbers for these individuals and indicate the day-to-day contact as well as who will be attending any meetings with the District.

F. Describe or include any other information you believe would be helpful in assessing your firm’s ability to perform as financial adviser.

VII. RESPONSE FORMAT AND CONTENT

Cover Page

Cover page must reflect the RFP title, Firm name, telephone number, address, contact name, title, telephone number, email address and date of proposal. The proposal itself shall be organized in the following format and informational sequence:

Section I. Preface

Prefacing the proposal, the offeror shall provide an Executive Summary of two (2) pages or less, which gives in brief, concise terms, a summation of the proposal.

Section II. Profile of Proposer

a. Provide a brief summary of the Firm’s corporate experience and individual experience for personnel who will provide this product or service.

b. Provide five (5) references from large urban Public School Districts in Texas that the Firms assigned Financial Adviser has provided services to within the past five (5) years. The contact person should be familiar with the day-to-day management of the contract and be willing to respond to questions regarding the type, level, and quality of service provided. Each reference must contain the name, address, email address, and telephone number.

c. Provide information on the professional liability insurance carried by your firm.
d. List any SEC, MSRB or other regulatory investigations or inquiries your firm is currently involved in or party to.

e. Include a copy of your firm’s standard financial advisory services agreement.

Section III. Services and Capabilities

Describe the services and capabilities as outlined in the Scope of Service and Performance Requirements, and Qualifications section of this RFQ, in the order shown.

Section IV. Financial Condition

Provide documentation, which reflects the financial condition of the Firm. Such documentation must include income statements and balance sheets for the past two (2) fiscal years immediately preceding the date of this RFQ. THIS INFORMATION SHOULD ONLY BE PROVIDED WITH YOUR ORIGINAL PROPOSAL. DO NOT PROVIDE THIS INFORMATION WITH YOUR EVALUATION COPIES.

Section V. Conflict of Interest Statement

Provide a statement certifying that the firm has no current or anticipated conflict of interest with the representation of the District as financial adviser.

Section VI. Required Forms

Forms are required with Original response & flash drive only; they can be excluded from additional copies requested.

Proposer shall execute the following required forms (located on our website, Required Forms link: https://www.austinisd.org/cp/forms), and return the signed original with the proposal:

• Offer Certification
• Notification of Criminal History of Contractor
• Debarment, Suspension and Ineligibility Certification
• CTPA Adoption Clause
• Interlocal Cooperative Agreement Clause
• W-9 (available at www.irs.gov)
• Conflict of Interest Questionnaire (CIQ). The CIQ is prepared by the Texas Ethics Commission, in compliance with House Bill 914, Chapter 176 of the Texas Local Government Code. The form should be submitted on-line at https://www.austinisd.org/cp/ciq-online

These forms along with the contents of the successful proposal will become a part of any subsequent contractual documents.
VIII. COMPETITIVE SELECTION / EVALUATION

A. This is a NEGOTIATED procurement under the provisions of the Texas Professional Services Procurement Act, chapter 2254 of the Texas Government Code. As described above, submissions will be evaluated and ranked on the basis of demonstrated competence and qualifications, and negotiations with submitters, in order of ranking, will be undertaken by AISD until a satisfactory contract for services is reached with a respondent for a fair and reasonable price.

B. AISD will evaluate each firm’s statement in the areas of the qualifications, proposed plan, experience/service capabilities based on the following pre-determined criteria:

<table>
<thead>
<tr>
<th>50 Points</th>
<th>Qualifications</th>
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<tbody>
<tr>
<td></td>
<td>This criteria includes the Firm and assigned Financial Advisor(s) qualifications to handle bond matters, experience and expertise for which a proposal has been submitted, experience with school districts and other governmental entities.</td>
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</table>

<table>
<thead>
<tr>
<th>50 Points</th>
<th>Firms Capabilities</th>
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<tbody>
<tr>
<td></td>
<td>This criteria includes the firm’s capability and available resources to provide competent Financial Advisory services in a timely, comprehensive manner.</td>
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</table>

C. The committee evaluating the proposals submitted in response to this RFP may require any or all Firms to respond to questions and/or clarifications prompted. Firms may be requested to revise any or all portions of their proposals and submit a best and final offer (BAFO) for consideration. AISD may make an award without discussion with any proposers after proposals are received.

D. AISD will begin contract negotiations with the firm determined to be the most qualified. In the event that a contract cannot be negotiated with the first firm, AISD reserves the right to negotiate with the next qualified firm(s) until a contract can be reached.

IX. TERMS AND CONDITIONS

A. Term of the agreement shall commence the date of award by the Board of Trustees through June 30, 2021, with the option to extend the contract for three (3) additional one (1) year terms, following satisfactory delivery of the services specified in the proposal and engagement letter.

B. AISD reserves the right to reject any and/or all proposals, to make awards for individual products or services as may be advantageous, and waive all formalities in the RFQ process.

C. Late proposals, if properly identified, will be returned unopened. No proposal may be withdrawn without written request.
D. AISD desires to have the Firm submit a proposal, which incorporates all significant points enumerated in this RFQ. Where the proposal is silent, AISD assumes the services set forth in the **SCOPE OF SERVICE AND PERFORMANCE REQUIREMENTS** to be accepted as part of the proposal. The Board of Trustees will pass a resolution accepting the written proposal and appropriate portions (if applicable) of the successful Firm selected.

E. AISD will not be responsible for any expenses incurred by the Firm in preparing and submitting a proposal.

F. Questions concerning this solicitation shall be submitted by the date indicated in Section IV. A and directed by email to Kristy Gonzalez, at the address indicated in Section IV. C.

G. Any contract resulting from this solicitation is contingent upon the continued availability of appropriations and is subject to cancellation, without penalty, either in whole or in part, if funds are not appropriated by the AISD Board of Trustees or otherwise not made available to the District.

H. The District reserves the right to terminate all or any part of the undelivered portion any order resulting from this solicitation with thirty (30) days written notice; upon default by the vendor, for delay or nonperformance by the vendor, or, if it is deemed in the best interest of the District, for convenience.

I. In order to ensure the integrity of the selection process, **Proposer's officers, employees, agents or other representatives shall not lobby or attempt to influence a vote or recommendation related to the Proposer's response, directly or indirectly, through any contact with school board members or other district officials from the date this RFQ is released until the award of a contract by the Board of Trustees.**

J. **Proprietary Information.** Proposer should be aware that the contents of all submitted proposals are subject to public review and will be subject to the Texas Public Information Act. All information submitted with your proposal will be considered public information unless Proposer identifies all proprietary information in the Proposal by clearly marking on the top of each page so considered “Proprietary Information”. A final determination of what constitutes proprietary information or trade secrets is made by the Texas Attorney General under the Texas Public Information Act, Chapter 552, Texas Government Code. While AISD will endeavor to maintain all submitted information deemed proprietary within AISD, AISD will not be liable for the release of such information.