

REQUEST FOR QUALIFICATIONS

for

FINANCIAL ADVISOR SERVICES

for

Greenville Utilities Commission

Proposal Due Date:

June 10, 2022, at 3:00PM EDT

Issuing Department: Finance Department



***Greenville
Utilities***

GREENVILLE UTILITIES COMMISSION

REQUEST FOR QUALIFICATIONS FOR FINANCIAL ADVISOR SERVICES

INTRODUCTION

The mission of Greenville Utilities Commission (GUC) is to enhance the quality of life for those we serve by safely providing reliable utility solutions at the lowest reasonable cost, with exceptional customer service in an environmentally responsible manner. GUC provides electric, water, sewer, and gas services.

GUC is seeking responses to this Request for Qualifications (RFQ) in order to select a qualified firm to serve as financial advisor for GUC.

This RFQ does not constitute a bid and is intended solely to conduct a competitive, qualification-based selection process to identify the best-qualified firm with which to negotiate a contract for the desired services.

There is no expressed or implied obligation for GUC to reimburse firms for any expenses incurred in preparing Qualifications in response to this request.

GUC reserves the right to modify or terminate this solicitation at any stage if GUC determines this action to be in its best interest. The receipt of responses or other documents at any stage of the RFQ will in no way obligate GUC to enter into any contract of any kind with any party. GUC reserves the right to reject any and all responses, to waive any irregularities in any response and to request clarification or additional information from any institution.

SCOPE OF SERVICES

Financial Advisors will be expected to provide comprehensive advisory services related to the structuring, marketing, selling, and underwriting of debt. This shall include, but may not be limited to the following:

- Serve as the coordinator between all members of the financing working group to ensure timely and effective communication.
- Assist in developing all necessary approval documents including but not limited to items for GUC and Board of Commissioners.
- Participate and provide feedback in bond document review and due diligence sessions.
- Assist in developing rating agency strategies related to maintaining or improving existing credit ratings.
- Provide information to GUC regarding issues, trends, and practices that may be relevant to a financing.
- Provide assistance in creating amortization schedules and other information to assist in maintaining models at the individual utility and combined enterprise level.

- Analyze the cost and benefit of different bond structuring and pricing options. This includes, but is not limited to fixed rate versus variable rate bonds, callable versus non-callable, and par versus discount/premium bonds.
- Participate in pricing discussions and provide recommendations to ensure GUC is utilizing the most efficient couponing strategy.
- Participate in reviewing the underwriter's quantitative analysis related to the bond sizing, structure, refunding analyses, and flow of funds.
- Provide timely market information and comparative sale information in advance of a bond sale.
- Advise GUC on takedowns proposed by the underwriter.
- Assist in reviewing the underwriter's proposed allocation of bonds.
- Assist in competitive financings, as needed.
- Provide comments on continuing disclosure undertakings (CDUs).
- Participate in a post-financing review, and at a minimum provide analysis on how GUC's transaction priced relative to comparable deals in the market.

CONDITIONS APPLICABLE TO RFQ

Upon submission of a response to this RFQ, the Respondent acknowledges and consents to the following conditions relative to the submission and review and consideration of its Qualifications Statement:

- All costs incurred by the Respondent in connection with responding to this RFQ shall be borne solely by the Respondent. GUC will not be responsible for any expenses incurred by any Respondent in the development of a response to this Request for Qualifications or any other activities associated with this procurement including but not limited to any onsite (or otherwise) interviews and/or presentations, and/or supplemental information provided, submitted, or given to GUC and/or its representatives.
- GUC reserves the right in their sole judgment to reject for any reason any and all responses and components thereof and to eliminate any and all responses and components thereof and to eliminate any and all Respondents responding to this RFQ from further consideration for this procurement.
- GUC reserves the right in their sole judgment to reject any Respondent that submits incomplete responses to this RFQ or a submittal that is not responsive to this RFQ.
- Each firm shall affirm that no official or employee of GUC is directly or indirectly interested in this RFQ for any reason of personal gain.

SUBMITTAL REQUIREMENTS

Responses to the RFQ should be delivered electronically to Cleve Haddock at haddocgc@guc.com no later than Friday, June 10, 2022, by 3:00 pm EDT. Mr. Haddock’s contact information is listed below:

Cleve Haddock, CLGPO
Greenville Utilities Commission
Procurement Manager
Telephone: 252-551-1533
E-mail: haddocgc@guc.com

All submittals must be received by the designated date and hour. Documents received after the date and hour designated are automatically disqualified and will not be considered. It is the sole responsibility of the Respondent to ensure that the response to the RFQ is submitted by the designated time and hour.

Calendar

RFQ Issued	Thursday, May 27, 2022
Deadline for Receipt of RFQ	Friday, June 10, 2022

GUC reserves the right to reject any and/or all submittals, waive any minor irregularities in the process and to be the sole judge of suitability of the services for its intended use, and further, specifically reserves the right to seek new RFQs when it is in the best interest of GUC. Failure to respond to any requirements outlined in the RFQ or failure to enclose copies of the required documents may disqualify the response.

GUC has adopted an Affirmative Action and Minority and Women Business Enterprise Plan (MWBE) Program. Firms submitting a response to RFQ are attesting that they also have taken affirmative action to ensure equality of opportunity in all aspects of employment, and to utilize MWBE suppliers of materials and labor when available. Minority owned and operated businesses are encouraged to participate in the submission process.

All responses to this request will be subject to the North Carolina Public Records Law.

The font size shall not be smaller than 11-point and the total document should be limited to thirty (30) pages.

To be considered for this project each response must contain all of the following information, tabbed as identified, and in the sequence indicated below.

Completeness and clarity of the response will be an important consideration, as will the conciseness of the response package. Responses should include the following sections.

1) SECTION 1: Letter of Transmittal – The letter of transmittal should acknowledge the following:

- The Respondent and Respondent’s key professionals do not have and do not anticipate a potential conflict of interest with GUC.
- The Respondent acknowledges that all costs incurred by the Respondent in connection with responding to this RFQ shall be borne solely by the Respondent.

2) SECTION 2: Table of Contents

3) SECTION 3: Executive Summary

In two pages or less, provide a brief statement explaining why GUC should consider your firm for Financial Advisor Services. The Respondent must have significant experience and capacity to provide services related to public/governmental finance to GUC pursuant to North Carolina State law.

4) SECTION 4: Background and Qualifications

- Indicate your firm’s closest physical office location to the City of Greenville.
- Provide documentation showing compliance with the municipal advisor registration requirements of the MSRB and SEC.
- Provide a summary of the backgrounds and qualifications of the specific individuals at your firm who would be assigned to work with GUC. Specify the person who will serve as the primary day-to-day contact person and discuss the primary roles of the other members of your professional team.

5) SECTION 5: Experience

- List in tabular format relevant experience with bond financings over the last three years including date of sale, issuer, program type, rating, sale type, and final maturity. **(This information may be included as an appendix and is not applicable to the 30-page limit.)**
- Describe two current financial advisor assignments involving your firm that are most relevant to debt issuance by large issuers in North Carolina. Please indicate the name of the issuer, a description(s) of the transactions(s), the individual(s) from your firm involved

and the value added by your firm.

- Provide five (5) client references. Include the name of the client, contact person, e-mail address, and phone number.

6) SECTION 6: Rating Agency and Investor Marketing Approach

- Please discuss any issues, benefits, or challenges associated with pricing and marketing bonds in the current market given the current rating levels and financial issues confronting GUC.
- Please describe how your firm would assist GUC in developing rating agency information as a part of an issuance.
- Please describe how your firm would assist GUC in marketing bonds to both current and new investors.

7) SECTION 7: Pricing Approach and Strategy

- Please describe how you would advise GUC in determining the best strategy with regard to pursuing a competitive or negotiated deal.
- Please describe how you would review and advise GUC on proposed takedowns to confirm they are competitive with other issuers.

8) SECTION 8: Charges and Fees

- Explain your method of determining fees, including charges for travel and out of pocket expenses. Also explain your approach to billing miscellaneous calls from GUC for which you would spend minimal time.
 - Please provide an hourly rate by participant level for work that is performed outside of bond issue.
- Indicate the fee your firm would expect to charge for work associated with the following sample financings. Include basis for computing the fee (e.g. size and type of issue, hourly rates, 'blended' hourly rates, etc.), maximum fee, and other additional charges, including out of pocket expenses. NOTE that these are sample financings and are not necessarily financings GUC will undertake.
 - \$2 million installment financing contract sold on behalf of GUC sold directly to a bank (private placement).
 - \$70 million revenue bond for GUC's combined utility system.
 - \$30 million draw down variable rate revenue bond sold on behalf of GUC and

placed directly with a bank (private placement).

9) SECTION 9: Additional Services

Describe other services provided by your firm and efficiencies or cost savings that may be gained by GUC engaging your firm for these ancillary services.

10) SECTION 10: Legal and Firm Issues

- Please indicate if the Firm is any of the following:

____ MBE ____ WBE ____ SBE ____ None of the above

If the Firm has been certified with the designations above, indicate which agency, and the effective and expiration dates of that certification below:

Agency Certifying: _____

Effective Date: _____

Expiration Date: _____

- Please disclose and explain any significant negative events in your firm’s recent history including criminal charges, civil litigation, or administrative actions involving allegations of securities law violations by your firm or its employees during the past five (5) years. Please comment on the resolution and/or status of the actions.
- Are there any other lines of business conducted by your firm that could complement or conflict with your role on GUC transactions? Please disclose any arrangements that might present an actual or apparent conflict of interest with this role.
- Disclose any existing or contemplated relationship with any other person or entity, including relationships with GUC staff, which would constitute an actual or potential conflict of interest in connection with the rendering of services detailed in this response. If a conflict does or might exist, please describe how your firm would resolve the conflict.

11) SECTION 11: Respondent’s Certification

The Respondent’s Certification set forth below shall be completed and signed by the person submitting the response to the RFQ on behalf of your firm.

RESPONDENT’S CERTIFICATION

I have carefully examined the submittal to the Request for Qualifications, and any other documents accompanying or made a part of this submittal.

The firm identified below hereby proposes to furnish the services specified in the Request for Qualifications. I agree that the submittal will remain firm for a period of up to 150 days in order to allow GUC adequate time to evaluate the responses submitted.

I verify that all information contained in this submittal is truthful to the best of my knowledge and belief. I further certify that I am duly authorized to submit this response to the Request for Qualifications on behalf of the firm as its act and deed and that the firm is ready, willing, and able to perform if selected.

I further certify that this submittal to the Request for Qualifications is made without prior understanding, agreement, connection, discussion, or collusion with any other person, firm or corporation submitting a Request for Qualifications for the same product or service; no officer, employee or agent of GUC; and that I, the undersigned, executed this certification with full knowledge and understanding of the matters therein contained and was duly authorized to do so.

NAME OF BUSINESS

SIGNATURE

NAME & TITLE, TYPED OR PRINTED

MAILING ADDRESS

CITY, STATE, ZIP CODE

TELEPHONE NUMBER

EVALUATION CRITERIA:

Selection shall be based on evaluation and rating of Respondent's demonstrated competence and qualifications/performance for the type of services/products to be offered. Qualifications will be evaluated based on, but not necessarily limited to, the following criteria:

- The quality of references from past customers of vendor.
- Quality of approach and methodology that demonstrates an understanding of the requirements.
- Quality, extent and relevance of Respondent's staff/experience in conducting service(s).
- Respondent's response time for service(s).
- Overall cost.

It is expected that GUC's selection will be the Respondent that best meets the needs of GUC. GUC reserves the right to change the criteria and to otherwise vary from this procedure as it determines to be in GUC's best interest. GUC also reserves the right to conduct interviews with the most qualified Respondents.