

MARIN EMERGENCY RADIO AUTHORITY

REQUEST FOR PROPOSALS

FINANCIAL ADVISORY SERVICES

The Marin Emergency Radio Authority (MERA) is requesting proposals from qualified financial advisors to provide advice and services related to financial planning of its Next Generation Public Safety Emergency Radio System Project and the eventual competitive sale of bonds.

Interested parties can access the Request for Proposals (RFP) requirements at www.meraonline.org (See QUICK LINKS on Home Page) or can request an RFP via email to: mlc1948@aol.com.

To be considered for this engagement, applicants must meet the qualifications and satisfy the requirements set forth in the RFP.

Contact Information

All questions must be submitted in writing by email only:

no later than 4:00pm - Friday, August 21, 2015

MERA will respond to all questions no later than 4:00pm - Monday, August 24, 2015

Submit questions to:

Maureen Cassingham, MERA Executive Officer

Email: mlc1948@aol.com

To be considered eligible for the selection process, the submittal of each interested party's proposal must be emailed to mlc1948@aol.com:

no later than 4:00 pm - Friday, August 28, 2015

BACKGROUND

The Marin Emergency Radio Authority (MERA) was formed in 1998 by the actions of its 25 public agency members to own and operate a County-wide public safety and emergency radion system. The MERA Governing Board approved a plan in 2010 to begin the upgrade of the curreny system for reliability, capacity and coverage reasons.

The Marin County Emergency Communications and 911 Response Measure A was placed on the November 2014 ballot by the County of Marin on MERA's behalf. On November 21, 2014 the Marin County Registrar of Voters confirmed passage of Measure A authorizing the County to levy a special parcel tax on certain land use categories, including single family residential, up to an annual \$29 per parcel tax.

Tax proceeds, estimated at \$3.6M per year, will be placed in a special fund beginning in FY15-16 for the next 20 years for MERA's Next Generation System Project, which is budgeted at \$40M. On April 27, 2015 the Marin Superior Court validated the Measure A Ordinance. The MERA Governing Board, on May 13, 2015, approved a Surety Substitution, freeing up MERA's current Bond Reserve of \$2M+ for FY15-16 Next Gen Project cash flow, supplemented by first year parcel tax collections. This action permits confirmation of parcel tax proceeds and flexibility in the timing of phased bond financing to correspond with Project cash flow needs to FY18-19.

MERA has already selected Bond Counsel (Nossaman LLP) and Disclosure Counsel (Haskins, Delafield & Wood LLP). Trustee is TBD.

Scope of Proposed Services

MERA is seeking proposals from financial advisors qualified to provide financial services related to public agency financial planning for capital projects and competitive sale of bonds. MERA is considering a combination of pay-as-you-go and bond financing for the project. It is expected that this engagement will be for a term of 2 to 3 years, dependent upon satisfactory outcomes. The scope of work for the financial advisor services includes:

- Provision of financial planning services on an as requested basis. An initial allowance of up to \$10,000 is budgeted for these services. Provide your hourly rates for providing these services.
- Working closely with MERA finance team to develop an overall financing strategy for the next three years, including use of pay-as-you-go and the timing of one or more bond issues.
- Provision of advisor/firm's fees for possible multiple issues of revenue bonds over the next 1 to 3 years with proceeds in varying ranges:
 - Bond sale of up to \$10,000,000
 - Bond sale from \$10,000,000 to \$20,000,000
 - Bond sale of over \$30,000,000
- For MERA planning purposes, provision of estimated cost of issuance ranges listed in b(i) through b(iii). This estimate is not a consideration in the selection process.
- Assistance in assembling the financial team.
 - Develop RFPs for Trustee services, possible credit enhancement providers and other services as necessary.
 - Assist in evaluating proposals.

- Identification of tasks, responsibilities and dates for completing activities leading up to bond sales.
- Advice on and recommendation of bond terms and conditions.
- Advice on approach to ratings, assist with rating presentation and preparation of the presentation.
- Evaluation of use and bids for credit enhancement (if appropriate).
- Assistance in reviewing documents, including preliminary and final official statements, legal documents, etc.
- Review of underwriter bids and assistance with further underwriter negotiations as needed.
- Assistance with closing arrangements.
- Assistance with the presentation of recommendations to MERA management and Executive and Governing Boards.
- Development of financial analyses and special reports as requested.

Proposal Content

Interested and qualified financial advisors/firms are requested to submit a written proposal no later than 4:00 p.m. on Friday **August 28**, 2015. It is the proposer's responsibility to ensure that proposals are submitted and received in a timely manner. The proposal should be no more than 5 pages in length, excluding pages for resumes, references and brochures. The submittal materials shall provide the following information:

(a) Financial advisor/firm name, address, telephone number and website, and principal contact name, location, telephone number and email address.

(b) Brief description of the financial advisor/firm and a statement of the financial advisor's/firm's qualifications to perform the requested services.

(c) Name of the principal financial advisor or advisors who will be primarily responsible for providing services to the Agency and the resume and qualifications of each.

(d) Explanation of the firm's experience in providing financial services to public sector clients in the Bay Area.

(e) List of client references, including name, address, telephone number and email address, along with a brief description of the services provided to the clients, dates of service, and involved financial advisor(s). References should be for financial services similar in scope and scale to the proposed financial services to MERA.

(f) Description of any actual or potential current or future conflict of interest that the firm might have in providing financial services to MERA.

(g) Description of the firm's proposed fees, costs and charges, including an explanation of what services will be provided on an hourly rate, flat rate or other basis. Explanation of how often MERA will be invoiced for services. Explanation of what other costs would be charged to MERA and the firm's policy for billing fees and costs relating to travel.

(h) Description of the financial firm's general liability, automobile liability and professional liability insurance coverages.

(i) Inclusion of a proposed or sample professional services agreement. (MERA will negotiate final contract terms with the firm that is selected.)

Proposal Submittal

Please submit your written financial advisory services proposal as an electronic PDF file to:

Maureen Cassingham, MERA Executive Officer mlc1948@aol.com

Proposal Evaluation

A selection panel composed of MERA's Executive Officer and Finance Committee Vice Chair will evaluate the proposals. Proposal evaluation will be based on the following:

- Responsiveness of the proposal to this RFP
- Qualifications and experience of project personnel
- Financial advisor's and/or firm's standing in the industry
- Demonstration of understanding of MERA and its Next Gen Project
- Quality of references
- Proposed fees

Following proposal evaluations, one or more firms may be invited to interview with MERA.

Contract negotiations will be initiated with the top-ranked firm(s). In the event an agreement cannot be successfully negotiated with the top-ranked candidate(s), the second-ranked candidate(s) will be invited to enter into negotiations. This process will be continued, if required, until a professional services agreement can be negotiated to the satisfaction of MERA.

Contract Award

The selected financial advisor(s)/firm(s) will be required to enter into a contract with MERA in a form acceptable to MERA. Any such proposed contract shall not be in force until it is formally awarded.

Disclaimer

This RFP does not commit MERA to issuing the Contract or paying any costs incurred in the preparation of the proposals. MERA reserves the right to cancel in part or in whole this RFP, reject any and all proposals, to accept proposals it considers most favorable to MERA's interest at its sole discretion, and to waive any irregularities or informalities in the proposal procedures. MERA further reserves the right to reject all proposals and seek new proposals when such procedure is considered to be in the best interest of MERA. This RFP covers only the work described herein and does not commit MERA to any work beyond what is described. MERA reserves the right to retain all proposals submitted and to use any ideas in a proposal regardless of whether that proposal is selected. Submission of a proposal indicates acceptance by the firm of the conditions contained in this request for proposals, unless clearly and

specifically noted in the proposal submitted and confirmed in the contract between MERA and the firm selected.