



REQUEST FOR PROPOSALS

BOND COUNSEL SERVICES

BOROUGH OF PHOENIXVILLE
351 BRIDGE STREET
PHOENIXVILLE, PA 19460

April 16, 2018

Section I General Information

I-1 Purpose

This Request for Proposal (“RFP”) provides interested firms with sufficient information to prepare and submit proposals to provide bond counsel services for the Borough of Phoenixville (the “Borough”) in connection with the proposed issuance of bonds as described in this Request for Proposals (“RFP”).

I-2 Issuing Office

This RFP is being issued by the Borough and proposals should be submitted electronically to E. Jean Krack, the Borough Manager at ejkrack@phoenixville.org.

The Borough’s selection will be made by Borough Council.

Please direct all questions and comments to Monica Koza-Lubinsky, the Finance Director at mlubinsky@phoenixville.org.

Calendar of Events

April 16, 2018 Issue RFP

May 2, 2018, deadline to submit proposals (11:00 am, EST)

May 8, 2018, Borough selects Bond Counsel

I-3 Scope

The Borough is soliciting proposals from qualified firms to provide bond counsel services in connection with the issuance of general obligation bonds (the “2019 Bonds”) for the design and construction of a new recreation center and to pay the costs of issuing the 2019 Bonds.

I-4 Rejection of Proposals

The Borough reserves the right, in its sole discretion, to reject any and all responses received from firms as a result of this RFP process.

I-5 Term of Engagement Contract

The term of the Engagement Contract will commence on the Effective Date and will end no more than one year from the bond issue date for advice and counsel for bond related issues. The Effective Date shall be the date the Engagement Contract is approved by Borough Council.

I-6 Law Firm's Representations and Authorization

By submitting its proposal, each Law Firm understands, represents and acknowledges that:

- A. All of the Law Firm's information and representations in the proposal are material and important, and the Borough may rely upon the contents of the proposal in awarding a contract. The Borough shall treat any misstatement, omission or misrepresentation as fraudulent concealment of the true facts relating to the proposal submission, punishable pursuant to 18 Pa. C.S S4904.
- B. The Law Firm has arrived at the price(s) and amounts in its proposal independently and without consultation, communication, or agreement with any other Law Firm or entity.
- C. The Law Firm has not disclosed any aspect of its proposal to any other entity and it shall not disclose any of these items on or before the proposal submission deadline applicable to the RFP.
- D. The Law Firm has not attempted, nor will it attempt, to induce any firm or person to refrain from submitting a proposal on this contract, or to submit a proposal higher than this proposal, or to submit any intentionally high or noncompetitive proposal or other form of complementary proposal.
- E. The Law Firm makes its proposal in good faith and not pursuant to any agreement or discussion with, or inducement from, any firm or person to submit a complementary or other noncompetitive proposal.
- F. To the best of the knowledge of the person signing the proposal for the Law Firm, the Law Firm its affiliates, subsidiaries, officers, directors, and employees are not currently under investigation by any governmental agency and have not been convicted or found liable for any act prohibited by State or Federal law in any jurisdiction, involving conspiracy or collusion with respect to bidding or proposing on any public contract, except as the Law Firm has disclosed in its proposal.
- G. To the best of the knowledge of the person signing the proposal for the Law Firm and except as the Law Firm has otherwise disclosed in its proposal, the Law Firm has no outstanding, delinquent obligations to the Commonwealth including, but not by way of limitation, any state tax liability not being contested on appeal or other obligation of the Law Firm that is owed to the Commonwealth.
- H. The Law Firm is not currently under suspension or debarment by the Commonwealth, any other state or the federal government, and if the Law

Firm cannot so certify, then it shall submit along with its proposal a written explanation of why it cannot make that certification.

- I. The Law Firm has not made, under separate contact with the Borough, any recommendations to the Borough concerning the need for the services described in its proposal or the specifications for the services described in the Proposal.
- J. Until the selected Law Firm receives a fully executed and approved Contract from the Borough, there is no legal and valid contract, in law or in equity, relating to the engagement.
- K. To the best of the knowledge of the person signing this proposal, the Law Firm does not represent any clients that would result in any conflict of interest by representing Phoenixville Borough in the transaction.

I-7 Incurring Costs

The Borough will not pay for any information requested in the RFP or any cost incurred in submitting proposals, responding to additional questions, or participating in the interview process.

I-8 Prime Contractor Responsibilities

The contract will require the selected Law Firm to assume responsibility for all services offered in its proposal whether it produces them itself or by subcontract. The Borough will consider the selected Law Firm to be the sole point of contact with regard to contractual matters.

I-9. Proposal Submission

- A. Proposals, including any/all attachments, cover letter and tabs should not exceed ten (10) pages in length on 8 ½” x 11” paper, single spaced using a minimum font size of 12 pt. Please do not provide any marketing materials.
- B. Proposals shall be scanned as a PDF file and submitted in electronic format via email to the below email address. Faxed proposals will not be accepted.
- C. One (1) original hard copy of the proposal to be submitted.
- D. Electronic proposal must be received by 11:00 am EST on Wednesday, May 2, 2018.

E. Proposals are to be submitted to:

Borough Manager
351 Bridge Street, Second Floor
Phoenixville, PA 19460
Attn: Bond Counsel Services RFP

ejkrack@phoenixville.org

Subject line shall be: Bond Counsel Services RFP

I-10 Questions Related to the RFP

All questions should be addressed to Monica Koza-Lubinsky, the Finance Director at mlubinsky@phoenixville.org.

Section II Issuer Information

Name of Issuer: The Borough of Phoenixville
Estimate Issue Size: Series 2019: \$9,000,000 - 12,000,000, to fund the design and construction of a new recreation center

Sale Date: December, 2018, tentative

Closing Date: January, 2019, tentative

Borough Solicitor: Wolf, Baldwin & Associates, P.C.

Underwriter: TBD

Credit: The Bonds will be secured by the general obligation pledge of the Borough, as evidenced by an Ordinance of the Borough.

The Borough

The Borough of Phoenixville (the “Borough”) was settled in 1732 and incorporated as a borough in 1849. The Borough covers a total area of approximately 3.71 square miles and is located in the northeastern portion of Chester County, approximately 25 miles northwest of Center City Philadelphia and 4 miles west of the Valley Forge interchange of the Pennsylvania Turnpike. The Borough is bounded by the Townships of East Pikeland and Schuylkill in Chester County and Upper Providence Township in Montgomery County.

The Borough operates under a Council-Mayor form of local government under the Borough Code. The Borough Manager, the chief administrator, appointed by the Council, is responsible for the day-to-day operations of the Borough. The Finance Director serves as the Borough Treasurer. The Borough Manager is the Borough Secretary, and is assisted by Police Chief, Assistant Borough Manager, Public Works Director, Codes Director, HR Director, Recreation Director and Finance Director. There are eight council members that are elected from four wards with two from each ward, who serve four-year terms. The Mayor is elected at large and serves a four-year term.

Section III Information Required from Respondents

III-1 Submission Requirements

Any firm seeking to be considered to provide the requested bond counsel services to the Borough shall submit all items described herein in the following sections: Technical Submission, Small Diverse Business (SDB) and Cost. The evaluations will be weighted as follows:

70% Technical
30% Cost

Law Firms shall make no other distribution of its proposal to any other person or entity. Any proposal shall remain valid for 90 days or until a contract is awarded.

III-2 Technical Submission

- A. In narrative form, briefly describe the following:
- i. Knowledge of, and expertise in, sophisticated and complex financing structures, including, but not limited to, current refundings and new money issues for Boroughs in the Commonwealth of Pennsylvania.
 - ii. The ability to interact effectively with the financing team.
 - iii. The ability to respond expeditiously to inquiries and meeting/conference call requests.
 - iv. Familiarity with the Local Government Unit Debt Act.
 - v. A list of all Municipal bond issues your firm has served as bond counsel in the past five years.
 - vi. Willingness to have a 100% contingent fee, paid at closing.
 - vii. The professionals within your firm that will be responsible for the Borough's proposed transaction. Please provide brief bios. Please identify the professional in your firm who will be the lead attorney working on this matter. Such professional should have at least three years of experience.

III-3 Cost Submission

Please provide a Not to Exceed fee for your services as bond counsel for the proposed transaction. The Not to Exceed fee should include a breakdown of any and all expenses you expect to be reimbursed at closing. The Not to Exceed fee shall be contingent upon a successful closing.

Please provide a breakdown of hourly rates of the bond counsel and their various senior partners, mid-level attorneys or associates.

Section IV
Criteria for Selection

IV-1 Evaluation of Proposals

The Borough Council reserves the right to:

- A. Select a proposal in its entirety or some portion(s) thereof;
- B. Reject any and all proposals, in whole or in part;
- C. Waive irregularities;
- D. Request oral presentations and/or individual interviews from those individuals or firms determined to be in a competitive range;
- E. Make the final selection using Evaluation Criteria judged to be the maximum benefit to the Borough as a whole.

IV-2 Evaluation Criteria

- A. Technical
 - i. Personal Qualifications
 - ii. Law Firm Qualifications
 - iii. Prior Experience with similar transactions
- B. Fee

IV-3 Final Ranking and Award

The Borough's administration will review the proposals and make a recommendation to Borough Council. Borough Council will make a selection and will notify the winning proposer.

End of Request for Proposal