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(ITEM) From the Office of the Comptroller, requesting authorization to enter into an agreement for Bond Counsel Services with Quarles and Brady, LLP, and to retain Crump Law Firm, LLC, as Co-Bond Counsel for a term of one-year with two one-year extension options, by recommending adoption of the following:

A RESOLUTION

WHEREAS, in September 2013, the Office of the Comptroller issued a Request for Proposals (RFP) for Bond Counsel Services; and

WHEREAS, the purpose of the RFP was to solicit information from qualified firms; and

WHEREAS, the scope of services for Bond Counsel Services includes:

- Assist in the drafting of proposed legislation or ordinances related to County debt issuance, including legislation at any level of government.
- Review the eligibility of projects proposed for debt financing and consult with County committees, officers, staff, and investment bankers or financial advisors regarding legal aspects for proposed financings.
- Inform County officials about changes in State and Federal legislation regarding debt and tax regulations and assist the County in complying with regulations such as federal arbitrage rebate requirements or project expenditure targets.
- Prepare all proceedings and documents relating to each financing including public hearing notices, notices of sale, authorizing resolutions, closing documents, and those portions of the official statement which describe the bonds within the time frames established by the Office of the Comptroller.
- Offer general assistance in concert with the County’s financial advisor to help ensure that the County complies with disclosure guidelines and advise the County with respect to “undertaking” regarding primary and secondary market disclosure.
- Meet with representatives of the credit rating agencies or bond insurers, if required, to present information about proposed financings.
- Upon request, provide written legal opinions in addition to the bond counsel opinions provided for the official statements for the financings.
- Attend Finance, Personnel, and Audit Committee and County Board meetings, as requested, to answer questions about proposed financing proposals.
- Prepare closing documents, supervise closing, and prepare a compilation of all important documents, contracts, and records associated with each financing.
- Issue an approving opinion with respect to each financing when authorization and issuance is duly accomplished.
- Assist County officials in evaluating alternative financing proposals from a legal perspective, as requested.

- 45 • Possess familiarity with various types of bond financings as well as capital leases.
- 46 • Perform other general services and provide advice related to debt financing as may
- 47 be requested by the County throughout the year.
- 48 • Assist with continuing disclosure and compliance for bond transactions.

49

50 ; and

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52 WHEREAS, the RFP was issued on September 29, 2013, and notice of it was
53 published in the Bond Buyer and the Daily Reporter; and

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55 WHEREAS, the Office of the Comptroller received seven (7) responses that were
56 reviewed by a panel that consisted of a representative from the Public Policy Forum, the
57 Village of Greendale, Milwaukee Metropolitan Sewerage District, and Milwaukee County
58 (Department of Transportation); and

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60 WHEREAS, the recommendation of the firm to perform Bond Counsel Services for
61 Milwaukee County was determined by the RFP selection panel after reviewing all seven (7)
62 proposals and interviewing selected firms; and

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64 WHEREAS, the consensus recommendation of the panel was that Quarles and
65 Brady, LLP, (Quarles and Brady) provide Bond Counsel Services for Milwaukee County;
66 and

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68 WHEREAS, Crump Law Firm, LLC, (Crump) will serve as Co-Bond Counsel; and

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70 WHEREAS, Crump is certified as a Disadvantaged Business Enterprise with the
71 Wisconsin Department of Administration and is located in the City of Milwaukee; and

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73 WHEREAS, the Agreement will be based on an hourly rate for Bond Counsel and
74 Co-Bond Counsel; and

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76 WHEREAS, a majority of the costs will be financed by bond proceeds; and

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78 WHEREAS, services that are provided that are unrelated to a particular issuance will
79 be financed by tax levy that is included annually in the Debt Issue Expense budget; now,
80 therefore,

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82 BE IT RESOLVED, that the Milwaukee County Board of Supervisors hereby
83 authorizes the Office of the Comptroller, Corporation Counsel, and Risk Management staff
84 to negotiate, prepare, review, approve, execute, and record all documents and perform all
85 actions required to enter into an Agreement for Bond Counsel Services between
86 Milwaukee County and Quarles and Brady, LLP, and Crump Law Firm, LLC, as the
87 Disadvantaged Business Enterprise participant for a term of one year with mutual options of
88 two one-year extensions or such time as the work on financings in progress is completed.

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