



**AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY  
REQUEST FOR PROPOSALS (“RFP”)  
TO SERVE AS UNDERWRITER**

**A. INTRODUCTION**

The Aerotropolis Regional Transportation Authority (“ARTA”) is currently seeking proposals from qualified financial institutions interested in serving as underwriter for one or more series of bonds or notes<sup>1</sup>, potentially as one or more “fill up notes” (the “Bonds”). Pledged revenues consist of those derived within the ARTA’s boundaries and include 100% of the City of Aurora’s (the “City”) Use Tax on Construction Materials (excluding 0.25% dedicated to increase staffing of the City police department and operation and maintenance of the City detention facility), 100% of the City’s Transportation Impact Fee for Residential Development, 50% of Adams County (the “County”) General Fund Property Tax, 100% of the County’s Road and Bridge Fund Tax, and 100% of a 5.00 mill levy imposed upon all taxable real property located within the ARTA’s boundaries (also see Exhibit E of the attached Intergovernmental Agreement). Note the City’s and County’s tax revenues are subject to annual appropriation.

The total of all issues, or maximum amount of the Bonds to be issued over a multiple year period, is not expected to exceed \$230,000,000 for the purposes of funding regional public street and transportation improvements. Attached is the planning schedule for the proposed improvements to be funded by ARTA.

Firms interested in serving as Underwriter are invited to respond to this Request. Please note only proposals from firms staffed with municipal finance banking professionals will be considered.

**B. BACKGROUND**

ARTA is a regional transportation authority created by an intergovernmental agreement between the County, the City, and the District, organized and operating under Part 6, Article 4, Title 43, C.R.S. Its members, functions, structure, Board membership, and election questions are described in the intergovernmental agreement provided with this RFP.

For additional information about ARTA, a copy of the Colorado Aerotropolis Visioning Study may be accessed via the Colorado Department of Transportation’s website at: <https://www.codot.gov/library/studies/study-archives/aerotropolis/reports>

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<sup>1</sup> The precise type, structure, and amount are subject to change. The Bonds may be structured as revenue bonds.



## C. PROPOSAL PROCEDURES

### 1. *Anticipated Schedule of Proposal:*

Issue RFP:	November 9, 2018
Proposals Due:	November 30, 2018 5:00pm (MST)
Notification of Award:	Approximately 2 weeks after the Response Due Date

### 2. *Preparation of Proposals*

Each proposal shall be prepared simply and economically avoiding the use of elaborate promotional materials beyond what is sufficient to provide a complete, accurate, and reliable presentation. Proposals should be limited to 15 pages.

All proposals and supplementary materials shall become the property of ARTA. To the extent permitted by law, proposals will be opened in a manner that avoids disclosure of their contents until after award of the engagement. Any proprietary information contained in a proposal should be explicitly labeled as such. ARTA can make no representation or commitment that such proprietary information shall remain confidential.

### 3. *Inquiries and Submission of Proposals:*

All proposals shall be delivered in electronic format only on or before November 30, 2018 at 5:00 pm (MST). Proposals received after the aforementioned date and time may not be considered.

Proposals should be addressed as follows:

Aerotropolis Regional Transportation Authority  
c/o Jim Mann, Senior Municipal Advisor  
Ehlers & Associates  
4700 S. Syracuse St., Ste. 860  
Denver, CO 80237  
[JMann@ehlers-inc.com](mailto:JMann@ehlers-inc.com)  
(with a copy to [MBuck@ehlers-inc.com](mailto:MBuck@ehlers-inc.com))

Inquiries concerning this RFP must be directed in writing to Jim Mann or Melissa Buck, municipal advisors to ARTA, by electronic mail at: [JMann@ehlers-inc.com](mailto:JMann@ehlers-inc.com) or [MBuck@ehlers-inc.com](mailto:MBuck@ehlers-inc.com)



#### 4. *Time and Location*

Selected respondents may be requested to provide oral presentations. ARTA is under no obligation to hold such presentations. Should the ARTA Board of Directors request an oral presentation, selected respondents will be notified to arrange specific times.

#### 5. *Right to Reject*

ARTA reserves the right to reject any and all proposals for any reason or no reason and without penalty to ARTA, and may waive any defect, irregularity, or informality contained in a proposal. ARTA reserves the right to select the proposal deemed most advantageous to the ARTA, in its sole discretion, and to negotiate directly with any respondents. Preparation and submission of a response to this RFP is at the sole expense and risk of the responding firms, and it is understood by the selected firm that no fees or other compensation will be paid if the proposed financing is abandoned or does not close. If deadlines are modified or addenda to this RFP are prepared, all parties shall be notified contemporaneously.

#### 6. *Award of Contract*

All proposals submitted in response to this RFP will be evaluated by the ARTA Board of Directors and the Board's financial advisor, Ehlers. The award will be made to the firm whose proposal, conforming to this RFP, will be the most advantageous to the ARTA on a deal-by-deal basis over a multiple year period.

### **D. OUTSTANDING DEBT**

As of November 9, 2018, ARTA had approximately \$750,000 of outstanding notes. It is anticipated that a portion of proceeds from the first issuance of Bonds will be used to retire these outstanding notes.

### **E. SCOPE OF SERVICES**

The scope of services to be provided by the selected firm(s) will include, but not be limited to, the following:

1. Evaluate and assist in refining financial plans and objectives with regard to the sale of new money bonds; assist in the identification of financing alternatives; and recommend adjustments where appropriate.
2. Assist the ARTA in the successful structuring, marketing, and sale of the debt obligations to achieve the lowest possible borrowing cost consistent with ARTA's risk profile.
3. Assist in the preparation of the official statement (if applicable) and other legal and disclosure documents used in connection with the sale of bonds.



4. Recommend financing structures that most efficiently achieve ARTA's financing objectives while providing feedback with regards to investor acceptance and preferences.
5. Follow ARTA's policies, either oral or written, for liability, designation and retention procedures, pricing procedures, allocation procedures, and the process of selling debt obligations.
6. Assist ARTA in the post-financing evaluation process through the timely submittal of all required reports, post-bond sale descriptions which include: how ARTA's bonds were sold, feedback from investors, and sales performance of the underwriting team.

## **F. PROPOSAL CONTENTS**

Proposals must address:

### *1. Cover Letter*

- a. The cover letter must contain the firm's name, address, and primary contact for the proposal. Please state the reasons you believe your firm should be selected and describe any unique capabilities distinguishing your firm from others, or which could contribute to successful financings.

### *2. Commitment and Experience*

- a. Please describe the strategic significance of municipal finance to your firm, including the focus of your municipal business.
- b. Identify individual(s) in your firm who will be assigned to this engagement and their respective roles and responsibilities. Describe their relevant professional experience, including transportation authority and metropolitan district experience. State the person who will be responsible for the day-to-day management of the team.
- c. Please provide professional resumes for each team member that will be covering the ARTA. Resumes will not count towards the page limit.

### *3. Financial Strength*

- a. State your firm's total capital, equity capital, and excess net capital as of December 31, 2017. If financial data is not available for year-end, please provide data for the most recent quarter for which it is available. Describe your firm's willingness and ability to commit capital for the benefit of the ARTA.
- b. Please list your three most recent fixed rate deals, for which you had the largest participation. Provide your firm's role in the transaction, the issuer, issue date, par amount of the financing, and your firm's participation level for each of the three deals. If you served as lead underwriter, please indicate any balances you were responsible for taking down after the initial sale.

### *4. Selling, Distribution, and Marketing Capabilities*

- a. Describe your firm's municipal distribution capabilities, particularly with respect to private placements and institutional sales, and any distribution



advantages your firm possesses.

- b. Describe your firm's distribution and marketing capabilities and approach for ARTA debt. What do you see as ARTA's major credit and marketing opportunities and challenges.

5. *Industry Experience and Innovation*

- a. Describe your firm's experience with authorities, transportation and Colorado metropolitan district financings.
- b. Describe your firm's experience with the use of non-traditional financing tools for the funding of transportation projects. What was your firm's role in such transaction(s).

6. *Sound Regulatory Standing*

- a. Please indicate if your firm is in compliance with MSRB Rule G-3.
- b. Describe any potential conflicts of interest, particularly representation of any ARTA member entity, property owner within ARTA, or adjacent municipalities, authorities, and districts.
- c. Indicate if your firm is a party to any litigation or investigation or has been notified of an investigation by any federal or state regulatory agency.
- d. Describe any sanctions or penalties brought against your firm or any of its personnel (including suspension or debarment) by any regulatory or licensing agencies. Include a description of the reasons for the sanction or penalties and whether such sanctions or penalties are subject to appeal.
- e. Disclose all compensation/fee arrangements (formal or informal) that your firm, its related entities, or any individuals listed in response to Section 2 above currently has, or within the past 12 months has had, with any of the parties listed under Section 6b above.

7. *Fees*

- a. Please state your firm's proposed rates, fees, and charges and their method of calculation. Clearly state which amounts are subject to market conditions.
- b. ARTA reserves the right to negotiate lower prices with firms for actual transactions.

8. *Proposed Schedule and Availability to Begin Work*

- a. Please describe your firm's availability to begin work and anticipated schedule regarding the first issuance of Bonds.

Please note any costs and expenses incurred by respondents in preparing or submitting qualification statements, including travel expenses incurred to attend meetings or interviews are the sole responsibility of the respondent.



## **G. PROPOSAL EVALUATION**

ARTA's Board of Directors and consultants will review all submitted proposals. ARTA's Board of Directors or its consultants may request a meeting with some qualified Respondents prior to final selection. Proposals will be reviewed in accordance with the following criteria:

1. Commitment and experience of firm personnel, including expertise in municipal finance with a transportation and/or metropolitan district focus, including structuring and identifying financing opportunities;
2. Capital and financing strength to underwrite complex and high yield bond offerings;
3. Proven selling, distribution and marketing capabilities of municipal bonds in all market segments;
4. Transportation and metropolitan district finance expertise and innovation with demonstrated understanding of credit and industry dynamics;
5. Sound regulatory standing;
6. Competitive underwriter's compensation; and
7. Capability to provide required services on a timely basis.