

**REQUEST FOR PROPOSALS
FOR
INDEPENDENT REGISTERED MUNICIPAL ADVISOR SERVICES**

Appointment as Independent Registered Municipal Advisor to the State of New Jersey
Fiscal Year 2015

**Issued by the
State of New Jersey
Treasurer's Office**

Date Issued: August 29, 2014

**Responses due by 3:00 PM NJ Time on
Friday, September 12, 2014**

Andrew Sidamon-Eristoff
State Treasurer
State of New Jersey
Department of the Treasury

REQUEST FOR PROPOSALS: INDEPENDENT REGISTERED MUNICIPAL ADVISOR SERVICES

1. PURPOSE AND INTENT

The Treasurer of the State of New Jersey (the "State") is soliciting proposals on behalf of the State Treasurer ("Treasurer"), from qualified firms interested in serving in the role of Independent Registered Municipal Advisor in accordance with the exemption from the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank") established by SEC Rules to provide certain advice and assistance for transactions undertaken by the State of New Jersey (the "State"), by its various State independent authorities listed below ("State Authorities") that are secured pursuant to a contract or a lease with the State Treasurer and certain transactions undertaken by University Hospital (collectively, "State Transactions"). Your firm is invited to submit a proposal.

The State Treasurer intends to select one or more financial advisory firms to serve in the role of Independent Registered Municipal Advisor ("IRMA"). The IRMA is expected to have a thorough understanding of the State, the State Authorities, as well as all pertinent statutes, rules and regulations, covenants and contracts. The contract term begins at the award of the contract and ends on June 30, 2015. The contract will have a term of less than one year with an option for the State to extend, in its sole discretion, for two (2) additional periods of one (1) year each. The State reserves the right to terminate the engagement at any time at the State's convenience and without cause.

The selected bidder will be asked to serve as the State's IRMA for State transactions involving the following entities:

- State of New Jersey;
- Casino Reinvestment Development Authority;
- Garden State Preservation Trust;
- NJ Building Authority;
- NJ Economic Development Authority;
- NJ Educational Facilities Authority;
- NJ Health Care Facilities Financing Authority;
- NJ Sports and Exposition Authority;
- NJ Transit Corporation;
- NJ Transportation Trust Fund Authority;
- Tobacco Settlement Financing Corporation; and
- University Hospital

2. MINIMUM REQUIREMENTS

All firms must meet the minimum requirements specified below. Failure of a firm to meet all of the minimum requirements will result in the proposal's immediate rejection.

- The firm must have served in the role of financial advisor to the State or a State Authority on a State Transaction sometime during the period of January 1, 2010 to present.
- The firm must have served in the role of financial advisor from January 1, 2010 to present on at least three transactions each with a par amount in excess of \$1.0 billion.
- The firm must sign a State Confidentiality Agreement and any other legal documents the State requires during the duration of the contract.
- The firm must be currently registered as a municipal advisor with both the SEC and the MSRB and remain such throughout the term of the proposed contract.

3. SCOPE OF SERVICES

The State and each of the State Authorities, in order to establish the IRMA exemption, intend to "rely on" the advice provided by the respective IRMA in the sense that the State and such entities will seek and consider the advice, analysis, and perspective of the IRMA before making any decision, without necessarily following the advice of the IRMA. In addition, please note that the State and each of the State Authorities reserve the right to only forward to the IRMA those proposals received from market participants that in the view of the recipient merit serious consideration.

- Please note that should the State opt to have a full-time financial advisor hired for a particular transaction, the selected IRMA for the engagement proposed under this RFP cannot respond to any RFP for such transaction specific financial advisor services during the term of this engagement.

4. REQUIRED COMPONENTS OF THE PROPOSAL

Each firm submitting a proposal must follow the instructions contained in this RFP in preparing and submitting its proposal. The proposing firm is advised to thoroughly read and follow all instructions. A proposal must contain all of the information in the order and format indicated below. All terms and conditions set forth in this RFP will be deemed to be incorporated by reference in their entirety into any response submitted by your firm. Interested firms must respond to all of the questions listed below:

In your proposal please respond to each question by repeating the question at the top of the section and referring to the question by the numbers used in this RFP.

- 4.1 Provide an executive summary of not more than two pages identifying and substantiating the basis of your contention that you are the best qualified firm to provide the requested IRMA services to the State and State Authorities. As part of the one page Executive Summary, provide the name, title, business address, e-mail address, telephone number and fax number of the individual the State should contact regarding your proposal.
- 4.2 Provide a brief description of your firm, its ownership structure and its state/country of incorporation or formation. **Describe your firm's physical presence in the State of New Jersey**, including the number of offices, the number of employees and the type of business activity conducted in the State. Also, please describe the participation of women and minorities in your firm. Please indicate the percentage of your firm that is owned by women and minorities.
- 4.3 Demonstrate specifically how your firm meets Section 2.0 – MINIMUM REQUIREMENTS. Include the names, size, transaction/assignment dates, and any other relevant information, including references.
- 4.4 Please describe how your firm intends to meet the requirements set forth in Section 3.0 – SCOPE OF SERVICES.
- 4.5 Please provide a list of firms for which your firm would not be considered as independent in accordance with the SEC's Rules and SEC Staff's FAQ No. 3.6.
- 4.6 Provide a staffing plan listing those persons who will be assigned, including the designation of the person who would have the primary responsibility for the engagement. Include for each person the relevant resume information including, at a minimum, a description of the person's relevant professional experience, and type of experience and number of years with the firm. Also, for each individual, identify what role, if any, the individual will perform in connection with the scope of services described in Section 3.0, above.
- 4.7 Please list the blended hourly rate which you would expect to charge for any individual who would be responsible for providing assistance. Please provide your fee cap for each project review.
- 4.8 As an appendix, 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 of the State or State Authorities.
- 4.9 As an appendix, describe any pending, concluded or threatened litigation, administrative proceedings or federal or state investigations or audits, subpoenas or other information requests of or involving your firm or the owners, principals or employees thereof during the period beginning January 1, 2010 to the present. Describe the nature and status of the matter and the resolution, if any.
- 4.10 As an appendix, list any sanctions or penalties brought against your firm or any of its personnel (including suspension or disbarment) by any regulatory or licensing agencies. Include a description of the reasons for the sanction or penalties and whether such sanctions or penalties are subject to appeal.
- 4.11 Provide as an appendix, the last two G37 reports your firm has filed and if applicable, form G38t.

5. SUBMISSION OF THE PROPOSAL

All respondents are required to limit their proposals to ten (10) pages or less (exclusive of appendices) at no smaller than twelve (12) point type. Excess pages and extraneous materials or appendices will detract from the overall quality of the response. **JOINT PROPOSALS WILL NOT BE PERMITTED.** All documents and information submitted in response to this RFP generally shall be available to the general public as required by Executive Order No. 26, the NJ Open Public Records Act and other applicable law.

Communications with representatives of the State concerning this request, by you or on your behalf, is NOT permitted during the submission process (except as specified below). No telephone inquiries will be accepted. If you have questions or require clarification on any aspect of this RFP, please forward the request via email to: RFQresponses@treas.state.nj.us. Questions must be submitted by 3:00 p.m. on September 3, 2014. The State will post answers on the Office of Public Finance website at: http://www.state.nj.us/treasury/public_finance/ on or about September 5, 2014.

The State will not be responsible for any expenses in the preparation and/or presentation of the proposals and oral interviews, if any, or for the disclosure of any information or material received in connection with the solicitation, whether by negligence or otherwise.

The State reserves the right to request additional information or clarification, if necessary, or to request an interview with firm(s), or to reject any and all proposals with or without cause, and waive any irregularities or informalities in the proposals submitted. The State further reserves the right to make such investigations as deemed necessary as to the qualifications of any and all firms submitting proposals. The State reserves the right to negotiate lower prices with responding firms as deemed in the best interests of the State. Responding firms may withdraw their proposal at any time prior to the filing date and time by written notification signed by an authorized agent of the firm. The proposal may thereafter be resubmitted, but only up to the final filing date and time.

The responding firm assumes sole responsibility for the complete effort required in this RFP. No special consideration shall be given after proposals are opened because of a firm's failure to be knowledgeable about all of the requirements of this RFP. By submitting a proposal in response to this RFP, the firm represents that it has satisfied itself, from its own investigation, of all the requirements of this RFP.

Four (4) copies of your proposal containing one (1) signed original and three (3) copies) plus a CD with all appendices must be delivered by courier or overnight express mail, no later than 3:00 PM on Friday, September 12, 2014 to: James Petrino, Director Office of Public Finance, State of New Jersey, 50 West State Street, 5th floor (hand delivery) P.O. Box 005, Trenton, NJ 08625. No fax or email proposals will be accepted. Proposals received after the time and date listed above will not be considered.

6. SELECTION PROCESS

All proposals will be reviewed to determine responsiveness. Non-responsive proposals will be rejected without evaluation. Responsive proposals will be reviewed and scored by an evaluation committee pursuant to the grading scale it creates. The State reserves the right to request clarifying information subsequent to submission of the proposal if necessary. The criteria used to evaluate responsive proposals shall include, but not be limited to, ideas, expertise, capacity, experience and personnel in accordance with Executive Order No. 26.

Interviews may be conducted, at the option of the evaluation committee, with any or all of the firms submitting a proposal. If interviews are to be held you will be notified approximately one (1) week in advance.

7. STATUTORY REQUIREMENTS

7.1. The following documents must be completed, included and submitted with the bid proposal. All forms listed below can be downloaded from the Department of the Treasury website at: <http://www.state.nj.us/treasury/purchase/forms.shtml>.

- Standard Terms and Conditions;
- Ownership Disclosure;
- Disclosure of Investigations and Actions Involving Bidder;
- MacBride Principles;

- Affirmative Action Employee Information Report;
- Set Off for State Tax;
- Source Disclosure Certification Form;
- New Jersey Business Registration;
- Disclosure of Investment Activities in Iran;
- Contractor Certification and Disclosure of Political Contribution (N.J.S.A. 19:44A – 20.13 et seq.); and
- Vendor Certification (P.L. 2005, c. 271).

NOTE: A copy of a valid New Jersey business registration must be submitted. If not already registered with the New Jersey Division of Revenue, registration can be completed on-line at the Division of Revenue website: <http://www.state.nj.us/treasury/revenue/index.html>.

7.2. Specific Statutory Requirements

1. **Chapter 51 and Executive Order No. 117.** Pursuant to Public Law 2005, Chapter 51 (“Chapter 51”) and Executive Order No. 117 (Corzine 2008) (“Executive Order 117”), State departments, agencies and authorities are precluded from awarding contracts exceeding \$17,500 to vendors who make certain political contributions on and after October 15, 2004, to avoid any appearance that the selection of contracts is based on the contractors’ political contributions. Chapter 51 also requires the disclosure of all contributions to any political organization organized under 26 U.S.C. 527 that also meets the definition of a “continuing political committee” within the meaning of N.J.S.A. 19:44A-3(n) and N.J.A.C. 19:25-1.7. **Failure to submit the certification and disclosure form(s) shall be cause for rejection of your firm’s proposal.** Please consult the websites listed below for information and forms relating to Chapter 51 and Executive Order 117.

Website: http://www.state.nj.us/treasury/purchase/forms/eo134/c51_eo117_cd_02_10_09.pdf

Instructions: http://www.state.nj.us/treasury/purchase/forms/eo134/c51_eo117_cd_instr%2002_2009.pdf

The firm or firms selected pursuant to this RFP shall be required to maintain compliance with Chapter 51 and Executive Order 117 during the term of its or their engagement.

2. **Chapter 271.** Pursuant to Public Law 2005, Chapter 271 (“Chapter 271”), your firm is required to disclose its (and its principals’) political contributions within the immediately preceding twelve (12) month period prior to entering into a contract. No prospective firm will be precluded from entering a contract with the State by virtue of the information provided in the Chapter 271 disclosure provided the form is fully and accurately completed. Prior to award of this engagement, the firm selected pursuant to this RFP shall be required to submit Chapter 271 disclosures. Please refer to <http://www.state.nj.us/treasury/purchase/forms/CertandDisc2706.pdf> for a copy of the Chapter 271 disclosure form. **It is not required to be completed in connection with the submission of your proposal.**

If selected pursuant to this RFP, please also be advised of your firm’s responsibility to file an annual disclosure statement on political contributions with the NJ Election Law Enforcement Commission (ELEC) pursuant to N.J.S.A. 19:44A-20.13 (L. 2005, c. 271, section 3) if your firm receives contracts in excess of \$50,000 from a public entity during a calendar year. It is your firm’s responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at (888)313-3532 or www.elec.state.nj.us.

3. **Chapter 92.** In accordance with Public Law 2005, Chapter 92, all services performed pursuant to this engagement shall be performed within the United States of America.

4. **Certification of Non-Involvement in Prohibited Activities in Iran.** Pursuant to N.J.S.A. 52:32-58, the bidder must certify that neither the bidder, nor any of its parents, subsidiaries, and/or affiliates (as defined in N.J.S.A. 52:32-56(e)(3)), is listed on the Department of the Treasury’s List of Persons or Entities Engaging in Prohibited Investment Activities in Iran and that neither is involved in any of the investment activities set forth in N.J.S.A. 52:32-56(f). If the bidder is unable to so certify, the bidder shall provide a detailed and precise description of such activities.