



**TENNESSEE HOUSING DEVELOPMENT AGENCY
REQUEST FOR PROPOSALS # 31620-00732
FOR
SINGLE FAMILY LOAN ORIGINATION SYSTEM
AMENDMENT THREE**

DATE: February 16, 2023

RFP# 31620-00732 is amended as follows:

A. Please see below the Answers to the Questions and Comments submitted regarding the RFP

| No. | Question | Answer |
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| 1 | <p>Comment: We use an agreement that governs the provision of our services for the following reasons, which we view as mutually beneficial to both our company and our customers. Our agreement was written specifically for our services and accurately reflects the way we sell and support our services. Customer templates are not anchored to our environment, controls, practices, or processes and as a result, from our past experience, negotiation of other agreements takes considerably longer (e.g., 12+ months). We carefully drafted our agreement to include provisions to address the concerns of our highly-regulated customers and their regulators, and we have not negotiated any customer's agreement since our agreement was introduced. Our agreement covers nearly all of our services as well as subscription renewals. If a customer has signed the agreement for one service, then they can add another service later simply by signing a new order form that references it and any product-specific terms. The agreement is also intended to govern renewals, so there is no need to renegotiate legal terms when adding a new service or upon renewal of an existing subscription. For these reasons, while we're open to considering reasonable edits to our agreement, unfortunately we cannot agree to use customer's agreement.</p> | <p>Pursuant to Paragraph 2 titled <i>Scope of Service, Contract Period, & Required Terms and Conditions</i>, "The pro forma contract substantially represents the contract document that the successful Respondent must sign." This is explained further in Paragraph 5.3.4, which states, "The Respondent identified as offering the apparent best-evaluated response <u>must</u> sign a contract drawn by THDA pursuant to this RFP. The Contract shall be substantially the same as the RFP Attachment 6.6., <i>Pro Forma Contract</i>." Additional negotiations of the contract will be necessary as this is an RFP for software and is expected to include additional terms that do not impact the competitive nature of this procurement. It is anticipated that additional provisions will be added to the contract document to ensure that relevant legal interests are protected.</p> |
| 2 | <p>Comment: We will NOT agree to RFP # 31620-00732 Statement of Certification and Assurances</p> | <p>Pursuant to RFP Attachment 6.1 and 6.2, Respondents are required to sign and complete the Statement of Certifications and Assurances, and it must be included in the Technical Response. Failure to do so would result in a review pursuant to the process identified in Paragraph 5.2.1.2., which includes the possibility that a response is rejected due to a failure to meet mandatory requirements. Respondents may submit a revised Statement of Certifications and Assurances; however, such would not meet the mandatory requirement and would only be considered during the review process identified in Paragraph 5.2.1.2.</p> |

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| <p>3</p> | <p>The Technical Response must NOT contain any restrictions of the rights of THDA or other qualification of the response</p> <p>Comment: <i>We will not agree to this.</i></p> | <p>The inclusion of any restrictions of the rights of THDA or other qualification of the response in the Technical response would violate the mandatory requirements of this RFP and result in a review pursuant to the process identified in Paragraph 5.2.1.2. to determine whether the response adequately meets RFP requirements for further evaluation, whether THDA will request clarifications or corrections, or whether the response will be rejected due to non-responsiveness. Respondents may submit such restrictions for review; however, such would not meet the mandatory requirement and would only be considered during the review process identified in Paragraph 5.2.1.2.</p> |
| <p>4</p> | <p>Provide the Statement of Certifications and Assurances (RFP Attachment 6.1.) completed and signed by an individual empowered to bind the Respondent to the provisions of this RFP and any resulting contract. The document must be signed without exception or qualification.</p> <p>Comment: <i>Our legal counsel stated, ".We do not treat RFPs as contracts, and we are submitting exceptions."</i></p> | <p>The inclusion of any exceptions or other qualification of the response in the Technical response would violate the mandatory requirements of this RFP and result in a review pursuant to the process identified in Paragraph 5.2.1.2. to determine whether the response adequately meets RFP requirements for further evaluation, whether THDA will request clarifications or corrections, or whether the response will be rejected due to non-responsiveness. Respondents may submit exceptions or qualifications; however, such would not meet the mandatory requirement and would only be considered during the review process identified in Paragraph 5.2.1.2.</p> |
| <p>5</p> | <p>Provide a statement confirming that the system will have a module or integrated solution to track multiple funding sources to include various programs and further confirm that the solution reflects the total amount of funds available in the funding source, the amount of funds allocated against rate locks, the amount of funds unallocated, the amount of funds expended when loans are purchased and the amount of funds unexpended.</p> <p>Comment: <i>This would need to be a custom solution which would need extensive scoping prior to providing any Statement of Work with associated cost(s).</i></p> | <p>Respondents must clearly indicate whether its system meets the requirements listed in this mandatory requirement item. Any response that does not meet this requirement would be subject to the review process identified in Paragraph 5.2.1.2.</p> |
| <p>6</p> | <p>Provide a statement confirming that the system will have a rate lock/reservation or integrated solution which rate locks are expended against the bond/warehouse line allocation tracking based upon program parameters on a per loan basis when loan files are locked.</p> <p>Comment: <i>This would need to be a custom solution which would need extensive scoping prior to providing any Statement of Work with associated cost(s).</i></p> | <p>Respondents must clearly indicate whether its system meets the requirements listed in this mandatory requirement item. Any response that does not meet this requirement would be subject to the review process identified in Paragraph 5.2.1.2.</p> |
| <p>7</p> | <p>Provide a statement confirming that the system is implemented as a fully web-based and SAAS solution and offers SSO for seamless user login; confirm that no portion of the software must be executed client-side or via any kind of RDP implementation.</p> <p>Comment: <i>We can NOT confirm this.</i></p> | <p>Failure to provide this confirmation would result in a review pursuant to the process identified in Paragraph 5.2.1.2., which includes the possibility that a response is rejected due to a failure to meet mandatory requirements.</p> |

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| <p>8</p> | <p>Provide a statement that the LOS provider has an advanced technology loan servicing system that seamlessly on-boards loans from the LOS system to the servicing system. The servicing system must include but is not limited to: investor reporting requirements, payment processing, customer facing online portal with payment options, escrow administration, default management, document imaging, report writing, statement features and robust analytic capabilities. THDA is not hereby committing to procure or otherwise utilize the Respondent's servicing system, now or in the future.</p> <p>Comment: <i>We do not currently own a servicing system. We have however build integrations with many core banking systems and servicing systems for clients through our custom development team.</i></p> | <p>A loan servicing system is not a requirement to submit a bid response or to be considered. This item is listed in section C with varying scores based the respondent's bid response. Please include this information in the bid response documents.</p> |
| <p>9</p> | <p>This Cost Proposal must be signed, in the space below, by an individual empowered to bind the Respondent to the provisions of this RFP and any contract awarded pursuant to this RFP. If the individual signing this Cost Proposal is not the President or Chief Executive Officer, the Respondent must attach evidence to the Cost Proposal showing the individual's authority to legally bind the Respondent.</p> <p>Comment: <i>There is no way accurate way to provide a Proposal with all costs until scoping calls have been performed for all products & services to be provided. We typically do fixed bid statements of work for these items. We will need to scope: Implementation, Training, and multiple Custom Development items.</i></p> | <p>Pursuant to paragraph 3.1.2., "If a Respondent fails to submit a cost proposal exactly as required, THDA may deem the response to be non-responsive and reject it." Respondents should provide a good faith cost proposal with as much specificity as possible.</p> |
| <p>10</p> | <p>Would THDA like the Cost proposal to be prepared in an Excel format, then signed and submitted as a PDF? Or Is THDA's preference that vendors prepare the cost proposal using the Excel template?</p> | <p>THDA will accept either word or excel for the cost proposal. Excel templates were provided for Respondents' ease should they prefer it.</p> |
| <p>11</p> | <p>Out of respect for our clients' time, we only provide references once our solution has been selected the vendor of choice for the THDA. As a potential, we would hope that you would appreciate that our company will only call upon the THDA for a reference as part of the new client's final due diligence process. Some of our clients welcome reference calls, while others opt out due to the internal prioritization of running their business operations.</p> | <p>THDA understands your explanation and would invite you to include that as part of your bid response. References are not a requirement for your bid response to be considered. They are a part of section B where each question gets a max of 5 pts. toward the score of that section.</p> |

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We have concerns regarding our trade secrets, etc. being available for Open Records Requests and being reviewable by our competitors. How will THDA protect our confidential information?

All materials submitted to THDA in response to this RFP shall become the property of THDA. Selection or rejection of a response does not affect this right. By submitting a response, a Respondent acknowledges and accepts that the response contents and associated documents will become open to public inspection in accordance with Tennessee Public Records Act, found in Tennessee Code Annotated (T.C.A.), Title 10, Chapter 7. If a public records request is made, THDA reviews all documents and redacts any personally identifiable information. Other information, such as information that may be confidential, is not redacted except to the extent permitted by law. TN law currently authorizes information that would allow a person to obtain unauthorized access to confidential information or to government property to be maintained as confidential and redacted. Information that is confidential includes but is not limited to: a.) Plans, security codes, passwords, combinations, or computer programs used to protect electronic information and government property; b.) Information that would identify those areas of structural or operational vulnerability that would permit unlawful disruption to, or interference with, the services provided by a governmental entity; c.) Information that could be used to disrupt, interfere with, or gain unauthorized access to electronic information or government property; and d.) The identity of a vendor that provides goods and services used to electronic information processing systems, telecommunication and other communication systems, data storage systems, government employee information, or citizen information to the State.

Pursuant to T.C.A. § 10-7-504(18), computer programs, software, software manuals, and other types of information manufactured or marketed by persons or entities under legal right and sold, licensed, or donated to Tennessee state boards, agencies, political subdivisions, or higher education institutions shall not be open to public inspection; provided, that computer programs, software, software manuals, and other types of information produced by state or higher education employees at state expense shall be available for inspection as part of an audit or legislative review process.

Respondents may identify any sections of its response that it believes meets the above definition or exception so that THDA is aware. THDA does not contact Respondents prior to responding to public records requests. **While THDA cannot provide an opinion as to whether information provided would be covered by one of the above exceptions, those sections were identified by legal as the sections they would review when making a determination as to whether it was subject to release as a public record.**

The exceptions outlined above permit technology product and service providers to offer software demonstrations, screenshots of the software, technical specifications of the software, and etc. with assurances that such items would remain confidential pursuant to TN law.

Oral presentations pursuant to this RFP will not be recorded.