



REQUEST FOR QUALIFICATIONS

December 3, 2012

Subject: Request for Qualifications (RFQ) for Bond Underwriting Services

HCC Project No. 13-12

The referenced solicitation has been duly posted to the Municipal Advisory of Texas (MAC) website.

<http://www.mactexas.com/>

The Municipal Advisory of Texas (MAC), is a non-profit membership corporation organized exclusively for non-profit purposes described in section 501(c)(6) of the Internal Revenue Code, including specifically "to promote effective and efficient investment banking, underwriting, trading and sales of municipal debt by collecting, maintaining and distributing information relating to issuing entities." Membership is open to any entity that is authorized to and actively engaged in the business of underwriting or buying and selling municipal debt issued by the State of Texas or its state agencies or political subdivisions and municipalities. The MAC was organized in 1954 and presently has 74 member firms.

As noted in the solicitation document, Houston Community College System (the "College") is soliciting qualifications for the purpose of retaining underwriters to provide underwriting services for the Bonds. In selecting the underwriting team, and in particular, the senior manager, emphasis will be placed upon experience on similar financings, the firm's Texas retail distribution, capital position, Texas underwriting history and proven distribution capacity at a reasonable cost.

Deadline: Statement of Qualification must be delivered to: RBC Capital Markets, both physically and electronically no later than 7:00pm CST, on January 2, 2013.

RBC Capital Markets, LLC ("RBC")
Clarence Grier
200 Crescent Court, Suite 1500
Dallas, TX 75201
Clarence.Grier@rbccm.com

Inquiries: Interested firms may make written inquiries only concerning this Request for Qualifications (RFQ) to obtain clarification of the requirements. Written inquiries shall be submitted no later than December 13, 2012 and no later than 3:00 p.m. local time, and shall be addressed to: Clarence Grier, Stephanie Henning and Brian Jacobowski at RBC Capital Markets, LLC at clarence.grier@rbccm.com, stephanie.henning@rbccm.com and brian.jacobowski@rbccm.com.

HOUSTON COMMUNITY COLLEGE SYSTEM

December 3, 2012

**Request for Qualifications for
Bond Underwriting Services**

Project No. 13-12

\$425,000,000 Limited Tax General Obligation Bonds to be Issued in One or More Installment

I. PURPOSE

Houston Community College System (the “College”) is soliciting qualifications for the purpose of retaining underwriters to provide underwriting services for the above mentioned bonds (the “Bonds”). In selecting the underwriting team, and in particular, the senior manager, emphasis will be placed upon experience on similar financings, the firm’s Texas retail distribution, capital position, Texas underwriting history and proven distribution capacity at a reasonable cost.

II. INSTRUCTIONS

1. RFQ SUBMISSION

Please submit one (1) original and 3 bound copies and one (1) electronic copy of your firm’s response to Mr. Clarence Grier at the address below:

RBC Capital Markets, LLC (“RBC”)

Clarence Grier

200 Crescent Court, Suite 1500

Dallas, TX 75201

Clarence.Grier@rbccm.com

2. RESPONSE GUIDELINES

a) Prohibited Communications and Political Contributions

Except as provided in exceptions below, political contributions and the following communications regarding this solicitation or any other invitation for bids, requests for proposal, requests for qualifications, or other solicitation are prohibited:

[1] Between a potential vendor, subcontractor to vendor, service provider, proposer, Offeror, lobbyist or consultant and any Trustee;

[2] Between any Trustee and any member of a selection or evaluation committee or member of RBC; and

[3] Between any Trustee and administrator or employee.

The communications prohibition shall be imposed from the day the solicitation is first advertised through thirty (30) days after the contract is executed by the Chancellor or his/her designee, or when a determination is made that the contract will not be awarded. During this

period, no HCC Trustee and no vendor shall communicate in any way concerning any pending Solicitation involving the Vendor, subject to the penalties stated herein.

In the event the Board refers the recommendation back to the staff for reconsideration, the communication prohibition shall be re-imposed.

The communications prohibition shall not apply to the following:

- [1] Duly noted pre-bid or pre-proposal conferences.
- [2] Communications with the HCC General Counsel.
- [3] Emergency contracts.
- [4] Presentations made to the Board during any duly-noticed public meeting.
- [5] Unless otherwise prohibited in the solicitation documents, any written communications between any parties, provided that the originator shall immediately file a copy of any written communication with the Board Services Office. The Board Services Office shall make copies available to any person upon request.
- [6] Nothing contained herein shall prohibit any person or entity from publicly addressing the Board during any duly-noticed public meeting, in accordance with applicable Board policies, regarding action on the contract.

Any potential vendor, subcontractor vendor, service provider, bidder, offeror, lobbyist or consultant who engages or attempts to engage in prohibited communications shall not be eligible for the award of any resulting contract under this solicitation. Any other direct or indirect actions taken to unduly influence competitive purposes, to circumvent equal consideration for competitive bidders, or to disregard ethical and legal trade practices will disqualify bidders, vendors, service providers, lobbyist, consultants, and contractors from both this current and any future consideration for participation in HCC orders and contracts.

Except as provided for in II. 2. d, respondents are not to interact with College staff, Board Members or members of RBC regarding the RFQ until the underwriting team has been selected and approved by the Board.

b) Format and Deadline

The College desires to minimize the submission of unnecessary RFQ material. Interested firms are limited to 10 pages with questions repeated before each answer (not including cover letter). Relevant appendices are not restricted to the size limit.

ALL PROPOSALS MUST BE MARKED "REQUEST FOR QUALIFICATIONS FOR BOND UNDERWRITING SERVICES – HOUSTON COMMUNITY COLLEGE PROJECT NO. 13-12" AND BE DELIVERED TO RBC CAPITAL MARKETS BOTH PHYSICALLY AND ELECTRONICALLY NO LATER THAN 7:00 P.M. CST, ON, JANUARY 2, 2013.

NOTE: HCC WILL BE CLOSED FOR THE WINTER BREAK STARTING THURSDAY, DECEMBER 20, 2012 AND REOPENING ON WEDNESDAY, JANUARY 2, 2013. RESPONDENTS ARE HEREBY ADVISED THAT GIVEN HCC WILL BE CLOSED DURING THE NOTED PERIOD; RESPONDENTS MUST COORDINATE THE DELIVERY OF THEIR RESPONSE TO THIS RFQ ACCORDINGLY.

c) Cost Incurred in Responding

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 the underwriter responding.

d) Inquiries Regarding RFQ

Interested firms may make written inquiries only concerning this Request for Qualifications (RFQ) to obtain clarification of the requirements. Written inquiries shall be submitted no later than December 13, 2012 and no later than 3:00 p.m. local time, and shall be addressed to: Clarence Grier, Stephanie Henning and Brian Jacobowski at RBC Capital Markets, LLC at clarence.grier@rbccm.com, stephanie.henning@rbccm.com and brian.jacobowski@rbccm.com.

ANY ATTEMPT BY A RESPONDENT TO CONTACT BOARD MEMBERS OR COLLEGE STAFF, OR MEMBERS OF RBC, OTHER THAN THOSE AS ADDRESSED ABOVE, REGARDING THIS RFQ MAY RESULT IN REJECTION OF SAID RESPONSE.

e) Contract Term

It is anticipated that the contract term will be thru the successful issuance of all bonds totaling \$425 million as was approved in the November 2012 Election's Bond Referendum for HCC.

f) No Joint Responses

Responses must be submitted individually. Joint responses will not be considered.

g) Small Business Practices:

- Describe your previous experience and involvement working with Small Business certified firms (if your firm is not HUB certified). Please describe your firm's approach to working with co-underwriter or related services, including level of effort, division of duties and providing opinions.
- Describe efforts made by the firm to encourage and develop the participation of minorities and women in the provision both of the firm's legal services generally and underwriter matters in particular. Specify whether the firm has adopted formal Equal Employment Opportunity and Affirmative Action policies, and provide a summary of the firm's hiring and promotion statistics for women and minority attorneys from January 2009 to date.
- For this Project HCC has a small business participation goal of Best Effort. At a minimum, your response must include: (a) a description of previous projects where your firm has successfully subcontracted work to small businesses, minority/women owned businesses, and/ or disadvantaged businesses including the percentage (%) of work subcontracted to these firms under each project; (b) a narrative outlining your overall approach to subcontracting and how you will solicit and select small businesses, minority/women owned businesses, and/ or disadvantaged businesses for participation as part of this Project; and (c) indicate what challenges you anticipate in attaining HCC's goal (see Texas Educ. Code 44.038 (h))
- Note: Refer to Attachment Nos. 5, 6 & 7, Determination of Good Faith Effort, Small Business Unavailability Certificate, Contractor and Subcontractor Participation Form respectively these forms are provided as Samples only and do not need to be completed by Respondents at this time.

h) Indemnification

Consultant shall indemnify, pay for the defense of, and hold harmless College and its officers, agents and employees of and from any and all liabilities, claims, debts, damages, demands, suits, actions and causes of actions of whatsoever kind, nature or sort which may be incurred by reason of Consultant's negligence, recklessness, or willful acts and/or omission in rendering any services hereunder. Consultant shall assume full responsibility for payments of federal, state and local taxes or contributions imposed or required under the social security, Workers' Compensation or income tax law, or any disability or unemployment law, or retirement contribution of any sort whatever, concerning Consultant or any employee and shall further indemnify, pay for the defense of, and hold harmless District of and from any such payment or liability arising out of or in any manner connected with Consultant's performance under this Agreement.

III. SCOPE OF SERVICES

HCC will be selecting underwriters for the upcoming sales as described in this RFQ document. The underwriters will work with the HCC and its team of professionals, to assure the bonds are marketed at the lowest interest rate possible.

HCC will be selecting an underwriting group for the upcoming sale of up to \$300 million in General Obligation Bonds, Series 2013. The selected group could also be used to sell the College's \$125 Million in remaining bond authorization after the 2013 bond sale has been completed, however, the College reserves the right to make changes to the group at its discretion. The underwriting group will work with the District and its team of professionals to assure the bonds is marketed at the lowest interest rate possible.

IV. SELECTION

The College reserves the right to reject any and all responses and/or to solicit additional responses. The College reserves the right to make decisions regarding the scope of services, the term of the agreement and related matters after receipt of responses to this RFQ, and the College's decision on these matters is final.

The College reserves the right to select an underwriter or underwriters for a specific purpose or for any combination of specific purposes and to defer the selection of any underwriter to a time of the College's choosing.

The College intends to use the selected underwriting firms in their underwriting team for the total authorized amount referenced herein. The role and level of participation for each individual member of the underwriting team may change from transaction to transaction.

V. QUESTIONS FOR UNDERWRITERS & AVAILABLE EVALUATION POINTS

1. Provide a brief overview of your firm, indicating if your firm is a National, Regional or MWBE firm (if submitting as an MWBE firm, please provide a copy of such certification as an appendix). Include the resumes and contact information for the lead underwriter and public finance banker(s) who will represent your firm on the College's underwriting engagement. Please specify if your firm has any offices (indicating type of office) located in Texas. **(10 Points)**
2. Provide your firm's total capital, total equity capital, net capital, and excess net capital as of December 31, 2011, December 31, 2010, and December 31, 2009. Since January 1, 2009, provide two narrative summaries for issues where your firm served as senior or co-managing

underwriter where capital was committed by your firm to purchase unsold balances. Also, include your firm's most recent FOCUS report as an appendix. **(25 Points)**

3. Provide any prior experience that your firm has with underwriting Texas general obligation municipal bonds. Specifically, provide a summary chart indicating such experience by par amount and number of issues for each year from January 1, 2009 to November 15, 2012 as senior manager, co-manager and in total. **(15 Points)**

Balance of page intentionally left blank.

Complete the following tables by indicating coupons, yields, spread to MMD as of December 12, 2012 (12/12/12), and takedown (per bond) to provide the lowest cost of funds to the College for the structure provided below assuming the College's underlying GO ratings (Aa1/AA+). In addition, please specify your firm's underwriting expenses for such transaction as indicated in the following table. **(20 Points)**

Maturity (02/15)	\$250MM Par Amt*	Coupon (%)	MMD (12/12/12)	Yield (%)	Spread to MMD	Takedown (Per Bond)
2013	***					
2014	***					
2015	4,860,000					
2016	5,010,000					
2017	5,160,000					
2018	5,320,000					
2019	5,480,000					
2020	5,675,000					
2021	5,905,000					
2022	6,150,000					
2023	6,400,000					
2024	6,660,000					
2025	6,935,000					
2026	7,215,000					
2027	7,510,000					
2028	7,815,000					
2029	8,135,000					
2030	8,470,000					
2031	8,815,000					
2032	9,175,000					
2033	9,545,000					
2034	9,935,000					
2035	10,345,000					
2036	10,765,000					
2037	11,205,000					
2038	11,660,000					
2039	12,140,000					
2040	12,635,000					
2041	13,150,000					
2042	13,685,000					
2043	14,245,000					

*Preliminary, for comparison purposes only.

Proposed Per Bond Underwriter Discount	
Management Fee	
Average Takedown	
Underwriting Risk	
Underwriter's Expenses ⁽¹⁾	
Total	

⁽¹⁾ Excludes UW Discount

4. Please complete the following table for your firm’s sales professionals. Describe your firm’s marketing strategy for the College’s bonds. **(15 Points)**

SUMMARY OF SALES PROFESSIONALS			
	Texas	National	Total
Retail Sales Professionals			
Institutional Sales Professionals			
Total			

5. **Litigation.** Explain any material disciplinary actions taken, investigations underway or lawsuits/countersuits filed against your firm in federal, state, or local courts or by federal, state, industry or other bodies including: the Municipal Securities Rulemaking Board, National Association of Securities Dealers, Securities and Exchange Commission, or clients within the last five years.
6. Briefly describe any other factors, innovative financing structures or refinancing opportunities your firm would recommend to potentially save cost to the College. **(15 Points)**

VI. REQUIRED FORMS

Please include the following required forms as a separate appendix to your firm’s response. The required forms will not count against the 10 page limit.

Balance of page intentionally left blank.

ATTACHMENT NO. 1

**HOUSTON COMMUNITY COLLEGE
REQUEST FOR QUALIFICATIONS
PROPOSAL/CONTRACT AWARD FORM**

PROJECT TITLE: Underwriter Services
PROJECT NO.: 13-12

Name of Proposer/Contractor: _____

Federal Employer Identification Number _____

Address: _____

Telephone: _____

Fax: _____

E-mail: _____

In compliance with the requirements of this Request for Qualifications for providing _____, the undersigned hereby proposes to furnish all necessary resources required to perform the services in accordance with our Statement of Qualifications dated _____ and as mutually agreed upon by subsequent negotiations, if any.

The undersigned certifies that he/she has read, understands and agrees to be bound by the requirements and terms and conditions set forth in this Solicitation and any and all amendments issued by HCC and made a part of this Request for Qualifications. The undersigned further certifies that he/she is legally authorized to make the statements and representations in the Solicitation and that said statements and representations are true and accurate to the best of his/her knowledge. The undersigned understands and agrees that when evaluating proposals and making an award decision, HCC relies on the truth and accuracy of the statements and representations presented in the proposal response. Accordingly, HCC has the right to suspend or debar the undersigned from its procurement process and/or terminate any contract award that may have resulted from this solicitation if HCC determines that any statements or representations made were not true and accurate.

Signed By: _____ Name: _____
(Type or Print)

Title: _____
(Type or Print)

State of _____

Sworn to and subscribed before me at _____, _____,
(City) (State)

this the _____ day of _____, 201_.

Notary Public for the State of: _____

**ATTACHMENT No. 2
PROPOSER'S CERTIFICATIONS
HCC Project No.: 13-12**

1. NON-DISCRIMINATION STATEMENT:

The undersigned certifies that he/she will not discriminate against any employee or applicant for employment or in the selection of subcontractors because of race, color, age, religion, gender, national origin or disability. The undersigned shall also take action to ensure that applicants are employed, and treated during employment, without regard to their race, color, religion, gender, age, national origin or disability. Such action shall include, but shall not be limited to, the following: non-discriminatory employment practices: employment, upgrading or transfer, recruitment or recruitment advertising, layoff or termination, rates of pay or other compensation and selection for training, including apprenticeship.

2. BLACKOUT PERIOD COMPLIANCE:

The undersigned certifies that he/she has read, understands and agrees to be bound by the Prohibited Communications provision set forth in the RFQ. The undersigned further understands that the Bidder shall not communicate with a HCC Trustee, employee, member of RBC, or any member of the selection/evaluation committee in any way concerning this Solicitation from the day it is first advertised through thirty (30) days after the contract is executed by the Chancellor or his/her designee, or when a determination is made that the contract will not be awarded.

This period is known as the "Blackout Period," as further defined in Section 1.7.10 and 3.3 of the Procurement Operations Manual. Violation of the Blackout Period is considered unethical conduct and will be handled as such with regard to a Trustee and all applicable federal and state laws and regulations, local ordinances, board policies and procurement procedures with respect to their conduct as public officials involved in the procurement process.

With regard to a Respondent, violation of the Blackout Period may result in the cancellation of the referenced transaction, debarment, and/or disqualification from future procurement solicitations and prosecution in accordance with the Laws of the State of Texas.

3. CERTIFICATION AND DISCLOSURE STATEMENT:

A person or business entity entering into a contract with HCC is required by Texas Law to disclose, in advance of the contract award, if the person or an owner or operator of the business entity has been convicted of a felony. The disclosure should include a general description of the conduct resulting in the conviction of a felony as provided in section 44.034 of the Texas Education Code. The requested information is being collected in accordance with applicable law. This requirement does not apply to a publicly held corporation.

If an individual:

Have you been convicted of a felony? YES or NO

If a business entity:

YES or NO

Has any owner of your business entity been convicted of a felony? _____

Has any operator of your business entity been convicted of a felony? _____

If you answered yes to any of the above questions, please provide a general description of the conduct resulting in the conviction of the felony, including the Case Number, the applicable dates, the State and County where the conviction occurred, and the sentence.

4. CERTIFICATION AND DISCLOSURE STATEMENT:

A person or business entity entering into a contract with HCC is required by Texas Law to disclose, in advance of the contract award, if the person or an owner or operator of the business entity has been convicted of a felony. The disclosure should include a general description of the conduct resulting in the conviction of a felony as provided in section 44.034 of the Texas Education Code. The requested information is being collected in accordance with applicable law. This requirement does not apply to a publicly held corporation.

If an individual:

Have you been convicted of a felony? YES or NO

If a business entity:

YES or NO

Has any owner of your business entity been convicted of a felony? _____

Has any operator of your business entity been convicted of a felony? _____

If you answered yes to any of the above questions, please provide a general description of the conduct resulting in the conviction of the felony, including the Case Number, the applicable dates, the State and County where the conviction occurred, and the sentence.

5. DISCLOSURE OF OWNERSHIP INTERESTS:

The undersigned certifies that he/she has accurately completed the attached Exhibit 1 "Ownership Interest Disclosure List." For the purposes of this section, in accordance with Board Bylaws, the term "Contractors" shall include any member of the potential vendor's board of directors, its chairperson, chief executive officer, chief financial officer, chief operating officer, any person with an ownership interest of 10% or more. This requirement shall also apply to any Subcontractor listed on the "Contractor and Subcontractor Participation Form."

Balance of page intentionally left blank.

6. PROHIBITED CONTRACTS/PURCHASES:

The undersigned certifies that he/she has read, understands and is eligible to receive a contract in accordance with HCC Board of Trustees Bylaw regarding Prohibited Contracts/Purchases as further defined in the attached Exhibit 2.

I attest that I have answered the questions truthfully and to the best of my knowledge.

Signed: _____

Name of Company: _____

Address of Company: _____

State of _____

Sworn to and subscribed before me at _____, _____,
(City) (State)

this the _____ day of _____, 201_.

Notary Public for the State of: _____

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**EXHIBIT 1 - TO ATTACHMENT NO. 2
OWNERSHIP INTEREST DISCLOSURE LIST
PROJECT NO. 13-12**

Instruction: Using the following table, please fill in the names of any member of the Respondent’s company who is a “Contractor” (as defined in Section 5 above); any person with an ownership interest of 10% or more; and any Subcontractor listed on the “Contractor and Subcontractor Participation Form.”

Name	Title	Company Name

Balance of page intentionally left blank.

**EXHIBIT 2 - TO ATTACHMENT NO. 2
PROHIBITED CONTRACTS/PURCHASES
PROJECT NO. 13-12**

The College shall not contract with a business entity in which a Board Member, Senior Staff Member, or a relative of a Board member or Senior Staff Member within the first degree of consanguinity or affinity, has any pecuniary interest. All such contracts executed prior to June 21, 2012 shall continue to be in full force and effect.

Further, the College shall not contract with a business entity that employs, hires, or contracts with, in any capacity, including but not limited to, a subcontractor, employee, consultant, advisor or independent contractor, a Board Member or a Senior Staff Member.

Further, the College shall not contract with a business entity that employs an officer or director who is a relative of a Board member or a Senior Staff Member within the first degree of consanguinity or affinity.

Definitions:

"Business entity" shall not include a corporation or a subsidiary or division of a corporation whose shares are listed on a national or regional stock exchange or traded in the over-the-counter market. "Business entity" shall not include non-profit corporations or religious, educational, and governmental institutions, except that private, for-profit educational institutions are included in the definition of Business entity.

"Director" is defined as an appointed or elected member of the board of directors of a company who, with other directors, has the responsibility for determining and implementing the company's policy, and as the company's agent, can bind the company with valid contracts.

"Officer" is defined as a person appointed by the board of directors of a company to manage the day-to-day business of the company and carry out the policies set by the board. An officer includes, but is not limited to, a chief executive officer (CEO), president, chief operating officer (COO), chief financial officer (CFO), vice-president, or other senior company official, as determined by the Board.

"Senior Staff Member" shall have the meaning as defined in Article A, Section 3 of the Board Bylaws which includes:

- a. Any member of the Chancellor's Advisory Council;
- b. HCC employees classified as E-10 and above;
- c. All procurement and purchasing personnel;
- d. Any employee who participates on an evaluation or selection committee for any HCC solicitation for goods or services; and
- e. Any employee who participates in the evaluation of goods or services provided by a vendor or contractor.

Absent other legal requirements, all contracts entered into by the College in violation of this policy shall be voided within 30 days of notice of the violation.

I attest that I have answered the questions truthfully and to the best of my knowledge.

ATTACHMENT NO. 3

CONFLICT OF INTEREST QUESTIONNAIRE

FORM CIQ

For vendor or other person doing business with local governmental entity

This questionnaire reflects changes made to the law by H.B. 1491, 80th Leg., Regular Session.

This questionnaire is being filed in accordance with Chapter 176, Local Government Code by a person who has a business relationship as defined by Section 176.001(1-a) with a local governmental entity and the person meets requirements under Section 176.006(a).

By law this questionnaire must be filed with the records administrator of the local governmental entity not later than the 7th business day after the date the person becomes aware of facts that require the statement to be filed. See Section 176.006, Local Government Code.

A person commits an offense if the person knowingly violates Section 176.006, Local Government Code. An offense under this section is a Class C misdemeanor.

OFFICE USE ONLY

Date Received

1 Name of person who has a business relationship with local governmental entity.

2 Check this box if you are filing an update to a previously filed questionnaire.

(The law requires that you file an updated completed questionnaire with the appropriate filing authority not later than the 7th business day after the date the originally filed questionnaire becomes incomplete or inaccurate.)

3 Name of local government officer with whom filer has employment or business relationship.

Name of Officer

This section (item 3 including subparts A, B, C & D) must be completed for each officer with whom the filer has an employment or other business relationship as defined by Section 176.001(1-a), Local Government Code. Attach additional pages to this Form CIQ as necessary.

A. Is the local government officer named in this section receiving or likely to receive taxable income, other than investment income, from the filer of the questionnaire?

Yes No

B. Is the filer of the questionnaire receiving or likely to receive taxable income, other than investment income, from or at the direction of the local government officer named in this section AND the taxable income is not received from the local governmental entity?

Yes No

C. Is the filer of this questionnaire employed by a corporation or other business entity with respect to which the local government officer serves as an officer or director, or holds an ownership of 10 percent or more?

Yes No

D. Describe each employment or business relationship with the local government officer named in this section.

4

Signature of person doing business with the governmental entity

Date

Adopted 06/29/2007

Note: When completing this Questionnaire, please be certain to answer each and every question; indicate "Not Applicable", if appropriate

ATTACHMENT NO. 4
FINANCIAL INTERESTS AND POTENTIAL CONFLICTS OF INTERESTS
HCC Project No. 13-12

Texas Local Government Code Chapter 176 requires that vendors desiring to enter into certain contracts with a local governmental entity must disclose the financial and potential conflict of interest information as specified below.

Vendor shall disclose the financial interest and potential conflict of interest information identified in Sections 1 through 3 below as a condition of receiving an award or contract. Submit this information along with your bid, proposal, or offer. **This form must be completed, signed and notarized. The Completed form must be submitted along with your proposal**

This requirement applies to contracts with a value exceeding \$50,000.

Section 1 - Disclosure of Financial Interest in the Vendor

a. If any officers or employees of HCC ("individuals") have one of the following financial interests in the vendor (or its principal) or its subcontractor(s), please show their name and address and check all that apply and (include additional documents if needed):

Name: _____
Address: _____

b. For each individual named above, show the type of ownership/distributable income share:

Ownership interest exceeding 10%	(_____)
Ownership interest exceeding \$15,000 or more of the fair market value of vendor	(_____)
Distributive Income Share from Vendor exceeding 10% of individual's gross income	(_____)
Real property interest with fair market value of at least \$2,500	(_____)
Person related to or married to individual has ownership or real property interest in Vendor	(_____)
No individuals have any of the above financial interests (If none go to Section 4)	(_____)

sole proprietorship ___ stock ___ partnership ___
other (explain): _____

c. For each individual named above, show the **dollar value or proportionate share** of the ownership interest in the vendor (or its principal) or its subcontractor (s) as follows:

If the proportionate share of the named individual(s) in the ownership of the vendor (or its principal) or subcontractor of vendor is 10% or less, and if the value of the ownership interest of the named individual(s) is \$15,000 or less of the fair market value of vendor, check here (___).

Balance of page intentionally left blank.

If the proportionate share of ownership exceeds 10%, or the value of the ownership interest exceeds \$15,000 of the fair market value of vendor, show either:

the percent of ownership _____ %, or
the value of ownership interest \$ _____ .

Section 2 - Disclosure of Potential Conflicts of Interest

For each of the individuals having the level of financial interest identified in Section 1 above, and for any other HCC individual not identified in Section 1 above check "Yes" or "No" to indicate which, if any, of the following potential conflict of interest relationships apply. If "Yes," please describe (use space under applicable section-attach additional pages as necessary).

a. Employment, currently or in the previous 3 years, including but not limited to contractual employment for services for vendor.

Yes _____ No _____

b. Employment of individual's spouse, father, mother, son, or daughter, including but not limited to contractual employment for services for vendor in the previous 2 years.

Yes _____ No _____

Section 3- Disclosure of Gifts

For each of the individuals having the level of financial interest identified in Section 1 above, and for any other HCC individual not identified in Section 1 above check "Yes" or "No" to indicate which, if any, of the following potential conflict of interest relationships apply. If "Yes," please describe (use space under applicable section-attach additional pages as necessary).

a. Received a gift from vendor (or principal), or subcontractor of vendor, of \$250 or more within the preceding 12 months.

Yes _____ No _____

b. Individual's spouse, father, mother, son, or daughter has received a gift from vendor (or principal), or subcontractor of vendor, of \$250 or more within the preceding 12 months.

Yes _____ No _____

Section 4- Other Contract and Procurement Related Information

Vendor shall disclose the information identified below as a condition of receiving an award or contract.

This requirement is applicable to only those contracts with a value exceeding \$50,000. You must submit this information along with your bid, proposal, or offer.

a. Vendor shall identify whether vendor (or its principal), or its subcontractor(s), has current contracts (including leases) with other government agencies of the State of Texas by checking:

Yes _____ No _____

b. If "yes" is checked, identify each contract by showing agency name and other descriptive information such as purchase order or contract reference number (attach additional pages as necessary).

c. Vendor shall identify whether vendor (or its principal) or its subcontractor(s) has pending contracts (including leases), bids, proposal, or other ongoing procurement relationships with other government agencies of the State of Texas by checking:

Yes _____ No _____

d. If "yes" is checked, identify each such relationship by showing agency name and other descriptive information such as bid or project number (attach additional pages as necessary).

Balance of page intentionally left blank.

This disclosure is submitted on behalf of:

(Name of Vendor)

Certification. I hereby certify that to the best of my knowledge and belief the information provided by me in this disclosure statement is true and correct. I understand that failure to disclose the information requested may result in my bid, proposal, or offer, being rejected, and/or may result in prosecution for knowingly violating the requirements of **Texas Local Government Code Chapter 176**. I understand that it is my responsibility to comply with the requirements set forth by HCC as it relates to this disclosure. I also understand that I must submit an updated disclosure form within seven (7) days of discovering changes in the significant financial interests of the individuals I identified in Section 1 of this disclosure or if individuals that were not identified, later receive a financial interest in my company or is a subcontractor of my company.

Official authorized to sign on behalf of vendor:

Name (Printed or Typed) _____ Title _____

Signature _____ Date _____

"NOTE: BIDDER MUST COMPLETE THE ABOVE "FINANCIAL INTERESTS AND POTENTIAL CONFLICTS OF INTERESTS" FORM. FAILURE TO COMPLETE AND RETURN THIS FORM WITH YOUR OFFER SHALL RESULT IN YOUR OFFER BEING CONSIDERED AS "NON-RESPONSIVE" TO THIS SOLICITATION."

For assistance with completing this form, please contact the **Office of Systemwide Compliance** at (713) 718-2099

State of _____

Sworn to and subscribed before me at _____, _____,
(City) (State)

this the _____ day of _____, 201_.

Notary Public for the State of: _____

ATTACHMENT NO. 5 (Sample)

**DETERMINATION OF GOOD FAITH EFFORT
PROJECT NO. 13-12**

Proposer _____

Address _____

Phone _____ Fax Number _____

In making a determination that a good faith effort has been made, HCC requires the Proposer to complete this form as directed below:

Section 1.

After having divided the contract work into reasonable lots or portions to the extent consistent with prudent industry practices, the Proposer must determine what portion(s) of work, including goods or services, will be subcontracted. Check the appropriate box that identifies your subcontracting intentions:

Yes, I will be subcontracting portion(s) of the contract.
(If Yes, please complete Section 2, below and Attachments No.4 Contractor/Subcontractor Participation Form and No. 5 SBD Questionnaire)

No, I will not be subcontracting any portion of the contract, and will be fulfilling the entire contract with my own resources. (If No, complete Section 3, below.)

Section 2.

In making a determination that a good faith effort has been made, HCC requires the Proposer to complete this form Section and submit supporting documentation explaining in what ways the Proposer has made a good faith effort to attain the goal. The Proposer will respond by answering "yes" or "no" to the following and provide supporting documentation.

(1) Whether the Proposer provided written notices and/or advertising to at least five (5) certified small businesses or advertised in general circulation, trade association and/or small businesses focus media concerning subcontracting opportunities.

(2) Whether the Proposer divided the work into the reasonable portions in accordance with standard industry practices.

(3) Whether the Proposer documented reasons for rejection or met with the rejected small business to discuss the rejection.

(4) Whether the Proposer negotiated in good faith with small businesses, not rejecting qualified subcontractors who were also the lowest responsive bidder.

NOTE: If the Proposer is subcontracting a portion of the work and is unable to meet the solicitation goal or if any of the above items (1-4) are answered "no", the Proposer must submit a letter of justification.

Section 3.

SELF PERFORMANCE JUSTIFICATION

If you responded "No" in SECTION 1, please explain how your company will perform the entire contract with its own equipment, supplies, materials, and/or employees.

(Signature of Proposer)

(Title)

(Date)

Balance of page intentionally left blank.

**ATTACHMENT NO. 6 (Sample)
 SMALL BUSINESS UNAVAILABILITY CERTIFICATE
 PROJECT NO. 13-12, Underwriter Services**

I. _____ TITLE _____
 OF _____ FIRM NAME _____ CERTIFY THAT ON _____ DATE _____

THE SMALL BUSINESSES LISTED HEREIN WERE CONTACTED TO SOLICIT PROPOSALS FOR MATERIALS OR SERVICES TO BE USED ON THE ABOVE STATED PROJECT.

DATE	SMALL BUSINESS	TELEPHONE #	CONTACT PERSON	MATERIALS OR SERVICES	RESULTS
1.					
2.					
3.					
4.					
5.					
6.					

TO THE BEST OF MY KNOWLEDGE AND BELIEF, SAID SMALL BUSINESS WAS UNAVAILABLE FOR THIS SOLICITATION, UNABLE TO PREPARE A PROPOSAL THAT WAS REJECTED FOR THE REASON(S) STATED IN THE ***RESULTS*** COLUMN ABOVE.

THE ABOVE STATEMENT IS A TRUE AND ACCURATE ACCOUNT OF WHY I AM UNABLE TO COMMIT TO AWARDED SUBCONTRACT(S) OR SUPPLY ORDER(S) TO THE SMALL BUSINESS LISTED ABOVE.

NOTE: THIS FORM TO BE SUBMITTED WITH ALL PROPOSAL DOCUMENTS FOR WAIVER OF SMALL BUSINESS PARTICIPATION (SEE PROPOSER INSTRUCTIONS)

 PRINT NAME

 SIGNATURE

 TITLE

 DATE

ATTACHMENT NO. 7 (Sample)

HCC PROJECT NO. 13-12, Underwriter Services

CONTRACTOR AND SUBCONTRACTOR PARTICIPATION FORM

PROPOSER/OFFERER PRESENTS THE FOLLOWING PARTICIPANTS IN THIS SOLICITATION AND ANY RESULTING CONTRACT. ALL PROPOSERS/OFFERORS, INCLUDING SMALL BUSINESSES SUBMITTING PROPOSALS AS PRIME CONTRACTORS, ARE REQUIRED TO DEMONSTRATE GOOD FAITH EFFORTS TO INCLUDE SMALL BUSINESS IN THEIR PROPOSAL SUBMISSIONS.

CONTRACTOR	TYPE OF WORK TO BE DONE	TYPE OF SMALL BUSINESS CERTIFICATION	PERCENT OF CONTRACT EFFORT	PRICE \$
BUSINESS NAME: _____ ADDRESS: _____ CONTACT NAME: _____ TELEPHONE #/E-MAIL ADDRESS: _____				
SMALL BUSINESS SUBCONTRACTOR(S)/ATTACH SEPARATE SHEET IF NEEDED				
BUSINESS NAME: _____ ADDRESS: _____ CONTACT NAME: _____ TELEPHONE #/E-MAIL ADDRESS: _____				
BUSINESS NAME: _____ ADDRESS: _____ CONTACT NAME: _____ TELEPHONE #/E-MAIL ADDRESS: _____				
NON-SMALL BUSINESS SUBCONTRACTOR(S)/ATTACH SEPARATE SHEET IF NEEDED				
BUSINESS NAME: _____ ADDRESS: _____ CONTACT NAME: _____ TELEPHONE #/E-MAIL ADDRESS: _____				
BUSINESS NAME: _____ ADDRESS: _____ CONTACT NAME: _____ TELEPHONE #/E-MAIL ADDRESS: _____				

BUSINESS NAME: _____
ADDRESS: _____
SUBMITTED BY: _____
TELEPHONE/FAX: _____
E-MAIL ADDRESS: _____

DATE SUBMITTED _____

CONTRACTOR'S PRICE/TOTAL SMALL BUSINESS	\$	_____
SUBCONTRACTOR(S) PRICE/TOTAL NON- SMALL BUSINESS	\$	_____
SUB-CONTRACTOR'S PRICE/TOTAL	\$	_____
GRAND TOTAL	\$	_____

**ATTACHMENT NO. 8
SMALL BUSINESS DEVELOPMENT QUESTIONNAIRE
PROJECT NO. 13-12**

Note: Vendors are to complete and submit this form in a separate envelope marked "Small Business Development Questionnaire" as part of the Statement of Qualification response.

FIRM NAME: _____

FIRM ADDRESS: _____

TELEPHONE: _____

FAX NUMBER: _____

EMAIL ADDRESS: _____

CONTACT PERSON'S NAME AND PHONE NO. _____

SIGNATURE OF FIRM'S AUTHORIZED OFFICIAL: _____

NAME AND TITLE (Type or Print): _____

COMPANY MAJORITY OWNERSHIP (Check one in each column)

<u>ETHNICITY</u>	<u>GENDER</u>	<u>LOCATION</u>
___ African American (AA)	___ Male	___ Houston (H)
___ Asian Pacific American (APA)	___ Female	___ Texas (T)
___ Caucasian (C)		___ Out of State (O)
___ Hispanic American (HA)		Specify State _____
___ Native American (NA)	___ Public Owned (PO)	
___ Other (O) Specify _____		

BUSINESS CLASSIFICATION

___ **DBE** Disadvantaged Business Enterprise ___ **SB** Small Business
 ___ **WBE** Women Owned Business Enterprise ___ **MBE** Minority Business Enterprise
 ___ **HUB** Historically Underutilized Business ___ Other: _____

Please provide information regarding certifying agency (if any)

Name of Agency	Certificate Number	Expiration Date
_____	_____	_____
_____	_____	_____
_____	_____	_____