

City of Sheboygan
Request for Proposals
Legal Services – Bond Counsel

1. Introduction

The purpose of this Request for Proposals is to provide interested parties with information to enable them to prepare and submit a proposal to provide bond counsel and other legal services in connection with the borrowing of funds for capital projects to the City of Sheboygan, Wisconsin (the “City”).

The City, in consultation with the City Attorney, intends to use the results of this process to award a contract for Bond Counsel services for 2021. The City may seek extensions of the contract beyond 2021.

The City is rated Aa2 by Moody’s Investors Services. A copy of the City’s May 4, 2020 Official Statement providing details on the community and historical debt issuance is available at emma.msrb.org.

2. Scope of Services

The City is seeking proposals from a nationally recognized bond counsel to provide expert legal advice and opinions regarding the issuance and sale of notes and bonds.

The following duties represent the general type of required bond counsel services to be performed:

- a. Assisting the City in planning and evaluating alternate financing and structuring of note and bond issues.
- b. Preparing or supervising the note / bond proceedings, including preparation of documents necessary or appropriate to the authorization, issuance, sale, and delivery of notes and bonds.
- c. Assisting in various aspects of preparing the official statement or other disclosure documents to be disseminated in connection with the sale of notes or bonds.
- d. Rendering opinions on such related matters as:
 1. The applicability of particular provisions of federal and state securities laws;
 2. The statutory or constitutional authority under which the City proposes to issue its notes or bonds;
 3. The applicability of tax provisions governing federal and state taxation of interest on securities issued by the City; and
 4. The validity and enforceability of documents related to the bonds and their security.
- e. Assisting in presenting information to rating organizations and insurers as necessary.
- f. Assisting in other activities related to the notes/bonds, including attending meetings, providing oral or written advice and consultation with City officials and financial

advisors, informing the City of tax law changes, and preparing closing documents and report transcripts.

- g. Providing general legal research services related to financing issues at the request of the City.

During the term of the contract, the selected firm may be asked to provide advice relating to other debt matters and tax increment financing as requested. Any such advice would be considered “Additional Service” and would be paid for at the hourly rate(s) shown on the schedule of Hourly Rates.

3. Contents of the Proposal

The written response to this RFP should include the following information:

- Introduce Your Firm.
 - Identify your firm (including its address).
 - Identify the primary contact the City would have at the firm (including their name, address, telephone number, and email address).
 - Provide a general profile of the firm.
 - In the event that your firm has multiple locations, please identify from what location your firm will provide services to the City.
- Capabilities and Technical Experience.
 - Provide the qualifications of the attorney(s) that will be assigned to the City and their experience with federal securities law and regulations. Include in this discussion the depth of resources your firm has available in the event the primary attorney is unavailable.
 - Please disclose the number of full time attorneys in your firm who specialize in municipal securities law.
 - Describe your ability to provide legal counsel relative to non-routine or specialized legal / tax issues that may arise relative to a bond or note issue or other legal matters relative to the city’s capital financing program.
 - Provide a description of specific tax increment financing advisory services that will demonstrate a depth of experience your firm offers.
 - Discuss your ability to provide legal counsel with regard to arbitrage rules, federal tax law, State of Wisconsin law with regard to bond / note issuance, tax increment financing, and other pertinent legal issues.
 - Discuss any potential conflicts you may have that would impair your ability to act as bond counsel for the City.
 - Provide a brief summary of the process you would use to assist the City with a bond or note issue, including timing requirements you may have with regard to providing services.
 - Submit a resume of the individual(s) who will manage and advise the city. The resume(s) should include relevant experience and indicate the nature and extent of the individual’s involvement in similar work.
 - Include a list of recently completed bond issues.

- Please identify the amount of malpractice insurance carried, including the deductible amount.
- Past Experience. List other employees who will be assigned to this project, the capacity in which they will serve, and their qualifications and experience.
- Pricing. Describe your fees and methodology for billing. Provide a schedule of hourly rates that will apply for additional services provided.
- Example Engagement Letter. Please provide your standard engagement letter for bond counsel services.
- References. Provide at least three references of municipalities located with the State of Wisconsin, including a contact name, telephone number, and email address.

4. Questions and Submissions

All inquiries regarding this RFP and all responses to the RFP (which should be submitted electronically) should be directed to:

Thomas Cameron
 Assistant City Attorney
 City of Sheboygan
 828 Center Ave.
 Sheboygan, WI 53081
Thomas.Cameron@sheboyganwi.gov
 Phone: 920-459-3917

The City will acknowledge all written inquiries it receives in a timely manner.

5. Addendums or Revisions

In the event that it becomes necessary to provide additional clarifying data or information, or to revise any part of this RFP, revisions, amendments, or supplements will be posted at www.sheboyganwi.gov/departments/city-attorney (the “City Website”).

It shall be the responsibility of the proposers to regularly monitor the City Website for any such postings. Proposers must acknowledge the receipt / review of any addendum(s) in their response.

6. Calendar of Events

October 9, 2020	Date of Issue of the RFP
October 23, 2020	Last Day for Submitting Written Inquiries
November 6, 2020	Proposals Due from Vendors

In the event the City finds it necessary to change any of the dates in the calendar of events listed above, it will do so by issuing a supplement to this RFP.

The City may schedule interviews with some or all of the respondents. If interviews take place, the City expects they will occur in November 2020. It is anticipated that interviews will take place using video conferencing.

7. Reasonable Accommodations

The City will provide reasonable accommodations for qualified individuals with disabilities upon request. If you need accommodations, please contact Thomas Cameron, Assistant City Attorney.

8. Evaluation Criteria

The evaluation and selection of a contractor and the contract will be based on the information submitted in the proposal (including discussions with references) and any interviews.

Specifically, proposals will be evaluated using the following factors:

- General Quality of the Response
- Experience of Firm with Financing and Other Work
- Qualifications of Attorney(s)
- Understanding of the Services to be Provided
- Qualifications / Depth / Strength of Firm

Elaborate proposals beyond that sufficient to present a complete and effective proposal are not necessary or desired.

9. General Instructions

The City reserves the right to accept or reject any or all responses without stated cause.

Please note, as a governmental entity, the City complies with the Wisconsin Public Records Law. To the extent permitted by law, it is the intention of the City to withhold the contents of any proposals from public view until such times as competitive or bargaining reasons no longer require non-disclosure, in the opinion of the City. At that time, all proposals will be available for review in accordance with the Wisconsin Public Records Law. Any information within a proposal which the responding firm believes is confidential pursuant to the Wisconsin Public Records Law must be clearly identified as such. No pricing information will be held confidential after the award of the contract. In the event the responding firm's assertion of confidentiality is challenged, by responding the firm agrees to provide legal counsel or other necessary assistance to defend their assertion of confidentiality, and to pay any fees or other costs ordered as a result of their assertion of confidentiality.

The City is not liable for any cost incurred by proposers in replying to this Request for Proposal.