



REQUEST FOR PROPOSALS

THE CITY OF FOUNTAIN INN

RFP #2018-001

BOND COUNSEL

ISSUE DATE: WEDNESDAY, FEBRUARY 21, 2018

CLOSING LOCATION:

**FOUNTAIN INN CITY HALL
ATTN: SHAWN BELL
200 NORTH MAIN STREET
FOUNTAIN INN, SC 29644
(864) 862-4421 ext. 4422**

**CLOSING DATE AND TIME: WEDNESDAY,
MARCH 14, 2018 AT 12:00 NOON.**

Five (5) paper copies statement must be presented by 12:00 Noon ON MARCH 14, 2018.
(Please show RFP #2018-001 on the lower left corner of package.)

SECTION I

INTRODUCTION AND PURPOSE

The City of Fountain Inn, South Carolina (the "City") will consider the qualifications of law firms to serve as bond counsel to the City. This Request for Proposals (the "RFP" or the "Request") is designed to establish the qualifications of firms to provide bond counsel services for any future bond issues and for other matters during the course of the engagement.

This RFP seeks statements of qualifications from firms that provide such services for a period of time to be determined. Any firm chosen will serve at the pleasure of the City. This request is being sent to a select number of firms offering bond counsel services in South Carolina. The purpose is to seek from such firms a statement of the firm's respective qualifications to provide bond counsel services (the "Statement"). The City will make a decision on the basis of each Statement submitted in response to this Request.

SECTION II

SCOPE OF ENGAGEMENT

Bond counsel shall provide all legal services necessary to issue a series of bonds for the City, including but not limited to:

- (1) Providing an unqualified legal opinion with respect to the authorization and issuance of debt obligations and whether interest paid is tax-exempt under federal and/or state laws and regulations.
- (2) Preparing authorizing documents and any other documents needed in connection with the issuance of bonds or other debt, including any transcripts and closing papers.
- (3) Reviewing use of proceeds to ensure compliance with applicable state and/or federal law and regulations.
- (4) Preparing all documents and materials necessary to comply with all applicable "continuing disclosure" requirements for transactions.
- (5) Participating, if requested, in activities associated with rating agencies and/or bond insurer reviews.
- (6) Offering continuing legal advice, as needed, on issues related to the sale of bonds, any issues that arise post-sale, the trustee administration of obligations, and in particular, any actions necessary to ensure that interest will continue to be tax-exempt.

- (7) Offering legal advice concerning economic development issues.
- (8) Providing other legal opinions or advice as required.

SECTION III

LENGTH OF ENGAGEMENT

The specific engagement is for bond counsel services for an indefinite period of time. However, the City reserves the right to terminate any engagement at any time without penalty or continuing liability.

SECTION IV

ORAL PRESENTATIONS

The City reserves the right to invite the respondents to make oral presentations to the City Administrator, the City Administrator's staff and/or the City Council. Currently, the City does not expect to require oral presentations. If oral presentations are required, the City reserves the right to limit the number of such presentations and will set forth presentation guidelines at that time.

SECTION V

RESPONSE REQUIREMENTS

The purpose of the Statement is to demonstrate the qualifications, competence, depth and capability of the firms seeking to provide legal services to the City in conformity with the requirements set forth below. The Statement should address following questions and responses should be brief and concise:

- (1) Briefly describe the firm's practice in public finance and related areas of law and give a brief history of the firm and each member's bond counsel practice. Do not include any persons who would not have day to day contact on the City's work.
- (2) Name Issuers, Financial Advisors, Investment Bankers, and/or representatives of financial institutions with which the firm has worked on public finance or related transactions in the last year. Provide the names and telephone of individuals who may be contacted as references.
- (3) Include a listing of five bond financings for other cities in South Carolina for which the firm has served as bond counsel or other counsel during the past year, and for each city, please list the address and telephone number of an official who may be contacted as a reference.

- (4) Describe the firm's internal capability and experience in Section 103 of the Internal Revenue Code of 1986, as amended.
- (5) Verify that the scope of engagement set out in Section II of this Request can be provided by the firm. State any other related services (not appearing on the list) that the firm would customarily provide as part of the engagement.
- (6) Identify any conflicts or potential conflicts which may result from the firm's work as bond counsel. Pending litigation or contract negotiations in which the firm is counsel to a party adverse to the City should be specifically identified. Describe what procedures the firm would propose for resolving a conflict should such an occasion arise during the course of the firm's engagement with the City.
- (7) State the firm's methodology for determining fees and particular rates, and state the firm's proposed rates and fee structure for a proposed bond issue.
- (8) Disclose any involvement in litigation where the firm was a named defendant (current or within the last ten years) on any aspect of a municipal bond issue performed by the firm or its attorneys.
- (9) Please provide a statement binding your firm during the term of its representation of the City to maintain, in full-force and effect, professional liability insurance covering inter alia, securities and malpractice related claims. Please provide a description of the insurance coverage (including the amount).

SECTION VI

QUESTIONS

Questions must be submitted in writing. Questions can be submitted electronically to Shawn Bell at shawn.bell@fountaininn.org. All questions must be submitted on or before [Wednesday, March 7, by 5:00 p.m. EDT]. Responses to questions will be posted on our city's website at <https://www.fountaininn.org/>.

SECTION VII

SUBMISSION

Interested firms must submit [five] copies of their Proposal on or before [Wednesday, March 14, 2018 by 12:00 p.m. EDT] to Mr. Shawn Bell. Submission of the RFP can be made using the following delivery methods:

US Mail:
200 N Main Street
Fountain Inn, SC 29644

Courier Delivery Service or Hand-Delivered:
200 N. Main Street
Fountain Inn, SC 29644

Delivery by email or facsimile is prohibited.

RFP documents shall be limited to 30 one-sided pages (excluding a cover page and sectional tabs/dividers) and must be printed with a minimum 11-point font size.

SECTION VIII

EVALUATION CRITERIA

Best and final offers may be allowed from responsible Consultants who submit responsive proposals that meet minimum qualifications, evaluation criteria, or applicable score thresholds identified in this RFP. An evaluation and selection committee will meet to consider all responsible and responsive proposals submitted and rank the proposals based on the criteria stated below. If a responder is eliminated during the evaluation process, the firm will be notified in writing.

The evaluation categories shall be as follows:

- Demonstrated Qualifications and Expertise
- Strong Background in Utility Financing
- Experience in Combining Utilities
- Responsiveness of Proposal
- Past Performance and Local Government Experience
- Cost Proposal/Strategy

Each member of the evaluation committee will assign points to each applicable evaluation category based on a 1-5 scale according to the following scoring methodology:

- Five points (Excellent): The proposal addresses and exceeds all of the requirements described in the RFP.
- Four points (Very Good): The proposal addresses all of the requirements described in the RFP and, in some respects, exceeds them.
- Three points (Good): The proposal addresses all of the requirements described in the RFP in a satisfactory manner.
- Two points (Fair): The proposal addresses the requirements described in the RFP in an unsatisfactory manner.
- One point (Poor): The proposal fails to address the requirements described in the RFP or addresses the requirements inaccurately or poorly.

SECTION IX

NON-DISCRIMINATION STATEMENT

The Vendor certifies that:

- (1) No person shall be excluded from participation in, denied the benefit of, or otherwise discriminated against on the basis of race, color, national origin, or gender in connection with any bid submitted to the City of Fountain Inn or the performance of any contract resulting there from;
- (2) That it is and shall be the policy of this Company to provide equal opportunity to all business persons seeking to contract or otherwise interested in contracting with this Company, including those companies owned and controlled by racial minorities, cultural minorities, and women;
- (3) In connection herewith, We acknowledge and warrant that this Company has been made aware of, understands and agrees to take affirmative action to provide such companies with the maximum practicable opportunities to do business with this Company;
- (4) That this promise of non-discrimination as made and set forth herein shall be continuing in nature and shall remain in full force and effect without interruption;
- (5) That the promises of non-discrimination as made and set forth herein shall be and are hereby deemed to be made as part of and incorporated by reference into any contract or portion thereof which this Company may hereafter obtain and;
- (6) That the failure of the Company to satisfactorily discharge any of the promises of non-discrimination as made and set forth herein shall constitute a material breach of contract; entitling the City of Fountain Inn to declare the contract in default. Therefore, will exercise any and all applicable rights and remedies including but not limited to: cancellation of the contract, termination of the contract, suspension and debarment from future contracting opportunities, and withholding and/or forfeiture of compensation/payment due on a contract.

Signature

Title

SECTION X

BOND COUNSEL PROPOSALS

I have read and understood the requirements set forth in this **RFP #2018.001** and agree to therewith.

SUBMITTED BY: _____

VENDOR: _____

SIGNED: _____

NAME (PRINT): _____

ADDRESS: _____

CITY/STATE: _____ **ZIP** _____

TELEPHONE: (_____) _____
Area Code

FAX: (_____) _____
Area Code