

**RFP2020-23 LEGAL SERVICES- BOND COUNSEL FOR THE CITY OF TRENTON, DEPARTMENT OF FINANCE PROPOSALS OPENED 6/4/2020
ATT 11:00AM**

RFP2020-23 LEGAL SERVICES- BOND COUNSEL FOR THE CITY OF TRENTON, DEPARTMENT OF FINANCE			
NUMBER OF RESPONDENTS:	3		
NAME OF BIDDER	WILENTZ, GOLDMAN, & SPITZER, P.A.	MCMANIMON, SCOTLAND, & BAUMANN, LLC	DECOTIIS, FITZPATRICK, COLE & GIBLIN, LLP
ADDRESS	90 WOODBRIDGE CENTER DRIVE, SUITE 900	75 LIVINGSTON AVENUE, SUITE 201	61 SOUTH PARAMUS ROAD, SUITE 250
CITY, STATE, ZIP	WOODBRIDGE, NJ 07095	ROSELAND, NJ 07068	PARAMUS, NJ 07652
CONTACT NAME	EVERETT M. JOHNSON, ESQ.	MATTHEW D. JESSUP	FRANICS J. BORIN, PARTNER
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STOCKHOLDER DISCLOSURE STATEMENT	INCLUDED	INCLUDED	INCLUDED
EQUAL EMPLOYMENT OPPORTUNITY EXHIBIT A	INCLUDED	INCLUDED	INCLUDED
REQUIRED EVIDENCE EEO/AFFIRMATIVE ACTION REGULATIONS QUESTIONNAIRE	INCLUDED	INCLUDED	INCLUDED
ACKNOWLEDGEMENT OF RECEIPT OF ADDENDA	N/A	N/A	N/A
NJ BUSINESS REGISTRATION CERTIFICATE	INCLUDED	INCLUDED	INCLUDED
NON-COLLUSION AFFADAVIT	INCLUDED	INCLUDED	INCLUDED
AMERICANS WITH DISABILITIES ACT OF 1990 LANGUAGE	INCLUDED	INCLUDED	INCLUDED
ETHICS COMPLAINT DISCLOSURE	INCLUDED	INCLUDED	INCLUDED
DEBARMENT NOTICE	INCLUDED	INCLUDED	INCLUDED
CERTIFICATION AND DISCLOSURE OF POLITICAL CONTRIBUTIONS	INCLUDED	INCLUDED	INCLUDED
DISCLOSURE OF INVESTED ACTIVITIES IN IRAN	INCLUDED	INCLUDED	INCLUDED
CITY OF TRENTON RESIDENT EMPLOYMENT POLICY	INCLUDED	INCLUDED	INCLUDED
EIC	CERT.#5743 EXP. 09/15/2021	CERT.#2184 EXP. 11/15/2021	CERT.#19036 EXP. 05/15/2022
CERTIFICATE OF INSURANCE	REQUIRED FROM AWARDED VENDOR	REQUIRED FROM AWARDED VENDOR	REQUIRED FROM AWARDED VENDOR
60-DAY EXTENSION COMPLIANCE	YES	YES	YES
PROVIDE PRIORITY EMERGENCY SERVICES	YES	YES	YES
REFERENCES	INCLUDED	INCLUDED	INCLUDED
W-9	INCLUDED	N/A	N/A
EXCEPTIONS (IF ANY)	NONE	NONE	NONE
HOURLY RATE	\$90.00 TO \$200.00 PER HOUR	\$245.00 PER HOUR	\$250.00 PER HOUR
FATAL FLAW	NONE	NONE	NONE

(1)

analysis, investment yield restrictions or attendance at the closing shall be \$.85 per thousand dollars of bond anticipation notes and \$.85 per thousand dollars of tax anticipation notes issued, with a minimum fee of \$2,500 for bond anticipation notes and tax anticipation notes and emergency and special emergency notes. If additional services are required, such as with issues involving advance refundings or the review of numerous ordinances, the additional time required will be billed at the hourly rates described in Section 3F below.

D. In the event that a Letter of Credit or similar credit enhancement facility is used in connection with either a bond or note issue, an additional fee based on the responsibility assumed and time involved will be billed at the hourly rates described in Section 3F below.

E. In the event of a refunding bond issue providing for an escrow agreement and an investment of the proceeds consistent with the restrictions of the Internal Revenue Code to provide for the payment of a prior issue of bonds, there will be a fee of \$5,000 in addition to the fees described herein.

F. Services rendered beyond the scope of those described above will be billed at the hourly rates in effect when the services are rendered. The present hourly rates range from \$90 to \$200 per hour depending on the paralegal or attorney involved. Such services include, but are not limited to, attendance at meetings, work involved in the preparation or review of the Official Statement and a continuing disclosure agreement, if applicable, for a bond sale or the review or the preparation of an Official Statement and a continuing disclosure agreement, if applicable, for a bond anticipation note sale, diligence for a multipurpose bond ordinance, review of authorization proceedings for a bond ordinance, preparation of prequalification packages for bond insurance, preparation of a rating agency package, analysis of any credit enhancement facility, the preparation or review of a Local Finance Board application, tax work, attention to any litigation that may occur, complicated arbitrage analysis or applications to the Federal Reserve Bank for investments of bond or note proceeds in State and Local Government Series federal obligations or open market securities, any other legal services the City wishes WG&S to perform, and the preparation of the necessary documentation required by the Mercer County Improvement Authority ("MCIA") and reviewing and commenting upon all MCIA documentation in connection with any financing undertaken by the City through the MCIA.

G. In the event that a bond sale is held but all bids are rejected or the sale is cancelled, or this Agreement is terminated prior to the sale of bonds, the fee to be charged shall be a reasonable one, based on the services performed.

H. Customary at-cost disbursements shall be added to the fees referred to in this Agreement. These may include photocopying, express or overnight delivery charges and postage costs, newspaper publication costs and the costs of printing official statements, telecommunications, filing fees, book binding, messenger service or other costs advanced on behalf of the City.

I. This Agreement shall be in full force and effect until such time as either party gives written notice to the other of termination.

F. In the event of a refunding bond issue consistent with the provisions of the Internal Revenue Code to provide for the payment of a prior issue of bonds, there will be an additional fee of \$5,000 for each refunded issue.

G. Services rendered on an hourly basis, including preparation of an application to and an appearance before the Local Finance Board, attendance at meetings, litigation, continuing disclosure undertakings and preliminary and final official statement or other offering or disclosure document work, will be billed at the blended hourly rate of \$245 per hour for attorneys and \$135 per hour for legal assistants. Services rendered in connection with any required filings with the Municipal Securities Rulemaking Board's Electronic Municipal Market Access Dataport will be billed at a flat rate of \$250 per filing. Counsel shall not charge the Client for administrative work and services performed by secretarial staff.

H. Counsel's fee is usually paid at the closing of the bonds or notes, and Counsel customarily does not submit any statement until the closing unless there is a substantial delay in completing the financing. In the event that legal services described herein are provided in connection with a bond or note sale and the bond or note sale is not consummated or is completed without the delivery of Counsel's bond opinion as bond counsel, or this Agreement is terminated prior to the sale of bonds or notes, the fee for services to be charged shall be based on the hourly rates as set forth in paragraph I(2)(G).

I. Reasonable and customary out of pocket expenses and other charges, including but not limited to, photocopying, express delivery charges, travel expenses, telecommunications, telecopy, filing fees, computer-assisted research, book binding, messenger service or other costs advanced on behalf of the Client, shall be added to the fees referred to in this Agreement and shall be itemized in each invoice presented to the Client.

II. Redevelopment, Environmental, Litigation and Non-Public Finance Services

1. To the extent that the Client desires to engage Counsel for general legal services in connection with (i) redevelopment projects, (ii) environmental issues including the giving of advice or preparation of work product at the direction of the Client related to or concerning the identification, investigation, remediation or preparing of grant applications to assist the Client in responding to potential or actual environmental conditions, (iii) litigation, including representation in any and all action authorized by the Client and relating to a threatened, pending or actual legal proceeding or any condemnation or alternate dispute resolution matters or (iv) any other legal services, such services shall be billed as follows:

2. The Client will make payment to Counsel for such general legal services at the blended hourly rates set forth in paragraph I(2)(G). Services rendered to the Client the cost of which is reimbursed by a developer through a developer-funded escrow account pursuant to an escrow agreement between the developer and the Client shall be



FEE PROPOSAL

Bond Counsel Services

DeCotiis, FitzPatrick, Cole & Giblin, LLP proposes the following fee structure for bond counsel services; we will, however, be more than willing to tailor a fee structure that meets the City's needs:

A. For services rendered or in connection with each bond sale, a fee of \$3,500.00 plus \$1.00 per thousand dollars of bonds issued for the first \$15,000,000 of bonds issued and \$.75 per thousand dollars of bonds issued in excess of \$15,000,000. If there is more than one (1) series of bonds issued, there will be a charge of \$1,000 for each additional series.

B. For services rendered in connection with the preparation or review of each ordinance and the compiling of a certified record of proceedings in connection therewith, a fee of \$500.00 for each single purpose ordinance and \$675.00 for each multipurpose ordinance. If the preparation of the ordinance involves consultations, meetings or discussions that are out of the ordinary, or if a multipurpose ordinance includes more than four (4) separate purposes, there will be additional fees to be charged at the hourly rates reflected in paragraph (D).

C. The fee for any temporary financing, including, but not limited to bond anticipation notes, tax anticipation notes, special emergency notes and emergency notes, shall be billed at the hourly rates reflected in paragraph (D), with a minimum fee of: \$.50 per thousand dollars of notes issued up to \$15,000,000 and \$.40 per thousand dollars of notes issued in excess of \$15,000,000, plus, if more than one (1) series of notes are issued, \$500 for each additional series.

D. Services rendered beyond the scope of those described above will be billed at the hourly rates set forth below:

<u>Name</u>	<u>Hourly Rate</u>
William R. Mayer, Esq.	\$250.00
Cheryl J. Oberdorf, Esq.	\$250.00
Matthew C. Karrenberg, Esq.	\$250.00
Legal Assistant	\$120.00