



OFFICE OF THE COMPTROLLER
CITY OF ST. LOUIS



DARLENE GREEN
Comptroller

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

February 24, 2016

Dear Counsel:

Enclosed for your consideration is a Request for Qualifications for law firms interested in serving as bond counsel and/or underwriter's counsel for the proposed issuance of the St. Louis Municipal Finance Corporation Leasehold Revenue 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 Friday, March 11, 2016.**

Sincerely,

Darlene Green
COMPTROLLER
City of St. Louis

DG:es

Enclosure



OFFICE OF THE COMPTROLLER
St. Louis Municipal Finance Corporation Leasehold Revenue Bonds
Request for Qualifications For
Bond Counsel and Underwriter's Counsel

February 24, 2016

A. BACKGROUND

The St. Louis Municipal Finance Corporation (the "Corporation") is considering the issuance of Leasehold Revenue Bonds and is interested in receiving Statements of Qualifications ("Statement") from interested law firms in connection with the financing described below.

The Corporation intends to issue Leasehold Revenue Bonds in two series (tax-exempt and taxable) in an aggregate principal amount of not to exceed \$13,000,000, in order to finance or refinance (1) approximately \$10.5 million of the costs of the acquisition of certain real property and improvements located at 1214-18 Central Industrial Drive, and the construction, renovation, improvement, equipping and furnishing of a refuse and vehicle maintenance facility located thereon – the Refuse Facility Project (please note that approximately 50% of the Refuse Facility Project financing will be taxable); and (2) \$1.5 million of the costs of the repair, construction, renovation, improvement, and equipping of a municipal garage located at 1122 Clark Avenue - the Municipal Garage Project. Please note the \$10.5 million and \$1.5 million noted above for the Refuse Facility Project and the Municipal Garage Project, respectively, do not include costs of issuance, underwriter's discount or debt service reserve, if any.

These Leasehold Revenue Bonds will be issued with a 10-year final maturity.

B. QUALIFICATIONS SUBMITTAL AND EVALUATION

Please submit **(6) copies** of your Statement **no later than 11:00 a.m. (Central) on Friday, March 11, 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 11:00 am (Central), Friday, March 11, 2016, an electronic PDF version of your Statement to Rebecca Perry-Glickstein, Director, Public Financial Management, Inc., at perry-glicksteinr@pfm.com and Trina Smith, Senior Managing Consultant, Public Financial Management, Inc., at smithtr@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 Corporation 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 Trina Smith (smithtr@pfm.com) via email **no later than 12:00 pm (Central) on Wednesday, March 2, 2016**. Please do not contact any members of the Comptroller's Office or the Corporation with questions regarding this solicitation.

C. SELECTION PROCESS

The City and the Corporation reserve the right to: (1) reject any and all responses with or without cause; (2) request additional information as the City and/or the Corporation 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 and the Corporation further reserve the right to make such investigations as they deem necessary as to the qualifications of any and all firms submitting responses. In the event that all responses are rejected, the City and the Corporation reserve 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. Other 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 six (6) 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, general obligation bonds and leasehold revenue 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 leasehold revenue transactions completed by your firm or the key members of your proposed finance team with an emphasis on any St. Louis Leasehold Revenue Bond 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.