

**REQUEST FOR PROPOSALS
SECONDARY MARKETING CONSULTING SERVICES
FOR HUD-FHA MAP TRANSACTIONS**

INTRODUCTION

Through this Request for Proposals (“RFP”), Rhode Island Housing seeks proposals from qualified securities brokers and/or secondary marketing consultants to assist Rhode Island Housing with the issuance of Ginnie Mae securities under the Multifamily Accelerated Processing (“MAP”) lending programs administered by the U.S. Department of Housing and Urban Development’s (“HUD’s”) Federal Housing Administration (“FHA”). Pursuant to this solicitation, Rhode Island Housing may select one or more qualified firms to assist with the issuance of the securities.

INSTRUCTIONS

One (1) original and two (2) copies of your proposal must be submitted to Rhode Island Housing, 44 Washington Street, Providence, R.I. 02903-1721, Attn: Anne Berman, Assistant Director of Development. Please also direct a courtesy copy by email to: aberman@rhodeislandhousing.org. Proposals must be no longer than seven (7) pages (excluding exhibits and cover letter/executive summary), and must be presented on business letterhead.

Proposals must be delivered no later than **5:00 p.m. on Wednesday January 20, 2016**.

Respondents are advised that all submissions (including those not selected for engagement) may be made available to the public on request upon completion of the process and award of a contract(s). Accordingly, any information included in the proposal that the respondent believes to be proprietary or confidential should be clearly identified as such.

SCOPE OF WORK

Please see the Scope of Work provided at Attachment A.

ITEMS TO BE INCLUDED WITH YOUR PROPOSAL

A. General Firm Information

1. Provide a brief description of your firm, including but not limited to the following:
 - a. Name of the principal(s) of the firm.
 - b. Name, telephone number and email address of a representative of the firm authorized to discuss your proposal.

- c. Address of all offices of the firm.
 - d. Number of partners and associates of the firm.
2. Describe any relationships that you have with other parties, such as brokers or fiscal advisory firms, regarding fee-splitting or consulting/soliciting of business.

B. Experience and Resources

1. Describe your firm and its capabilities. In particular, support your capacity to perform the Scope of Work. Discuss your or your firm's experience in consulting on lender secondary marketing operations, including, loan pricing, hedging strategies and best execution analyses. Please describe any past performance with Rhode Island Housing or similar organizations.
2. Indicate which principals and associates from your firm would be involved in providing services to Rhode Island Housing. Provide appropriate background information for each such person and identify his or her responsibilities.
3. Provide a detailed list of references including a contact name and telephone number for organizations or businesses for whom you have performed similar work.
4. Identify any conflict of interest that may arise as a result of business activities or ventures by your firm and associates of your firm, employees, or subcontractors as a result of any individual's status as a member of the board of directors of any organization likely to interact with Rhode Island Housing. Describe how your firm will handle actual and or potential conflicts of interest.
5. Identify any material litigation, investigations, administrative or criminal proceedings, whether by the Securities and Exchange Commission or any other state or federal agency, that i) currently name you or your firm as a party; ii) have been threatened against you or your firm; or iii) have been settled within the past two years and involved you or your firm as a party. Please provide a brief description of such matter and the name and phone number of a person whom Rhode Island Housing may contact to obtain more information.
6. Indicate the approximate number of MAP closings for which your firm provided services in 2013, 2014 and 2015.

C. Fee Structure

The cost of services is one of the factors that will be considered in awarding this contract. The information requested in this section is required to support the reasonableness of your fees.

1. Provide a proposed fee structure for the Scope of Work provided in Attachment A, including: either (i) an estimate of the total dollar cost (including the dollar amount

2. per hour and an estimate of the number of hours needed) to complete the scope of work proposed; or (ii) the fixed fee that you or your firm would charge Rhode Island Housing for the consulting services described. Please provide separate pricing for items A-D. Please be as specific as possible. Rhode Island Housing is open to alternative and creative cost models.
3. Please provide any other fee information applicable to the engagement that has not been previously covered that you wish to bring to the attention of Rhode Island Housing.

D. Miscellaneous

1. Rhode Island Housing encourages the participation of persons of color, women, persons with disabilities and members of other federally and State-protected classes. Describe your firm's affirmative action program and activities. Include the number and percentage of members of federally and State-protected classes who are either principals or senior managers in your firm, the number and percentage of members of federally and State-protected classes in your firm who will work on Rhode Island Housing's engagement and, if applicable, a copy of your Minority- or Women-Owned Business Enterprise state certification.
2. Discuss any topics not covered in this Request for Proposals that you would like to bring to Rhode Island Housing's attention.

E. Certifications

1. Rhode Island Housing insists upon full compliance with Chapter 27 of Title 17 of the Rhode Island General Laws, Reporting of Political Contributions by State Vendors. This law requires State Vendors entering into contracts to provide services to an agency such as Rhode Island Housing, for the aggregate sum of \$5,000 or more, to file an affidavit with the State Board of Elections concerning reportable political contributions. The affidavit must state whether the State Vendor (and any related parties as defined in the law) has, within 24 months preceding the date of the contract, contributed an aggregate amount in excess of \$250 within a calendar year to any general officer, any candidate for general office, or any political party.
2. Does any Rhode Island "Major State Decision-maker," as defined below, or the spouse or dependent child of such person, hold (i) a ten percent or greater equity interest, or (ii) a Five Thousand Dollar or greater cash interest in this business?

For purposes of this question, "Major State Decision-maker" means:

- (i) All general officers; and all executive or administrative head or heads of any state executive agency enumerated in § 42-6-1 as well as the executive or

administrative head or heads of state quasi-public corporations, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel or chief of staff;

(ii) All members of the general assembly and the executive or administrative head or heads of a state legislative agency, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel or chief of staff;

(iii) All members of the state judiciary and all state magistrates and the executive or administrative head or heads of a state judicial agency, whether appointed or serving as an employee. The phrase “executive or administrative head or heads” shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel, chief of staff or state court administrator.

If your answer is “Yes,” please identify the Major State Decision-maker, specify the nature of their ownership interest, and provide a copy of the annual financial disclosure required to be filed with the Rhode Island Ethics Commission pursuant to R.I.G.L. §§36-14-16, 17 and 18.

3. Please include a letter from your president, chairman or CEO certifying that (i) no member of your firm has made inquiries or contacts with respect to this Request for Proposals other than in an email or written communication to Anne Berman aberman@rhodeislandhousing.org seeking clarification on the Scope of Work set forth in this proposal, from the date of this RFP through the date of your proposal, (ii) no member of your firm will make any such inquiry or contact until after January 15, 2016, (iii) all information in your proposal is true and correct to the best of her/his knowledge, (iv) no member of your firm gave anything of monetary value or promise of future employment to a Rhode Island Housing employee or Commissioner, or a relative of the same, based on any understanding that such person’s action or judgment will be influenced and (v) your firm is in full compliance with Chapter 27 of Title 17 of the Rhode Island General Laws, Reporting of Political Contributions by State Vendors.

EVALUATION AND SELECTION

A selection committee consisting of Rhode Island Housing employees (the “Committee”) will review all proposals and make a determination based on the following factors:

- Professional capacity to undertake the Scope of Work
- Proposed fee structure

- Ability to perform within time and budget constraints
- Evaluation of potential work plans
- Previous work experience and performance with Rhode Island Housing and/or similar organizations
- Recommendations by references
- Firm minority status and affirmative action program or activities
- Experience representing lenders in HUD-FHA MAP transactions
- Other pertinent information submitted.

Rhode Island Housing may invite one or more finalists to make presentations.

In its sole discretion, Rhode Island Housing may negotiate with one or more firms who have submitted qualifications to submit more detailed proposals on specific projects as they arise.

By this Request for Proposals, Rhode Island Housing has not committed itself to undertake the work set forth. Rhode Island Housing reserves the right to reject any and all proposals, to rebid the original or amended scope of services and to enter into negotiations with one or more respondents. Rhode Island Housing reserves the right to make those decisions after receipt of responses. Rhode Island Housing's decision on these matters is final.

For additional information, contact: Anne Berman, aberman@rhodeislandhousing.org.

Attachment A

Scope of Work

Rhode Island Housing seeks to engage qualified securities brokers and/or secondary marketing consultants to assist Rhode Island Housing with the issuance of Ginnie Mae securities under the Multifamily Accelerated Processing (“MAP”) lending programs administered by the U.S. Department of Housing and Urban Development’s (“HUD’s”) Federal Housing Administration (“FHA”).

Rhode Island Housing has been approved by HUD to perform as a MAP Lender and a multi-family GNMA seller/servicer. The Development Division of Rhode Island Housing originates loans under a variety of financing programs for multifamily properties throughout the state. The number of loans varies from year to year. The Finance Division is responsible for all financial functions for the agency, including accounting, cash management, controllership, treasury, investment management and bond holder relations activities. Rhode Island Housing has been issuing GNMA securities for single family loans since 2009. Based in part on the agency’s ability to manage its financial affairs and systems operations, the agency has received a rating of AA- for its stand-alone general obligation from Standard & Poor’s.

The successful respondent(s) will assist Rhode Island Housing to carry out its lender role in HUD-FHA MAP transactions, on an as-needed basis. Specifically, the successful respondent(s) will provide the following services (collectively, the “Services”):

A. Securities

1. Assisting with rate lock processes
2. Identifying broker/dealer counterparties
3. Facilitating access to capital markets and securing best pricing for sale of securities
4. Developing marketing materials for securities

B. Servicing

1. Reviewing protocols for reconciliation and investor cash remittance to ensure compliance with GNMA MBS guide on GNMA II pools

C. MAP Underwriting

1. Providing assistance, on an as needed basis, to Development Staff during the MAP underwriting phase including potential review of loan commitment packages to HUD

D. Additional Services

1. Providing general advice and direction with respect to the issuance of Ginnie Mae securities in connection with MAP transactions

2. Additional services not specified in this Scope of Work but identified by respondent as necessary and related to undertaking the services enumerated above.

In carrying out the Services, the successful respondent(s) must conform to the requirements set forth in the following publications, as may be amended and supplemented from time to time:

1. The Ginnie Mae Mortgage Backed Securities Guide 5500.3, Rev. 1
2. All applicable GNMA Participant Memoranda (APMs)
3. HUD MAP Guide (Revised November 23, 2011)
4. All applicable HUD Notices
5. All applicable HUD Handbooks
6. HUD required loan closing documents