

MEMORANDUM

TO: Administration, Operations, and Finance Subcommittee
Massachusetts School Building Authority

FROM: James A. MacDonald, First Deputy Treasurer, Chief Executive Officer
John K. McCarthy, Executive Director, Deputy Chief Executive Officer

DATE: October 6, 2017

RE: Results of Procurements

On July 20, 2017 the Massachusetts School Building Authority (the “MSBA”) posted a procurement seeking responses from firms qualified to provide Legal Services Related to the Issuance of Debt to the MSBA. The MSBA advertised the procurement on COMMBUYS, the Central Register at the Secretary of State’s Office and the MSBA’s website (www.massschoolbuildings.org). The MSBA Procurement Coordinator also directly solicited responses from a list of potential candidates provided by Finance.

The Procurement Management Team (“PMT”) included members of the Finance and Legal departments. Dennis Ryan also attended the meeting to review the responses. The MSBA issued the request for responses (“RFR”) from qualified firms that were interested in providing bond counsel, disclosure counsel, or underwriters’ counsel services.

Six (6) firms submitted responses to the request: Darrow Everett, Greenberg Traurig, Hinckley Allen, Locke Lord, McCarter & English, and Mintz Levin. After completing an evaluation of the responses, the PMT met on August 16th and recommends establishing three pools, which has been our past practice to provide alternatives should conflicts arise. In order to be designated part of the Bond Counsel, Disclosure Counsel, or Underwriters’ Counsel pool, a firm must receive at least 10 total points for that particular service category.

Attorneys from all the firms selected for a pool have previously provided service to the MSBA or served as Underwriters’ Counsel on an MSBA transaction. We believe the firms selected have the necessary experience and capacity. Due to our experience with these firms, we do not believe that interviews are required.

The firms recommended for the Bond Counsel pool are:

- Greenberg Traurig
- Hinckley Allen
- Locke Lord
- McCarter & English
- Mintz Levin

The firms recommended for the Disclosure Counsel pool are:

- Greenberg Traurig
- Hinckley Allen
- Locke Lord

- McCarter & English
- Mintz Levin

The firms recommended for the Underwriters' Counsel pool* are:

- Hinckley Allen
- Locke Lord
- McCarter & English

*Underwriters will have the ability to submit other firms to the approved pool of firms providing Underwriters' Counsel services prior to the next Legal Services Procurement.

On August 17, 2017 the Massachusetts School Building Authority (the "MSBA") posted a procurement seeking responses from firms qualified to provide Debt Management and Investment Management Services. The MSBA advertised the procurement on COMMBUYS, the Central Register at the Secretary of State's Office and the MSBA's website (www.massschoolbuildings.org).

The Procurement Management Team ("PMT") included Finance and Legal departments.

Six (6) firms submitted responses to the request: Acacia Financial Group, Inc., FirstSouthwest, Frasca & Associates, LLC, Omnicap, PFM Financial Advisors LLC, and PRAG.

Two of the respondents are Women-owned Business Enterprises. Both Acacia Financial Group, Inc. and Frasca & Associates, LLC are being recommended by the PMT to the pools for which they applied.

After completing an evaluation of the responses, the PMT met on September 21st and recommends the establishment of two pools. The firms selected demonstrated experience, staffing, and capacity to provide services as needed. The hourly rates submitted by all firms were within a narrow range, and are consistent with the market for these types of services.

The firms recommended for the Debt Management pool are:

- Acacia Financial Group, Inc.
- FirstSouthwest
- Frasca & Associates, LLC
- PFM Financial Advisors LLC, and
- PRAG

The firms recommended for the Investment Management pool are:

- FirstSouthwest
- Frasca & Associates, LLC
- Omnicap
- PFM Financial Advisors LLC, and
- PRAG

On August 29, 2017 the Massachusetts School Building Authority (the “MSBA”) posted a procurement seeking responses from firms qualified to provide Investment Banking Services. The MSBA advertised the procurement on BondBuyer.com, COMMBUYS, the Central Register at the Secretary of State’s Office and the MSBA’s website (www.massschoolbuildings.org).

The Procurement Management Team (“PMT”) includes members of the Finance department.

Twenty-seven (27) firms submitted responses to the request.

After completing an evaluation of the responses, the PMT plans to meet on October 16th and recommend the establishment of two pools as well as a Selling Group. The firms selected demonstrated experience, staffing, and capacity to provide services as needed.

The firms recommended for the Senior Manager pool are:

- TBD

The firms recommended for the Co-Manager pool are:

- TBD

The firms recommended for the Selling Group pool* are:

- TBD

The firms recommended for the Variable Rate Remarketing Agent pool are:

- TBD

The firms recommended for the Commercial Paper Dealer pool are:

- TBD

*Firms can be added to the Selling Group in between procurements.