



# **Request for Qualifications** for Arbitrage Rebate Consulting Services

<b>ISSUING DATE:</b>	April 25, 2025
<b>ISSUING AGENCY:</b>	Central Texas Regional Mobility Authority
<b>CONTACT PERSON:</b>	Finance Department, Controller
<b>RESPONSE DUE DATE:</b>	4:00 p.m. C.S.T., May 12, 2025

## 1. INTRODUCTION

The Central Texas Regional Mobility Authority (CTRMA), a political subdivision of the State of Texas, is soliciting statements of interest and qualifications from professional consulting firms to serve as arbitrage rebate consultants in accordance with the terms and conditions set forth in this Request for Qualifications (RFQ), and any other term and condition in any contract subsequently awarded.

**Fees or budgets shall not be submitted with any initial response or other communication from the responding firm.**

The CTRMA encourages the participation of Disadvantaged Business Enterprises (“DBEs”), Historically Underutilized Businesses (“HUBs”), minorities, and women in all facets of its activities.

Each firm will be evaluated on its experience in providing arbitrage rebate consulting services of the type anticipated to be required by the CTRMA, the expertise of personnel who will be assigned to the CTRMA, the firm’s office location(s), size, and reputation in the consulting community and industry.

## 2. DESCRIPTION OF THE CENTRAL TEXAS REGIONAL MOBILITY AUTHORITY

The CTRMA is a Texas political subdivision with broad powers to study, design, construct, operate, expand, enlarge, finance, and extend transportation projects in Travis County, Williamson County, and adjacent counties, as permitted by law.

The powers and duties of the CTRMA and its Board of Directors are established by and subject to state and federal laws and regulations. The CTRMA operates the System which is comprised of: the 183A Toll Road, the 290 Toll Road, the 183 Toll Road, the 71 Toll Lane and the 45SW Toll Road, the 183A Phase III project and the 183N Mobility project (under construction). The CTRMA also operates the Mopac Express Lane, a managed lane toll road held outside the System and manages and coordinates road projects for Travis County.

CTRMA is developing additional transportation projects intended to address congestion and improve mobility in the Central Texas region. The CTRMA works cooperatively with the Texas Department of Transportation and the Capital Area Metropolitan Area Planning Organization to identify and implement necessary transportation projects in the Central Texas area.

### **3. SCOPE OF SERVICES**

#### **3.1. SERVICES TO BE PROVIDED**

CTRMA seeks a firm to coordinate the arbitrage rebate compliance for the tax-exempt debt obligations in accordance with Section 148(f) of the Internal Revenue Code of 1986 (Code), the CTRMA indenture of trust, and to provide other necessary arbitrage rebate compliance services. The provider therefore will provide services that will include, but will not be limited to, the following:

- Verify whether any of the obligations are subject to the arbitrage rebate requirements contained in Section 148(f) of the Code.
- Prepare all necessary reports and calculations necessary for federal tax law compliance as appropriate for each of the obligations.
- Deliver to the CTRMA appropriate documentation required to support calculations, including a professional opinion on the mathematical accuracy of the calculations and that the arbitrage calculation results are consistent with Section 148(f) of the Code.
- Provide an executive summary identifying the methodology employed, conclusions, and appropriate instructions about when to rebate the required amounts. This summary should also include recommendations for changes in the CTRMA's record keeping.
- If a rebate payment is required, prepare all federally required information form(s).
- Assist the CTRMA as necessary in the event of an IRS inquiry or examination.
- Consult with CTRMA as necessary regarding arbitrage-related matters.
- If necessary, amend prior arbitrage rebate calculations in the event new regulations require the amending of the prior calculations.

Please recognize that any services beyond the above general services, including amending previous calculations, will be subject to a contractual requirement that will need to be authorized in writing by the CTRMA before occurring.

The anticipated scope of arbitrage rebate consulting services is presented as Attachment A hereto. A list of current obligations and delivery dates is presented in Attachment B.

#### **3.2. CONTRACT DURATION**

The Contract's duration will be for five (5) years with five (5) one-year options to be exercisable by the CTRMA in its sole discretion.

### **4. RESPONSE FORMAT AND EVALUATION**

#### **4.1. RESPONSE FORMAT**

Each firm responding to this RFQ must prepare its response to incorporate the following information:

##### **4.1.1. General Information**

All responses must provide the following information. To ease evaluation, please provide the information in the following order:

- a. Firm's Name
- b. Firm's Corporate Headquarters address (if a joint venture, the corporate headquarters of each joint venture partner).
- c. The address of office(s) where staff assigned to service the CTRMA account will be stationed.
- d. E-mail address of the individual or individuals responsible for this proposal who may be contacted in the event of questions or notification.
- e. General description of the firm's arbitrage rebate consulting services; and
- f. Provide a statement as to any fraud, related charges, or pertinent civil litigation that has been made against your firm since January 1, 2021. Such a statement should also discuss any settlement of those matters, any sanctions resulting from such settlement, and the status of any open investigations related to the charges or litigation.
- g. Provide a statement as to the status of any pending or resolved enforcement of disciplinary actions taken since January 1, 2021, by the SEC, FINRA, MSRB, IRS, United States Department of the Treasury, or other regulatory bodies.
- h. Provide a statement affirming that the firm and any individuals who work under this contract are compliant with all applicable MSRB regulations.

##### **4.1.2. Firm Personnel and Experience**

- a. Generally, describe your firm and its experience in providing arbitrage rebate determinations. In addition, please include a representative sample of arbitrage rebate determinations completed since January 1, 2020 (limit sample to one page which is not subject to 15-page limit), and three references of clients with credits similar to that of the CTRMA.
- b. Provide specific experience your firm has with arbitrage rebate determinations for toll road credits.
- c. Provide a specific example or case study of a rebate determination completed by your firm that saved the issuer money in the long-term based on decisions and interpretations of the Code made by your firm.

- d. Please discuss the steps your firm takes to help ensure that rebate determinations are completed in a timely manner and by the dates required by the Code.
- e. This engagement will include the exchange of data files and other information needed to complete the rebate determinations. Please discuss how your firm provides to the client or trustee any ongoing feedback, comments, and advice on the content, structure, and secure exchange of such data.
- f. Please provide the names and qualifications of each individual who will provide the services outlined in the proposal. For a typical rebate determination, please indicate the percentage of the work that will be performed by each individual.
- g. Please describe other “post-issuance” compliance services that your firm, coupled with arbitrage rebate determinations, can provide to the CTRMA based on the issuance frequency of the CTRMA and the working relationships the CTRMA already has with bond counsel firms.

**4.1.3. Historically Underutilized Business and Disadvantage Business Enterprise Participation:**

Indicate whether the firm is a qualified /Historically Underutilized Business (“HUB”) or Disadvantaged Business Enterprise (“DBE”) and, if so, provide supporting documentation including letters of certification. All responses shall be in compliance with the CTRMA DBE Policy Statement (§ 401.097) which may be reviewed at: <https://www.mobilityauthority.com/about/policy-disclaimers/code>

**5. EVALUATION OF RESPONSES**

**5.1. Scoring Criteria**

Scoring of the responses shall be based on the following criteria:

Scoring Criteria	Possible Points
Qualifications of the individuals who will perform the tasks and the level of respective participation	30
Experience in providing the services requested by CTRMA and references related thereto	30
A statement of the proposer’s understanding of the Scope of Work and the ability to perform the tasks in a timely fashion, including staffing and familiarity with the subject matter and the Authority	30
Thoroughness and completeness of the applicant’s submittal	10
<b>TOTAL</b>	<b>100</b>

## **6. SUBMITTAL RESTRICTIONS:**

Submittal text shall be limited to fifteen (15), single sided, pages in length, exclusive of cover sheets, flyleaves, tables of content, dividers, etc. Materials in excess of the specified fifteen (15) pages will not be reviewed.

Preprinted brochure material may be included in the submittal if desired and will counted in the 15-page maximum.

CTRMA reserves the right to reject any submission as non-responsive if the firm fails to include any of the required information.

## **7. SELECTION OF ARBITRAGE REBATE CONSULTANT:**

The Board of Directors of the CTRMA will make its selection based on demonstrated competence, experience, knowledge, and qualifications, in accordance with this RFQ and the procedures for procuring Professional Services established by Chapter 4, Article 18, of the CTRMA Policy Code, a copy of which can be viewed at the following website: <https://www.mobilityauthority.com/about/policy-disclaimers/code/>.

Members of the CTRMA staff will score the responses based on the Scoring Criteria in section 5.1 and will recommend the most qualified firm to the Executive Director. With the concurrence of the Executive Director, the Chief Financial Officer will recommend a firm to the Board of Directors. The ultimate selection of a firm, if any, will be made by the Board of Directors.

By issuing this RFQ, the CTRMA has not committed and is not obligated to employ any firm for arbitrage rebate consulting services, and neither the suggested scope of services nor the terms of the proposed agreement should be construed to require approval of a contract with a firm. The CTRMA reserves the right to make those decisions, and the Board of Director's decision on these matters is final.

## **8. ANTI-LOBBYING PROVISION**

Except as provided below relating to questions and clarifications concerning this RFQ, from the date this RFQ is issued until a contract is executed by the CTRMA and the selected firm, no firm or representative of a firm may directly or indirectly contact any member of the Board of Directors, CTRMA employees, consultants, or a contractor performing work for the CTRMA concerning the subject matter of this RFQ. A violation of this restriction is grounds for the CTRMA to disqualify the firm making such contact from further consideration.

## **9. CONFLICT OF INTEREST DISCLOSURES**

Firms must comply with the Conflict-of-Interest Policy for Consultants adopted by the CTRMA Board of Directors. Firms must disclose “the existence of any current or previous (defined as one terminating within 12 months prior to submission of the response) business relationship with any of the authority’s key personnel.”

Copies of the Conflict-of-Interest Policy for Consultants, and the required consultant’s “Disclosure Statement Form” are available under “CONSULTANT CONFLICT OF INTEREST POLICY,” incorporated in the CTRMA Policy Code, on the CTRMA website, at: <https://www.mobilityauthority.com/about/policy-disclaimers/code/>.

A copy of the list of the CTRMA “key personnel” can be found at the following website: <https://www.mobilityauthority.com/about/policy-disclaimers/key-firms/>

#### **10. RELEASE OF INFORMATION AND OPEN RECORDS:**

All responses submitted to this RFQ become the property of the CTRMA and may be subject to public disclosure under the Texas Public Information Act (“PIA”). Any material a firm considers to be proprietary, confidential, or otherwise exempt from disclosure under the PIA shall be clearly marked “CONFIDENTIAL” and submitted in a separate, sealed envelope with the envelope marked “CONFIDENTIAL” on the outside. It is not acceptable to designate all or substantially all of the responses to the RFQ as “confidential” or “proprietary,” and any such response will be returned to the firm without further consideration by the CTRMA.

In accordance with the PIA, the CTRMA will use its best efforts to notify the firm if a request for public information is received that may require the CTRMA to disclose any material in the response that the firm has clearly marked as proprietary, confidential, or otherwise exempt from disclosure under the PIA. CTRMA does not have and does not assume any obligation to assert or argue on behalf of the firm that any information provided to CTRMA is exempt from the required disclosure.

#### **11. COST OF RESPONSES:**

All costs directly or indirectly related to the preparation of a response to this RFQ shall be the sole responsibility of, and shall be borne by, responding firms.

#### **12. CONTACT PERSON FOR RFQ QUESTIONS**

All questions regarding this RFQ must be received by the CTRMA no later than 4:00 p.m. C.S.T., May 2, 2025.

Informal verbal inquiries are not permitted.

NO QUESTIONS WILL BE ACCEPTED AFTER THIS DEADLINE. Written questions may be

submitted by email to the addresses shown immediately below:

Subject: Arbitrage RFQ inquiry

Email: [financeprocurement@ctrma.org](mailto:financeprocurement@ctrma.org)

Any revision or clarification to this RFQ as well as the response to any question received from any firm will be made available for review by all firms by posting that information on the CTRMA website at: <https://www.mobilityauthority.com/business/opportunities/procurements/>

No notice of the posting of this information will be provided to any firm; and each firm is responsible for monitoring the website in a timely manner to ensure the response they submit complies with any supplemental information posted on the website.

### **13. DELIVERY AND DEADLINE FOR SUBMISSION OF RESPONSES**

**An electronic version of the complete response must be received by Monday, May 12, 2025, at 4:00 P.M., C.S.T.**

The firm's response must be signed by an officer of the firm who is legally authorized to enter into a contractual relationship in the name of the firm or joint venture.



## ATTACHMENT A

### 1. SCOPE OF SERVICES

The purpose of this Request for Qualifications is to solicit responses from qualified consulting firms interested in providing ongoing services related to the arbitrage rebate services.

- a. On an annual basis, but no later than 60 days after the end of the computation period, provide to CTRMA in writing a calculation of Arbitrage earnings and a determination of the amount of the rebate requirement in accordance with Section 148(f) of the Internal Revenue Code of 1986, as amended, for each series of bonds requiring such calculations.
- b. On an annual basis, but no later than 60 days after the end of the computation period, provide an opinion in writing to CTRMA that such calculations have been performed in accordance with Section 148(f) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated there under. The information needed for such calculations shall be supplied by the Trustee. The Arbitrageur shall utilize the statements provided by the Trustee or any other investment statement authorized by the CTRMA Indenture of Trust.
- c. Apprise CTRMA in writing of any changes in Arbitrage compliance regulations that may occur during the term of the Contract.
- d. Perform all duties required of the Arbitrageur as specified by the CTRMA Indenture of Trust, the Non-arbitrage Certificate, and any other documents governing the applicable bond series (bond documents).
- e. Consult with CTRMA to address post-issuance tax compliance concerns.
- f. Verify to CTRMA that the bond issue is subject to the rebate regulations and determine what general and/or elective exceptions are available.
- g. Perform the following on the debt yields and excess earnings as defined by U.S. Treasury Department regulations including, but not limited to:
  - Data review and analysis.
  - Compute/verify the allowable yield limit for the issues.
  - Compute/verify the amount of excess earnings, if any, rebatable to the U.S. Treasury.

- Compute/verify the amount of spend-down penalties payable to the U.S. Treasury under issues applying such provisions.
  - Prepare all necessary Internal Revenue Service forms relating to services provided.
  - Submit final reports to CTRMA showing the calculation method used, assumptions, conclusions, and any recommendations for changes in record keeping for the services provided; and
  - Provide a opinion of the liability due to the U.S. Treasury under any of the Arbitrage regulations. The opinion shall include a statement that the calculation methodology used is consistent with current tax laws and regulations and may be relied upon by CTRMA in determining liability payments to the U.S. Treasury.
- h. Assist CTRMA, as necessary, in the event of an Internal Revenue Service inquiry and/or audit, both during and subsequent to the contract period.
- i. Identify and separate accounts for all gross proceeds including those requiring allocation analyses due to circumstances involving transferred proceeds and/or commingled funds.
- j. Retain all support documentation for the rebate calculations (hard copy records and computer database) for six years after the retirement or final maturity of the bonds or until any on-going litigation, audit, etc., is resolved, if longer.
- k. Fulfill additional arbitrage rebate services and provide advice as requested by CTRMA.

**ATTACHMENT B**

<b>Delivery Date</b>	<b>Issue Description</b>
3/11/2010	Senior Lien Revenue Bonds, Series 2010
6/29/2011	Senior Lien Revenue Bonds, Series 2011 and Subordinate Lien Revenue Bonds, Series 2011
5/16/2013	Senior Lien Revenue Refunding Bonds, Series 2013A, Senior Lien Revenue Refunding Put Bonds, Series 2013B and Subordinate Lien Revenue Refunding Bonds, Series 2013
11/19/2015	Senior Lien Revenue Bonds, Series 2015A and Senior Lien Revenue and Refunding Put Bonds, Series 2015B
6/1/2016	Senior Lien Revenue Refunding Bonds, Series 2016
8/9/2016	Subordinate Lien Revenue Refunding Bonds, Series 2016
11/20/2018	Senior Lien Revenue Bonds, Series 2018 and Subordinate Lien Revenue Bond Anticipation Notes, Series 2018
1/22/2020	Senior Lien Revenue Bonds, Series 2020A
9/23/2020	Senior Lien Revenue Refunding Bonds, Series 2020B
11/19/2020	Senior Lien Revenue Bonds, Series 2020E, Subordinate Lien Revenue Bond Anticipation Notes, Series 2020F Subordinate Lien Revenue Refunding Bonds, Series 2020G
4/14/2021	Senior Lien Revenue Bonds, Series 2021B and Subordinate Lien Revenue Bond Anticipation Notes, Series 2021C