

WEBB COUNTY-CITY OF LAREDO REGIONAL MOBILITY AUTHORITY

REQUEST FOR QUALIFICATIONS TO PROVIDE FINANCIAL AUDITING SERVICES

RFP Issue Date: July 18, 2016

Responses Due: 4:00 p.m. C.D.T. August 31, 2016
Webb County-City of Laredo Regional Mobility Authority
c/o Juan Cruz & Associates, LLC
216 W. Village Blvd., Suite 202
Laredo, TX 78041
Attn: Juan Cruz

INTRODUCTION

The Webb County-City of Laredo Regional Mobility Authority (the “WC-CL RMA”), a political subdivision of the State of Texas, is soliciting statements of interest and qualifications from professional accounting firms to serve as auditor for the WC-CL RMA.

Firms responding (hereinafter “Firms”) must have an established reputation in the accounting community for expertise and reliability and experience auditing the financial statements of tax-exempt government agencies such as regional mobility authorities. Firms should be knowledgeable regarding auditing systems, Texas law, federal tax law and all other rules and regulations applicable to the preparation and examination of WC-CL RMA financial records and the preparation of financial statements and opinions related thereto. The selected Firm will assist the WC-CL RMA by auditing the WC-CL RMA’s balance sheets and related statements of revenues, expenses and changes in retained earnings, and cash flow for the purpose of expressing an opinion on them in accordance with generally accepted auditing standards and Government Auditing Standards issued by the Comptroller General of the United States.

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

Each Firm will be evaluated on its experience in providing auditing services of the type anticipated to be required by the WC-CL RMA, the expertise of personnel who will be assigned to the WC-CL RMA, the Firm’s office location(s), size of the Firm, and the reputation of the Firm in the accounting community and professions.

DESCRIPTION OF THE WC-CL RMA: The WC-CL RMA is an independent governmental agency and political subdivision of the State of Texas created by the Texas Transportation Commission pursuant to the joint request of Webb County and the City of Laredo. Its formation was approved on February 27, 2014. The WC-CL RMA is governed by a nine-member Board of Directors, with four members of the board appointed by the Webb County Commissioners Court, four members of the board appointed by the Laredo City Council, and the presiding officer appointed by the Governor. The WC-CL RMA’s purpose is to provide the City of Laredo and Webb County with opportunities to accelerate needed transportation projects which will improve mobility, enhance safety, support economic development, and improve the quality of life for residents of the region, under the direction of a local board making local choices about local mobility priorities.

SCOPE OF SERVICES

A. SERVICES TO BE PROVIDED

The anticipated scope of financial auditing services is attached as “Attachment A” hereto.

B. CONTRACT DURATION

The contract's duration will be for three (3) years, with two (2) one-year optional renewals.

RESPONSE FORMAT AND EVALUATION

A. RESPONSE FORMAT

Each Firm responding to this RFQ must provide the following information. To ease evaluation, please provide the information in the following order:

1. General Information

- a. Firm's Name
- b. Address of Firm's corporate headquarters;
- c. General description of the Firm's accounting and audit capabilities; and
- d. Disclosure of any claims pending or past judgments entered against the Firm or any of the proposed individual to service the account since January 1, 2011.

2. Financial Audit Expertise:

- a. Provide a listing of governmental entities to whom the Firm has served as financial auditor over the past five (5) years. Include names, addresses, phone numbers, and contact persons for at least three such governmental entities that the WC-CL RMA may contact as a reference. If the Firm performed financial audit services for any such entity as part of a joint venture, please disclose the identity of the joint venture partner.
- b. Supply the name and office location of the individual who will serve as the primary account representative for the WC-CL RMA.
- c. Provide the resumes of the individuals who will directly work on the WC-CL RMA account on a day-to-day basis and their office location. Please describe their availability to work on the WC-CL RMA account.
- d. For each governmental entity listed in Section 2(a) above, please describe the amount and nature of services performed for the entity. Please describe any novel or unusual aspects of such audits that you believe may be of interest to the WC-CL RMA.
- e. Describe your Firm's approach to conducting the audit. Include in the description your proposed utilization of other WC-CL RMA consultants methodology for accomplishing the various audit requirements in a timely and efficient manner, and any special techniques you may employ to facilitate the first year of the engagement.

- f. Describe procedures and/or work schedule that would be used to facilitate the completion of the audit within the WC-CL RMA’s timeframe in the first and subsequent two years. It is the WC-CL RMA’s goal to issue audited financial statements within 90-120 days after the fiscal year end.
- g. Describe the depth and breadth of the Firm’s experience in performing financial audits.
- h. Describe your in-house technical capabilities.

B. EVALUATION OF RESPONSES:

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

Scoring Criteria	Possible Points
Experience of Firm - Qualifications and experience of the Firm, depth and breadth of the Firm’s experience as a whole in the performance of comparable financial audit assignments, and references.	40
Staffing - Qualifications and experience of the specific individuals who will perform and oversee the work; accessibility and availability to the WC-CL RMA staff for consultation, support, and short notice attendance at the WC-CL RMA meetings; affirmative action plan and HUB/DBE participation.	40
Approach to Services - Proposed approach and technical ability of the Firm to perform financial audit services.	20
TOTAL	100

C. HISTORICALLY UNDERUTILIZED BUSINESS AND DISADVANTAGE BUSINESS ENTERPRISE PARTICIPATION:

It is the policy of the WC-CL RMA to encourage the participation of Disadvantaged Business Enterprises (“DBEs”), Historically Underutilized Businesses (“HUBs”), minorities, and women in all facets of its activities. To this end, the extent to which DBEs, HUBs, minorities, and women participate in the ownership, management and professional work force of a Firm will be considered by the WC-CL RMA in the selection of a Firm to serve as auditor.

1. Indicate whether the Firm is a qualified HUB or DBE and, if so, provide supporting documentation including letters of certification.
2. Describe the provision for or the efforts the Firm has made or will make for HUB and/or DBE participation if the Firm were to be selected under this RFQ.
3. Provide a summary of the affirmative action program of the Firm and an organizational chart for the Firm indicating the total number of employees and the percentage of minority employees by standard classification for race and sex.

4. Identify any HUB or DBE subconsultants that the Firm proposes to use on the project. List the name of the principal(s) and the home office address for each subconsultant. Indicate if the subconsultant will have staff supporting the Authority based in the City of Laredo and/or Webb County and what specific tasks the subconsultant would be hired to accomplish.
5. State whether the Firm will be able to conform to the requirements of the WC-CL RMA's policy on the participation of HUBs or DBEs in WC-CL RMA professional services and contracting opportunities. (A copy of that policy is available in the WC-CL RMA Policy Code, Chapter 2, Article VII. Business Opportunity Program and Policy at <http://www.webbrma.com/#!/bylaws-policies-reports/c1pue>)

D. SUBMITTAL RESTRICTIONS:

Submittal text shall be limited to twenty-five (25) pages in length, exclusive of professional resumes, cover sheets, flyleaves, tables of content, dividers, etc., printed on two sides and double-spaced. Materials in excess of the specified 25-pages will not be reviewed.

Preprinted brochure material may be included in the submittal if desired and will not be counted in the 25-page maximum.

The WC-CL RMA reserves the right to reject any submission as non-responsive if the Firm fails to include any of the required information.

E. SELECTION OF AUDITOR:

The Board of Directors of the WC-CL RMA will make its selection based on demonstrated competence, experience, knowledge, and qualifications in accordance with this RFQ and the procedures for procuring Consulting Services established by Chapter 2, Article 4 of the WC-CL RMA Policy Code.

A Selection Committee appointed by the Chair of the Board of Directors of the WC-CL RMA will include representatives from the WC-CL RMA and may include individuals from various other organizations. The Committee will score the responses based on the Scoring Criteria set forth above and will recommend the most qualified 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 WC-CL RMA has not committed and is not obligated to employ any Firm for financial auditing services, and neither the suggested scope of services nor the terms of a proposed agreement should be construed to require approval of a contract with a Firm to be employed for any or all of the services described in this RFQ. The WC-CL RMA reserves the right to make those decisions, and the Board of Director's decision on these matters is final.

F. 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 under this RFQ is executed by the WC-CL RMA and the selected Firm, no Firm or representative of a Firm may directly or indirectly contact any member of the Board of Directors, WC-CL RMA employees, consultants, or a contractor performing work for the WC-CL RMA concerning the subject matter of this RFQ. A violation of this restriction is grounds for the WC-CL RMA to disqualify the Firm making such contact from further consideration.

G. CONFLICT OF INTEREST DISCLOSURES

Firms must comply with the Conflict of Interest Policy for Consultants adopted by the WC-CL RMA's 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 both located under Chapter 3 of the WC-CL RMA Policy Code and a list of the WC-CL RMA's "key personnel," are available on the WC-CL RMA's website, at:

<http://www.webbrma.com/#!bylaws-policies-reports/c1pue>

H. RELEASE OF INFORMATION AND OPEN RECORDS:

All responses submitted to this RFQ become the property of the WC-CL RMA 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". It is not acceptable to designate all or substantially all of the response to the RFQ as "confidential" or "proprietary".

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

I. COST OF RESPONSES:

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

J. CONTACT PERSON FOR RFQ QUESTIONS:

All questions regarding this RFQ must be received by the WC-CL RMA no later than 4:00 p.m. C.D.T., August 15, 2016.

Informal verbal inquiries are not permitted.

NO QUESTIONS WILL BE ACCEPTED AFTER THIS DEADLINE. Written questions may be submitted by U.S. mail, in person, or by email to the addresses shown immediately below:

Webb County-City of Laredo Regional Mobility Authority
c/o Locke Lord LLP
600 Congress Avenue, Suite 2200
Austin, Texas 78701
Attn: Brian O'Reilly
Email: boreilly@lockelord.com

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 Procurements page of the WC-CL RMA website at:

<http://www.webbrma.com/#!procurements/clse>

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

K. DELIVERY AND DEADLINE FOR SUBMISSION OF RESPONSES:

An unbound original and five (5) copies (a total of six (6) sets) of the complete response must be received by August 31, 2016 at 4:00 P.M., C.D.T.

The original and all copies must be submitted in a sealed envelope or container, stating on the outside the Firm's name, address, telephone number, the RFQ title, and RFQ Due Date to:

Webb County-City of Laredo Regional Mobility Authority
c/o Juan Cruz & Associates, LLC
216 W. Village Blvd., Suite 202
Laredo, TX 78041
Attn: Juan Cruz

Firms are responsible for informing any commercial delivery service, if used, of all delivery requirements and for ensuring that the required address appears on the outer wrapper or envelope used by such service.

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.

ATTACHMENT "A"

SCOPE OF SERVICES

The purpose of this Request for Qualifications is to solicit responses from qualified financial accounting audit firms interested in providing the following ongoing services related to the review and audit of the WC-CL RMA's financial statements.

1. Audit the WC-CL RMA's balance sheets as prepared, and the related statements of revenues, expenses and changes in retained earnings and cash flows for the periods then ended, for the purpose of expressing an opinion on them. Audits shall be made in accordance with generally accepted auditing standards and Government Auditing Standards issued by the Comptroller General of the United States, and shall include the testing of state grants and aid appropriations.
2. Plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
3. Study and evaluation of the system of internal accounting control to establish a basis for reliance thereon in determining the nature and extent of other auditing procedures necessary for expressing an opinion on the financial statements and to assist in planning and performing our audit of the financial statements. The successful Firm shall disclose any conditions in the system believed to be a material weakness.
4. Audit procedures shall include tests of documentary evidence supporting the transactions recorded in the accounts, and direct correspondence with selected creditors, legal counsel and banks; and request certain written representations from the WC-CL RMA about the financial statements and matters related thereto.
5. The audit shall give consideration to the internal control structure, including the control environment, the accounting system and the control procedures established by the WC-CL RMA. Based on this consideration, the audit shall be designed to provide reasonable assurance of detecting errors and irregularities that are material to the general purpose financial statements.
6. Conduct an audit in accordance with generally accepted auditing standards to obtain reasonable, assurance about the general purpose financial statements. Including examining, on a test basis, evidence supporting the amounts and disclosures in the general purpose financial statements. The audit shall also include assessing the accounting principles used and significant estimates made by the WC-CL RMA, as well as evaluating the overall financial statement presentation.

7. In addition to the auditor services described above, the successful Firm's duties shall include the following:
- a. Assist and advise the WC-CL RMA in maintaining and improving its accounting and record keeping systems.
 - b. Review the WC-CL RMA's system of internal accounting controls to the extent required by Generally Accepted Auditing Standards and OMB A-133.
 - c. Perform certain limited procedures involving necessary supplementary information required by the Governmental Accounting Standards Board as mandated by generally accepted auditing standards.
 - d. Following the completion of the audit of each fiscal year's financial statements issue: (a) a report on the fair presentation of the financial statements in conformity with generally accepted accounting principles, (b) a report on the internal control structure based on the auditor's understanding on the control structure and assessment of control risk, and (c) a report on compliance with applicable law, regulations, and any contracts relating to the WC-CL RMA indebtedness.
 - e. In the required report on internal controls, communicate in writing any reportable conditions found during the audit to the Chairman and Treasurer of the WC-CL RMA Board of Directors.
 - f. Make an immediate written report of all irregularities for which your Firm becomes aware to the Chairman and Treasurer of the WC-CL RMA Board of Directors.
 - g. Inform in writing the Chairman and Treasurer of the WC-CL RMA Board of Directors of: (a) the Firm's responsibilities under generally accepted auditing standards, (b) significant accounting policies, (c) judgments and accounting estimates of the WC-CL RMA, (d) significant audit adjustments, (e) other information in documents containing audited financial statements, (f) disagreements with the WC-CL RMA, (g) WC-CL RMA consultations with other accountants, (h) major issues discussed with the WC-CL RMA prior to retention, and (i) difficulties encountered in performing the audit.
 - h. Adhere to (a) generally accepted auditing standards applicable to governmental units, as promulgated by the American Institute of Certified Public Accountants ("AICPA"), (b) governmental standards promulgated by the Governmental Accounting Standards Board ("GASB"), (c) federal and state statutes, (d) reporting requirements under the OMB Circular A-133, and (e) GAO standards, regulations and guidelines applicable in the

State of Texas Single-Audit Circular in accordance with the State Uniform Grant Management Standards.

- i. Provide additional consulting services that may be required including the preparation of special reports as determined by the WC-CL RMA.
- j. Make available without charge any work papers used in performance of the audit to Webb County, the City of Laredo, or any federal or state agency upon request and in accordance with federal and state law and regulations.
- k. Upon the request of the WC-CL RMA, provide assistance in the preparation of its Comprehensive Annual Financial Report in a manner that will qualify for the Certificate of Achievement for Excellence in Financial reporting program of the Government Financial Officers Association of the United States and Canada.
- l. Upon request of the WC-CL RMA, issue a consent and citation of expertise letter and any necessary comfort or agreed upon procedures letter in connection with the preparation of any official statement or other disclosure document containing the general purpose financial statements and the auditor's report thereon utilized by the WC-CL RMA in connection with the sale of debt securities.
- m. Retain for a period of three years after the completion of any work provided in connection with the engagement with the WC-CL RMA, all working papers and permit the WC-CL RMA and its representatives to inspect the same and reproduce the same to the extent they deem necessary.
- n. Abide by the generally accepted auditing standards promulgated by the AICPA and all applicable laws and regulations.
- o. Assist the WC-CL RMA in monitoring the degree to which the WC-CL RMA is satisfying its policy goals with respect to retention of Historically Underutilized ("HUB") and Disadvantage Business Enterprise (DBE").
- p. A compliance audit is required of management controls on investments and adherence to the WC-CL RMA's established Investment Policy and the Public Funds Investment Act.