



OFFICE OF THE COMPTROLLER
CITY OF ST. LOUIS



DARLENE GREEN
Comptroller

212 City Hall
(314) 622-4389
FAX: (314) 622-4026

April 7, 2016

Dear Counsel:

Enclosed for your consideration is a Request for Qualifications for law firms interested in serving as bond counsel or underwriter's counsel for the proposed issuance of the City's New Money General Obligation Bonds, Series 2016.

The City seeks to establish a team comprised of the most qualified law firms to help ensure a sound legal structure for this transaction.

We look forward to receiving your ideas and qualifications. The due date for responses to the City is **Monday, April 18, 2016**.

Sincerely,

Darlene Green
City of St. Louis
COMPTROLLER

Enclosure

DG:es



OFFICE OF THE COMPTROLLER
City of St. Louis
General Obligation Bonds, Series 2016

Request for Qualifications
for
Bond Counsel and Underwriter's Counsel

April 7, 2016

A. BACKGROUND

Pursuant to the favorable outcome of the special bond election held on April 5, 2016 seeking voter approval for the City of St. Louis (the "City") to issue up to \$25 million of new money general obligation bonds (authorized by Ordinance #70185, (the "Ballot Ordinance") which is attached as **Exhibit A**), the City intends to move expeditiously to issue the approved General Obligation Bonds (the "2016 GO Bonds") to fund various capital projects throughout the City (as set-forth in the Ballot Ordinance). The 2016 GO Bonds will be issued with a 20-year a final maturity. Therefore, the City is seeking Statements of Qualifications ("Statement") from interested law firms in connection with this transaction.

B. QUALIFICATIONS SUBMITTAL AND EVALUATION

Please submit (6) copies of your Statement **no later than 12:00 noon (Central) on Monday, April 18, 2016** as follows:

Eunetter Steele
Office of the Comptroller
City of St. Louis
1520 Market Street, Room 3005
St. Louis, Missouri 63103

In addition, please send, no later than 12:00 noon (Central), Monday, April 18, 2016, an electronic PDF version of your Statement to Rebecca Perry-Glickstein, Director, Public Financial Management, Inc., at perry-glicksteinr@pfm.com and Jeanette Davidson-Flowers, Senior Managing Consultant, Public Financial Management, Inc., at davidson-flowersj@pfm.com.

Late responses or faxed copies of your responses will not be accepted. All material submitted in accordance with this solicitation becomes the property of the City and will not be returned. All costs incurred in the preparation of the Statement will be the sole responsibility of the Respondent. *Joint responses will not be accepted.*

All questions related to this Request for Qualifications ("RFQ") should be directed to Rebecca Perry-Glickstein (perry-glicksteinr@pfm.com) and Jeanette Davidson-Flowers (davidson-flowersj@pfm.com) via email no later than 12:00 pm (Central) on Wednesday, April 13, 2016. Please do not contact the City, including members of the Comptroller's Office, with questions regarding this solicitation.

C. SELECTION PROCESS

The City reserves the right to: (1) reject any and all responses with or without cause; (2) request additional information as the City may feel necessary; (3) disqualify any firm and reject any responses for failure to promptly provide such additional information; and (4) waive any irregularities or informalities in the responses submitted. The City further reserves the right to make such investigations as is deems necessary as to the qualifications of any and all firms submitting responses. In the event that all responses are rejected, the City reserves the right to re-solicit qualification statements.

Because of the frequent changes in the credit markets and numerous changes affecting our industry, **the Comptroller explicitly reserves the right to remove a firm or firms from the legal team for any reason** – including, but not limited to, if an assigned lawyer leaves a particular firm, or a firm is acquired by another organization or negative financial information about a particular firm is released in the future. Other law firm(s) may or may not be added to the legal team if such an event occurs.

D. REQUESTED INFORMATION

The following questions should be answered in preparing any response to this RFQ. Each question should be restated with the answer immediately following, unless inclusion in an appendix is more practical.

Responses are limited to eight (8) pages, excluding the cover letter and appendices.

1. Please indicate if your firm is proposing to be Bond Counsel or Underwriter's Counsel.
2. Provide a brief description of your firm and its capabilities including ownership (percentage of minority or female ownership). Identify local offices and local office(s) employee count.
3. Provide the relevant qualifications of your firm and the members of your proposed legal team to serve in the role(s) which you are seeking, specifically highlighting your firm's experience with City financings and general obligation bond transactions. Please indicate which professionals will be available on a day-to-day basis, attend all meetings and participate on conference calls.
4. Provide up to three (3) recent examples of general obligation bond transactions completed by your firm or the key members of your proposed finance team with an emphasis on any St. Louis and Missouri experience. Please indicate the primary lawyer(s) who worked on each transaction.
5. Provide no more than three recent public finance references for the role(s) for which you are applying.
6. Provide your detailed assessment of any legal issues which should be addressed and/or considered in undertaking the contemplated transactions.
7. List any potential conflicts of interest your firm may have representing the City.

EXHIBIT A

BALLOT ORDINANCE #70185

1 **WHEREAS**, the said City is authorized under the Constitution and Statutes of the State
2 of Missouri and under the Charter of said City to incur indebtedness for the purposes hereinafter
3 set forth, provided that the proposals for the incurring of such indebtedness be assented to by
4 two-thirds of the qualified electors of said City voting on said proposition at an election to be
5 held for that purpose, and provided, further that the amount of such indebtedness, when added to
6 the outstanding indebtedness of said City, shall not exceed the limits of indebtedness imposed by
7 the Constitution and Statutes of the State of Missouri and by the Charter of the City of St. Louis;
8 and

9 **NOW THEREFORE, BE IT ORDAINED BY THE CITY OF ST. LOUIS AS**
10 **FOLLOWS:**

11 **SECTION ONE.** That a special bond election be held and the same is hereby called and
12 ordered to be held in the City of St. Louis, Missouri on the 5th day of April, 2016, at which there
13 shall be submitted to the qualified electors of said City, the proposition as hereinafter set forth in
14 Section Three of this ordinance.

15 **SECTION TWO.** That the polling places in the various wards and precincts in the City
16 of St. Louis whereat the said proposition shall be submitted to the qualified electors of said City
17 shall be those polling places established or to be established by the Board of Election
18 Commissioners for the City of St. Louis, as provided by law.

19 **SECTION THREE.** The notice of the submission of the said proposition at the said
20 special bond election shall be given jointly by the said Board of Election Commissioners and by
21 the City Register of the City of St. Louis by publication in the City Journal, the St. Louis Post-
22 Dispatch and in at least one other weekly newspaper serving citizens of the City of St. Louis,
23 twice, the first publication occurring in the second week prior to the election and the second
24 publication occurring within one (1) week prior to the election, which said notice shall be in
25 substantially the following form:

January 22, 2016

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Board Bill #268 Floor Substitute

Sponsor: Aldermen Scott Ogilvie and Thomas A. Villa,
Aldерwoman Christine Ingrassia

1 issuance of the bonds. If this proposition is approved, the property tax levy is estimated to remain
2 unchanged.

3 YES [] NO []

4 This notice is given pursuant to Ordinance No. _____ of the City of St. Louis,
5 Missouri, approved the ____ day of _____, 2016.

6 IN WITNESS WHEREOF, we the undersigned Board of Election Commissioners for the
7 City of St. Louis, Missouri, and the Register of said City, have hereunto set our hands under the
8 seal of said City, in the City of St. Louis, State of Missouri, this ____ day of _____,
9 2016.

10 _____
11 Member, Board of Election Commissioners

12 _____
13 Member, Board of Election Commissioners

14 _____
15 Member, Board of Election Commissioners

16 _____
17 Chairman, Board of Election Commissioners

18 _____
19 Secretary, Board of Election Commissioners

20 [space for Board seal]

21 _____
22 City Register

23 [space for City seal]

24 Proof of the publication of said notice shall be made by affidavits of the publishers of said
25 newspapers, with a copy of such publication attached thereto, and such affidavits shall be filed
26 with the City Register.

27 **SECTION FOUR.** That the Board of Election Commissioners for the City of St. Louis,
28 Missouri shall provide the ballots, conduct the election, and certify the results of said special
29 bond election to the Board of Aldermen of the City of St. Louis, Missouri, as required by law.

January 22, 2016

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Board Bill #268 Floor Substitute

Sponsor: Aldermen Scott Ogilvie and Thomas A. Villa,
Alderwoman Christine Ingrassia

1 **SECTION FIVE.** That if the said proposition be assented to by two-thirds (66.7%) or
2 more of the qualified electors voting thereon, bonds in the amount and for the purpose designated
3 in said proposition may be issued.

4 **SECTION SIX.** This Board hereby declares the “official intent” of the City to use a
5 portion of the proceeds of the Bonds to reimburse the general account of the City for funds
6 temporarily advanced to pay Project Costs, including, but not limited to, the costs of submitting
7 the proposal to issue the Bonds to the voters for their approval as required by the Constitution
8 and statutes of the State of Missouri and other costs of issuing the Bonds, incurred prior to the
9 issuance of the Bonds, and the appropriate officials of the City are hereby directed to take all
10 steps necessary to meet the requirements of the Treasury Regulations concerning such
11 reimbursement.

12 **SECTION SEVEN.** That the proceeds of the sale or sales of any of the bonds which may
13 be authorized by the requisite affirmative vote shall be used only for the purposes designated in
14 the proposition with which the bonds are identified and shall be used substantially in accordance
15 with Exhibit A.

16 **SECTION EIGHT.** That immediately upon the passage and approval of this ordinance,
17 the Clerk of the Board of Aldermen shall certify a copy thereof to the Board of Election
18 Commissioners for the City of St. Louis, Missouri for action and proceedings by said Board in
19 accordance herewith and as required by law.

20 **SECTION NINE.** This being an ordinance for the preservation of public peace, health
21 and safety, and providing for submission to the people, it is hereby declared to be an emergency
22 measure within the meaning of Sections 19 and 20 of Article IV of the Charter of the City of St.
23 Louis and therefore this ordinance shall become effective immediately upon its passage and
24 approval by the Mayor.

January 22, 2016

Page 5 of 5

Board Bill #268 Floor Substitute

Sponsor: Aldermen Scott Ogilvie and Thomas A. Villa,
Aldерwoman Christine Ingrassia

PROPOSED \$25 Million in Emergency Capital Funding Bond Issue
14-Jan-16

ST. LOUIS FIRE DEPARTMENT

Vehicles

<u>Qty</u>	<u>Type</u>	<u>Cost</u>	<u>Total</u>
2	Rescue Squad	\$1,200,000.00	\$2,400,000.00
1	H&L Platform 105'	\$1,300,000.00	\$1,300,000.00
3	Pumper	\$700,000.00	\$2,100,000.00
1	H&L Platform 125'	\$1,300,000.00	\$1,300,000.00
3	Pumper w/75' Ladder	\$1,100,000.00	\$3,300,000.00
7	Ambulances	\$250,000.00	\$1,750,000.00

10	Fire Stations Roofs	\$115,000.00	\$1,050,000.00
1	HQ Roof	\$195,000.00	\$195,000.00

Emergency Generator			
1	HQ	\$800,000.00	\$800,000.00

HVAC/MEP			
1	HQ/Fire Stations		\$550,000.00
		Sub-Total	\$14,745,000.00

Property Custody \$2,155,000.00

CITY RECREATION CENTERS \$1,300,000.00

BRIDGE MATCH SHARE \$2,000,000.00

MISC. BUILDING/SYSTEM REPAIRS \$500,000.00

CORRECTIONS \$500,000.00

ASSESSOR

Computer-Aided Mass Appraisal System \$2,500,000.00

ITSA-Switches/Routers (City Hall) \$300,000.00

<u>Qty</u>	<u>Type</u>	<u>Cost</u>	
4	Refuse Trucks	\$250,000.00	\$1,000,000.00

TOTAL \$25,000,000.00

Trudy G. O'Connell

Clerk, Board of Aldermen

[Signature]
President, Board of Aldermen

Approved

Date

January 26, 2016

Disapproved

Francis R. May
Mayor

Truly Engrossed and Enrolled

Marlene E. Davis

Chairman

EX-102214 10-11-12
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to. 2011 12 10 11:13 10 11:13
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STATE OF MISSOURI }
CITY OF ST. LOUIS } SS

I, the undersigned Register
of said City do hereby certify the foregoing to be a true copy of
Ordinance # 70185: BB# 268 fl. sub.
approved: January 26, 2016
the original of which is on file in this office

Witness my hand and the seal of the City of St. Louis
this 27th day of Jan 2016

James May
REGISTER