

Home Ownership Protection Program

Joint Powers Authority

Request for Qualifications (RFQ)

For

Home Ownership Protection and Foreclosure Prevention Program

Proposals Due: April 5, 2013, 5:00 P.M.

Overview

For the past four years, communities have been adversely affected by an unprecedented economic downturn. Unemployment reached record high levels, revenue to local governments throughout California dropped to historic lows, and a drop in household income, particularly for working families, has resulted in widespread foreclosures of homes, depriving thousands of the opportunity of owning a home negatively affecting the value of neighboring properties and contributing to a downward spiral. The cities of Fontana and Ontario along with the County of San Bernardino created a joint powers authority called the Homeownership Protection Program (JPA). The goal of the JPA is to assist in preserving home ownership and occupancy for homeowners with negative equity within the respective member jurisdictions.

Goals

Previously, most local governments have relied upon others operating Federal programs and the banking industry to address the mortgage crisis. Because the housing crisis has disproportionately impacted the Inland Empire and its cities, the parties to the JPA recognize that additional solutions to the mortgage crisis need to be explored. The JPA was created with the following goals for their respective communities:

- Assist in preserving home ownership and occupancy for homeowners with negative equity
- Avoid negative impacts of underwater loans and further foreclosures
- Enhance the economic vitality and health of the JPA communities

The JPA is interested in reviewing the qualifications of third party private sector and non-profit proposers (each a “Proposer”) designed to address the legal structure, financial framework and implementation delivery systems to implement the interested Proposer’s program (the “Proposed Program”). The Proposed Programs should not rely upon the JPA to provide any financing vehicle for their implementation and should indicate how the JPA costs will be covered.

In addition, the JPA will not consider any proposals that require the use of eminent domain.

Proposal Solicitation

The JPA requests that Proposers submit a Statement of Qualifications (SOQ) and Proposed Program(s) to assist in the creation and implementation of a Homeownership Protection Program (Program) that meet the JPA goals. The submission (Submission) must contain the following information: The SOQs and Proposed Programs are sometimes referred to as the “Proposals” or “Proposal.”

A. Proposal Description

Provide a detailed description of the proposal being made.

1. The proposal should address the goals of the JPA.
2. Describe the targeted homeowner population for the proposal.
3. Describe the mechanism for addressing the negative impacts of underwater loans and prevention of further foreclosures
 - a. Concept
 - b. Legal Structure
 - c. Role of the Proposer and role of the JPA
 - d. Financial Structure
4. Identify the financial requirements for implementing the proposal
 - a. Sources and uses of equity and debt capital, cost of funds and timing and amount of projected returns
 - b. Start-up capital and operating budget
 - c. Legal
 - d. JPA costs, if any
 - e. Proposer Costs
 - f. Compensation Structure
 - g. JPA Cost Recovery Structure
5. Identify and assess risks associated with the proposal, including legal and financial risks, and other risks as appropriate.

B. Project Team Organization Chart

Project Team and Organization Chart clearly showing the organization of the team and the hierarchy of the members. It must include:

1. Organizational framework for the proposed Project team (which may include partners so long as the Project team collectively satisfies the requirements of this RFQ)
2. Company name and key staff name (to the extent currently identified) for each role identified in the chart
3. Legal and Consulting Team

C. Work Plan and Schedule

1. Summary of work plan
2. Program schedule
3. Specifically state the time period during which the JPA may consider the Proposal to be firm, binding and subject to acceptance including any circumstance which would prevent or impair the viability of the proposal beyond the stated time period for acceptance.

D. Statement of Qualifications

Include the following in this section of the proposal:

1. Number of years the Interested Party has been in business under the present business name, as well as related prior business names (identifying the period for each).
2. Statement that the Interested Party does not have any commitments or potential commitments which may adversely impact the Proposer's ability to perform this Agreement.
3. A list of references for relevant services provided during the last five (5) years. Please include the name, address, and telephone number, and the type of services provided. Please include a contact person who is best able to discuss the Interested Party's experience and qualifications.
4. Resumes of key Program team members.
5. Provide project profiles that directly relate to this Program in terms of size and scope. The project profiles should clearly indicate the scope of services provided.

Submission and Selection Process

A. General

1. All interested and qualified Proposers are invited to submit a proposal for consideration. Submission of a proposal indicates that the Proposer has read and understands the entire RFQ and all concerns regarding the RFQ have been satisfied.
2. Proposals must be received by the designated date and time.
3. Proposals must be submitted in electronic PDF format on CD along with one hard copy to:

Homeowner Protection Program Joint Powers Authority
c/o County of San Bernardino
Attn: Denise Bickerstaff
Community Development and Housing Department
385 No. Arrowhead Avenue, 3rd Floor
San Bernardino, CA 92415-0110
Email: dbickerstaff@eda.sbcounty.gov

Unless the JPA publishes a different protocol, the individual identified above will be the sole contact point for any inquiries or information relating to this RFQ. Failure to adhere to this policy may result in disqualification of the Proposer. All questions regarding this RFQ can be presented in writing or via e-mail to Denise Bickerstaff at the above address. Questions must be submitted by March 15, 2013, 5:00 P.M.

4. All information submitted in any proposal or in response to requests for additional information is subject to disclosure to the extent provided under the provisions of the California Public Records Act, Government Code Section 6250 et seq. and will be released after negotiations have concluded and the intent to award has been determined. Proposals may contain financial or

other data that constitutes trade secrets. While the JPA will take reasonable measures to prevent all “proprietary information” from being disclosed, to further protect such data from disclosure, Proposer should specifically identify the pages that contain confidential information by properly marking the applicable pages and inserting the following notice on the front of the response:

NOTICE

The data on pages _____ of this proposal response, identified by an asterisk (*) or marked along the margin with a vertical line, contains information which are trade secrets. We request that such data be used only for the evaluation of our response, but understand that disclosure will be limited to the extent that the Homeownership Protection Program Joint Powers Authority determines is proper under federal, state, and local law.

The proprietary or confidential data shall be readily separable from the Proposal in order to facilitate eventual public inspection of the non-confidential portion of the proposal.

The JPA assumes no responsibility for disclosure or use of unmarked data for any purpose. In the event disclosure of properly marked data is requested, the Proposer will be notified of the request so that the Proposer may pursue an appropriate remedy in a court with jurisdiction. All Proposers are required to indemnify, defend and hold harmless the JPA in the event of a challenge under the Public Records Act. Unless a Proposer provides adequate assurance to secure the aforesaid indemnity and fund all costs of defense, including reasonable attorneys fees for legal counsel of JPA’s choice, JPA will be entitled to allow the release of the information demanded without regard to the merits of the request.

5. All proposals and materials submitted become property of the Joint Powers Authority.
6. This RFQ does not commit the JPA to award a contract. The JPA reserves the right to (i) accept or reject any or all Proposals or portions of Proposals, (ii) accept modifications of and alternatives to Proposals whether originally submitted or resulting from negotiations that may occur after the initial submission or otherwise, (iii) negotiate separately with one or more Proposers or any other source whatsoever in any manner the JPA may chose, (iv) suspend, discontinue, or terminate discussions or negotiations with any Proposer, (v) negotiate with any Proposer without being bound by any provision in its Proposal, (vi) request additional information regarding any Proposal, and (vii) revise, supplement, withdraw or cancel this RFQ at any time. The JPA will notify all Proposers in writing, if the JPA rejects all Proposals. The JPA also reserves the right to terminate this RFQ process at any time.
7. The JPA anticipates that non-quantitative and subjective factors and conditions may be more important in meeting its goals than quantitative and objective factors and it shall be free to enter into negotiations based on the Proposal(s) or modifications of Proposal(s) that best meet the needs of the JPA, as it may determine in its sole discretion.
8. The JPA reserves the right to issue addenda, amendments or requests for additional information to this RFQ.

9. This RFQ does not commit the JPA to pay any costs incurred in the preparation of a Proposal in response to this RFQ and each Proposer agrees that all costs incurred in developing a Proposal are the Proposer's sole responsibility.
10. The JPA may require any firm(s) selected to participate in negotiations to submit revisions to any aspect of its Proposal, including without limit, payment of the JPA's costs, as may result from negotiations.
11. Each Proposer acknowledges by submitting a proposal that any contract resulting from the RFQ will be awarded by final approval of a binding express written contract by the JPA Board, and that unless and until such approval by the JPA Board is given and a final definitive contract implementing that approval is duly executed and delivered by both the JPA and the selected Proposer, there shall be no binding obligation of the JPA. Any action by the Proposer taken prior to such occurrence is at the Proposer's sole risk and expense.
12. The JPA shall have the right in its sole discretion to eliminate Proposers, create a short list of Proposers with which it will continue to negotiate, or commence negotiations with one or more Proposers while reserving the right to eliminate such Proposer(s) and enter into negotiations with Proposers who were not initially selected for negotiations.

B. Questions Regarding the RFQ

All questions regarding the RFQ must be submitted in writing via email to dbickerstaff@eda.sbcounty.gov by March 15, 2013, 5:00 P.M. Responses to questions submitted will be posted on the HPP JPA website at <http://www.homeownershipjpa.org/Home.aspx>.

C. Proposal Format

Response to this RFQ must be in the form of a proposal package, which must be submitted in the following format:

1. Cover Page
2. Table of Contents – All pages of the proposal, including the enclosures, must be clearly and consecutively numbered and correspond to the Table of Contents.
3. Statement of Experience
 - a. Business name of the Proposer and legal entity such as corporation, partnership, etc.
 - b. Number of years the Proposer has been in business under the present business name, as well as related prior business names.
 - c. A brief summary of the relevant qualifications and experience in providing the services solicited in this RFQ.
4. Proposal (including items A through D on pages 2 and 3 of this RFQ and listed below in summary.)
 - a. Proposal Description
 - b. Project Team Organization Chart
 - c. . Work Plan and Schedule
 - d. . Statement of Qualifications

C. Review

1. Initial Review - All Proposals will be initially evaluated by the JPA Staff to determine if Proposals meet the minimum requirements, are in the required format, and are in compliance with all the requirements of this RFQ.
2. The JPA Staff will review all Proposals that meet the minimum requirements, and conduct reviews and evaluations. In addition, the JPA Staff may utilize outside experts and financial consulting or

reporting services to assist in the evaluation process. During the review process, the JPA Staff may request additional information from and/or meet with one or more Proposers for the purpose of evaluating, refining, and seeking modifications and enhancements of the Proposals.

D. Evaluation of Proposals -

1. The JPA may reject any proposals that it determines, in its sole discretion, either (i) do not meet the minimum qualifications as stated in this RFQ, and/or (ii) are not likely to result in a Proposal which will be successful in best meeting the JPA's goals.
2. The final decision to enter into any agreement as a result of this RFQ process rests solely with the JPA Board.

E. Evaluation Criteria

1. The JPA intends to use the RFQ process to establish a framework for evaluating, refining, modifying and supplementing Proposals in an interactive and collaborative manner so as to facilitate creating true public private partnerships that best meet the JPA goals and objectives. Accordingly, the JPA shall not be required to reject any proposal due to minor irregularities or defects in the submissions; and, the JPA, in its sole discretion, may waive and/or allow further submissions to cure any such irregularities, or defects.
2. Proposers' qualifications will be considered on the basis of demonstrated competence and on the professional and financial qualifications necessary for the satisfactory performance of the services required. The JPA will use the following criteria in its evaluation and comparison of Proposals submitted. The order in which they appear is not intended to indicate their relative importance.
 - a. Responsiveness to RFQ.
 - b. Professional reputation of Proposer and ability of the Proposer to effectively implement its Proposal.
 - c. Principal(s) assigned to contract.
 - d. Quality of Proposal and likelihood that it will effectively address the goals of the JPA.
 - e. Financial capacity and ability to generate necessary capital investment.
 - f. Legal team and advisors.
 - g. Depth and breadth of experience relative to this project.
 - h. Extra consideration may be given to firms who provide the cost for the following items:
 - 1) JPA administrative and operating cost
 - 2) JPA legal and financial advisors
 - 3) Litigation cost if required
3. The JPA may contact any of the Proposer's client references to discuss the Proposer's qualifications and past performance. The results of any such reference checks will be considered in the evaluation of Proposals.
4. The JPA will schedule interviews with the most qualified candidates.
5. The JPA staff or its agents may contact any Proposer to clarify any response; contact any current users of a Proposer's services; solicit information from any available source concerning any aspect of a Proposal; request an oral presentation of any or a select few Proposers; and seek and review any other information deemed pertinent to the evaluation process.

F. Protest

Any protest which a Proposer may have related to the JPA's elimination or short list of Proposers, recommendation of a proposed contract award, or any other action taken with respect to this RFQ, the Proposer or its Proposal shall be submitted in writing, clearly identifying the legal and factual nature, basis and merits of the protest, and shall be delivered to the person and address listed above for proposal submission, and shall be submitted within

ten (10) calendar days of the date of (i) notification that they were not selected for an interview, (ii) notification that they were not recommended to the JPA Board, (iii) notification of intent to award a contract, or (iv) the occurrence of such other action which is the basis for the protest.

Grounds for a protest are:

- ❑ The JPA failed to substantially follow the selection process set forth in this RFQ or any addenda or amendments;
- ❑ Violations of conflict of interest as provided by California Government Code section 87100 et seq.; or,
- ❑ Violations of state or federal law.

Protests will not be accepted on any other grounds. Please note that this RFQ is not a procurement bid or contract award process, but rather is a solicitation of qualifications and proposals that may or may not lead to a contract. In the event of a protest, all protests will be handled by a five (5) member panel designated by the Chair of the JPA Board of Directors whose decision shall be final and shall not be subject to further review or appeal.

The panel shall hear the protest in an open, public meeting. It will consider only those specific issues addressed in the written protest and will make a determination by a preponderance of the evidence and by at least three (3) affirmative votes.

Panel members will not re-evaluate the proposals. The panel may question any speaker, consider written materials, and may call witnesses either in person or by phone. The protesting Proposer will have the opportunity to address the panel.

A written response will be directed to the protesting Proposer within fourteen (14) calendar days of receipt of the protest, advising of the decision with regard to the protest and the basis for the decision. All decisions by the JPA panel are final.

G. Rejections

JPA reserves the right to:

- i. Consider the Proposal as submitted as the final written and oral communication presented by the companies or individuals to the JPA.
- ii. Exercise discretion and apply its judgment with respect to selection of any Proposal submitted.
- iii. Reject any or all Proposals.

H. Proposal Timeline –

Responses are due on or before April 5, 2013 at 5:00 P.M.

The anticipated RFQ timeline is as follows:

Date	Action/Item
2/19/2013	RFQ Released
3/15/2013	Deadline to submit questions regarding RFQ in writing*
4/5/2013	Proposals Due

*Email questions to dbickerstaff@eda.sbcounty.gov

I. Contract Terms

Contracts/Agreements (for information purposes)

No agreement shall be binding until a final definitive Agreement is completely executed by the successful Proposer(s), has been approved by the JPA and its legal counsel, and has been executed and delivered by the JPA.

Minimum Insurance Requirements

The selected Proposer(s) shall, at its or their respective expense, procure and maintain for the duration of the Agreement, insurance against claims for injuries to persons or damages to property which may arise from or in connection with the performance of the Agreement by the Proposer(s), its or their respective agents, representatives, employees or subcontractors. Successful Proposer(s) shall also require all of its or their respective subconsultants assigned to the JPA to obtain and maintain the same insurance coverage for the duration of the Agreement. Such insurance shall meet at least the minimum levels of coverage outlined below:

The insurance requirements are as follows:

- General Liability: \$1,000,000 combined single limit per occurrence
- Auto Liability: \$1,000,000 combined single limit per accident
- Workers' Compensation: Workers' compensation to statutory limits; \$1,000,000 Employers' liability limit.
- Professional Liability: \$1,000,000 combined single limit per occurrence.

All insurance is to be placed with insurers holding a current A.M. Best rating of no less than A: VII, admitted to do business in the State of California and satisfactory to the County of San Bernardino's Risk Management Department.

Permits and Local Licenses

Each successful Proposer shall obtain and pay for all licenses necessitated by its operations. Before starting any work, the Proposer must have the necessary Business License from the member jurisdictions valid for the life of the Agreement.

Additional RFQ Provisions

1. Antbid-Rigging

Bid-rigging, collusion or any other anti-competitive activity is prohibited.

2. No Suspension or Debarment

By submitting a response to this RFQ, the Proposer submitting the information certifies that neither it nor any partner or principal in the Proposer group or entity are under suspension or debarment by any governmental entity, instrumentality, or authority.

3. No Gratuity or Pecuniary Benefit

Proposers shall not offer, give, or agree or promise to give any gratuity to any representative of the JPA or its members or to any other person acting at the direction or request of the JPA, its members or any of their representatives. "Gratuity" means tendering, giving or providing anything of more than nominal monetary value including, but not limited to, cash, travel, entertainment, gifts, meals, lodging, loans, subscriptions, advances, deposits of money, services, employment, or contracts of any kind. Proposers shall not, directly or indirectly, offer, confer, or agree to confer any pecuniary benefit on anyone as consideration for the decision, opinion, recommendation, vote, other exercise of discretion, or violation of a known legal duty by the JPA or its members in connection with this RFQ.