

REQUEST FOR UNDERWRITER STATEMENT OF QUALIFICATIONS

I. WORK DESCRIPTION

Pursuant to Government Code Section 5703, the State Treasurer's Office (STO) seeks statements of qualifications for municipal bond underwriting services. Commencing April 1, 2021, the STO will admit selected firms to the 2021-2023 Underwriter Pool. Firms in the pool may be appointed to underwrite (as senior manager, co-senior manager, co-manager, or as a selling group member) bonds, notes, commercial paper, and other debt obligations issued on a negotiated basis by the State of California (State), the State Public Works Board (SPWB), various State agencies, joint powers authorities in which the State or an agency of the State is a member, special purpose trusts, and for various State conduit financing authorities.

Pursuant to Government Code Section 5703(a)(4), the STO will repeat the competitive process for the selection of underwriters at least every 24 months.

A. BONDS AND NOTES ISSUED BY THE STATE OF CALIFORNIA

1. General Obligation (GO) Bonds

California voter approved bond acts (bond acts), the State General Obligation Bond Law (commencing with Government Code Section 16720), and the resolutions produced by the finance committees created under the bond acts authorize the issuance of GO bonds. GO bonds may be issued to finance various projects under the respective bond acts, or refund outstanding GO commercial paper notes or bonds.

2. General Obligation Commercial Paper Notes (CP Notes)

Section 16731.6 of the Government Code authorizes the State to issue CP Notes for the GO bond program. The State issues CP Notes as an interim means of providing funds to the State prior to the issuance of long-term bonds authorized under the bond acts and the resolutions.

3. Revenue Anticipation Notes (RANs)

In accordance with Government Code Section 17300 et. seq., the State issues RANs, from time to time, to meet its short-term cash management needs. RANs are secured by any unapplied monies in the General Fund and must be repaid by the end of the fiscal year in which it was issued. The State has not issued RANs since fiscal year 2014-15.

B. BONDS ISSUED BY THE SPWB AND OTHER STATE AGENCIES

1. SPWB

The State builds and acquires certain capital facilities with lease-purchase borrowing. The SPWB issues lease revenue bonds to finance or refinance the construction of various facilities including, correctional facilities, court facilities, and office buildings. The State Legislature must authorize all projects through a budget act appropriation or separate legislation. These facilities are leased to a State agency under a long-term lease, which provides the source of debt service payments on the bonds.

2. Other State Agencies

State agency revenue bond issuers include, but are not limited to: the Department of Water Resources; the Department of Veterans' Affairs; the University of California; the California State University; the California Earthquake Authority; the California Infrastructure and Economic Development Bank (IBank); and the California Health Facilities Financing Authority (CHFFA) (the IBank and CHFFA are also issuers of conduit revenue bonds). These and other departments are authorized by law to issue revenue bonds which are payable from revenue-producing enterprises and projects.

3. Special Bond Issues

Occasionally, the State will issue debt by securitizing streams of revenues via a special bond issue, which are payable from anticipated reimbursements or payments such as the Tobacco Settlement Asset-Backed Bonds or the Federal Highway Grant Anticipation Bonds (GARVEE).

C. BONDS ISSUED BY STATE CONDUIT FINANCING AUTHORITIES

1. California Alternative Energy and Advanced Transportation Financing Authority (CAEATFA)

<http://www.treasurer.ca.gov/caeatfa/index.asp>

2. California Educational Facilities Authority (CEFA)

<http://www.treasurer.ca.gov/cefa/index.asp>

3. California Health Facilities Financing Authority (CHFFA)

<http://www.treasurer.ca.gov/chffa/index.asp>

4. California Infrastructure and Economic Development Bank (IBank)

<http://www.ibank.ca.gov/>

5. California Pollution Control Financing Authority (CPCFA)

<http://www.treasurer.ca.gov/cpcfafa/index.asp>

6. California School Finance Authority (CSFA)
<http://www.treasurer.ca.gov/csfa/index.asp>
7. California Transportation Financing Authority (CTFA)
<https://www.treasurer.ca.gov/ctfa/index.asp>

II. SCOPE OF SERVICES

A. SENIOR OR CO-SENIOR MANAGER

The scope of services provided by a senior or co-senior manager includes, but is not limited to:

1. Develop financing alternatives under the immediate direction of the STO and the issuer when applicable;
2. Assist in the review of legal and financial documentation (Indenture, Bond Purchase Agreement, Preliminary and Final Official Statement, etc.);
3. Actively engage and manage an underwriting syndicate selected by the STO to market the debt obligations to investors;
4. Follow the STO's oral or written syndicate policies, pricing procedures, and process of selling debt obligations;
5. Develop a comprehensive marketing plan, including identification of potential investors;
6. Assist the STO in the successful structuring, marketing, and sale of debt obligations to achieve the lowest possible borrowing cost;
7. Provide investor feedback on pricing, structure, and reverse inquiry;
8. Assist the STO/Issuer in establishing the issue price of the debt obligations and complying with the STO's policies for pricing, including underwriting bonds if necessary, and Internal Revenue Service (IRS) regulations; and
9. Assist the STO in the post-financing evaluation process, including the timely submittal of all required reports.

B. CO-MANAGER

The scope of services provided by co-managers includes, but is not limited to:

1. Participate in the due diligence process and meetings, as required;
2. Participate, if requested, in informational meetings;
3. Respond to requests from the book-running senior manager regarding preliminary pricing information, including but not limited to, an estimated interest rate scale detailing coupons and yields;
4. Provide investor feedback on pricing, structure, and reverse inquiry;
5. Assist the STO in the successful marketing and sale of debt obligations to achieve the lowest possible borrowing cost through exposure of the offering to the co-manager's clients/investors;
6. Assist the STO/Issuer in establishing the issue price of the debt obligations and complying with the STO's policies for pricing, including underwriting bonds if necessary, and Internal Revenue Service (IRS) regulations; and
7. Follow the STO's policies, either oral or written, for liability, designation and retention procedures, pricing procedures, and the process of selling debt obligations.

C. SELLING GROUP

The scope of services provided by selling group members includes, but is not limited to:

1. Assist the STO in the successful marketing and sale of debt obligations to retail investors to achieve the lowest possible borrowing cost; and
2. Follow the STO's policies, either oral or written, for pricing procedures, including the definition of a retail order, and the process of selling debt obligations.

III. MINIMUM QUALIFICATIONS

A. **ALL FIRMS**

In order to be eligible for admission to the STO's 2021-2023 Underwriter Pool, all firms must meet the following minimum qualifications:

1. **Net Capital:**
The firm must maintain a minimum net capital of \$100,000 at all times. (As defined by [17 CFR § 240.15c3-1](#) - Net capital requirements for brokers or dealers.)
2. **Licenses and Registrations:**
The firm must hold and maintain at all times, all licenses and registrations required by applicable federal and state laws for businesses offering underwriting or investment banking services. All licenses and registrations must be current and in good standing with each of the following:
 - a. U.S. Securities and Exchange Commission (SEC);
 - b. Financial Industry Regulatory Authority (FINRA);
 - c. FINRA Series 53: The firm must maintain at all times, at least one full-time professional supervisory employee with a FINRA Series 53 license (Municipal Securities Principal);
 - d. California Department of Business Oversight (DBO): To determine the firm's DBO requirements, please contact the DBO at (866) 275-2677 or visit their website at http://www.dbo.ca.gov/Licensees/Broker-Dealer_and_SEC_Investment_Advisers/Default.asp; and
 - e. Municipal Securities Rulemaking Board (MSRB).
3. **Bond Campaign Contribution and Services Prohibition Certification:**
Underwriting firms applying to the 2021-2023 Underwriter Pool must certify that the firm has in place a policy or procedure requiring that the firm or any municipal finance professional associated with the firm will not accept any municipal securities business with a municipal entity in California within two years of any contribution made or provided after the date of certification by the firm or any municipal finance professional associated with the firm to a bond ballot campaign for bonds of the municipal entity (Bond Campaign Contribution and Services Prohibition Policy).

In addition, the STO requires underwriting firms to certify quarterly that 1) the Bond Campaign Contribution and Services Prohibition Policy continued to be in effect during the quarter and 2) the policy or procedure had not been violated during that period. **If a firm fails to submit the mandatory quarterly Bond Campaign Contribution and Services Prohibition Certification within one week of the deadline (January 31, April 30, July 31, and October 31), the firm may be ineligible for appointments and/or suspended from the 2021-2023 Underwriter Pool.**

Please see **Attachments G** and **H** for defined terms associated with this minimum qualification.

4. **Quarterly Disclosure Report:**

Firms selected as members of the 2021-2023 Underwriter Pool are required to complete a quarterly disclosure certification regarding any changes to the firm's ability to meet the minimum qualifications, the disclosure information submitted in the firm's SOQ in response to this RFQ, and any contact information changes. The firm shall fulfill this requirement by submitting an updated Disclosure Report (a sample of the Quarterly Disclosure Report form is included as **Attachment I**) that includes disclosure of any new actions brought against the firm subsequent to its initial disclosure at the time of its application to the pool. Once disclosed, firms must continue to report on all open actions until they are resolved. If no changes or new actions have occurred, please select the appropriate box on the Disclosure Report. Required back-up documentation for the quarterly report includes, but is not limited to: copies of the firm's most recent SEC Form 10-K and 10-Q (Legal Proceedings sections only), if required by the SEC; and an updated copy of the Disclosure Event section of the firm's FINRA BrokerCheck Report including all pending, final, and on appeal regulatory, civil, arbitration, and bond events. **If a firm fails to submit the mandatory quarterly report within one week of the deadline (January 31, April 30, July 31, and October 31), the firm may be ineligible for appointments and/or suspended from the 2021-2023 Underwriter Pool.**

5. **California Taxpayer and Shareholder Protection Act of 2003–U.S. Expatriate Corporations (Public Contract Code Sections 10286 and 10286.1):**

The STO will not contract or otherwise do business, absent a compelling public interest, with publicly-held U.S. expatriate corporations. This law is designed to ensure that companies the STO conducts business with meet threshold standards of corporate accountability.

6. **Darfur Contracting Act of 2008:**

The firm must comply with the Darfur Contracting Act of 2008. The Act was passed by the California Legislature and signed into law by the Governor to preclude State agencies generally from contracting with "scrutinized" companies that do business in the African nation of Sudan (of which the Darfur region is a part), for the reasons described in Public Contract Code Section 10475. A scrutinized company is a company doing business in Sudan as defined in Public Contract Code Section 10476.

Scrutinized companies are ineligible to, and cannot bid on, or submit a proposal for a contract with a State agency for goods or services (Public

Contract Code Section 10477(a)). Therefore, Public Contract Code Section 10478(a) requires a company that currently has, or within the previous three years has had, business activities or other operations outside of the United States to certify that it is not a “scrutinized” company when it submits a bid or proposal to a State agency. A scrutinized company however, may still submit a bid or proposal for a contract with a State agency for goods or services if the company first obtains permission from the Department of General Services (DGS), according to the criteria set forth in Public Contract Code Section 10477(b).

7. **Iran Contracting Act of 2010:**

Once appointed to a transaction, the firm must comply with the Iran Contracting Act of 2010. The Act requires that, at the time an underwriter is selected for a State bond issuance (including the senior manager, co-senior manager, co-manager, and any selling group member that can reasonably be expected to earn \$1,000,000 or more from the sale), the firm will be required to: a) certify it is not on the current list of persons engaged in investment activities in Iran created by the DGS pursuant to Public Contract Code Section 2203(b) and is not a financial institution extending twenty million dollars (\$20,000,000) or more in credit to another person, for 45 days or more, if that other person will use the credit to provide goods or services in the energy sector in Iran and is identified on the current list of persons engaged in investment activities in Iran created by DGS; or b) demonstrate it has been exempted from the certification requirement for that solicitation or contract pursuant to Public Contract Code Section 2203(c) or (d). Please note, if a firm claims the Section 2203(c) or (d) exemption, additional findings by the STO are required and will be made solely at the discretion of the STO.

With respect to any bond transaction for one of the State’s conduit financing authorities, the required certification shall be made prior to the authority’s approval of a final resolution authorizing the issuance of bonds.

8. **Tax Delinquencies Contract Ban:**

Public Contracting Code Section 10295.4 prohibits a State agency from entering into any contract for services with a contractor whose name appears on either the list of the 500 largest tax delinquencies produced by the Franchise Tax Board (FTB)

(<https://www.ftb.ca.gov/about-ftb/newsroom/top-500-past-due-balances/index.html>) or the California Department of Tax and Fee Administration (CDTFA) (<https://www.cdtfa.ca.gov/taxes-and-fees/top500.htm>).

Accordingly, the STO will check FTB and CDTFA lists to ensure proposed pool members are not on either list.

9. **Civil Rights Certifications:**

Once appointed to a transaction, the firm must comply with the Civil Rights Certifications (Public Contract Code Section 2010) which requires that a contractor (and its subcontractors) shall not deny the contract's benefits to any person on the basis of race, religious creed, color, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military and veteran status, nor shall they discriminate unlawfully against any employee or applicant for employment because of race, religious creed, color, national origin, ancestry, physical disability, mental disability, medical condition, genetic information, marital status, sex, gender, gender identity, gender expression, age, sexual orientation, or military and veteran status. In addition, a contractor shall ensure that the evaluation and treatment of employees and applicants for employment are free of such discrimination. A contractor shall comply with the provisions of the Fair Employment and Housing Act (Government Code Section 12900 et seq.), the regulations promulgated thereunder (California Code Regulations, Title 2, Section 11000 et seq.), the provisions of Article 9.5, Chapter 1, Part 1, Division 3, Title 2 of the Government Code (Government Code Section 11135-11139.5), and the regulations or standards adopted by the awarding state agency to implement such article. A contractor shall permit access by representatives of the Department of Fair Employment and Housing and the awarding state agency upon reasonable notice at any time during the normal business hours, but in no case less than 24 hours' notice, to such of its books, records, accounts, and all other sources of information and its facilities as said Department or Agency shall require to ascertain compliance with this clause. A contractor shall give written notice of their obligations under this clause to labor organizations with which they have a collective bargaining or other agreement. (See California Code of Regulations, Title 2, Section 11105.)

B. APPOINTMENT AS A SENIOR MANAGER, CO-SENIOR MANAGER OR CO-MANAGER ON STATE BOND ISSUES

Firms seeking eligibility for appointments to bond and note transactions issued by the State of California, the SPWB, joint powers authorities in which the State or an agency of the State is a member, special purpose trusts, and other State agencies (excluding State conduit financing authorities) (collectively “State Bond Issues”) in the senior manager, co-senior manager, or co-manager capacity, must provide documentation that the firm meets **at least one** of the following additional minimum qualifications:

1. The firm’s headquarters are located in California; or
2. The firm is certified as a Disabled Veteran Business Enterprise by the State of California Department of General Services; or
3. The firm employs at least one dedicated public finance investment banker that lives and works in California, has at least two years of experience as a public finance investment banker, and holds a Series 52, 53, or 7 (Series 7 passed on or before November 6, 2011) credential; or
4. The firm has traded \$100 million or more of the State’s fixed rate GO bonds (base CUSIPs: 130628, 13062N, 13062P, 13062R, 13062T, 13063A, 13063B, 13063C, and 13063D) in the secondary market in the State’s previous fiscal year.

Please note: Firms not meeting at least one of the above additional minimum qualifications will only be eligible to be considered for appointment to State Bond Issues as a selling group member.

IV. CONTENT OF STATEMENTS OF QUALIFICATIONS

Responses should be limited to 15 pages (excluding Attachments A through R) using a typeface font of no less than 12 pitch. **Failure to respond to all questions and provide all requested information or deviation from the required format may result in disqualification.** Please address all of the following items in responding to this RFQ:

A. COVER LETTER

Cover letter shall be signed by a person authorized to commit the firm to the terms of the response and is primarily responsible for the veracity of statements made in the response.

B. FIRM ATTRIBUTES AND COMMITMENT TO CALIFORNIA

Please provide:

1. Firm Description:

- a. Brief history;
- b. Headquarters location;
- c. State in which the firm is incorporated or organized;
- d. Ownership structure of the firm;
- e. Briefly list all significant lines of business, beside public finance and municipal securities, in which the firm, its parent company or subsidiary is active;
- f. Please state the firm's (or parent company's) long-term and short-term ratings as of January 1, 2020 and 2021 or N/A if not applicable;
- g. Does your firm have a formal measurement system for measuring diversity and inclusion at the senior management level? Yes or No. Please provide the following data for your top twenty employees, based on Box 5 income reported on IRS Form W-2 (if your firm employs 500 or more persons, full-time); or, your top ten employees (if your firm employs fewer than 500 employees, full-time):
 - i. Percent of those employees identifying themselves as ethnically non-white; and,
 - ii. Percent of those employees identified as female.

2. Business in California:

- a. How many full-time employees does the firm currently employ nationwide and in California? Please provide a number for the entity applying to the pool and a separate number for any related entities (if applicable).
- b. How many broker-dealer employees dedicated to public finance does the firm have nationwide? How many of these employees are in California?
- c. How many offices does the firm have in California?

3. **Capital Commitment:**
 - a. Description of the firm's capital commitment (in dollar amounts) to its public finance activities.
 - b. Average daily inventory of municipal bonds (tax-exempt fixed rate only) for 2019 and 2020 or N/A if not applicable.
4. **Retail:**
 - a. The dollar amount of all California (State and local) municipal securities currently held in retail accounts at the firm as of June 30, 2020.
5. **Community Reinvestment Act (CRA):**
 - a. The bank's state and national CRA rating, or if applicable, the parent company's CRA rating. If the firm or parent company is not subject to CRA examination, please respond with "not applicable."

C. PUBLIC FINANCE EXPERIENCE AND CAPABILITIES

Please provide:

1. **Marketing Capabilities:**
 - a. Describe the depth, breadth, and competitive strengths of the firm's individual retail, professional retail, and institutional municipal securities marketing capabilities, nationwide and in California.
 - b. If the firm relies on one or more agreement(s) with other broker/dealers for distribution of bonds to retail investors in a primary market offering, please describe how the agreement works. In your summary, please include how the agreement(s) benefits issuers and how compensation is determined.
2. **Municipal Bond Department:**
 - a. Description of the municipal bond department's position and level of importance in the firm.
 - b. Has the firm's municipal bond department experienced any significant staffing changes over the past five years? If so, please briefly describe.
 - c. Describe any specialty areas of municipal finance (housing, health care, higher education, etc.) in which the firm excels.
3. **Experience – California Issuers:**
 - a. List the firm's experience as senior manager, co-senior manager, or co-manager for municipal bond issuers within California from January 1, 2019 to 2021 year-to-date by completing **Attachment A**.

4. **Experience – Non-California Issuers:**
 - a. List the firm’s experience as senior manager, co-senior manager, or co-manager for municipal bond issuers outside of California from January 1, 2019 to 2021 year-to-date by completing **Attachment B**.
5. **Competitive Sale Syndicate Participation:**
 - a. Describe the firm’s participation in the State’s competitive bond sales over the past three years as either sole manager, lead manager of a syndicate, or co-manager in a syndicate (for each of GO, SPWB, and Veterans GO bond sales).
 - b. For each of the State’s competitive bond sales since January 2019 where the firm participated in one of the roles listed in IV.C.5.a. above, detail the firm’s initial or agreed-upon liability (in dollars) on a submitted bid.
 - c. For each of the State’s competitive bond sales since January 2019 where the firm participated in one of the roles listed in IV.C.5.a. above, detail the firm’s pre-sale orders received.
 - d. For each of the State’s competitive bond sales since January 2019 where the firm participated in one of the roles listed in IV.C.5.a. above and the syndicate was the successful bid, detail the firm’s post-sale orders received and filled.
 - e. If the firm participated as a co-manager or selling group member rather than as a senior manager on any of the State’s competitive bond sales over the past three years, were there any capital limitations or other reasons that precluded the firm from placing a bid in a senior manager role?
6. **Previous Performance:**
 - a. Provide at least one example of a tax-exempt or taxable financing in which the firm was in a syndicate as a co-manager where the firm provided greater than expected value to the issuer in an investment-banking role or in the marketing of the bonds. **(Limit response to one page.)**
7. **Underwriting:**
 - a. List three negotiated transactions in the last two years that serve as good examples of the firm’s ability and willingness to commit capital on behalf of an issuer’s primary offering in a negotiated bond sale. The examples should demonstrate instances in which the firm was willing to commit capital rather than adjust the pricing of the bonds because the firm believed the price of the bonds was accurate and fair (please do not include member orders by other firms).
 - b. In the past two years, what are the three largest positions the firm has taken into inventory from a new issue either as a senior manager or as a co-manager?

- i. List the issuer, amount, and type (i.e. notes or bonds).
- ii. Provide a breakdown of how much of that underwriting commitment was based on its own excess net capital and how much was based on other sources of capital such as letters/lines of credit.

D. PERSONNEL

1. Personnel Experience:

- a. Complete **Attachment C** to identify the investment banking, sales, trading, and underwriting personnel available to work on financings for the State, State agencies, and State conduit financing authorities.

E. COMPLIANCE WITH MINIMUM QUALIFICATIONS

1. Capital Compliance:

- a. Provide the firm's equity, debt, net capital, and excess net capital as defined by FINRA, for each of the previous three years on **Attachment D**.

2. Licensing, Registration, Disciplinary Action and Litigation:

- a. New firms, please complete **Attachment E**.
- b. If the firm is a current member of the STO 2019-2021 Underwriter Pool, please complete **Attachment F**.

3. Bond Campaign Contribution and Services Prohibition Certification:

- a. All firms complete **Attachment G**.
- b. If accepted to the pool, the firm agrees to submit **Attachment H** beginning with the quarter ending June 30, 2021 and each quarter thereafter.

Please note that Attachment H is for your information only and does not need to be completed as part of the SOQ.

4. Quarterly Disclosure Report Certification:

- a. If accepted to the pool, the firm agrees to submit **Attachment I** beginning with the quarter ending June 30, 2021 and each quarter thereafter.

Please note that Attachment I is for your information only and does not need to be completed as part of the SOQ.

5. **California Taxpayer and Shareholder Protection Act of 2003–U.S. Expatriate Corporations:**
 - a. A firm must certify that it is not an expatriate corporation and is eligible to contract with the STO by completing **Attachment J** Expatriate Corporations Certification.
 - b. If appointed to a State Bond Issue, the firm will be required to re-certify by signing the engagement letter.
6. **Darfur Contracting Act of 2008:**
 - a. Please complete **Attachment K**.
7. **Iran Contracting Act of 2010:**
 - a. Firms may be required to complete a certification similar to **Attachment L** for each applicable transaction shortly after the firm is appointed for that particular sale.

Please note that Attachment L is for your information only and does not need to be completed as part of the SOQ.

8. **Civil Rights Certification:**
 - a. Firms will be required to complete a certification similar to **Attachment M** for each applicable transaction shortly after the firm is appointed for that particular sale.

Please note that Attachment M is for your information only and does not need to be completed as part of the SOQ.

9. **Eligibility for Manager Appointments:**
 - a. Firms seeking eligibility for appointment as a senior manager, co-senior manager, or co-manager on State Bond Issues (excludes State conduit financing authority transactions) must complete **Attachment N**.

Firms that do not meet at least one of the additional minimum qualifications will only be eligible to be considered for appointment to State Bond Issues as a selling group member.

F. DISABLED VETERAN BUSINESS ENTERPRISES

State law establishes participation goals of three percent for Disabled Veteran Business Enterprises (DVBEs) in contracts for professional bond services awarded by State agencies. These goals apply to the annual dollar amount expended on professional bond services. In the case of underwriting firms, this includes all fees related to the issuance of bonds, such as management fees and takedown. DVBE certification is obtained through the California Department of General Services (DGS)

(<https://www.dgs.ca.gov/PD/About/Page-Content/PD-Branch-Intro-Accordion-List/Office-of-Small-Business-and-Disabled-Veteran-Business-Enterprise/Certification-Program>).

Firms requesting DVBE status must submit their California DGS DVBE Certificate with the SOQ, and resubmit annually as the California DGS DVBE Certificate is renewed.

G. MINORITY/WOMEN BUSINESS ENTERPRISES

Although State law prohibits the use of participation goals for Minority Business Enterprises (MBEs) or Women Business Enterprises (WBEs) (California Constitution Article I, Section 31), it does require the STO to report annually to the Governor and the Legislature on the level of participation by MBEs and WBEs in contracts for professional bond services awarded (Government Code Section 16855). The STO requests businesses disclose this information, on a voluntary basis, by completing **Attachment O**. The STO uses this information for reporting purposes only and not for the purpose of underwriter appointments.

H. STO SMALL BUSINESS ENTERPRISE PROGRAM

In an effort to assist small businesses in public finance development, and to increase the potential distribution of the State's bonds, the STO has developed a Small Business Enterprise (SBE) Program for members of its 2021-2023 Underwriter Pool. A small business enterprise is defined as one that is independently owned and operated, with average annual gross receipts of \$38.5 million or less, averaged over the previous three most recently completed fiscal or taxable years. (SBE size is as defined by the U.S. Small Business Administration for NAICS Code 523110 Investment Banking and Securities Dealing.) Wholly owned corporate subsidiaries of corporations shall be eligible for certification as a Small Business Enterprise only if the parent corporation certifies as a Small Business Enterprise. Subsidiaries of Small Business Enterprise corporations that are not wholly owned by the Small Business Enterprise Corporation shall be ineligible for certification as a Small Business Enterprise. Membership in the SBE program does not guarantee an appointment to a bond sale and is used exclusively by the STO. Firms that wish to participate in the SBE program must complete and submit **Attachment P**.

I. FIRM'S INTEREST IN ISSUERS

Complete **Attachment Q**.

J. FIRM CONTACTS

Please provide contact information as described on **Attachment R**. Please notify the STO immediately of any changes to Attachment R at InvestorRelations@treasurer.ca.gov.

V. DELIVERY

The STO will reject any incomplete SOQs. Failure to submit all requested information will delay the review process of the firm's SOQ. An SOQ checklist, for your reference, is on page 20. The STO will accept SOQs by **e-mail only**:

A. E-MAIL DELIVERIES:

1. Address:
To: InvestorRelations@treasurer.ca.gov
Subject: FIRM NAME-Underwriter Statement of Qualifications
2. Electronic deliveries must be in Adobe Acrobat PDF format.
3. If you have any questions, please contact Geoff Palmertree at gpalmertree@treasurer.ca.gov or (916) 653-2440.

VI. CALIFORNIA PUBLIC RECORDS ACT

All material submitted in response to this solicitation will become the property of the State of California and will not be returned. In addition, all material submitted will be considered a public record by the STO and subject to disclosure pursuant to the California Public Records Act (Government Code Section 6250 et seq.).

VII. STATEMENT EVALUATIONS

A. The STO evaluates SOQs based on the following criteria:

1. Satisfaction of the minimum qualifications; and
2. Ability to provide required services.

B. The STO reserves the right to:

1. Request an interview with, and require additional information from any firm prior to its selection; and
2. Consider information about any firm from other sources in addition to the information submitted by the firm.

VIII. SELECTION OF UNDERWRITERS

In accordance with Government Code Section 5703, the State Treasurer's Office will exercise sole authority for selecting underwriters for each negotiated sale.

The STO may occasionally seek ideas, advice, and proposals from pool members. Inclusion in the pool, providing ideas, advice, or proposals does not offer any assurance that a firm will be appointed to any transaction.

Although the STO does not select underwriters' counsel, the STO must be consulted about such counsel prior to any appointment. If underwriters expect reimbursement for underwriters' counsel fees, the underwriters will be required to justify the proposed fees as reasonable in accordance with the STO's Underwriter's Expense Policy.

IX. REMOVAL FROM POOL/ADDITIONS TO POOL

A. Any firm may be removed or suspended from the pool for reasons which include, but are not limited to, the following:

1. Unacceptable performance in any bond sale as determined by an evaluation by the Public Finance Division or a State conduit financing authority;
2. Failure to comply with STO syndicate policies;
3. Failure to continue to meet the minimum qualifications listed under Section III.;
4. Failure to maintain federal, state, MSRB, or FINRA registrations, licenses, or memberships necessary for offering and selling securities in California;
5. Being the subject of, or failure to disclose, any litigation, arbitration, or disciplinary action by the MSRB, SEC, FINRA, the California Department of Business Oversight, or other official body;
6. Filing for protections under federal or state bankruptcy laws;
7. Being the subject of, or failure to disclose, any criminal action;
8. Failure to submit a quarterly disclosure report or bond campaign contribution and services prohibition certification in a timely manner (per Attachment H and I respectively); or
9. Failure to respond to reasonable information requests by the STO.

The STO accepts pool applications on an ongoing basis and occasionally the STO may make additions to the pool. Underwriters applying to the pool after April 1, 2021 must submit a response to the RFQ and will be evaluated based on the same criteria used to establish the pool.

X. ONGOING COMPLIANCE WITH MINIMUM QUALIFICATIONS

To remain in the 2021-2023 Underwriter Pool, firms must meet the minimum qualifications described in Section III.A. at all times. In addition, firms seeking eligibility for appointments as a senior manager, co-senior manager, or co-manager on State Bond Issues (excludes State conduit financing authority transactions) must meet the additional minimum qualifications in Section III.B at all times. Pool members are responsible for notifying the STO's Public Finance Division Director if the firm no longer meets the minimum qualifications.

SOQ CHECKLIST PART I
State of California
Office of the State Treasurer

The STO requires the following information when submitting a complete statement of qualifications (SOQ). Incomplete SOQs may be rejected.

Statement of Qualifications	
<input type="checkbox"/>	Section IV.A. Cover Letter
<input type="checkbox"/>	Section IV.B. Firm Attributes and Commitment to California
<input type="checkbox"/>	Section IV.C. Public Finance Experience and Capabilities

Attachments	
<input type="checkbox"/>	Attachment A: Public Finance Experience-California Issuers
<input type="checkbox"/>	Attachment B: Public Finance Experience-Non-California Issuers
<input type="checkbox"/>	Attachment C: Personnel Experience
<input type="checkbox"/>	Attachment D: Capital Compliance
<input type="checkbox"/>	Attachment E: Licensing, Registration, Disciplinary Action, and Litigation - New Members
<input type="checkbox"/>	Attachment F: Licensing, Registration, Disciplinary Action, and Litigation - Members of the 2019-2021 Underwriting Pool
<input type="checkbox"/>	Attachment G: Bond Campaign Contribution and Services Prohibition Certification 2021-2023 Underwriter Initial Certification
<input type="checkbox"/>	Attachment H: DO NOT COMPLETE - INFORMATIONAL ONLY
<input type="checkbox"/>	Attachment I: DO NOT COMPLETE - INFORMATIONAL ONLY
<input type="checkbox"/>	Attachment J: Expatriate Corporations Certification
<input type="checkbox"/>	Attachment K: Darfur Contracting Act Certification
<input type="checkbox"/>	Attachment L: DO NOT COMPLETE - INFORMATIONAL ONLY
<input type="checkbox"/>	Attachment M: DO NOT COMPLETE - INFORMATIONAL ONLY
<input type="checkbox"/>	Attachment N: Additional Minimum Qualifications Certification – Senior Manager, Co-Senior Manager, and Co-Manager Appointments-State Bond Issues
<input type="checkbox"/>	Option 3: If you chose option 3, please include the duty statement, resume, and credential information as requested on Attachment N.
<input type="checkbox"/>	Option 4: If you chose option 4, please attach documentation for the State’s most recent fiscal year (July 1 through June 30) for State of California General Obligation Bond Trades totaling \$100 million or more.
<input type="checkbox"/>	Attachment O: Minority Business Enterprise and Women’s Business Enterprise Certification (Voluntary)
<input type="checkbox"/>	Attachment P: Small Business Enterprise Program (If Applicable)
<input type="checkbox"/>	Audited Financial Statements for the previous 3 years
<input type="checkbox"/>	Attachment Q: Issuers
<input type="checkbox"/>	Attachment R: Firm Contacts

Required Documentation	
<input type="checkbox"/>	FOCUS Report or Audited Financial Statements As required by Attachment E or F
<input type="checkbox"/>	SEC 10-K As required by Attachment E or F
<input type="checkbox"/>	SEC 10-Q As required by Attachment E or F
<input type="checkbox"/>	FINRA BrokerCheck Report As required by Attachment E or F
<input type="checkbox"/>	DVBE Certification from the California Department of General Services (DGS) (If Applicable)

PUBLIC FINANCE EXPERIENCE – CALIFORNIA ISSUERS

State of California
Office of the State Treasurer

Firm Name: _____

As described in Section IV.C.3., please provide the firm's underwriting experience for taxable and tax-exempt obligations issued by the State, State agencies, the State conduit financing authorities, and local California issuers during the previous two calendar years.

Total number of issues: _____

Par Amount range: _____

California Issuers

[illegible]

Firm Name: _____

As described in Section IV.C.4., please provide the firm's underwriting experience for taxable and tax-exempt obligations for issuers outside of California during the previous two calendar years.

Total number of issues: _____

Par Amount range: _____

Issuers Outside of California

[illegible]

PERSONNEL EXPERIENCE

State of California

Office of the State Treasurer

Firm Name: _____

As described in Section IV.D., please identify the investment banking, sales, trading, and underwriting personnel that will be directly involved in financings for the State, State agencies, and State conduit financing authorities.

[illegible]

**CAPITAL COMPLIANCE
MINIMUM QUALIFICATIONS**
State of California
Office of the State Treasurer

Provide the firm's equity, debt, net capital, and excess net capital as defined by FINRA for each of the previous three years.

2020	Amount
Equity:	
Debt:	
Net Capital:	
Excess Net Capital:	

2019	Amount
Equity:	
Debt:	
Net Capital:	
Excess Net Capital:	

2018	Amount
Equity:	
Debt:	
Net Capital:	
Excess Net Capital:	

(FIRM NAME)
Licensing, Registration, Disciplinary Action, and Litigation
New Firms
State of California
Office of the State Treasurer

LICENSING, REGISTRATION, CERTIFICATIONS

Yes No

1. Does the firm have an active Broker-Dealer license issued by the Securities and Exchange Commission (SEC) in the name of the firm? ☐ ☐
2. Is the firm required by the SEC or the Financial Industry Regulatory Authority (FINRA) to file Financial and Operational Combined Uniform Single Reports (FOCUS Reports)? If so, please provide a copy of the firm's most recent FOCUS Report. If the firm is not required to file a FOCUS Report, please provide a copy of the firm's most recent audited financial statement. ☐ ☐
3. Is the firm a current member in good standing with the FINRA? ☐ ☐
4. Is the firm registered with and approved by FINRA as a Broker-Dealer in the State of California? If not, does the firm have an active Broker-Dealer Certificate with the State of California Department of Business Oversight? ☐ ☐
5. Please provide each of the following:
Firm's SEC File Number: _____
Firm's MSRB Number: _____
Firm's Central Registration Depository (CRD) Number: _____
Identification of one full-time professional supervisory employee with a FINRA Series 53 license: _____

Name: _____
Title: _____
Office Location: _____

DISCIPLINARY ACTION & LITIGATION (Please attach additional sheets as necessary)

6. Within the past 24 months, has the firm, any of its principals, or its parent company been the subject of an investigation by the SEC, FINRA, California Department of Business Oversight, or any governmental or securities industry-based regulatory agency? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐
7. Within the past 24 months, has the firm, any of its principals, or its parent company been involved in any litigation, arbitration, disciplinary, or other official action arising from the firm's underwriting, underwriting practices, management, or the purchase, sale, or distribution of taxable or tax-exempt municipal securities or other governmental obligations (other than individual retail customer claims) by the SEC, FINRA, California Department of Business Oversight, or any other governmental or securities industry-based regulatory agencies? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐
8. Within the past 24 months, has the firm, any of its principals, or its parent company been convicted of any crime related to the conduct of the firm's business or been assessed or paid judgments in excess of \$1 million related to the conduct of the firm's business? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐

ADDITIONAL DOCUMENTATION

Please check one of the following boxes:

- ☐ Attached are the firm's most recent 10-K and 10-Q legal proceedings sections, as well as the Disclosure Event section of the firm's FINRA BrokerCheck report for the period of April 1, 2019 through January 31, 2021.
- ☐ Attached is the Disclosure Event section of the firm's FINRA BrokerCheck report for the period of April 1, 2019 through January 31, 2021. The firm is not required to submit a 10-K or 10-Q legal proceedings sections by the SEC.

DATE: _____

Signature

(Printed Name)

(Job Title)

(FIRM NAME)
LEGAL DISCLOSURE CERTIFICATION
Members of the 2019-2021 Underwriter Pool
State of California
Office of the State Treasurer

LICENSING, REGISTRATION, CERTIFICATIONS

Yes No

1. Does the firm have an active Broker-Dealer license issued by the Securities and Exchange Commission (SEC) in the name of the firm? ☐ ☐
2. Is the firm required by the SEC or the Financial Industry Regulatory Authority (FINRA) to file Financial and Operational Combined Uniform Single Reports (FOCUS Reports)? If so, please provide a copy of the firm's most recent FOCUS Report. If the firm is not required to file a FOCUS Report, please provide a copy of the firm's most recent audited financial statement. ☐ ☐
3. Is the firm a current member in good standing with the FINRA? ☐ ☐
4. Is the firm registered with and approved by FINRA as a Broker-Dealer in the State of California? If not, does the firm have an active Broker-Dealer Certificate with the State of California Department of Business Oversight? ☐ ☐
5. Please provide each of the following:
 Firm's SEC File Number: _____
 Firm's MSRB Number: _____
 Firm's Central Registration Depository (CRD) Number: _____
 Identification of one full-time professional supervisory employee with a FINRA Series 53 license: _____

Name: _____
Title: _____
Office Location: _____

DISCIPLINARY ACTION & LITIGATION (Please attach additional sheets as necessary)

6. Within the past 3 months, has the firm, any of its principals, or its parent company been the subject of an investigation by the SEC, FINRA, California Department of Business Oversight, or any governmental or securities industry-based regulatory agency? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐
7. Within the past 3 months, has the firm, any of its principals, or its parent company been involved in any litigation, arbitration, disciplinary, or other official action arising from the firm's underwriting, underwriting practices, management, or the purchase, sale, or distribution of taxable or tax-exempt municipal securities or other governmental obligations (other than individual retail customer claims) by the SEC, FINRA, California Department of Business Oversight, or any other governmental or securities industry-based regulatory agencies? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐
8. Within the past 3 months, has the firm, any of its principals, or its parent company been convicted of any crime related to the conduct of the firm's business or been assessed or paid judgments in excess of \$1 million related to the conduct of the firm's business? **If yes, please attach additional information. (Does not count towards 15 page limit)** ☐ ☐

ADDITIONAL DOCUMENTATION

Please check one of the following boxes:

- ☐ Attached are the firm's most recent 10-K and 10-Q legal proceedings sections, as well as the Disclosure Event section of the firm's FINRA BrokerCheck report.
- ☐ Attached is the Disclosure Event section of the firm's FINRA BrokerCheck report. The firm is not required to submit a 10-K or 10-Q legal proceedings sections by the SEC.

DATE: _____

Signature

(Printed Name)

(Job Title)

**BOND CAMPAIGN CONTRIBUTION AND SERVICES PROHIBITION
2021 – 2023 UNDERWRITER POOL
INITIAL CERTIFICATION**

State of California
Office of the State Treasurer

1. I certify that, ENTER FIRM NAME has in place a policy or procedure requiring that ENTER FIRM NAME or any municipal finance professional* associated with ENTER FIRM NAME will not accept any municipal securities business with a municipal entity in California within two years of any contribution** made or provided after the date of this certification by ENTER FIRM NAME or any municipal finance professional associated with ENTER FIRM NAME to a bond ballot campaign for bonds of the municipal entity.
2. I understand that the firm will be required to certify each quarter that it has a policy or procedure in place AND that the policy or procedure has not been violated. Failure to maintain this policy or procedure, or a violation of such policy or procedure may result in the firm being removed from the 2021-2023 Underwriter Pool.
3. I certify that I am authorized to sign this certification on behalf of ENTER FIRM NAME.

Date

Signature

Printed Name

Job Title

* The following terms shall be defined as provided in Rule G-37 issued by the Municipal Securities Rulemaking Board: (1) municipal finance professional; (2) bond ballot campaign; (3) municipal securities business; and (4) municipal entity.

** “Contribution” includes contributions of cash or in-kind services or the provision of bond campaign services either directly or indirectly through or by any other person or means, but does not include a contribution made in an election in which the municipal finance professional is entitled to vote and the contributions, in total, are not in excess of \$250. Bond campaign services includes, but is not limited to, fundraising, public opinion polling, election strategy and management, organization of campaign volunteers, get out the vote services, development of campaign literature, and advocacy materials. Bond campaign services does not include either of the following: (1) advice and support related to the preparation of the bond measures, tax rate statements and other documentation required for board approval; or (2) public opinion polling, or other pre-election services including legal services, that are for purposes of gathering information regarding, and evaluating the potential for, the adoption of the bond measure by the electorate before any action by the governing body to place the measure before the electorate.

**BOND CAMPAIGN CONTRIBUTION AND SERVICES PROHIBITION
2021 – 2023 UNDERWRITER POOL
QUARTERLY CERTIFICATION**

State of California
Office of the State Treasurer

1. I certify that, for the three month period ending on June 30, ENTER FIRM NAME had in place a policy or procedure requiring that ENTER FIRM NAME or any municipal finance professional* associated with ENTER FIRM NAME will not accept any municipal securities business with a municipal entity in California within two years of any contribution** made or provided after the date of your Initial Certification by ENTER FIRM NAME or any municipal finance professional associated with ENTER FIRM NAME to a bond ballot campaign for bonds of the municipal entity.
2. I certify that, to the best of my knowledge, for the three-month period ending June 30, ENTER FIRM NAME and any municipal finance professional associated with ENTER FIRM NAME did not violate the firm's policy or procedure described in Paragraph 1.
3. I understand that failure to have such policy or procedure in place, or a violation of such policy or procedure, for the three-month period ending June 30 may result in the firm being removed from the 2021-2023 Underwriter Pool.
4. I certify that I am authorized to sign this certification on behalf of ENTER FIRM NAME.

ENTER DATE

Date

Signature

ENTER NAME

Printed Name

ENTER JOB TITLE

Job Title

* The following terms shall be defined as provided in Rule G-37 issued by the Municipal Securities Rulemaking Board: (1) municipal finance professional; (2) bond ballot campaign; (3) municipal securities business; and (4) municipal entity.

** "Contribution" includes contributions of cash or in-kind services or the provision of bond campaign services either directly or indirectly through or by any other person or means, but does not include a contribution made in an election in which the municipal finance professional is entitled to vote and the contributions, in total, are not in excess of \$250. Bond campaign services includes, but is not limited to, fundraising, public opinion polling, election strategy and management, organization of campaign volunteers, get out the vote services, development of campaign literature, and advocacy materials. Bond campaign services does not include either of the following: (1) advice and support related to the preparation of the bond measures, tax rate statements and other documentation required for board approval; or (2) public opinion polling, or other pre-election services including legal services, that are for purposes of gathering information regarding, and evaluating the potential for, the adoption of the bond measure by the electorate before any action by the governing body to place the measure before the electorate.

DOCUMENT TO BE COMPLETED BEGINNING WITH JUNE 30, 2021 AND EVERY QUARTER THEREAFTER

(Enter Firm Name)
QUARTERLY DISCLOSURE REPORT
To Be Completed Quarterly by Members of Current 2021-2023 Pool
For the quarter: April/May/June Year: 2021

I, (Enter Name), (Enter Job Title), certify as follows:

I am a (Enter Job Title) of (Enter Firm Name) (the “firm”) and am authorized to execute this quarterly disclosure on its behalf.

DISCIPLINARY ACTION & LITIGATION

- | | YES | NO |
|---|--------------------------|--------------------------|
| 1. Within the past 3 months, has the firm, any of its principals, or its parent company been the subject of an investigation by the SEC, FINRA, California Department of Business Oversight, or any governmental or securities industry-based regulatory agency? If yes, please attach additional information. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. Within the past 3 months, has the firm, any of its principals, or its parent company been involved in any litigation, arbitration, disciplinary, or other official action arising from the firm’s underwriting, underwriting practices, management, or the purchase, sale, or distribution of taxable or tax-exempt municipal securities or other governmental obligations (other than individual retail customer claims) by the SEC, FINRA, California Department of Business Oversight, or any other governmental or securities industry-based regulatory agencies? If yes, please attach additional information. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. Within the past 3 months, has the firm, any of its principals, or its parent company been convicted of any crime related to the conduct of the firm’s business or been assessed or paid judgments in excess of \$1 million related to the conduct of the firm’s business? If yes, please attach additional information. | <input type="checkbox"/> | <input type="checkbox"/> |

OTHER MATTERS

Please check one of the following boxes:

- ☐ Attached are the firm’s most recent 10-K and 10-Q, as well as the most recent Regulatory Actions (Disclosure Information) section of the firm’s FINRA BrokerCheck report.
- ☐ Attached are the firm’s most recent Regulatory Actions (Disclosure information) section of the firm’s FINRA BrokerCheck report. The firm is not required to submit a 10-K or 10-Q by the SEC.

DATE:

Firm’s Name

Signature

Printed Name

Job Title

EXPATRIATE CORPORATIONS CERTIFICATION(Public Contract Code Sections 10286 and 10286.1)

State of California

Office of the State Treasurer

California Public Contract Code Section 10286.1, generally provides that a State agency may not enter into any contract with an expatriate corporation or its subsidiaries unless the State Treasurer's Office waives, in writing, the prohibition against contracting with such an entity upon a finding that the contract is necessary to meet a compelling public interest.

Pursuant to Public Contract Code Section 10286.1, the State Treasurer's Office will not contract or otherwise do business – absent a compelling public interest – with publicly held U.S. expatriate corporations. This policy is designed to ensure that companies with which the State Treasurer's Office does business meet threshold standards of corporate accountability.

Please check one of the following two paragraphs and sign below:

1. ☐ We are not an expatriate corporation or subsidiary of an expatriate corporation within the meaning of Public Contract Code Section 10286 and 10286.1, and are eligible to contract with the State of California.

OR

2. ☐ We are an expatriate corporation but we have received written permission from the State Treasurer's Office.

CERTIFICATION:

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that I am duly authorized to legally bind the prospective proposer to the clause chosen above. This certification is made under the laws of the State of California.

The firm is incorporated in:

City,	ST
-------	----

DATE: _____

Signature

(Printed Name)

(Job Title)

DARFUR CONTRACTING ACT

State of California
Office of the State Treasurer

Pursuant to Public Contract Code Section 10478, if a proposer currently, or within the previous three years has had business activities, or other operations outside of the United States, it must declare that it is not a “scrutinized” company as defined in Public Contract Code Section 10476.

Please check **one** of the following three paragraphs and sign below:

1. ☐ We do not currently have, or we have not had within the previous three years, business activities, or other operations outside of the United States.

OR

2. ☐ We are a scrutinized company as defined in Public Contract Code Section 10476, but we have received written permission from the Department of General Services (DGS) to submit a bid or proposal pursuant to Public Contract Code Section 10477(b). A copy of the written permission from DGS is included with our bid or proposal.

OR

3. ☐ We currently have, or we have had within the previous three years, business activities, or other operations outside of the United States, but we certify below that we are not a scrutinized company as defined in Public Contract Code Section 10476.

CERTIFICATION:

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that I am duly authorized to legally bind the prospective proposer to the clause listed above. This certification is made under the laws of the State of California.

Firm Name

DATE: _____

Signature

IRAN CONTRACTING ACT CERTIFICATION
(Public Contract Code sections 2202-2208)

Prior to bidding on, submitting a proposal or executing a contract or renewal for a State of California contract for goods or services of \$1,000,000 or more, a vendor must either: a) certify it is **not** on the current list of persons engaged in investment activities in Iran created by the California Department of General Services (“DGS”) pursuant to Public Contract Code section 2203(b) and is not a financial institution extending twenty million dollars (\$20,000,000) or more in credit to another person, for 45 days or more, if that other person will use the credit to provide goods or services in the energy sector in Iran and is identified on the current list of persons engaged in investment activities in Iran created by DGS; or b) demonstrate it has been exempted from the certification requirement for that solicitation or contract pursuant to Public Contract Code section 2203(c) or (d).

To comply with this requirement, please select **one** of the options below and insert your vendor or financial institution name and Federal ID Number (if available). Please note: California law establishes penalties for providing false certifications, including civil penalties equal to the greater of \$250,000 or twice the amount of the contract for which the false certification was made; contract termination; and three-year ineligibility to bid on contracts. (Public Contract Code section 2205.)

☐ **OPTION #1 – CERTIFICATION**

I, the official named below, certify I am duly authorized to execute this certification on behalf of the vendor/financial institution identified below, and the vendor/financial institution identified below is **not** on the current list of persons engaged in investment activities in Iran created by DGS and is not a financial institution extending twenty million dollars (\$20,000,000) or more in credit to another person/vendor, for 45 days or more, if that other person/vendor will use the credit to provide goods or services in the energy sector in Iran and is identified on the current list of persons engaged in investment activities in Iran created by DGS.

☐ **OPTION #2 – EXEMPTION**

Pursuant to Public Contract Code sections 2203(c) and (d), a public entity may permit a vendor/financial institution engaged in investment activities in Iran, on a case-by-case basis, to be eligible for, or to bid on, submit a proposal for, or enters into or renews, a contract for goods and services. If you have obtained an exemption from the certification requirement under the Iran Contracting Act, please fill out the information below, and attach documentation demonstrating the exemption approval.

<i>Vendor Name/Financial Institution (Printed)</i>	<i>Federal ID Number (or n/a)</i>
<i>By (Authorized Signature)</i>	
<i>Printed Name and Title of Person Signing</i>	
<i>Date Executed</i>	<i>Executed in</i>

Document to be completed upon each qualifying appointment.

CALIFORNIA CIVIL RIGHTS LAWS CERTIFICATION(Public Contract Code Sections 2010)

State of California

Office of the State Treasurer

Pursuant to Public Contract Code section 2010, a person that submits a bid or proposal to, or otherwise proposes to enter into or renew a contract with, a state agency with respect to any contract in the amount of \$100,000 or more shall certify, under penalty of perjury, at the time the bid or proposal is submitted or the contract is renewed, all of the following:

1. **CALIFORNIA CIVIL RIGHTS LAWS:** The firm certifies that it is in compliance with the Unruh Civil Rights Act (Section 51 of the Civil Code) and the Fair Employment and Housing Act (Chapter 7 (commencing with Section 12960) of Part 2.8 of Division 3 of Title 2 of the Government Code); and
2. **EMPLOYER DISCRIMINATORY POLICIES:** If the firm has an internal policy against a sovereign nation or peoples recognized by the United States government, the firm certifies that such policies are not used in violation of the Unruh Civil Rights Act (Section 51 of the Civil Code) or the Fair Employment and Housing Act (Chapter 7 (commencing with Section 12960) of Part 2.8 of Division 3 of Title 2 of the Government Code).

CERTIFICATION

I, the official named below, certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct.		<i>Federal ID Number</i>
<i>Proposer/Bidder Firm Name (Printed)</i>		
<i>By (Authorized Signature)</i>		
<i>Printed Name and Title of Person Signing</i>		
<i>Date Executed</i>	<i>Executed in the County and State of</i>	

Document to be completed upon each qualifying appointment.

**MINIMUM QUALIFICATIONS CERTIFICATION
SENIOR MANAGER, CO-SENIOR MANAGER, AND
CO-MANAGER APPOINTMENTS
STATE BOND ISSUES**

State of California
Office of the State Treasurer

Firms seeking appointments to bond and note transactions issued by the State of California, the SPWB, and other State agencies (excluding State conduit financing authority transactions) (collectively "State Bond Issues") in the senior manager, co-senior manager, and co-manager capacity must meet **at least one** of the following:

1. ☐ The firm's headquarters are located in California.
If the firm meets this criterion, please provide the street address of the firm's headquarters:
Address: Street Address, City, ST ZIP
Phone: () - Extension

OR

2. ☐ The firm is certified as a Disabled Veteran Business Enterprise by the State of California, Department of General Services.

OR

3. ☐ The firm employs at least one dedicated public finance investment banker that lives and works in California, has at least two years of experience as a public finance investment banker, and holds a Series 52, 53, or 7 (Series 7 passed on or before November 6, 2011). Please provide the name and street address of the public finance investment banker:

Name: <u>Name of Public Finance Banker</u> Address: <u>Street Address, City, ST ZIP</u> Phone: (<u> </u>) - <u> </u> Extension City of Residence: <u> </u>
--

Please attach (1) current duty statement for the dedicated public finance investment banker; (2) a full and complete resume that substantiates their investment banking experience; and (3) a copy of the individual's Series 52, 53, or 7 (Series 7 must have been passed on or before November 6, 2011) credential.

OR

4. ☐ The firm has traded \$100 million or more of State of California fixed rate General Obligation bonds (base CUSIPs: 130628, 13062N, 13062P, 13062R, 13062T, 13063A, 13063B, 13063C, and 13063D) in the secondary market in the State's previous fiscal year.

Please attach documentation for the State's most recent fiscal year to support this certification. This documentation is not needed if the firm submitted responses to the STO's 2020 Secondary Market Trading Questionnaire.

Firms not meeting at least one of the above criteria may only be considered for appointment to State Bond Issues as a selling group member.

I have reviewed the 'Additional Minimum Qualifications' and certify, on behalf of the firm, that the firm meets those qualifications and have attached all required documentation. I understand the State Treasurer's Office will make the final determination on my firm's qualifications.

DATE: _____

Signature

(Printed Name)

(Job Title)

MINORITY BUSINESS ENTERPRISE¹ AND WOMEN'S BUSINESS ENTERPRISE² CERTIFICATION

State of California
Office of the State Treasurer

This form certifies the firm as a Minority Business Enterprise (MBE) or Women's Business Enterprise (WBE) with the California State Treasurer's Office. This certification is strictly voluntary³.

Instructions: Please answer all questions carefully. If a question does not apply to the firm or circumstances, please enter "N/A."

1. Firm Name:

Home Office Address:

Street	City/State	Zip Code
--------	------------	----------

Telephone Number(s):

(Area Code) Number	Email Address
--------------------	---------------

California Address:

Street	City/State	Zip Code
--------	------------	----------

California Telephone:

(Area Code) Number	Email
--------------------	-------

2. Name of Firm President / Chief Executive Officer / Managing Partner:

First Name	MI	Last Name	Title
------------	----	-----------	-------

3. Name and Title of Person Completing this Application:

First Name	MI	Last Name	Title
------------	----	-----------	-------

4. Certified Status Requested:

- ☐ Minority Business Enterprise (MBE)
- ☐ Women Business Enterprise (WBE)

¹ "Minority-owned" is a business at least 51% owned by one or more minority individuals, and whose management and daily operations are controlled by one or more minority individuals.

² "Women-owned" is a business at least 51% owned by one or more women, and whose management and daily business operations are controlled by one or more women.

³ Pursuant to California Constitution, Article 1, Section 31, the State shall not discriminate against, or grant preferential treatment to, any individual or group on the basis of race, sex, color, ethnicity, or national origin in the operation of public employment, public education, or public contracting.

SMALL BUSINESS ENTERPRISE PROGRAM***Application**

State of California

Office of the State Treasurer

If the firm meets the State Treasurer's Office definition of a Small Business Enterprise, Section IV.H. (STO Small Business Enterprise Program), please complete this form. If you have any questions, please contact Geoff Palmertree at (916) 653-2440, or via email at gpalmertree@treasurer.ca.gov

Firm Name: _____
 Contact Name: _____
 Contact Title: _____
 Phone Number: _____

1. Is the business independently owned and operated? If not, please also complete an SBE Program Application for the parent company.

Yes ☐ No ☐

2. If yes, provide the firm's ownership structure, including principal owners:

3. Please provide the firm's annual gross receipts for the previous three most recently completed fiscal or taxable years:

Year: _____	Gross receipts: _____
Year: _____	Gross receipts: _____
Year: _____	Gross receipts: _____

4. Please attach audited financial statements for the previous three most recently completed fiscal or taxable years. Gross receipt figures must match what has been represented on this application.

I have reviewed the qualifications for participation in the State Treasurer's Office Small Business Enterprise Program, and I certify, on behalf of the firm, that the firm meets those qualifications. I understand the State Treasurer's Office will make the final determination regarding my firm's small firm status.

DATE: _____

Signature

(Printed Name)

(Job Title)

*Membership in the SBE program does not guarantee an appointment to a bond sale and information is used exclusively by the STO.

ISSUERS
State of California
Office of the State Treasurer

The State, State agencies, and State conduit financing authorities as described in Section I are listed below, please indicate the issuers for which the firm wishes to be considered for appointment.

- ☐ **ALL** State, State Public Works Board, joint powers authorities, and various State agencies (as described in Section I.B.2). **Firms seeking appointment as a senior manager, co-senior manager, or co-manager on State Bond Issues must complete Attachment N.**

OR

- ☐ California Alternative Energy and Advanced Transportation Financing Authority (CAEATFA)
- ☐ California Earthquake Authority (CEA)
- ☐ California Educational Facilities Authority (CEFA)
- ☐ California Health Facilities Financing Authority (CHFFA) (Conduit issues)
- ☐ California Infrastructure and Economic Development Bank (I-Bank) (Conduit issues)
- ☐ California Pollution Control Financing Authority (CPCFA)
- ☐ California School Finance Authority (CSFA)
- ☐ California Transportation Financing Authority (CTFA)

FIRM CONTACTS
State of California
Office of the State Treasurer

Please notify the STO of any changes to this form at InvestorRelations@treasurer.ca.gov.

Primary Contact with State Treasurer's Office

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Secondary Contact with State Treasurer's Office

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Contact to receive all RFQs

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Compliance Contact (Quarterly Disclosures, etc.)

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Head of Public Finance Department (or comparable position)

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Trader – Fixed Rate (or comparable position)

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Trader – Variable Rate (or comparable position)

Name: _____
Title: _____
Address: _____
City/State/Zip: _____
Phone: _____
Email Address: _____

Buy California Bonds website Investor Contact Information*

Name: _____
Phone: _____
Hyperlink: _____

**This information will be published on the www.buycaliforniabonds.com Broker webpage in the event the firm is selected as a financing team or selling group member.*