

# **Prairie State College**

## **REQUEST FOR PROPOSAL (RFP)** **Bond Counsel and Disclosure Counsel Services**

Community College District 515 of the Counties of Cook and Will and State of Illinois (“Prairie State College” or the “College”) will receive sealed proposals to provide bond counsel and disclosure counsel services as outlined in the College’s Request for Proposals for Counsel until 8:00am on November 22, 2019.

The RFP document may be obtained from the College website at <http://prairiestate.edu/bids-rfps>

The Board of Trustees reserves the right to waive any informalities, qualifications or irregularities, and/or reject any and all RFPs, when, in its opinion, such action will serve the best interest of the Board of Trustees of Prairie State College.

**REQUEST FOR PROPOSALS FOR COUNSEL**  
PRAIRIE STATE COLLEGE

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SUBMIT INQUIRES REGARDING THIS PROPOSAL TO:

James Rachlin  
Meristem Advisors LLC  
JNRachlin@MeristemAdvisors.com  
773-677-3653

-OR-

Dr. Thomas D. Saban  
Vice President, Finance and Administration  
Prairie State College  
202 South Halsted Street  
Chicago Heights, IL 60411  
tsaban@prairiestate.edu  
708-709-3568

I. GENERAL INFORMATION

Community College District 515 of the Counties of Cook and Will and State of Illinois (“Prairie State College” or the “College”) is requesting proposals from firms interested in serving as bond counsel and/or disclosure counsel to the College for approximately \$20,000,000 in Debt Certificates and subsequent issue of General Obligation Limited Tax Refunding Bonds (the “Bonds”). The scope of assignment and information required to be submitted are outlined in this Request for Proposal (the "RFP").

The College reserves the right to accept or reject any proposals submitted to it and to conduct a formal procurement process, in each case if deemed by the College to be in its best interests and in conformance with applicable laws. This RFP is open from November 13, 2019 to November 22, 2019.

## II. PROCEDURES AND PROVISIONS

- A. Proposals must be submitted **in hard copy** and received by the College prior to **8:00am November 22, 2019**. Submissions must be contained in a sealed envelope marked **"Proposal for Bond and Disclosure Counsel – Prairie State College"**. The proposal must be submitted accordingly to both:

Dr. Thomas D. Saban  
Vice President, Finance and Administration  
Prairie State College  
202 S. Halsted Street  
Chicago Heights, IL 60411

and

James Rachlin, President  
Meristem Advisors LLC  
2400 N. Lakeview, Suite 1200  
Chicago, IL 60614

The College is not responsible for, and will not accept, proposals delivered after the stated deadline. It is the proposer's responsibility to assure that the proposal is delivered at the time and place set forth herein.

- B. All proposals are subject to the conditions specified herein. Proposers not complying with these conditions are subject to rejection.

C. Specific requests and questions concerning this RFP should be submitted via email to James Rachlin at [JNRachlin@MeristemAdvisors.com](mailto:JNRachlin@MeristemAdvisors.com) prior to 3:00 p.m. on Friday November 19, 2019. The College will post all questions and the College's responses, if any, on the College website at <http://prairiestate.edu/bids-rfps>.

D. The College is not responsible for any expense incurred in preparing and submitting a proposal or taking any action in connection with the selection process, or for the costs of any services performed by any firm prior to the execution of a contract with counsel. Any information submitted in conjunction with the proposals will become the property of the College and are public records pursuant to Illinois Statutes.

E. The College reserves the right to conduct any investigation of the qualifications of any firm that it deems appropriate, negotiate modifications to any of the items proposed in the proposal, request additional information from any firm, reject any or all proposals, or waive any irregularities in the proposal which do not interfere with or impede the College's decision making process.

F. The Board of Trustees of the College retains the discretion to decide not to utilize the services of any selected firm or to terminate the selection without cause and without penalty and the selection of a firm does not assure that any services will ultimately be requested.

### III. SCOPE OF SERVICES

For the specified bond issue, at the request of and in consultation with the College and its municipal advisor, counsel shall perform the following services:

Requirements for bond counsel:

All agreements and activities customarily prepared and conducted by bond counsel for a financing of this type including, but not limited to, preparation and delivery of bond resolutions and opinions of counsel and an escrow agreement if necessary for bond proceeds between closing and call, all required closing certificates, review of documents, coordination of document filings.

Requirements for disclosure counsel:

All agreements and activities customarily conducted by disclosure counsel for a financing of this type including, but not limited to, preparation of the offering documents including, as applicable, Official Statement and/or terms sheets as applicable, Bond Purchase Agreement, due diligence and due diligence interview, standard 10b5 disclosure counsel statement, and review of Continuing Disclosure compliance.

### IV. CORRECTIONS AND CHANGES

Any corrections or changes to this RFP will be made by addendum or a revised document issued by the College and posted on the College's website. Corrections or changes made in any other manner will not be binding and proposers should not rely on such corrections or changes. It is the responsibility of the proposer to obtain all corrections and changes prior to submitting a proposal.

### V. INFORMATION TO BE PROVIDED IN PROPOSAL

Project Summary: The College is planning approximately \$20,000,000 of renovations and repairs, and to provide for these costs with an issue of Debt Certificates publicly offered or privately placed. The College anticipates that the Debt Certificates will be promptly refinanced with one or two series of longer term funding bonds issued as General Obligation Limited Refunding Bonds and Taxable General Obligation Limited Refunding Bonds (the "Refunding Bonds") maturing approximately from 2020 to 2039, as described below.

The Refunding Bonds may include all or a portion of the College's outstanding Series 2009 and Series 2010 bonds for savings and to accommodate debt structuring requirements. The College may additionally need to issue a series of Taxable General Obligation Limited Refunding Bonds to refund a portion of its Series 2015 Bonds in order to accommodate debt service limitations.

Combined with costs of issuance, the total anticipated amount of Refunding Bonds is expected to be \$24,365,000.

The Debt Certificates are planned for a January 2020 closing, while the closing of the Limited Tax Bonds is anticipated in early April 2020.

A summary of the College's outstanding Debt Service is provided in Exhibit A. A preliminary amortization schedule for the 2019 Bonds is presented in Exhibit B.

Please respond, in the order presented, to the questions below:

- A. The College is considering firms for the role of Bond Counsel, Disclosure Counsel and co-counsel for each role. Indicate for which role(s) your firm is responding, and your preference if you are responding for more than one role. Separate firms will be selected for each role.
- B. Briefly describe the firm's structure, history and background. How long has the firm provided counsel services to public entities such as the College?
- C. Provide contact information for the primary attorney for this assignment. Provide the name, title, role and a brief resume for each key professional who will work on this assignment.
- D. Please describe your familiarity and experience with the transaction structure, namely, an issue of debt certificates promptly refunded by funding bonds in order to comply with the Illinois Statutes as they pertain to borrowings by Illinois community college districts.
- E. Provide a list of bond issues and private placements for which your firm has served as counsel to Illinois taxing bodies within the last two years. The list should include the name of the taxing body, title of bond issue, par amount and dated date for each transaction, and your role.
- F. Additional Information. Provide any other additional information which you feel would be of value to the College in the selection process.

## VI. PRICING AND COMPENSATION

- A. Please provide your proposed fee, and any expenses to be reimbursed for the Debt Certificates and, separately, for the Refunding Bonds, for each role for which you are applying. The District prefers a fixed dollar fee for each proposed role and issue, but you may propose your fee as a percentage of par, or by series of bonds.

The College reserves the right to negotiate proposed fees prior to awarding a contract.

## VII. EVALUATION PROCESS SELECTION CRITERIA

Selection of counsel will be based on evaluation of the various proposal elements, and the following will be of primary importance:

1. Experience and qualifications of firm and assigned staff
3. Fees and expenses
4. Other proposal aspects

The Administration will recommend the selected firm to the College Board of Trustees and will request authority to enter into the proposed agreement.

Schedule: The selection of counsel is tentatively anticipated to proceed according to the following timetable:

RFP posted: November 13, 2019

Deadline Questions/Clarifications: November 19, 2019

Proposals Due: November 22, 2019

Recommendation/Board Selection of Firm: December 4, 2019

## Exhibit A: Outstanding Debt Service\*

Levy Year	Non-voted General Obligation Debt				DSEB Usage	
	Series 2009	Series 2010	Series 2015	Total Non-voted Debt Service	DSEB	DSEB Margin
2018	159,075.00	171,825.00	1,376,950.00	1,707,850.00	1,797,415	89,565
2019	629,200.00	809,200.00	270,250.00	1,708,650.00	1,831,566	122,916
2020		1,440,800.00	270,250.00	1,711,050.00	1,831,566	120,516
2021		416,000.00	1,295,250.00	1,711,250.00	1,831,566	120,316
2022			1,709,000.00	1,709,000.00	1,831,566	122,566
2023			1,709,500.00	1,709,500.00	1,831,566	122,066
2024			1,391,250.00	1,391,250.00	1,831,566	440,316
2025					1,831,566	1,831,566
2026					1,831,566	1,831,566
2027					1,831,566	1,831,566
2028					1,831,566	1,831,566
2029					1,831,566	1,831,566
2030					1,831,566	1,831,566
<b>Total</b>	<b>788,275.00</b>	<b>2,837,825.00</b>	<b>8,022,450.00</b>	<b>11,648,550.00</b>		

\*Principal on the College's outstanding debt matures December 1 of each year. Amounts levied in December of the indicated year cover debt service for the following June 1 payment and subsequent December 1 payment.

## Exhibit B: Preliminary Series 2020 Limited Tax Bonds Amortization Structure

<b>Date</b>	<b>Principal (\$000)</b>
5/15/19	1,315
12/1/20	1,370
12/1/21	400
12/1/22	600
12/1/23	600
12/1/24	200
12/1/25	1,160
12/1/26	1,200
12/1/27	1,240
12/1/28	1,280
12/1/29	1,320
12/1/30	1,360
12/1/31	1,400
12/1/32	1,440
12/1/33	1,480
12/1/34	1,520
12/1/35	1,560
12/1/36	1,600
12/1/37	1,640
12/1/38	1,680
12/1/39	1,720
<b>Total</b>	<b>24,365</b>