



RHODE ISLAND CONVENTION CENTER AUTHORITY

REQUEST FOR PROPOSALS FOR DEPOSIT COLLATERALIZATION AND CASH MANAGEMENT SERVICES

Deadline Date: March 20, 2017

I. INTRODUCTION

The Rhode Island Convention Center Authority (the "Authority") is requesting proposals for primary banking services for the Authority's operating facilities specified below, with the intention of maintaining the Authority's deposits in liquid accounts and in accordance with the State of Rhode Island's requirement that all public deposits be collateralized regardless of maturity. The Authority is also seeking to minimize its banking costs, improve operational efficiency, and maximize its cash position.

The Authority is a public corporation of the State of Rhode Island (the "State"). It owns and operates the Rhode Island Convention Center (the "Convention Center"), a multi-purpose exhibit and convention facility, two related garage facilities, and the Dunkin' Donuts Center ("Civic Center") a multi-purpose arena, all located adjacent to each other in downtown Providence, Rhode Island.

The bank accounts to which this Request for Proposals ("RFP") pertains are those utilized by the Convention Center, garages, and Civic Center to operate each respective facility and include, but are not limited to, operating, payroll, box office, parking, food and beverage, and exhibitor services accounts. The Authority reserves the right to negotiate the terms of banking services for its other bank accounts.

II. SUBMISSION OF INQUIRIES AND PROPOSALS

Any inquiries regarding this RFP must be submitted by email by March 6, 2017 to the attention of James P. McCarvill, Executive Director, at Jim.McCarvill@riccauth.com and the Authority's CFO consultant, Michael T. Crawley, CPA at mcrawley@citrincooperman.com.

Questions and answers will be posted on the State of Rhode Island Division of Purchases' Rhode Island Vendor Information Program website ("RIVIP Website") accessible at www.purchasing.ri.gov.

Any exhibits, documentation and collateral materials must be assembled and bound with the proposal into a single package. **All submittals must be received by the Authority by 3:00 p.m., local time, on March 20, 2017**, at which time a public proposal opening will be held at the Dunkin' Donuts Center's Conference Room at the below address. A proposal received after that time will not be considered. **There will be no exceptions to this deadline.**

Please submit five (5) copies of your complete proposal in a sealed envelope or package marked on the outside "RFP for Deposit Collateralization and Cash Management Services." Include in the envelope a CD with your complete proposal. The proposals are to be delivered to the following location:

James P. McCarvill, Executive Director
Rhode Island Convention Center Authority
Dunkin' Donuts Center, 3rd Floor
One LaSalle Square
Providence, RI 02903

A proposal may not be submitted by facsimile transmission or by e-mail.

Following the review of the written proposals, the Authority may engage in individual discussions and negotiations with one or more institutions that submit proposals.

The Authority accepts no financial responsibility for any costs incurred by a firm in responding to this RFP. The proposals submitted in response to this RFP become the property of the Authority and may be used by the Authority in any way it deems appropriate.

To assist you in the preparation of your proposal, the Authority's audited financial statements for the fiscal years ended June 30, 2016 and 2015 are located online at: <http://www.riconvention.com/about-ricca/financials-rfps>.

III. TIMELINE

RFP Issue Date	02/24/17
Pre-proposal Questions Due	03/06/17
Question Responses Posted	03/13/17
Responses to RFP Due	03/20/17
Finalists Notified	03/30/17

IV. INSTRUCTIONS AND QUALIFICATION

Qualification: To be eligible for consideration by the Authority under this RFP, the proposing financial institution must comply with the following:

- i. Be covered by Federal Deposit Insurance.
- ii. Meet or exceed the following:
 - a. Exist and operate for at least 3 years,
 - b. Its return on assets within a six quarter period must be positive for at least four out of six consecutive quarters,
 - c. Its Federal Reserve risk-based minimum capital ratio must be at least 8% (an 8% ratio signals adequately capitalized institution, 10% well capitalized firm), and
 - d. Non-performing assets as a percentage of total assets may not exceed 3%.

Termination by Authority: The Authority reserves the right to suspend or terminate the Proposer's services for poor performance, failure to perform, or other "for cause" conditions upon sending fourteen (14) days prior written notice to the Proposer. The Proposer's services may be terminated without cause upon sixty (60) days prior written notice. The Proposer's services may be terminated immediately in the case of fraud against the Authority.

Termination by Proposer: The Proposer may terminate the contract upon one hundred eighty (180) days prior written notice to the Authority.

Costs: Costs that are not specifically identified and defined in the Proposer's response, and accepted by the Authority as part of a Contract, will not be compensated under any Contract awarded pursuant to this RFP.

Services and Facilities: The Proposer must be authorized by the Rhode Island Department of Business Regulation to provide services in the State and comply with all applicable statutes and regulations. The Authority may give priority to those financial institutions with full service capabilities that have branch-banking facilities located within the boundaries of the State.

Proposer Communication: All Proposers are prohibited from communicating directly with any employee or Board member of the Authority, except as specified in this RFP. Unless specifically permitted in this RFP, no employee or Board member is authorized to provide any information or respond to any question or inquiry concerning this RFP. An exception to this guideline applies to individuals or Proposers that currently do business with the Authority and such exceptions shall be limited to that business and should not relate to this RFP. Failure to observe this guideline may result in disqualification.

Period of Proposal Validity: The Proposer shall agree to maintain the validity of its proposal for a minimum of 120 days from the date of submission. This term may be extended by mutual agreement between the Proposer and the Authority. The selected Proposer must be ready and willing to produce a finalized contract within 90 days of its selection. The winning proposal will be incorporated by reference into any contract.

Provisions: The Authority reserves the right to request additional information from Proposer's responding to this request. The Proposer has the right to withdraw and resubmit a proposal prior to the proposal deadline. No withdrawals or re-submissions will be permitted after the proposal deadline.

Services Proposed: Proposals shall assume that the Proposer will be responsible for all services referenced herein. The Proposer may provide such services directly or, upon approval of the Authority, the Proposer may subcontract out any of the referenced services, provided that the Proposer remains responsible to the Authority for all subcontracted services.

Format: In order to fully and equitably evaluate each financial institution's ability to meet the banking services needs of the Authority, a standard reply format is required. Each proposal must include a numbered response to each item in the RFP, in the order given. Only proposals submitted in the prescribed format will be evaluated for contract award. All terms, conditions, requirements, and procedures included in this RFP must be met for a proposal to be determined responsive. This includes the completion of all certifications and other documents required in addition to the proposal questions. A proposal that fails to meet such requirements will be deemed unresponsive and may be disqualified.

Collateral: If full FDIC insurance is not in place for monies on deposit at the bank, collateral shall be maintained at a minimum of 102% for uninsured balances and marked to market at least once a month. The Proposer must agree to obtain and maintain acceptable collateral sufficient to cover the uninsured balance of all time and demand deposits held by the institution on behalf of the Authority, regardless of their duration. Deposits must be collateralized in a manner acceptable to the State of Rhode Island and in accordance with State law and the State Investment Commission policies. The State of Rhode Island has committed to collateralizing all public deposits regardless of maturity. The prospective bidder must be able to provide collateral for deposits expected to reach as high as \$50 million, or higher.

Daylight Overdraft: The financial institution must be able to handle daylight overdraft capacity.

Equal Opportunity Employer: The Proposer must be an equal opportunity employer.

V. SUBMISSION REQUIREMENTS

Please submit the following:

- A. Executive Letter:** An executive letter should accompany each proposal, dated and signed in ink by an official authorized to obligate the Proposer. The original letter must be with the original proposal. The executive letter shall include the Proposer's main contact person for the purposes of this RFP, the location and contact information of such a contact person and a brief executive summary. Please limit the executive summary to two pages. The executive letter must contain the following paragraph:

"We have read the Rhode Island Convention Center Authority's Request for Proposal (RFP) for Deposit Collateralization and Cash Management Services and fully understand its content. We certify that we have adequate personnel, resources, and facilities to provide the requested services. We understand that our ability to meet the criteria and provide the requested services will be judged solely by the Authority. We certify that we have thoroughly examined the RFP requirements and qualifications and that we meet and agree to those requirements and qualifications. Our proposed fees cover all of the services to which we have bid. We acknowledge and accept all terms and conditions included in this RFP."

- B. Financial Information:** The Proposer must submit one copy of its annual report and audited financial statements for the last three years, one copy of the most recent SEC 10K report, the most recent credit ratings by Moody's and S&P for the institution and the date of those ratings, and their Community Reinvestment Act rating and the date of that rating.
- C. Conflict of Interest:** The Proposer must certify in writing that no relationship exists between the Proposer and the Authority that interferes with fair competition or is a conflict of interest in regards to this RFP. In addition, the Proposer must also certify in writing, that if selected, the Proposer does not foresee any conflicts of interest in regards to executing its duties under a potential contract or, if a potential conflict exists, the Proposer shall disclose such potential conflicts of interest.
- D. Certification of Solvency:** The Proposer must submit certification that it has not been in bankruptcy or receivership within the last five (5) calendar years.
- E. Certification of Good Standing:** If incorporated, the Proposer shall provide identification of the Proposer's state of incorporation and a statement that the Proposer is in good standing in that state. If the incorporation is in Rhode Island, a statement shall be included that the Proposer has complied with all filing requirements of the Rhode Island Secretary of State.
- F. Certification of Proper Licenses and Registrations:** The Proposer must submit a statement

certifying that the Proposer has all the licenses and registrations necessary to perform the services included in this RFP.

G. Banking Services Questions / Statements: Please directly provide your response to the items below in the order presented. Anywhere applicable, please explain the role of any third-party processor used by the financial institution to provide the service described.

1. Provide the names and titles of individuals, with phone numbers and email addresses, of those individuals who will be working with the Authority on the proposed services. List the role each person will have with the Authority's accounts.
2. Describe your institution's customer service philosophy and organizational structure.
3. Identify key measures of the financial institution's financial strength (e.g., capital ratios, market capitalization, total assets).
4. Provide details on any mergers or acquisitions that the financial institution is currently committed to and the expected impact on services requested in this RFP.
5. Please provide the number of offices maintained in Rhode Island and the number of Rhode Island residents employed in those offices. Please also provide a listing of deposit locations in Rhode Island. What percentage of work for the proposed services will be performed within the State? Where would the proposed services be performed? Would any jobs be created as a result of a contract arising out of this proposal? Describe any additional economic benefits or reinvestment to the State as a result of a contract arising out of this proposal.
6. Disaster Recovery
 - i. Describe your institution's formal disaster recovery plan.
 - ii. How quickly will backup facilities be activated?
 - iii. Describe your institution's operating capabilities to assist the Authority in the event of a disaster or declared emergency.
7. What security features are in place to minimize the risk of unauthorized transactions?
8. Provide detail of all data breaches or other events that did or had the potential to compromise data within the past three (3) years.
9. What interest rate or earnings credit rate will you provide on applicable accounts respectively? Will excess earnings credit carry over for the life of the contract?
10. Describe the overdraft protection that the institution will offer, daylight and overnight, including the cost of providing the overdraft protection. If used, provide a benchmark from which the institution will determine the interest to be charged on overdrafts and current rates. Please state your policy relating to daylight overdrafts, as well as what constitutes a daylight and overnight overdraft.

11. Would your institution charge a check processing fee for payroll checks issued from your institution, when presented at your bank by a non-banking customer? If yes, what would the fee amount be?
12. **Describe the process the institution utilizes for determining and monitoring accounts that need to be collateralized and for maintaining adequate collateral coverage (the requirements of which are outlined in the Instructions and Qualifications section of the RFP).**
13. Please describe your controls in place for fraud prevention.
14. Please describe your process and the liability limitations for fraudulent items presented and charged against an Authority account.
15. Technical and Electronic Services
 - i. Please explain what services are available via an internet based platform (e.g., balance reporting, statement reporting, wire transfers, ACH transfers, internal account transfers, file upload, image retention, reconciliation, positive pay, stop payments). Does your institution offer the internet access collectively with the services or are there separate fees per component independent of the actual service fees?
 - ii. Do you offer tokens for an additional security controls? What is the process for setting up a user account and token in the system, is the institution required to perform any part of the setup? Is there a separate charge per user or token?
 - iii. Please describe the structure of users and access levels. If your system has various components such as electronic funds transfers, please explain separately the control levels available for initiating and approving, such as independent users required for approval and release or dollar limit controls.
 - iv. Provide a list of all system outages that have occurred within the past year. In the list include the date, duration, and reason for outage.
16. ACH Services
 - i. What are your ACH service delivery options (direct transmission of a file, online transmission of a file, individual online payments) and what are the technical requirements?
 - ii. What are the hours of operation and cutoff times for ACH?
 - iii. For what period of time after an ACH is sent can a recall be executed?
 - iv. Do you provide provisional credit on recalled ACH transactions and up to what period of time after execution will that be provided?
 - v. In the event a transaction posts to an account that has debit block what is the process of reversing the transaction? Does the institution accept responsibility for collecting funds?
 - vi. What controls do you have in place for lost files and duplicate transmissions?
 - vii. Can the bank automatically redeposit items returned for insufficient or uncollected funds?

17. Wire Transfer Services

- i. Does your institution allow for immediate release of funds? In what cases would a wire transfer be not released immediately?
- ii. What are the hours of operation and cutoff times for wire transfers?
- iii. For what period of time after a wire is sent can a recall be executed?
- iv. For incoming wire transfers, is there a cutoff time for same day credit?
- v. In the case of an emergency where systems are unavailable, what procedure would you recommend for the transfer of critical funds?

18. Deposit Services

- i. What is the policy on cash or coins being strapped or rolled?
- ii. Does the institution accept deposits that contain cash, coin, and checks together on one deposit ticket and credit the account as a single entry?
- iii. Until what time are deposits accepted for same day ledger credit?
- iv. Does the bank provide banking supplies for over the counter deposits, such as bags, deposit slips, and coin wrappers, at no charge?
- v. What is the adjustment process for resolving deposit discrepancies? At what dollar amount do you write off discrepancies?
- vi. Describe NSF or returned items processing and notification procedures.
- vii. What is your process for handling foreign currency checks deposited?
- viii. What are your imaging options for items deposited, e.g., paper, online, CD, TIFF file transmission?

19. Disbursement Services

- i. Please describe your controlled disbursement service.
- ii. Please describe your account reconciliation process for both partial and full reconciliation. Specifically reference the following:
 - a. Acceptable file transmission formats, layout requirements, and file transmission deadlines.
 - b. Positive Pay / Payee Positive Pay service
 - c. Reporting options and formats for checks paid and outstanding checks
- iii. What are your imaging options for checks paid, e.g., paper, online, CD, TIFF file transmission?
- iv. What is your policy on stale dated checks? What is the process by the bank in the event a stale dated check is erroneously cashed? Are there charges to the Authority for stop payments placed on stale dated checks?
- v. What is the duration of a stop payment (e.g., six months or in perpetuity) and what is the renewal process? What are your confirmation requirements? What is the process by the bank in the event a check on which a stop payment was placed is erroneously cashed?

20. Remote Deposit

- i. Please outline the cost of scanners, and advise if it is incremental or if any concession is given for multiple simultaneous purchases
- ii. Please describe the software, transfer procedures, batching, and security. Is the service via portal entry or is it a stand-alone service?
- iii. What are your deadlines for same-day credit deposits?

- iv. Do you offer image capture for items deposited and if so in what capacity, online or by CD, and for what duration of time?

21. Monthly Statements and Account Analysis

- i. When are monthly statements and account analysis made available?
- ii. Do you offer online statement or analysis reporting? Is there a supplemental cost for online statement or analysis reporting? Are online statements or analysis available earlier than paper?
- iii. What is the institution's dispute resolution process?
- iv. What controls are in place at the bank to verify the monthly fee structure remains constant for the length of the contract and that no adjustments are inadvertently made? Is there a process for checking for errors?

22. The Authority and its operating facilities receive payments from patrons via credit card. Please describe how the institution, if applicable, could assist the Authority in providing convenient ways to receive payments from stakeholders at low cost. Please provide information on rate and fee structure if applicable, relative to payments in-house, online, or via mail.

23. What alternatives does the bank have available to reduce the cost of third party couriers?

24. What is the length of time records are retained online (if available) as a standard at your institution, relative to images of deposited or paid checks and balance or detail reporting? What options do you offer for extended online record retention? What alternative methods to online record retention do you offer? What is the length of time that these records are maintained at the bank per your record retention policies and how are they stored?

25. Are there any additional services not covered in this RFP that you feel would benefit the Authority or improve efficiencies within the Authority's processes? Bidders are encouraged to suggest alternative or innovative approaches to meeting the Authority's service requirements. Such alternatives should be described and clearly priced separately.

H. Fee Proposal Sheet (EXHIBIT A): Please complete the attached Fee Proposal Sheet (EXHIBIT A). The Authority understands that the verbiage in the Fee Proposal Sheet will differ between banks and some of the charges listed may not be applicable. Costs not included on the Fee Proposal Sheet, but which financial institutions propose to charge, must be individually itemized and thoroughly explained in an attachment to the Fee Proposal Sheet. A Proposer must fully disclose all fees based on the information provided in this RFP. Costs or fees that are not specifically identified and defined in the Proposer's response, and accepted by the Authority as part of a contract, will not be compensated under any contract awarded pursuant to this RFP. Fee Proposal Sheets must be executed by an official of the institution in a position to commit the institution and provide services in accordance with these terms and conditions. The Authority, its Finance Committee, and its Board of Commissioners will consider all costs associated with a Proposer's products and services, and reserve the right to

award various components of the banking services independently to more than one Proposer. The fee structure must be guaranteed for the full term of the contract. The Authority will consider the Proposer's willingness to negotiate appropriate fee reductions for banking expenses. The Authority requires that no other account of comparable size and structure receive a lower fee for similar services. The Authority reserves the right to negotiate fees and request best and final offers. Cost, however, is only one of several important factors used to evaluate proposals. The Authority may select a proposal different from the one with the lowest fees.

VI. EVALUATION PROCESS

The Authority's Executive Director, CFO Consultant, and Finance Committee will objectively review and evaluate the RFP responses. The Finance Committee will then make a recommendation to the Authority's Board Commissioners. The Executive Director, CFO Consultant, and Finance Committee has the authority as does the Board of Commissioners to conduct interviews, request presentations, negotiate terms, conduct onsite visits and request any other information from the Proposer as it deems necessary to make a recommendation or selection. Conversely, the Authority's Board of Commissioners reserve the right to make award without any further discussions or interviews with the proposers regarding the proposals received. **The Board of Commissioners may select the response(s) that demonstrates the "Best Value" overall, including awarding various components of the banking services independently to more than one Proposer.** The Authority and the selected Proposer(s) may negotiate a change in any element of contract performance or cost identified in the original RFP or the selected Proposer's response, which results in lower costs or in a more cost-effective or better value than was presented in the selected Proposer's original response.

The Authority may accept one or more proposals and it reserves the right to reject any and all proposals submitted. The Authority makes no guarantee that any commodities or services will be purchased from any contract resulting from this RFP. Once put forward, all RFP submissions and related materials become property of the Authority under the custody of the Executive Director.

VII. RIGHTS RESERVED TO THE AUTHORITY

Notwithstanding any other provision of this RFP the Authority reserves to itself the rights listed below.

- A. Right to Modify RFP Documents:** The Authority reserves the right to modify or amend any provision of the RFP documents. The Authority will post a copy of the Modification on the State of Rhode Island Division of Purchases RIVIP Website accessible at www.purchasing.ri.gov.
- B. Right to Reject Any and All Proposals:** Whenever the Authority deems it to be in the Authority's best interest, the Authority reserves the right, in its sole discretion, to cancel this RFP, to reject any and all proposals, to waive minor irregularities or informalities in a proposal; to re-solicit; and to proceed in a manner other than awarding a contract under this

RFP. The Authority will not waive, however, the requirement that qualifications and proposals be received by the Authority prior to the deadline for submission.

- C. Right to Cancel Award:** The Authority reserves the right to cancel negotiations with any proposer at any time prior to a contract being fully executed by the proposer and the Authority.
- D. Additional Cause for Rejection** - In addition to any other cause for rejection of a submittal stated in this RFP, a proposal may also be rejected if there is evidence of collusion among proposers, if the proposer submitting it is in default or arrears under any prior or existing contract with the Authority or any other State department or agency, or there is an unresolved claim between the proposer and the Authority or any other State department or agency.

Any direct contacts made or attempted to be made by any proposer with any Authority Board member prior to the selection of qualified proposers will automatically disqualify a proposer from any further consideration.

Proposers are advised that the Authority is a quasi-public agency of the State of Rhode Island and its records, including statements submitted in response to RFP's are public records unless otherwise exempted under state law.

EXHIBIT A

Fee Proposal Sheet

Service	Theoretical Volume Per Month	Proposed Fee Per Unit
GENERAL SERVICES		
Earnings Credit Rate (ECR)	-	
Analysis Maintenance Fee	10	
DEPOSIT SERVICES		
EZ Deposit Via MM Monthly Maintenance	2	
EZ Deposit Per Image Replacement Document Deposit Item	40	
EZ Deposit Per Deposit	20	
CHECKING SERVICES		
Monthly Maintenance	15	
Image Statement	10	
Checks and Items Paid	300	
Deposits	120	
Items Deposited	60	
Image Cash Letter Vault Items Deposited	50	
Insurance Recovery Charge	2	
Image Exchange Maintenance	15	
COIN AND CURRENCY		
Change Per Order Standard	10	
Currency Furnished Per Strap	300	
Currency Furnished Per Note	27,000	
Rolled Coin Ord Per Box	5	
Currency Dep Standard Per \$1	17,500	
Currency Coin Deposit Adjustment	2	
CHECK RECONCILIATION SERVICES		
Reconciliation Maintenance	5	
Partial Reconciliation Per Check Paid	300	
Standard CD-ROM Monthly Maintenance	5	
Account Reconciliation Process Image Per Item	300	
Monthly Paper Report Fee	5	
ZERO BALANCE SERVICES		
Zero Balance Account	5	
Zero Balance Additional Account	5	
ZBA Processing	225	
WIRE TRANSFER SERVICES		
Incoming Wire Transfers	5	
Domestic Wire Out via MM	15	
Interbank transfer	1	
ACH ELECTRONIC SERVICES		
ACH Received Credits	150	
ACH Received Debits	110	

EXHIBIT A Fee Proposal Sheet

Service	Theoretical Volume Per Month	Proposed Fee Per Unit
ACCESSMONEY MANAGER		
Previous Day Extended	1	
Child Billing	1	
Same Day Reporting Module	13	
Previous Day Reporting Module	1	
Previous Day Reporting Module	12	
Return Deposited Item	9	
E-statement - Per Account	13	
Internal Transfer Module	1	
Internal Transfer (Credit / Debit)	38	
Wire Module	1	
Hard Token-A La Carte	7	
Stop Payment Module	1	
Alert Module	1	
Image Module	2	
Link to Convention Center Access	1	

FEE WORKSHEET PREPARED BY: _____

TITLE: _____

SIGNATURE: _____

*If a fee is not applicable please leave it blank.

*If charges vary for type of service (e.g., domestic wires verses booked transfers or image statement sent by mail verses image statement transmission) please indicate specifically and include both types of charges.

*Costs not included on the Fee Proposal Sheet, but which financial institutions propose to charge, must be individually itemized and thoroughly explained in a signed attachment to the Fee Proposal Sheet. A Proposer must fully disclose all fees based on the information provided in this RFP. Costs or fees that are not specifically identified and defined in the Proposer's response, and accepted by a department as part of a Contract, will not be compensated under any contract awarded pursuant to this RFP.