REQUEST FOR PROPOSAL

Launch Date: Friday, December 10, 2021
RFP No.: #US3745 – Bond Refinance
Contract: Services Agreement
Proposal Due Date: January 14, 2022, 11:59 p.m. ET

CRS Background
Catholic Relief Services – United States Conference of Catholic Bishops (CRS) was founded in 1943 to serve World War II survivors in Europe. Since then, CRS has expanded in size to reach more than 130 million people in more than 100 countries on five continents.

For over 75 years, our mission has been to assist impoverished and disadvantaged people overseas, working in the spirit of Catholic social teaching to promote the sacredness of human life and the dignity of the human person. Although our mission is rooted in the Catholic faith, our operations serve people based solely on need, regardless of their race, religion or ethnicity. Within the United States, CRS engages Catholics to live their faith in solidarity with the poor and suffering people of the world. See the Agency’s website for more detailed information: www.crs.org

Clarifications
Clarification questions regarding the RFP must be submitted via e-mail to regina.hill@crs.org with CC to FY20RFPMail@crs.org, no later than 5 p.m. ET on December 15, 2021. The RFP number indicated above must be included in the subject line of all emails. Responses will be provided to all known bidders. CRS is under no obligation to respond to questions that are not received prior to the deadline.

Proposal Deadline
All proposals must be received by CRS no later than 11:59 p.m. ET on January 14, 2022. Proposals must be submitted electronically to regina.hill@crs.org with CC to FY20RFPMail@crs.org. The RFP number indicated above must be included in the email subject line.

Modification
If at any time prior to award CRS deems there to be a need for a significant modification to the terms and conditions of this RFP, CRS will issue such a modification as a written RFP amendment to all competing offerors. No oral statement of any person shall in any manner be deemed to modify or otherwise affect any RFP term or condition, and no offeror shall rely on any such statement. Such amendments are the exclusive method for this purpose.
I. INTRODUCTION

Catholic Relief Services currently has a tax-exempt variable rate demand bond outstanding:

A. Tax-exempt variable rate demand bond in the amount of $19,555,000 in connection with renovations of the headquarters space. The bond bear interest at a floating rate as determined by the bond remarking agent based upon market conditions. Catholic Relief Services has the option to convert the floating rate bond to a fixed rate. Principal payments on the bonds begin in May 2023 and continue until final maturity in May 2036. A credit enhancement provided by Bank of America was used to obtain a credit rating on the bonds issued on May 18, 2006, of Aa1/VMIG 1. This rating has been revised several times and, as of September 30, 2020, was Aa2/VMIG 1.

The bond agreement contains certain financial and non-financial covenants, which were met in every year since issuance, including the years ended September 30, 2020 and 2019.

The bonds are collateralized by an irrevocable letter of credit which was extended until June 15, 2022.

CRS entered into an interest rate swap agreement to reduce the impact of interest rate changes. The agreement was executed with a notional principal in the amount of $19,145,000. The contract is based on an issue rate of 67% of LIBOR, and fixes the interest rate at 3.40%, through May 1, 2036.

II. STATEMENT OF WORK

Catholic Relief Services is seeking options and bids for bond refinancing options in the amount of $19,555,000.

III. INSTRUCTIONS

Respondent answers should be complete with all requested information. Each respondent should provide as much information as it feels is necessary to properly convey its terms, and when applicable, provide any relevant information. The response must include the following:

a. **Cover page:**
   Briefly provide lenders experience providing bank debt to similar organizations like Catholic Relief Services.

b. **Proposed Term Sheet:**
   1. Please set forth all fees, rates and terms the Bank proposes.
   2. Please include legal and other out-of-pocket expenses, expressed in terms of a not-to-exceed cap, and administrative costs, including wire fees.
   3. Please indicate the number of days upon receipt of the proposal that the proposed interest rates are locked, and after the expiration date, the methodology for determining a new rate.
   4. Please indicate frequency options for interest and principal payments that the Bank desires (i.e. annual, semi-annual, monthly, etc.).
   5. Please indicate any alternative structures, pricing, interest rates or terms that the bank would be willing to offer.
6. Please indicate any early payoff penalty.
7. Indicate the number of days required to receive final credit approval after being notified of the bank's selection and describe the credit approval requirements and process.

IV. EVALUATION OF SUBMISSIONS
This RFP will be awarded to the responsible bank whose proposal is deemed most advantageous to Catholic Relief Services.

a. Evaluation Criteria
In evaluating the proposals, CRS will seek the best value for money rather than the lowest priced proposal. CRS will use a two-stage selection procedure:

   a. CRS will review the proposals and may ask follow-up questions should refinements be necessary. CRS may schedule conferences with RFP finalists who in the judgment of CRS have submitted competitive proposals.

<table>
<thead>
<tr>
<th>Evaluation Criteria</th>
<th>Points</th>
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<tbody>
<tr>
<td>1. Experience providing bank debt, private placements, or other similar structures</td>
<td>20</td>
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<tr>
<td>to non-profit institutions similar to CRS.</td>
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<tr>
<td>2. Proposed terms of finance.</td>
<td>60</td>
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<tr>
<td>3. Respondent’s history and experience with tax exempt bond financing.</td>
<td>20</td>
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<tr>
<td>TOTAL:</td>
<td>100</td>
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</table>

CRS is not bound to accept the lowest or, any proposal, and reserves the right to accept any proposal in whole or in part and to reject any or all proposals.
CRS shall not be legally bound by any award notice issued for this RFP until a contract is duly signed and executed with the winning bidder.

V. RESULTING AWARD
As a result of this solicitation, CRS anticipates entering into an agreement with the selected vendor in December 2021, January 2022.
Any resulting agreement will be subject to the terms and conditions contained in Attachment G.

VI. PAYMENT TERMS
From III.b.4. Options are requested for interest and principal payments – annual, semi-annual, monthly, or other options. CRS requires at least net 30.

VII. PROPOSAL GUIDELINES, REQUIREMENTS, AND TIMELINE
Bidders will be required to submit separate proposals, a technical proposal and a financial proposal. All proposals must be signed and valid for a minimum of sixty (60) days.
Your proposal should provide basic information about your Company/Individual and relevant service offerings.

VIII. PROPOSAL REQUIREMENTS

As part of the technical proposal, applicants must remit their CV along with those of any proposed team members, along with maximum 8-page proposal illustrating the technical approach.

a. Bids should be prepared simply and economically, providing a straightforward, concise description of the bidder’s ability to meet the requirements of the RFP.

b. Scope of Work – Bidder must provide a bid based upon the specifications listed under the SOW.

c. Attached A – Relationship Disclosure

d. Signed Bid Response Form (Attachment B)

e. Completed Bidder Questionnaire (Attachment C)

f. Detailed Company Information (Attachment D)

g. Acknowledgement of Global Fund Code of Conduct (Attachment E)

h. Acknowledgement of CRS Code of Conduct (Attachment F)

PROPOSAL TIMELINE

<table>
<thead>
<tr>
<th>Event</th>
<th>Date</th>
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<tbody>
<tr>
<td>RFP Launch</td>
<td>December 10, 2021</td>
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<tr>
<td>Bidder Intent to Bid</td>
<td>December 15, 2021</td>
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<tr>
<td>Bidder Questions to CRS</td>
<td>December 14, 2021</td>
</tr>
<tr>
<td>Q &amp; A Document to Participants</td>
<td>December 20, 2021</td>
</tr>
<tr>
<td>Complete Proposal to CRS</td>
<td>January 14, 2022, 11:59 p.m.</td>
</tr>
<tr>
<td>RFP Award</td>
<td>TBD in January 2022</td>
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TERMS

CRS reserves the right to cancel this solicitation at any point and is under no obligation to issue a contract as a result of this solicitation.

CRS will not reimburse any expenses related to the preparation of any proposal related materials, or delivery.
ATTACHMENT A: RELATIONSHIP DISCLOSURE

Describe any current or past relationships your organization may have with CRS, and if it is a potential conflict of interest. If there is a potential conflict of interest, please explain how this risk will be mitigated.

Describe any personal or familial relationships any employee of the Contractor has with any employee of CRS. If there is a relationship, please explain how any conflict of interest risk will be mitigated.

All bidder team members must complete this form.

Consultant:

By: ________________________________ Date: ______________

Printed Name: __________________________

Title: ________________________________
ATTACHMENT B: PROPOSAL RESPONSE FORM

Submitted by:

The undersigned hereby submits the attached proposal for RFP US2481 Participatory Impact Assessment.

Authorized Name and Title:

Authorized Signature:

Witness Name and Signature:
ATTACHMENT C: BIDDER QUESTIONNAIRE FORM

Completed table is required with Bidders official proposal.

<table>
<thead>
<tr>
<th>REQUESTED INFORMATION</th>
<th>BIDDER RESPONSE</th>
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<tbody>
<tr>
<td>Legal Company Name</td>
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<tr>
<td>Address</td>
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<tr>
<td>Telephone No. and Email Address</td>
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<tr>
<td>Website</td>
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<tr>
<td>Name of Contact Person</td>
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<tr>
<td>Title of Contact Person</td>
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<td>Billing Address</td>
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<td>Tax Registration or equivalent document</td>
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<td>DUNS Number</td>
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<tr>
<td>Parent Company (if applicable)</td>
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<td>Parent Company Address</td>
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<tr>
<td>Subsidiaries, Associates, Associations, Overseas Representatives</td>
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<tr>
<td>Type of Business (corporation, partnership, sole proprietorship, etc.)</td>
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<td>Within the last three years, has administrative, civil or criminal litigation been filed or pursued in any country against your Company? If yes, provide specific details.</td>
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ATTACHMENT D: DETAILED COMPANY INFORMATION

Submitted by (Name):

Please insert your responses within questions A and B below. The pages will expand as needed to fit your responses.

A. Prior Experience/Brief Background: Provide brief background of the company and indicate the prior experience of the company. (No more than 3 pages.)

B. Location Work Plan: Provide a detailed plan on how you intend to service the contract regarding the following:

1) Implementation Phase: What will be the initial setup to start or kick-off the project?

2) Contingency Phase: What are your contingency plans and how do you plan to carry them out if any unforeseen circumstances arise that can cause disruption in the service?

C. Three References: Three clients with similar scope of services as requested in the RFP.

1) Client name, email address, phone number, business address.

2) Type and scope of project.
ATTACHMENT E: GLOBAL FUND CODE OF CONDUCT FOR SUPPLIERS

Global Fund Code of Conduct: The Supplier or Service Provider agrees to adhere to the requirements laid out in the Supplier and Service Provider Code of Conduct.
https://www.theglobalfund.org/media/3275/corporate_codeofconductforsuppliers_policy_en.pdf?u=637319005846270000

ATTACHMENT F: CRS’ CODE OF CONDUCT FOR SUPPLIERS

CRS’ Code of Conduct: The Supplier or Service Provider agrees to adhere to the requirements laid out in the Supplier and Service Provider Code of Conduct.

ATTACHMENT G: STANDARD TERMS and CONDITIONS

Catholic Relief Services’ Standard Terms and Conditions can be found at http://crs.org/vendor-terms/vendor-terms.pdf, are binding as applicable under local law.
ANNEX G

TERMS AND CONDITIONS ACKNOWLEDGEMENT

Attachment 3.g. presents the Terms & Conditions (“T&Cs”) which CRS considers to be essential and relevant to the contractual relationship between the parties. Bidders are expected to familiarize themselves with these T&Cs and be prepared to be governed by them in substantially the form presented here. In submitting a proposal, a vendor who desires to request an exception to these T&Cs and/or desires to propose an alternative approach to a particular provision should identify such provision(s) and explain the rationale for the exception or alternative. Additionally, should the Bidder propose to use a form contract adapted to its particular goods or services which substantially conforms to the T&Cs presented here, that form contract should be submitted as part of the Bidder’s Bid Package.

Terms and Conditions Acceptance

I hereby accept and agree to the Terms and Conditions of this Request for Proposal for Bond Refinancing to be carried out for Catholic Relief Services, headquartered at 228 W. Lexington St., Baltimore, MD. 21201.

Name and Title of authorized respondent:

Signature:

Date: