

RECOMMENDATION FOR BOND COUNSEL ENGAGEMENT

Date: June 30, 2015

To: Denise J. Smyler
General Counsel

From: Jordan M. Wagner
Administrative Assistant

CC: Shawn E. Smith
Deputy General Counsel

RE: Evaluation of Proposals Submitted in Response to SPSBA RFP
#11-032615RFP-01 issued March 12, 2015

Part I.

The Office of General Counsel of the Commonwealth of Pennsylvania (“OGC”) issued a Request for Qualifications (“RFQ”) pursuant to Section 518 of the Commonwealth Procurement Code, 62 Pa.C.S. § 518, in accordance with Executive Order 2015-02, dated January 20, 2015. The purpose of the RFQ was to establish a pool (the “Bond Counsel Pool”) of qualified legal service providers (“Law Firms”) to provide bond-related counsel work on behalf of OGC’s various issuing agencies.

In keeping with the spirit of Executive Order 2015-2, , the Montgomery County Community College (MCCC) issued this Request for Proposals (RFP) to pre-qualified firms in the Bond Counsel Pool to obtain bond counsel services for the State Public School Building Authority (SPSBA) as a conduit issuer for MCCC (“Transaction”).

The Issuing Office designated to conduct this procurement has completed its evaluation. As further described below, the following law firm is recommended for selection to provide bond counsel services for this Transaction:

Saul Ewing, LLP

This memorandum also documents the steps that were taken in conducting the procurement associated with this selection.

Part II.

- A. PUBLIC NOTICE: Public notice of the RFP was given by advertising in the Times Herald on Thursday, March 12, 2015 and was posted to the College’s website. In addition, the College reached out to Firms that were pre-qualified in OGC’s Bond Counsel Pool.

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B. EVALUATION COMMITTEE: An evaluation committee was established consisting of agency representative from the **Montgomery County Community College**.

C. ADDENDA TO THE RFP: Potential offerors were given the opportunity in accordance with Section 4-G of the RFP to submit any questions or clarification needed concerning the procurement to the Issuing Office. The answers were provided and made available to all potential suppliers via an addendum to this RFP per Section 4-G of the RFP.

Part III.

A. PROPOSALS: A total of **five (5)** proposals were received on or before the due date of **March 26, 2015**. No Law Firms responded by stating that they would not be submitting proposals. No Law Firms submitted proposals late.

B. CRITERIA: Proposals were reviewed and scored in accordance with the selection criteria set forth in Section III-C of the RFP, the Evaluation Committee based their scoring on the following criteria: quality of responses to qualification requirement which detail relevant experience and qualifications of the Firm and the particular staff assigned to the College's transaction, and compensation for bond counsel services.

C. RESULTS:

1. The evaluation committee reported the following results of its evaluation to the Issuing Office:
 - Saul Ewing - \$18,500, including out-of-pocket fees.
 - Dilworth Paxson - \$18,500, plus out-of-pocket fees.
 - Eckert Seamans Cherin & Mellott – Not to exceed \$35,000, plus out-of-pocket fees.
 - Rhoads and Sinon - \$37,500 plus out of pocket expenses not to exceed \$1,500 if single issuance – Science Center Project and Refunding. If transactions are done separately, \$50,000 plus out of pocket expenses not to exceed \$3,000.
 - Ballard Spahr – Maximum fee of \$42,000 plus out of pocket expenses.
2. Saul Ewing, LLP submitted a proposal providing the best combination of the qualifications outlined in the RFP and therefore was determined to be the best value for this Transaction.

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3. **FAIR AND REASONABLE COMPENSATION:**

Pursuant to Section 518 of the Procurement Code, the cost proposals submitted by the Law Firm determined to be the best qualified for this Transaction have been determined to be fair and reasonable.

4. **CONTRACTOR RESPONSIBILITY:**

Saul Ewing, LLP and their respective subcontractors required to be disclosed or approved by the Commonwealth have been verified as responsible contractors in accordance with management directives, the Procurement Handbook and the Procurement Code, as applicable.

Part IV.

RECOMMENDATION: Consistent with MCCC's RFP evaluation, I recommend Saul Ewing, LLP be selected to provide the bond counsel legal services for this Transaction. This recommendation selection is based upon the results of the evaluation and review of the proposals as summarized above. **The term of the Engagement will commence on the Effective Date specified in the Engagement Letter and extend until completion of the debt issuance.** The State Public School Building Authority and MCCC, in consultation with the Office of General Counsel, will allocate the legal services set forth in the resulting engagements among the selected Law Firm.

Part V.

CONTRACTING OFFICER DETERMINATION:

Based upon the results of the evaluation and the above recommendation, I have determined that Saul Ewing, LLP is the best qualified Law Firm for this Transaction.

I disapprove the recommendation.


Denise J. Smyler
General Counsel

7/2/15
Date

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Part VI.

AUTHORIZATION:

Based upon the Contracting Officer's determination, I authorize OGC to issue an Engagement Letter for this Transaction to Saul Ewing, LLP.

STATE PUBLIC SCHOOL BUILDING AUTHORITY:

 7/8/15
Robert Baccon Date
Executive Director