



City of Hemet

Request for Proposals from Qualified Bond and Disclosure Counsel

PROPOSAL DATE **December 1, 2016**

Contact: Crystal Robinson
Email: crobinson@cityofhemet.org
Phone Number: 951-765-2348
Fax Number: 951-765-2337

PROPOSAL DUE **December 15, 2016 at 4:00 p.m.**

Mail or deliver to: Crystal Robinson
Procurement Administrator – Purchasing Division
City of Hemet
445 E. Florida Ave.
Hemet, CA 92543

BID CONTENTS

- Section I - Purpose of Request for Proposal and General Terms and Conditions
- Section II - Schedule of Events
- Section III - Proposed Bond Issuance
- Section IV - Scope of Work
- Section V - Evaluation and Award Criteria
- Section VI - Proposal Instructions and Format

Appendix A - Professional Services Agreement Sample

Emailed responses must be received by the City and its Financial Advisor's no later than the date, time, and location indicated above as the proposal due date. Late submission of responses shall not be considered. Email responses by the due date are acceptable provided a hard copy is also received no later than December 22, 2016. Submittal of response by fax is not acceptable.

Note: This bid does not constitute an order for the goods or services specified.

SECTION I

PURPOSE OF REQUEST FOR PROPOSAL AND GENERAL TERMS AND CONDITIONS

1.0 PURPOSE OF REQUEST FOR PROPOSAL ("RFP")

The objective of this Request for Proposal ("RFP") is to retain legal counsel to provide bond and disclosure services for the City of Hemet ("the City").

1.1 PRE-PROPOSAL CONFERENCE

None

1.2 QUESTIONS REGARDING THE RFP

Any questions, interpretations, or clarifications, either administrative or technical, about this RFP must be requested in writing prior to the date indicated in Section II – Schedule of Events. **All questions contractual in nature shall be directed to:** Crystal Robinson, Procurement Administrator at: crobinson@cityofhemet.org. Questions regarding the proposed bond program can be directed to Curt de Crinis at curt@cmdecrinis.com.

1.3 ERRORS AND OMISSIONS

If a proposer discovers any ambiguity, conflict, discrepancy, omission or other error in the RFP or any of its attachments, he/she shall immediately notify the City of such error in writing and request modification or clarification of the document. Modifications will be made by addenda. Clarifications will be given by written notice to all parties who have been furnished with or who have requested an RFP, without divulging the source of the request.

If a proposer fails to notify the City prior to the date fixed for submission of proposals of an error in the RFP known to him/her, or an error that reasonably should have been known to him/her, he/she shall bid at his/her own risk, and if he/she is awarded the contract, he/she shall not be entitled to additional compensation or time by reason of the error or its later correction.

1.4 ADDENDA

The City may modify this RFP, any of its key action dates, or any of its attachments, prior to the proposal submittal date. Addenda will be numbered consecutively as a suffix to the RFP reference number. It is the proposer's responsibility to ensure they have incorporated all addenda. Failure to acknowledge and incorporate addenda will not relieve the proposer of the responsibility to meet all terms and conditions of the RFP and any subsequent addenda. All addenda's will be posted via <http://www.cityofhemet.org/bids>.

1.5 SUBMISSION OF PROPOSAL

Proposals will be accepted on or before the date and time indicated in Section II – Schedule of Events, and in accordance with Section VI - Proposal Instructions and Format.

1.6 PROPOSER'S COST

Costs for developing proposals are entirely the responsibility of the proposer and shall not be chargeable to the City.

1.7 EXCEPTIONS

If a proposer takes exception to any part of these specifications as written, or as amended by any addenda subsequently issued, or to the Professional Agreement Sample attached as Appendix A ("Agreement"), they must do so in writing. Said exceptions must be submitted with the proposal. Failure to do so will be construed as acceptance of all items of the specification and the Agreement.

1.8 DELIVERY OF PROPOSALS

Proposals submitted by mail should be post-marked sufficiently in advance of the proposal due date to ensure delivery to the City prior to the specified due date. The City assumes no responsibility for delay in delivery of the proposal by U.S. Mail or any other service. LATE PROPOSALS WILL NOT BE ACCEPTED.

1.9 PROPOSALS BECOME THE PROPERTY OF THE CITY

Proposals become the property of City and information contained therein shall become public property subject to disclosure laws. The City reserves the right to make use of any information or ideas contained in the proposal.

1.10 CONFIDENTIAL MATERIAL

Proposer must notify the City in advance of any proprietary or confidential material contained in the proposal and provide justification for not making such material public. The City shall have sole discretion to disclose or not disclose such material subject to any protective order which proposer may obtain.

1.11 REJECTION OF PROPOSALS

The City may reject any or all proposals and may waive any immaterial deviation in a proposal. The City's waiver of an immaterial defect shall in no way modify the RFP documents or excuse the proposer from full compliance with the specifications if he/she is awarded the contract. Proposals referring to terms and conditions other than the City's terms and conditions may be rejected as being non-responsive.

1.12 CANCELLATION

This solicitation does not obligate the City to enter into an agreement with any proposer. The City retains the right to cancel this RFP at any time, at its discretion, for reasons including, but not limited to, the project being canceled, the City loses the required funding, or if it is deemed in the best interest of the City. No obligation, either expressed or implied, exists on the part of the City to make an award or to pay any cost incurred in the preparation or submission of a proposal.

1.13 INSURANCE AND INDEMNIFICATION REQUIREMENTS

The City requires a certificate of insurance and certain indemnifications prior to commencement of any work. Complete insurance requirements are stated in Exhibit C of the Professional Services Agreement. If a proposer takes exception to any part of the Exhibit C insurance requirements, they must do so in writing per Section 1.7 Exceptions above.

1.14 AWARD OF CONTRACT

Award, if any, will be to the proposer whose proposal best complies with all of the requirements of the RFP documents and any addenda. Evaluation methodology and basis for the award are described in Section V – Evaluation and Award Criteria.

1.15 TERM OF CONTRACT

The period of services shall commence January 10, 2017 through the issuance of the bonds or as otherwise agreed by the parties.

1.16 CONTRACT DOCUMENTS

In the event of a conflict between documents, the following order of precedence shall apply:

1. City of Hemet Professional Agreement
2. City of Hemet Request for Proposal
3. Proposer's Response

1.17 EXECUTION OF THE CONTRACT

The Agreement shall be signed by the proposer and returned, along with the required attachments, to the City within ten (15) working days of receipt of the Professional Services Agreement. The period for execution may be changed by mutual agreement of the parties. Agreements are not effective until approved by the appropriate City official(s). Any work performed prior to receipt of a fully executed agreement shall be at proposer's own risk.

SECTION II

SCHEDULE OF EVENTS

Release of Request for Proposal	December 1, 2016
Deadline for Questions to the City	December 8, 2016
City's Deadline for Responses to Questions	December 12, 2016
Deadline for Receipt of Proposals	December 15, 2016

*NOTE: The City may adjust the dates subsequent to receipt of the proposal without further notice.

SECTION III

PROPOSED BOND ISSUANCE

3.0 PROPOSED BOND ISSUE

The City of Hemet intends to finance approximately \$25 million in various improvements to its water system. Bonds may be sold in multiple series over the next few years. The debt service will be secured by the net revenues from the City's water enterprise fund. The water enterprise fund has no current debt outstanding and recently approved a series of rate increases. A water rate study has recently be completed. The City plans to form either a public financing authority with its parking authority or other entity or a public financing corporation. Installment Sale Revenue Bonds or Revenue Certificates of Participation are proposed to be issued. The expected term is 20 years. The method of bond sale has yet been determined. The Bonds may be sold by competitive bid or negotiated sale.

SECTION IV

SCOPE OF WORK

4.0 THE COMMUNITY AND BACKGROUND

The City of Hemet is located in the San Jacinto Valley in the County of Riverside. The City was founded in 1887 and incorporated on January 20, 1910. The City has a population of 81,750 residences residing in a 27.847 square mile area. The City currently employees over 250 full-time employees, providing services in the areas of law enforcement, fire, community development, public works, general administration, economic development, and finance. Various special districts within Hemet provide such services as water, schools, and parks and recreation. The City Council priorities include: improving the infrastructure, with emphasis on neighborhood revitalization; maintain long-term financial stability; improve the city's technology; enhance public safety; enhance community involvement and engagement.

4.1 SCOPE OF WORK

The firm or firms selected will be expected to work closely with the City and its legal counsel.

1. Provide legal and tax advice and legal and tax opinions as requested or required on the proposed bond program.
2. Draft the necessary resolutions, Public Financing Authority formation documents, and bond documents for City approval. Draft all bond disclosure documents and continuing disclosure documents.
3. Provide the required legal and tax opinions at closing.
4. Provide follow-up and ongoing support to the transaction as needed prior to and following bond closing. The City's general counsel is Burke, Williams & Sorenson. LLP.

SECTION V

EVALUATION AND AWARD CRITERIA

5.1 EVALUATION METHOD

All proposals shall be reviewed to verify that the proposer has met the minimum requirements. Proposals that have not complied with requirements, do not meet minimum content and quality standards, or take unacceptable exceptions to the terms and conditions of the Agreement, will be eliminated from further consideration.

Proposals will be reviewed and evaluated by an evaluation committee comprised of City personnel and the City Financial Advisor's. Decision criteria will include overall quality of response, firm experience, qualifications of professionals assigned, fees and expenses, and the demonstrated understanding of the Scope of Work. The award will be made in the best interest of the City.

5.2 EVALUATION CRITERIA

Evaluation and award will be based on factors that are not limited to fee rates. These factors may include, but are not limited to:

- a) Experience with water revenue bonds
- b) Experience of assigned personnel
- c) Proposed Fees
- a) City's optional Interviews

SECTION VI

PROPOSAL INSTRUCTIONS AND FORMAT

6.1 INTRODUCTION

To be considered responsive to this RFP, proposer must submit proposal in the format identified in this section. All requirements and questions in the RFP must be addressed and all requested data must be supplied. The City reserves the right to request additional information that, in the City's opinion, is necessary to assure that the proposer's competence, number of qualified employees, business organization, and financial resources are adequate to perform according to contract.

6.2 NUMBER OF COPIES

The proposer shall provide a minimum of one (1) original and two (2) duplicates of the proposal. All (3) copies of the proposal must be delivered sealed. One copy of the proposal must be clearly marked "**Master Copy**". Additionally email a copy of your firm's proposal to the three (3) addresses below.

6.3 DELIVERY OF PROPOSALS

- a) Address/deliver proposals to: Purchasing Division
Attn: Crystal Robinson
City of Hemet
445 E. Florida Avenue
Hemet, CA 92543
- b) Email/deliver proposals to: Jessica Hurst - jhurst@cityofhemet.org
Curt De Crinis - curt@cmdecrinis.com
Michael Williams - mike@cmdecrinis.com
- b) Proposals must be received by the City and their Financial Advisor's no later than the date and time specified on the cover page and Schedule of Events. LATE PROPOSALS WILL NOT BE ACCEPTED.
- c) Proposals shall be labeled as follows:

City of Hemet – Bond Disclosure Counsel RFP

6.4 PREPARATION

Proposals should be prepared in such a way as to provide a straightforward, concise delineation of capabilities to satisfy the requirements of this RFP. Responses should emphasize the proposer's demonstrated capability to perform work of this type. Expensive bindings, colored displays, promotional materials, etc., are not necessary or desired. EMPHASIS SHOULD BE ON COMPLETENESS AND CLARITY OF CONTENT.

6.5 PROPOSAL FORMAT

Proposals shall adhere to the following format for organization and content. Proposals must be divided into the individual sections listed below and must be indexed and tabbed.

a) Cover Letter

The cover letter shall include a brief general statement of intent to perform the services and confirm that all elements of the RFP have been reviewed and understood. The letter should include a brief summary of proposers' qualifications and proposers' willingness to enter into a contract under the terms and conditions prescribed by the City of Hemet Professional Services Agreement.

Please Note: The letter should be signed by an individual who can bind the proposer contractually.

b) Exceptions

Any and all exceptions to the RFP and Professional Services Agreement must be listed including any alternative proposed language or provisions. If there are no exceptions, proposer must expressly state that no exceptions are taken.

6.6 PROPOSAL CONTENT

Proposals should be limited to no more than 5 pages (excluding the cover letter) and include the following information. Firms may apply for one or both roles. Please indicate in the cover letter your intent.

1. Describe your firm's experience and qualifications in relation to the proposed financing. Your response is limited to two (2) pages and should address the following:
 - a. Please provide a list of Bond and Disclosure Counsel Service provided by your firm on Water Revenue Bonds over the past three years. Please disclose any potential conflicts of interest.
2. Please identify which professionals from your firm will be responsible for day-to-day activities. If a different professional has overall responsibility please identify separately. Please provide brief resumes. Please address the availability of assigned professionals given other ongoing work.
3. Please discuss your assessment of pros and cons of issuing bonds utilizing a newly formed public financing authority (with its members being the City and a newly formed City Parking Authority) or a City controlled public improvement financing corporation. Please discuss any other viable options.
4. Please provide a fee proposal for Bond Counsel Service and/or Disclosure Counsel Services including your proposed terms of payment and conditions

General information or promotional materials on your firm are not needed.