



State of Delaware

Department of Finance

Carvel State Office Building, 8th Floor
820 N. French Street
Wilmington, DE 19801

Request for Qualification
to provide
Underwriting/Agent Services
to the
State of Delaware

Bid Number: FIN-16-020-U/W/Agent

Bid Closing: January 13, 2017, noon, EDT

**REQUEST FOR QUALIFICATION
to provide
UNDERWRITING SERVICES
to the
STATE OF DELAWARE**

I. RFQ SCHEDULE

ID	Date/Time	Activity
1	December 16, 2016	Request for Qualification posted on http://bids.delaware.gov/
2	December 19, 2016	Published in The Bond Buyer
3	January 4, 2017	All Vendor questions regarding RFQ are due Please direct any questions regarding this request for information via e-mail to Geoff Stewart, stewartg@pfm.com .
4	January 6, 2017	State issues answers to questions regarding the RFQ via http://bids.delaware.gov/
5	January 13, 2017, noon (EST)	RFQ Response due date Submissions should be e-mailed to Stephanie Scola, stephanie.scola@state.de.us , and Geoff Stewart, stewartg@pfm.com , by noon (Eastern) on January 13, 2017.

Contact Information:

Stephanie Scola, Director Bond Finance
Department of Finance
State of Delaware
820 N. French Street, 8th Floor
Wilmington, DE 19801
P: (302) 577-8988

Geoffrey Stewart, Director
Public Financial Management
1735 Market Street, Floor 43
Philadelphia, PA 19103
P: (215) 557-1484

II. OVERVIEW

The State of Delaware (the “State”) and the Delaware Department of Transportation (the “DelDOT”) are soliciting information from qualified firms interested in performing senior manager (“Senior Manager”), co-senior manager (“Co-Senior Manager”) or co-manager (“Co-Manager”) underwriting services for its general obligation bonds and/or its transportation revenue bonds, including GARVEE bonds and US 301 Project Toll Revenue Bonds, for any negotiated issuance through fiscal 2019. Pursuant to 29 *Del. C.* §6986, the State reserves the right to award a contract to two or more vendors if in the best interest of the State of Delaware. For the purposes of this procurement, the State and DelDOT through this RFQ will develop a pool of pre-qualified firms for any negotiated transactions and will solicit pricing at a future date from those firms that qualify. Firms that qualify will be considered for any negotiated transaction during the referenced time period and, if not selected, will continue to be considered for other roles as well as for subsequent transactions.

For its ongoing capital programs, the State and/or DelDOT will offer general obligation bonds and/or transportation revenue bonds and may select pre-qualified firm(s) to market a portion of its bonds to retail investors via a negotiated sale. The State may also consider refunding portions of its outstanding bonds for debt service savings provided the refunding meets or exceeds certain net present value debt service savings and refunding efficiency thresholds.

The selected firm(s) will work with the Department of Finance, the Department of Transportation, the Office of the State Treasurer, the Attorney General and other professionals selected by the State. The State reserves the right to select multiple firms for the same series of bonds or select a single firm for multiple series of bonds. Further, the State reserves the right to sell its bonds, or any portion of its bonds, on a competitive bid basis, as indicated by 29 *Del. C. c.* 74, and reserves the right to modify and/or cancel this solicitation at any time during this process.

Any Senior Manager selected will be required to provide some or all of the services identified below, at the request of the State or DelDOT. Co-Senior Managers (if any), and Co-Managers shall provide information and assistance upon request and shall act as members of the underwriting syndicate.

III. SCOPE OF SERVICES

1. Recommend structures for each specific debt series being issued in order to minimize overall debt service costs;
2. Assist in drafting and reviewing relevant bond documents, including, but not limited to, official statements, bond resolutions, bond purchase agreements and escrow agreements;
3. Assist in preparation of materials, presentations or other communications with rating agencies and investors;
4. Identify financing opportunities available to the State;
5. Manage the underwriting process;
6. Commit capital to underwrite the bonds being issued;

7. Provide post-closing analysis of the debt issuance, including but not limited to pricing, orders, allotments;
8. Identify investment opportunities that provide savings and improve the efficiency or execution of a transaction;
9. Provide such underwriting and investment banking services as requested by the State or DeIDOT.

IV. REQUIRED COMPONENTS

Each firm submitting information to pre-qualify as a Senior Manager, a Co-Senior Manager or a Co-Manager must follow the instructions below. Each firm is advised to thoroughly read and follow all instructions and limit its response to a length of no more than 15 pages. A response must contain all of the information in the order and format indicated below.

1. Provide the name, title, business address, e-mail address, telephone number and fax number of the individual the State should contact regarding your proposal;
2. Provide a brief description of your firm and its ownership structure. Discuss your firm's public finance and municipal sales, trading and underwriting departments including a discussion of your commitment to these areas;
3. Describe the team that will be assigned to cover the State with a discussion of their relevant experience. Please include brief resumes in an appendix.
4. Provide your firm's total capital, net capital, equity capital and excess net capital position as of the end of your most recent quarter;
5. Describe your firm's physical presence in the State of Delaware, including number of offices, number of employees and type of business activity conducted in the State;
6. Describe your firm's municipal bond sales and distribution capabilities nationally and within the State of Delaware, including both retail and institutional sales.
7. Discuss your firm's support of the State's bonds in the secondary market as well as your support of the State's bonds offered for sale competitively in the primary market.
8. Identify any existing or potential conflict of interest, or any relationships that might be considered a conflict of interest, that may affect or involve transactions for the State;
9. Provide a summary of any ongoing investigations or litigation involving the firm, its directors, officers and principals and any individuals employed by the firm in the past five years. Include in such summary any censures, fines, indictments or prosecutions. Please include details in an appendix.
10. Provide as an appendix, the last two G37/38 reports your firm has filed.

Each written submission will be evaluated using the following weights criteria.

Criteria	Weight
Retail Sales and Distribution ability in Delaware	30%
Retail Sales and Distribution ability Nationwide	30%
Trading Experience	15%
Underwriting Ability	15%
Secondary Market Support	10%
Total	100%

V. TERMS AND CONDITIONS

1. The Senior Manager will be expected to execute a Bond Purchase Agreement which will include the usual and customary terms and conditions. The form and content of the agreement will be provided by the State of Delaware.
2. Underwriters’ counsel must be selected from a pre-qualified list of firms which will be provided upon request.
3. The State or DelDOT, in their discretion, reserve the right to reject any or all submissions and solicitations, to accept any proposal it considers most closely aligned with its interests, the right to waive minor irregularities in the procedures, and the right to reject all information and solicitations and seek new proposals.
4. The State or DelDOT reserves the right to request clarification of information submitted and to request additional information from one or more respondents.
5. Neither the State nor DelDOT will be liable for any vendor costs incurred in the preparation of responses to this request.
6. The State or DelDOT reserves the right to conduct oral interviews with any or all respondents prior to selection and will not be liable for costs incurred in connection with such interview.

In accordance with Executive Order 44 (Ensuring Representation of Minority and/or Women Business Enterprises, Veteran-Owned Businesses and Businesses owned by Individuals with Disabilities in Delaware’s Supplier Diversity Initiatives, and Rescinding Executive Order No. 14 and No. 29), the State of Delaware is committed to supporting its diverse business industry and population. The successful vendor will be required to report on the participation by qualified minority, women, veteran-owned business enterprises and businesses owned by individuals with disabilities.

The firm shall be properly licensed and authorized to transact business in the State of Delaware as provided in Section 2502 of Title 30 of the Delaware Code and other applicable statutes and regulations.