

**CITY OF MERRIAM, KS**

**REQUEST FOR QUALIFICATIONS**

**FOR**

***MUNICIPAL BOND COUNSEL***

**Introduction:**

The City of Merriam, Kansas (subsequently referred to as the City) is requesting qualifications statements from attorneys to represent the City as Bond Counsel. Information requested and requirements for Bond Counsel are included in this Request For Qualifications (RFQ).

**Contact Person:**

All inquiries concerning this RFQ should be directed to:

Kevin Hiskey  
Finance Director  
City of Merriam, Kansas  
9000 W. 62<sup>nd</sup> Terrace  
Merriam, KS 66202  
(913) 722-7700 ext. 127  
[kevinh@merriam.org](mailto:kevinh@merriam.org)

**Deadline for RFQ's:**

Sealed proposals will be received by the Merriam City Clerk at the address listed below until 4:30 p.m. on November 9, 2001. Qualifications statements must be clearly marked on the outside of the package with the following description: "Request For Qualifications-Municipal Bond Counsel".

**Mailing Address:**

Four copies of the qualifications statement should be mailed to:

City Clerk  
Merriam City Hall  
9000 W. 62<sup>nd</sup> Terrace  
Merriam, KS 66202

**Special Conditions for Proposals:**

Qualifications statements may be delivered in person or mailed to the City Clerk. However, any response which is mailed but does not reach the City Clerk by the deadline time set forth above will not be accepted.

The City reserves the right to accept or reject any and all qualifications statements and to waive any technicalities or irregularities therein.

There is no express or implied obligation for the City to reimburse responding attorneys for any expenses incurred in preparing qualifications statements in response to this request.

In order to expedite the evaluation process, qualifications statements will be opened and evaluated as they are received. The contents of each will remain confidential and will not be made available to anyone except those involved in the evaluation and approval process until after the bid deadline.

By submitting a qualifications statement, the vendor agrees to the terms, conditions and specifications of this RFQ.

Responses should be targeted towards providing the information requested below. If the applicant wishes to provide other supplemental information, it should be segregated at the end and identified separately from the information requested.

**Selection Process and Schedule:**

A selection committee will evaluate all responses and make a recommendation to the City Council.

The purpose of this RFQ is to provide information that will allow the selection committee to evaluate the qualifications of prospective Bond Counsels.

After reviewing the RFQs, the selection committee will prepare a list of final candidates to be interviewed.

The selection schedule below is tentative and the City reserves the right to change the schedule.

10/26/01	Issue the RFQ.
11/09/01	Last day for accepting responses to the RFQ.
11/15/01	Last day to complete the initial evaluations by the selection committee.
11/19/01	Interviews with the final candidates will be held during this week.
11/26/01	Present recommendation to the City Council at the November Council meeting.

**Selection Criteria:**

The selection committee will consider various factors when evaluating the RFQs, including but not limited to:

- Quality of the qualifications statement
- Prior experience
- Individual and Firm capability
- Professional responsiveness
- Specific experience with various debt instruments
- References
- Fees

**Cost Considerations:**

The prospective candidates shall not mention or refer to their fee/charge/compensation requirements in the body of their answers to the RFQ. A copy of your firm's fee schedule for bond issues, hourly rates for special work, and other cost information shall be provided in a separate sealed envelope clearly marked as "Cost and Fee Information-Municipal Bond Counsel".

Outline the proposed billing structure for Bond Counsel services and whether the fees are hourly, for each issuance or amount of issuance, and any caps on those fees. Also clearly indicate if fees differ for various types of bond issues (e.g. is the fee schedule different for GO bonds than for revenue bonds, etc.). It should also indicate the proposer's expense reimbursement policies. The City will only reimburse for actual out-of-pocket expenses and will not reimburse expenses on a cost-plus or similar basis.

The City will select candidates based upon a variety of factors. The City will use a "best bid concept" and the lowest cost bid may or may not be the "best bid". By having the cost information segregated, it allows for an evaluation of all other factors without the influence of cost.

**Term:**

Because of the special advisory nature of the position of Bond Counsel, it is the City's desire to enter into a long term relationship with the successful candidate. It is anticipated, but not guaranteed, that the City will enter into a five year term with the new Bond Counsel. This term is subject to annual renewal and may be terminated at any time by either party with sufficient notice as stated in the contract.

**Background on the City of Merriam:**

The City of Merriam, Kansas is located in the Kansas City metropolitan area, approximately eight miles from downtown Kansas City, Missouri. It has a population of 11,000. Merriam is located in Johnson County.

The City's 2002 budget is \$30,131,498. The City has a strong and diversified retail base. Approximately 60% of the General Fund current revenues are derived from local city sales tax.

As of 12-31-2001, the City's total outstanding general obligation (GO) debt will be \$11,413,300. The City's outstanding GO debt will be completely paid off in the year 2008. The City has two Tax Increment Financing (TIF) Districts and currently has four approved TIF projects within those districts. One of these projects was completed with the use of TIF revenue bonds. The other three were done on a "pay as you go" basis. In addition to this, the City also has a small amount of special assessment debt and has four private activity (IRB) bonds outstanding.

The City has eight elected Council members and an elected Mayor. The Council hires a City Administrator as the chief administrative official. The following department directors are hired by and report directly to the City Administrator: Administrative Services; Fire; Finance; Public Works; Community Development; Parks & Recreation; and Police.

Merriam was incorporated as a city of the third class on October 28, 1950 and was made a city of the second class on January 18, 1957.

**Scope of Services:**

Bond Counsel will be expected to perform a variety of services for the City, including, but not limited to:

- Advise on the terms and structure of bonds
- Advise the City on the legal requirements for municipal financing techniques
- Providing legal advice and counsel on bond matters and related proceedings
- Prepare all bond documents (e.g. resolution, ordinance, certificates, contracts, memos, reports, and closing transcripts)
- Prepare, review and comment on documents (e.g. official statement, contract of purchase, contracts with related professionals, trust indentures, security instruments, guarantee agreements, etc.)
- Render legal opinion as appropriate (e.g. authorized and valid issuance of bonds; tax status of interest paid on bonds; etc.)
- Assist and participate in rating agency presentations
- Advise on proper use of bond proceeds
- Advise the City on the tax exempt or taxable nature of bonds issued
- Advise and represent the City in court or any administrative procedure on matters relating to compliance with federal regulations or state rules as they may arise in the context of bond issues
- Assist in obtaining other professional consultants as needed, and as approved
- Serve as disclosure counsel and prepare continuing disclosure documents to be disseminated to the repositories
- Provide other legal advice and legal services as requested

- Work with the City's financial advisors, underwriters, attorneys, and staff in structuring and issuing debt instruments
- Assist the City in compliance with arbitrage requirements
- Attend Council and Committee meetings and work sessions as necessary when debt or bond issues are on the agenda and the Council desires the advice of Bond Counsel

## **Items to be included in the RFQ**

Responses to this RFQ should include the information requested below.

### **Contact Information:**

List the name and address of the firm's main office; the contact person's name and phone number; and other pertinent contact information (such as email addresses, fax numbers, etc.).

### **Qualification Information:**

- Provide a brief firm history.
- Provide information on the size, structure, and experience of your firm.
- Provide the name and resume of the individual that the firm proposes as a candidate for the City's Bond Counsel.
- Provide the resumes of other key individuals in your firm that may also be providing bond counsel services to the City.
- Provide a summary of the key individuals' qualifications including their knowledge of Kansas state law; Federal tax and bond laws; familiarity with municipal laws and practices; and complex municipal financing programs; etc.

### **Experience:**

Provide specific information to demonstrate the firm and key individual's experience. This information should be provided for both the firm and for the individual that the firm proposes as a candidate for Bond Counsel.

Provide details of past bond activity (e.g. number, type, dollar volume, and complexity). This may be provided as part of the Client History section below if preferred.

### **Experience With Various Debt Instruments:**

Over the course of time, the City may be involved in various types of debt financing. To ensure consistency, the City does not desire to have different bond counsels for each method of financing. For this reason, it is desired that the successful candidate be well versed in multiple types of debt financing. Please describe your knowledge, skill, and experience with the following:

- General Obligation Bonds
- Revenue Bonds
- Tax Increment Financing
- Industrial Revenue Bonds
- Private Activity Bonds
- Certificates of Participation
- Public Building Commissions
- Other types

### **Disclosure of Conflicts, Investigations, and Disciplinary Actions:**

Disclose and explain any real or potential problems, including but not limited to, conflicts of interest (legal and perceived), investigations by authoritative bodies, and/or disciplinary actions. The disclosures should include the individual Bond Counsel candidate; the firm; and all associates within the firm; and should cover past and pending matters that might reflect on compliance with all professional standards, regulations, and laws. Disclosure should include any bond transactions that the firm or individual has been

involved with that has lost (or is now subject to the loss of) its tax-exempt status. Disclosure should include any contributions that have been made to officials of the City. The proposer must immediately advise the City in writing of any real or possible conflicts that arise after the submission of this qualifications statement.

**Insurance:**

Describe the extent and limits of malpractice and other insurance covering the proposer's performance of Bond Counsel legal services for the City.

**Client History and References:**

Provide a list of clients and your history with each client. Provide a narrative describing the types and volumes of debt instruments issued by those clients while you were serving as Bond Counsel.

Provide a list of at least four (feel free to provide more) references that the City may contact. References should include other Kansas municipal or local governments and may also include underwriters, investment bankers, or others involved in the municipal bond issuance process. Provide individual contact information for each reference including name, phone number, etc.

**Cost Information:**

Cost information shall be provided in a separate envelope as described above in the Cost Considerations section.