

Request for Qualifications  
to provide  
Underwriting Services

RFP Issue Date: March 12, 2025

Proposals Due: 3:00 PM CST April 4, 2025  
Electronically at the addresses set forth herein

**NORTH EAST TEXAS REGIONAL MOBILITY AUTHORITY  
REQUEST FOR QUALIFICATIONS TO PROVIDE UNDERWRITING SERVICES**

**RESPONSES DUE ELECTRONICALLY: 3:00 PM CENTRAL TIME,  
April 4, 2025  
AT THE ADDRESSES SPECIFIED BELOW**

**I. PURPOSE OF REQUEST**

The North East Texas Regional Mobility Authority (“NET RMA”, the “Issuer”) is requesting this Request for Qualifications (RFQ) from qualified investment banks to provide underwriting services in connection with the proposed financing of projects which the NET RMA may elect to execute within the specified term of the engagement. Any and all investment banks selected to serve the NET RMA pursuant to this RFQ will serve as members of a pool of potential underwriters for a five (5) year term, with the option to extend the term for one (1) year. From time to time, the NET RMA will select, from members of the pool, an underwriting syndicate to underwrite financings or provide other debt management related services. Inclusion in the underwriting pool does not guarantee participation in any or all NET RMA financings. NET RMA reserves the right to select any firm from the pool to serve as Senior, Co-Senior or Co-Manager at NET RMA’s sole discretion. The NET RMA may, at its sole discretion, add or remove any member from participation in the pool or shorten or lengthen the period of time for which the pool is in place.

The NET RMA was established as the 5<sup>th</sup> RMA in Texas on October 28, 2004, by the Texas Transportation Commission. The NET RMA’s goal is to enhance mobility and create economic opportunity in the North East Texas Region – which includes the counties of Smith, Camp, Cass, Gregg, Cherokee, Rusk, Harrison, Bowie, Wood, Panola, Titus, Van Zandt, Upshur, and Kaufman. Pooling together the resources of each member county, local Metropolitan Planning Organizations (“MPOs”), the Texas Department of Transportation (“TxDOT”) and various cities, the NET RMA seeks to finance much needed infrastructure projects in North East Texas.

## II. REQUIREMENTS

### STAFFING REQUIREMENTS

Any changes to significant personnel assigned to the account, either before or during the term of appointment to the underwriting pool, must be provided in writing or email to NET RMA. A firm must agree to ensure the continuity of the NET RMA-approved main point of contact. In the event that such a replacement is necessary, respondent agrees that no replacement person shall begin work on the project without the prior written approval of NET RMA. If a firm has been selected as Senior or Co-Senior Manager for any financing and replacement staff does not meet with NET RMA's approval, the firm will forfeit its position as Senior or Co-Senior Manager.

**After issuance of the RFQ, Proposers may NOT contact, either directly or indirectly, members of the NET RMA's Board of Directors or NET RMA's staff concerning this procurement, unless it is to respond directly to official inquiries concerning the response. Violation of this prohibition is grounds for disqualification from the selection process.**

**Responses are to be sent as follows:**

1 Electronic version to:

Dianne Johnston  
dianne.johnston@netrma.org

1 Electronic version to:

Colby Eckols  
colby.eckols@hilltopsecurities.com

## III. RESPONSE FORMAT

- A. Responses should be as brief and concise as possible, providing relevant information and excluding marketing materials
- B. Response must not exceed fifteen (15) pages (8.5 x 11 inches with one-inch margins from all sides), type font size not less than 11-point. Submittals of information in response to this RFQ greater than the specified fifteen (15) pages will only be reviewed up to the first fifteen (15) pages. The fifteen (15) page limit shall be exclusive of professional résumés, cover sheets, fly leaves, brochures, table of contents, requested appendices and dividers, etc. These additional items should be limited and directly applicable to this RFP.

- C. Please provide a response to every question in Section IV below or indicate why no response is given.
- D. Proposals should be submitted by individual firms only; no proposal should be submitted on a joint basis. The NET RMA reserves the right to select and combine firms as it feels is appropriate to best meet its needs.
- E. Identify the question being answered in the introduction to each response.
- F. The response shall be organized and submitted as follows:

<b>Response Requirement</b>	<b>Tabular Reference</b>
Cover Sheet (identifying Respondent submitting Response)	Front of Response
Table of Contents	Front of Response
Executive Summary	Tab I
General Information	Tab II
Key Personnel Qualifications and Resumes	Tab III
Technical Requirements	Tab IV

**IV. PROPOSAL CONTENT**

**Tab I: Executive Summary**

Provide an executive summary (no longer than two (2) pages in length) identifying the key components of the Proposer’s qualifications. (This summary will be included in the fifteen (15) page limit).

**Tab II: General Information**

Provide the following information regarding firm history and project commitments.

1. Provide information regarding your firm including any updates to firm structure, ownership or key public finance personnel.
2. Firm Update: Discuss your firm’s commitment to municipal finance nationally, and more specifically your firm’s presence in the North East Texas region, which includes the counties of Smith, Camp, Cass, Gregg, Cherokee, Rusk, Harrison, Bowie, Wood, Panola, Titus, Van Zandt, Upshur, and Kaufman and the state of Texas at large. This should cover both investment banking capabilities as well as sales, trading and underwriting capabilities. Provide your firm’s designation as a national or regional firm. Provide the number of municipal finance offices your firm has nationally, and in Texas.

3. Firm Team: Provide an organizational chart showing the structure of and individual members of your Firm’s team that will support the Authority.

4. Please provide the following information, using the following format:

Headquarters Location	Address
Lead Banker – Primary Contact	Name, Title, Address, Phone, Email
Lead Banker - Alternate	Name, Title, Address, Phone, Email
Underwriter	Name, Title, Address, Phone, Email

5. List, in general terms, your firm’s contact with the NET RMA in terms of proposals, meetings, idea submittals and board meeting attendance during the past three (3) years.

**Tab III: Key Personnel Qualifications and Resumes**

Provide a one (1) page resume for each team member to be considered in this response. Each resume should include securities licenses held, title, office location, number of years of municipal finance experience, number of years at current Firm, and number of years in current position at current firm. For the lead banker, alternate lead and the underwriter, please provide a list of three clients (in total) the team member worked with in the last 36 months; a brief description of the type and size of transaction and the services you provided to such client. You should only list client and transactions which are similar to financings contemplated by the NET RMA, using the following tabular format:

Client 1 Name	Description of engagement and services provided
Client 2 Name	Description of engagement and services provided
Client 3 Name	Description of engagement and services provided

## **Tab IV: Technical Requirements**

### **Underwriting Commitment and Experience**

1) Underwriting Commitment:

Provide a table showing your firm's equity capital, net capital and excess net capital, calculated in accordance with SEC Rule 15c3-1 for each of the last three years, and as of the close of your firm's most recent quarter. State the maximum amount your firm is capable of underwriting in a single transaction.

If available, please state your firm's long-term ratings for each of the past three years.

Provide at least two (2) examples, with narratives, of transactions since January 1, 2022, in which your firm supported transactions in difficult markets by underwriting unsold balances of bonds. For these examples, please indicate your Firm's liability as well as the amount (dollar value and percent of total transaction) that was underwritten by your Firm. The narratives should describe the prevailing market conditions at the time of each transaction. Also, please list the firm's three largest underwriting commitments for the past two years.

2) NET RMA Refunding:

Provide a summary of the proposed refunding. Details can be included as an appendix which will not count against the 15-page limit.

3) Toll Road and Related Underwriting Transactional Experience:

Provide information on your Firm's senior managed and co-managed experience underwriting bonds for toll roads since January 1, 2022, separated out by underwriting role. Provide at least two (2) case study narratives of underwriting experience for toll road bonds since January 1, 2022.

In tabular format include a list of transactions in which lead members of the team assigned to NET RMA participated that are relevant to the Authority's Toll System. Please limit your list to relevant transactions completed over the past three years. Examples of relevant transactions may include:

- U.S. toll revenue obligations
- State and/or federal transportation revenue obligations (over \$100 million)
- Other transportation obligations (over \$100 million)

## **Marketing/Distribution and Rating Agency Strategies**

### **1) Marketing and Distribution Strategy:**

Provide a discussion of your Firm's marketing and distribution strategy including the number of offices and registered account executives nationally, and in Texas. Indicate any particular marketing advantage your Firm would provide to the Authority for a contemplated transaction as well as describe any distribution agreements your firm may have with another firm(s).

### **2) Rating Agency Strategy:**

System Senior Lien bonds are currently rated "Baa2" by Moody's and "A-" by S&P. System Subordinate Lien bonds are currently rated "Baa3" by Moody's and "BBB+" by S&P. Please discuss your Firm's proposed rating agency strategy for NET RMA System debt.

## **Other**

### **1) Regulatory Compliance**

Over the past three years, has the firm or any affiliates or parent or any officer or principal been involved in any material litigation, administrative proceedings, violation of or investigation for any potential violation of Texas Government Code, Texas State or Federal laws or regulatory agency rules (SEC, MSRB, FINRA, NYSE)? If so, provide an explanation and indicate the current status of that action. If selected for the financing team, the firm will be required to disclose such information within 30 days after you know or should have known of actions of this type. Failure to do so will be sufficient grounds for the NET RMA to remove a firm from the underwriting group and from consideration for future underwriting services.

If your firm can certify compliance with Texas Senate Bills 13 and 19, please provide documentation. Firms not able to certify are eligible to be included in the pool; however, inclusion in a syndicate will not be possible until such certification and documentation is provided.

### **2) Banking Relationship**

Describe any current banking relationships your firm may have with NET RMA and related entities, including but not limited to trust or deposit relationships. Describe any conflicts of interest with NET RMA as well as any contractual relationships with Hilltop Securities Inc. or Zions Bank, (other than as being part of the same underwriting group or serving as a co-financial advisor).

3) Conflicts of Interest

Disclose any prior or existing relationships between the responding firm and the NET RMA, any member of the NET RMA Board of Directors, or any entity that provides services to the NET RMA. For a list of NET RMA Board members and individuals and entities providing services to the NET RMA, please refer to the NET RMA's website at <https://www.netrma.org/north-east-texas-rma/board-and-staff/>.

Disclose any prior or existing relationship with TxDOT, any of the NET RMA's member counties, or any governmental entity operating within any of the NET RMA's member counties.

Indicate any formal or informal agreement the firm or staff has with any investment banking, investment broker or consultant, or other corporation that may create the appearance of a conflict with the firm's services as Financial Advisor.

**V. ADDITIONAL INFORMATION CONCERNING THE NET RMA**

Please see the NET RMA's website at ([www.netrma.org](http://www.netrma.org)) or the MSRB's EMMA website for additional general or financial information.

**VI. SELECTION**

The RMA staff, general counsel, and financial advisor will review the responses in accordance with the evaluation criteria set forth below. It is anticipated that the staff will recommend a pool of underwriters as well as the initial syndicate to the NET RMA Board at its May board meeting. **The decision regarding the size of the pool and a proposer's inclusion in the underwriting pool as well as the initial syndicate lies solely with the NET RMA Board.**

NET RMA shall not be liable for any expenses incurred in the preparation and presentation of the responses.

Response Evaluation Criteria	Possible Points
General Information	20
Underwriting Commitment and Experience	40
Marketing Distribution and Rating Agency Strategies	40
<b>Total</b>	<b>100</b>



## **VII. MISCELLANEOUS**

- 1) All responses submitted to the NET RMA become the property of the NET RMA and are subject to the Public Information Act (Texas Government Code Chapter 552). The Proposers should familiarize themselves with the provisions of that Act. In no event shall the NET RMA, or any of its agents, representatives, consultants, directors, officers, or employees, be liable to a Proposer for the disclosure of all or any portion of a response submitted pursuant to this RFQ. If the NET RMA receives a request for public disclosure of all or any portion of a response, the NET RMA will use reasonable efforts to notify the applicable Proposer of the request and give such Proposer an opportunity to assert, in writing, a claimed exception under the Public Information Act or other applicable law within the time period specified in the NET RMA's notice and allowed under the Act. Provided that the NET RMA receives the Proposer's written assertions for the exception of identified materials within the time period specified in the NET RMA's notice, the NET RMA will forward those assertions to the Office of the Attorney General with the NET RMA's request for determination of the matter. If a Proposer has special concerns about information which it desires to make available to the NET RMA but which it believes constitutes a trade secret, proprietary information or other information excepted from disclosure, such Proposer should specifically and conspicuously designate that information as such in its response.
- 2) All costs directly or indirectly related to preparation of a response to this RFQ and in any oral presentation required to supplement and/or clarify the RFQ shall be the sole responsibility of, and shall be borne by, the responding firm.
- 3) By submitting a response to this RFQ, each proposer unequivocally acknowledges that the proposer has read and fully understands this RFQ, and that the proposer has asked questions and received satisfactory answers from the NET RMA regarding any provisions of this RFQ with regard to which the proposer desired clarification.

All written and electronic correspondence, printed material, exhibits, appendices, photographs, and reports submitted in response to all sections of this RFQ process are, upon their receipt by the NET RMA, the property of the NET RMA and may not be returned.