



Request for Proposals (RFP) 2024-13

Financial Advisory Services

All Proposals Must Be Submitted To:

Port of Port Arthur Navigation District

Attn: Larry Kelley

221 Houston Avenue

Port Arthur, Texas 77640

Attention: RFP 2024-13 Financial Advisory Services

All Proposals must be received:

11/06/2024 2:00 PM

Proposals received after the proposal date and time will not be considered.

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1. RFP Overview

1.1. Purpose of RFP

The Port of Port Arthur (Port) has issued this Request for Proposals (RFP) to solicit responses from qualified firms to provide financial advisory services for the Port. This RFP is issued for the purpose of obtaining financial advisory services to assist the Port beginning upon contracting. Based on considerations of the responses to this RFP, the Port's Board of Commissioners will select a firm with which to contract to for all bond matters for the term of the contract. The Port has determined that this solicitation does not provide subcontracting opportunities.

1.2. Port of Port Arthur Background

The Port is an independent public port district created by special act of the State of Texas Legislature and ratified by local referendum in 1964. The Port is governed by a five member elected Board of Commissioners which has vested the management responsibilities in the Chief Executive Officer / Port Director.

The Port is a multi-berth operating public Port on the Sabine Neches Waterway with annual operating revenues of approximately \$16 million supplemented with property tax revenue. In recent years, the Port has experienced extraordinary growth both in activity and in property and asset growth. The Port currently manages 15 Federal and State grant funded projects. These projects are a component of the five-year capital program comprised of 27 projects in total, valued at approximately \$188 million. The port also owns certain tracts of real estate that are leased. Additional background information about the port is available on the website, <https://portpa.com/>.

1.3. Procurement Schedule

Event	Date
RFP Issued	10/02/2024
Deadline for written questions	10/16/2024, 2:00 PM
Port answers and posts responses to questions	10/21/2024, 2:00 PM
Deadline for submissions	11/06/2024, 2:00 PM
Port Completes Initial Review and Select Finalist(s)	11/11/2024
On – Site Interviews	11/13/2024
Recommended vendor approval to Board of Commissioners	11/20/2024

** The schedule may be adjusted, as necessary at the discretion of the Port.*

1.4. RFP Coordinator

All communications concerning this RFP must be submitted via email to Rebecca Underhill, Deputy Director – Administration at bids@portpa.com. Contact with anyone else in the Port is expressly forbidden and may result in disqualification of the proposal. Further, any oral communications will be considered unofficial and non-binding on the Port.

1.5. RFP Amendment and Cancellation

The Port reserves the unilateral right to amend this RFP in writing at any time. The Port also reserves the right to cancel or reissue the RFP at its sole discretion. Addenda will be posted to the Port’s website. **Proposers are responsible for obtaining addenda and are advised to check the website frequently.**

1.6. RFP Questions

Questions concerning this RFP should be submitted via e-mail to the RFP Coordinator at bids@portpa.com prior to the deadline identified in the schedule. Proposer questions should clearly identify the relevant section of the RFP and page number(s) related to the question being asked. The questions submitted and the Port’s responses shall be posted on the Port’s website (<https://portpa.com/>). **Proposers are responsible for obtaining addenda and are advised to check the website frequently.**

1.7. Proposal Submittal

- Proposals are to be received by the Port no later than the date and time indicated in the schedule defined in Section 1.3. **A Proposer's failure to submit a proposal as required before the deadline will cause the proposal to be disqualified.**
- Proposers must submit one digital copy of the proposal (a flash drive with a .pdf file containing all sections) and four (4) bound copies. An authorized representative of the Proposer must sign the proposal.
- Any portion of the proposal that is considered proprietary information must be clearly marked “confidential.” Vague and general claims as to confidentiality will be considered public information.
- **Facsimile and e-mail transmittals cannot be accepted.**

The proposal package should be clearly labeled with the following:

- Proposal for 2024-13 Financial Advisory Services
- Proposal Due Date and Time
- Proposer Name
- Proposer Address
- Proposer Phone Number

There is no expressed or implied obligation of the Port of Port Arthur to reimburse responding Proposer for any expenses incurred in preparing proposals in response to the Request and the Port of Port Arthur will not reimburse responding Proposers for such expenses.

All Proposals must be received in the offices of the Port of Port Arthur, 221 Houston Avenue, Port Arthur, Texas 77640, no later than 2:00 PM Central Time, November 6, 2024. The Port of Port Arthur is not responsible for lateness or non-delivery of mail, carrier, etc., and the date/stamp in the offices of the Port of Port Arthur shall be the official time of receipt. **Late submissions cannot be considered and will be returned unopened.**

2. Scope of Work

2.1. Scope of Services

The Port of Port Arthur (Port) is requesting written proposals from interested, qualified firms for the purpose of providing professional Financial Advisory Services for the Port. The Port is anticipating bonds sales in the future to support the Capital Improvement Plan. The amounts of these issues(s) have yet to be determined. The successful firm will be an impartial third party experienced in working with local governments in providing Financial Advisory Services. Experience working with Public Port Authorities is preferred.

1. Analyzing options and making recommendation of types of financing.
2. Making recommendation on the marketing of bonds, including methods for enhancing the rating, advise on bond covenants, pledge of revenue, flow of funds, legal and coverage requirements, bond market trends, timing and scheduling of issues.
3. Preparation and distribution of official statements, and related advertising for each sale to prospective and successful bidders and briefing notebooks for rating agency discussions, if applicable.
4. Coordination with bond counsel.
5. Interpreting the Port's offerings to prospective bidders and elicit participations from various investment firms.
6. Coordinating and/or attending bid openings, assist in evaluating bids and recommend acceptance or rejection of bids.
7. Bond closings with the successful bidder, paying agent/registrars, bond counsel and Port staff, including instructions for the closing and post-closing responsibilities.
8. Maintain copies of all transcripts.
9. Assist the Port in all aspects of a negotiated sale including, but not limited to, the preparation and mailing of the request for qualifications to provide financial underwriting services, in depth evaluation of qualifications submitted, selection of an underwriting team and other matters related to the successful consummation of a negotiated transaction.

Due to inherent conflicts of interest, the successful firm will not be allowed to serve as underwriter for any proposed transactions on which the firm provides Financial Advisory Services.

The Port is requesting written proposals for the provision of Financial Advisory Services for a three (3) year period, with two (2) one (1) year extensions available unless either party provides written cancellation notice ninety days prior to the renewal date.

Additional Special Services Include:

- A. Coordinating the preparation and submission of SEC disclosure documents required by federal and state laws and regulations.
- B. Providing technical financial analysis related to financing options for various development projects.
- C. Assist in identifying and reviewing new sources of funding for capital needs of the Port such as may be available from open market leasing, state and/or federal grant or loan programs.
- D. Other non-traditional activities the Financial Advisor may deem appropriate. The Port encourages innovation.

3. Proposal Requirements

3.1. General Instructions

Proposals should be prepared succinctly, and provide a straightforward, concise description of the Proposer's company, qualifications, proposed solution, and capabilities to satisfy the requirements of this RFP. Emphasis should be on completeness and clarity of content. Glossy sales and marketing brochures are not to be included. Proposals must be organized consistent with the outline provided in 3.2. Proposers should follow all prescribed formats and address all portions of the RFP set forth herein providing all information requested. Proposers may retype or duplicate any portion of this RFP for use in responding to the RFP, provided that the proposal clearly addresses all the Port's information requirements.

3.2. Proposal Format and Content

Proposals should be structured, presented, and labeled in the following manner:

Cover Letter

Table of Contents

Section 1 – Executive Summary

Section 2 – Company Background and Qualifications

Section 3 – References

Section 4 – Technical Approach

Section 5 – Cost

Failure to follow the specified format, to label the responses correctly, or to address all the subsections may result in the rejection of the proposal.

Cover Letter

The Cover Letter, which is to be no longer than three (3) pages must include the following:

- Proposer’s legal name and corporate structure, including state incorporated in.
- Proposer’s primary contact to include name, title, address, phone, and email.
- Statement indicating that the proposal remains valid for at least 120 days.
- Statement that the Proposer or any individual who will perform work for the Proposer is free of any conflict of interest (e.g., employment by the Port).
- Signature of a company officer empowered to bind the Proposer to the provisions of this RFP and any contract awarded pursuant to it.

Table of Contents

All sections should be identified, and pages are to be consecutively numbered.

Section 1 – Executive Summary

In this section, Proposers must provide a brief and concise synopsis of Proposer’s qualifications, capabilities and approach to providing the services requested. The Executive Summary must be no longer than three (3) pages.

Section 2 – Company Background and Qualifications

In this section, Proposers must provide company qualifications and experience in providing the services required. This section should include:

- A brief description of the Proposer’s background including the number of employees, and the number of clients served in a similar capacity, including Public Ports.
- The location of headquarters, technical support, and field offices and the location of the office which would service the Port.
- A description of the capacities of the firm to access bond markets.

- Provide audited financial statements for the last three (3) years.
- Provide disclosure of any pending investigation of the firm or enforcement or disciplinary actions taken within the past five years by the SEC or other regulatory bodies.
- Explain changes that have occurred within your firm over the past twelve months regarding staffing, capital, and organizational structure, as well as planned future changes expected to occur.
- Identify the professionals who would be directly involved in providing services to the Port. Describe their relationship to your firm, their responsibilities, their experience with financial advisory services, their location and the number of years they have been associated with your firm. Include resumes of key personnel who will be assigned to handle this contract. Primary and alternate personnel shall be clearly identified.
- Describe efforts your firm makes to keep its professionals informed of developments relevant to government clients.

The Company Background and Qualifications section must be no longer than five (5) pages.

Section 3 – References

In this section:

- List the most significant agreements (maximum of five) performed in the last three (3) years that are similar to the services describe in this RFP.
- Permission and contact information for represented entities to discuss firm's performance.

The References section must be no longer than five (5) pages.

Section 4 – Technical Approach

- Describe the firm's financial advisor experience necessary to assist the Port with either competitive or negotiated sales, included knowledge in understanding the Port's financial situation, including ideas on how the Port should approach financing issues such as bond structures, alternative financing options, and marketing strategies.
- Describe and submit samples of the reports that would be provided and their frequency. Include the methods and formulas used to calculated yield and performance.
- Any other qualifications and experience which you consider to be significant, innovative or otherwise relevant to the services requested.

The Technical Approach section must be no longer than eight (8) pages

Section 5 – Cost Proposal

Provide the firm's Financial Advisory fess schedule for services related to debt issuance (contingent on bond sale) and for services unrelated to debt issuance (not contingent on bond sale) and describe the basis on which the fees are calculated. Details of any alternate method of compensation such as hourly fees, per bond basis, or annual retainers your firm would consider.

List all expenses pertaining to an issue that will be reimbursable by the Port. Example: bond printing, bond counsel, official statement printing, bond election expenses, bond ratings and related expenses, etc.

4. Proposal Evaluation

Submitted proposals will be evaluated based upon the content of the RFP:

- Section 2 Company background and qualifications 25%
- Section 3 References 25%
- Section 4 Technical Approach 35%
- Section 5 Cost 15%

5. General Terms and Conditions

Collusion

By submitting a response to the RFP, each Proposer represents and warrants that its response is genuine and not made in the interest of, or on behalf of, any person not named therein; that the Proposer has not directly induced or solicited any other person to submit a sham response or any other person to refrain from submitting a response; and that the Proposer has not in any manner sought collusion to secure any improper advantage over any other person submitting a response.

Gratuities

No person will offer, give, or agree to give, any Port employee or its representatives any gratuity, discount, or offer of employment in connection with the award of contract by the Port.

Required Review and Waiver of Protests

Proposers should carefully review this RFP and all attachments for comments, questions, defects, objections, or any other matter requiring clarification or correction (collectively called "comments"). Comments concerning RFP objections must be made in writing and received by the Port no later than the "Deadline for Proposer Questions" detailed in Table 1.3 – Procurement Schedule. This will allow issuance of any necessary amendments and help prevent the opening of defective Information upon which contract award could not be made.

Protests based on any objection will be considered waived and invalid if these faults have not been brought to the attention of the Port, in writing, by the Deadline for Proposer Questions.

Nondiscrimination

No person will be excluded from participation in, be denied benefits of, be discriminated against in the admission or access to, or be discriminated against in treatment or employment in the Port's contracted programs or activities on the grounds of disability, age, race, color, religion, sex, national origin, or any other classification protected by law; nor will they be excluded from participation in, be denied benefits of, or be otherwise subjected to discrimination in the performance of contracts with the Port or in the employment practices of the Port's contractors. Accordingly, all Proposers entering into contracts with the Port will, upon request, be required to show proof of such nondiscrimination and to post in conspicuous places, available to all employees and applicants, notices of nondiscrimination.

Proposal Preparation Costs

The Proposer is responsible for any and all costs associated with the preparation, submittal, and presentation of any proposal.

Proposal Errors

Proposers are liable for all errors or omissions contained in their proposals. Proposers will not be allowed to alter proposal documents after the deadline for submitting a proposal. The Port, at its discretion, has the right to accept or reject a proposal in part or whole due to errors and/or omissions of the response.

Incorrect Proposal Information

If the Port determines that a Proposer has provided, for consideration in the evaluation process or contract negotiations, incorrect information which the Proposer knew or should have known was materially incorrect, that proposal may be determined non-responsive, and the proposal may be rejected at the sole discretion of Port.

Prohibition of Proposer Terms and Conditions

A Proposer may not submit the Proposer's own contract terms and conditions in a response to this RFP. If a proposal contains such terms and conditions, the Port, at its sole discretion, may determine the proposal to be a nonresponsive counteroffer, and the proposal may be rejected.

Right to Refuse Personnel

The Port reserves the right to refuse, at its sole discretion, any subcontractors or any personnel provided by the prime contractor or its subcontractors. The Port reserves the right to interview and approve all Proposer staff members. Proposer's staff may be subject to the Port's background processes at any time.

Proposal of Additional Services

If a Proposer indicates an offer of services in addition to those required by and described in this RFP, these additional services may be added to the contract before contract signing at the sole discretion of the Port.

Licensure

Before a contract pursuant to this RFP is signed, the Proposer must hold all necessary, applicable business and professional licenses. The Port may require Proposers to submit evidence of proper licensure.

Conflict of Interest and Proposal Restrictions

By submitting a response to the RFP, the Proposer certifies that no amount will be paid directly or indirectly to an employee, official or contractor of the Port as wages, compensation, or gifts in exchange for acting as an officer, agent, employee, subcontractor, or consultant to the Proposer in connection with the procurement under this RFP.

The Texas Local Government Code chapter 176 requires that any vendor or person who enters into or seeks to enter into a contract with a local government entity disclose in the Questionnaire Form CIQ

the vendor or person's employment, affiliation, business relationship, family relationship or provision of gifts that might cause a conflict of interest with the local government entity. Questionnaire Form CIQ is included in the RFP and must be submitted with the response.

Contract Negotiations

After a review of the information and completion of the demonstration and proof-of-capabilities (POC), the Port intends to enter into contract negotiations with the selected Proposer. These negotiations could include all aspects of services and fees. Negotiations must begin within 15 days of approval of the selected vendor and must conclude within thirty days of the approved selection.

Execution of Contract

If a contract is not finalized in within 30 days of completion of negotiations, the Port may give notice to that service provider of the Port's intent to select from the remaining Proposers or to call for new Information, whichever the Port deems appropriate.

At the time the vendor submits the signed contract, the vendor must complete a "Disclosure of Interested Parties", Form 1295 online with the Texas Ethics Commission at www.ethics.state.tx.us/file. An example of the form is attached as Exhibit B. DO NOT SEND THE FORM TO THE PORT. The form must be completed online with the Texas Ethics Commission.

Right of Rejection

The Port reserves the right, at its sole discretion, to reject any and all proposals or to cancel this RFP in its entirety. Any proposal received which does not meet the requirements of this RFP may be considered nonresponsive and the proposal may be rejected. Proposers must comply with all the terms of this RFP and all applicable laws and regulations. The Port may reject any proposal that does not comply with all the terms, conditions, and performance requirements of this RFP. Proposers may not restrict the rights of the Port or otherwise qualify their proposals. If a Proposer does so, the Port may determine the proposal to be a nonresponsive counteroffer, and the proposal may be rejected.

The Port reserves the right, at its sole discretion, to waive variances in technical proposals provided such action is in the best interest of the Port. Where the Port waives minor variances in proposals, such waiver does not modify the RFP requirements or excuse the Proposer from full compliance with the RFP. Notwithstanding any minor variance, the Port may hold any Proposer to strict compliance with the RFP.

Disclosure of Proposal Contents

All proposals and other materials submitted in response to this RFP procurement process become the property of the Port. Selection or rejection of a proposal does not affect this right. All proposal information, including detailed price and cost information, will be held in confidence during the evaluation process. Upon the completion of the evaluation of proposals, the proposals and associated materials will be open for review by the public to the extent allowed by law. By submitting a proposal, the Proposer acknowledges and accepts that the contents of the proposal and associated documents will become open to public inspection.

The master copy of each proposal will be retained for official files and will become public record after the award of a contract unless the proposal or specific parts of the proposal can be shown to be

exempt by law. Each Proposer may clearly label part of a proposal as "CONFIDENTIAL" if the Proposer thereby agrees to indemnify and defend the Port for honoring such a designation. The failure to so label any information that is released by the Port will constitute a complete waiver of all claims for damages caused by any release of the information.

Severability

If any provision of this RFP is declared by a court to be illegal or in conflict with any law, the validity of the remaining terms and provisions will not be affected; and the rights and obligations of the Port and Proposers will be construed and enforced as if the RFP did not contain the particular provision held to be invalid.

RFP and Proposal Incorporated into Final Contract

Relevant portions of this RFP and the successful proposal will be incorporated into the final contract.

Proposal Amendment

The Port will not accept any amendments, revisions, or alterations to proposals after the deadline for proposal submittal unless such is formally requested, in writing, by the Port.

Rights of the Port

The Port reserves the right to:

- Make the selection based on its sole discretion
- Reject any and all proposals
- Issue subsequent Requests for Proposals
- Postpone opening proposals, if necessary, for any reason
- Remedy errors in the Request for Proposal process
- Negotiate with any, all, or none of the Proposers
- Waive informalities and irregularities in the proposals

Enter into an agreement with another Proposer in the event the originally selected Proposer defaults or fails to execute an agreement with the Port

An agreement will not be binding or valid with the Port unless and until it is approved by the Port Board of Commissioners and executed by authorized representatives of the Port and of the Proposer.

Diversity in Contracting

It is the policy of the Port to contribute to the establishment, preservation, and strengthening of disadvantaged business enterprises and to encourage the participation of disadvantaged businesses. Towards that end, the Port encourages firms to provide for the participation of disadvantaged owned businesses through partnerships, joint ventures, subcontracts, and other contractual opportunities, all in compliance with the Port's Policy Directive on Diversity in Contracting, adopted June 24, 2020.

Attachments –

Exhibit A - Form CIQ

Exhibit B- Form 1295

Exhibit C- Port of Port Arthur Diversity in Contracting Policy