

**SAMPLE**  
**BOND COUNSEL RFP**

(date)

Mr. John Smith, Esquire  
Smith & Smith  
One World Trade Center, 59th Floor  
New York, New York 10048-0557

RE: Request for proposal to act as bond counsel on revenue bond issue

Dear Mr. Smith:

Our Community Hospital is planning to refund all or part of its outstanding Medical Care Commission Series 2001 Bonds in the approximate amount of \$\_\_\_\_\_ and to finance new construction and renovation in the amount of \$\_\_\_\_\_. The issue may also include funds for the purchase of three years' equipment needs. In accordance with that decision, the hospital will receive proposals from selected law firms to serve in that capacity. If you choose to submit a proposal, it should be received in our offices no later than 5:00 p.m. Friday, \_\_\_\_\_. Proposals received after that date and time will not be considered. Proposals which do not provide specific answers will be disqualified. Responses will be evaluated on the basis of experience, expertise and fees.

To assist you in preparing your proposal the following information is enclosed:

- Audited financial statements for Our Community Hospital for years ended September 30, 2007 and 2008 and unaudited interim statements for April 30, 2009
- Debt service schedule on 2001 Bonds
- Estimated time table on new construction and renovation

In your proposal you are requested to respond to the following items:

- 1) Supply a list of North Carolina healthcare facilities financings for which your firm has acted as bond counsel during the past three calendar years.
- 2) If you have not served as bond counsel for North Carolina healthcare financings then supply a list of North Carolina municipal financings for which your firm has acted as bond counsel during the past 3 calendar years.
- 3) Provide a list of references for transaction in item 1 & 2 complete with contact persons and telephone numbers for the last three years.

- 4) List the names, resumes and qualifications of the specific staff to be assigned to the project and their principal responsibilities (including tax persons and any back-up professionals).
- 5) Set forth a list of health care facilities for which you have served as bond counsel on two or more issues from 2006 to present. If you elected to answer question 2 above then supply a list for the municipal financings.
- 6) Has your firm ever represented an issuer for which either the tax exempt status of the entity or the bond issue was being challenged by the IRS?
- 7) Please identify your professional liability insurance provider and indicate the amount carried. If you wish you may state; "we carry professional liability coverage in excess of \$\_\_\_\_\_."
- 8) Please describe the basis for determining your fee and describe how you bill for out-of-pocket disbursements. The corporation is interested in receiving a fixed fee proposal for the engagement as bond counsel. For these purposes you may assume that the issue will not exceed \$\_\_\_\_\_.
- 9) Please include a statement of your fees should the transaction be shelved or aborted.

You will be expected at a minimum to prepare a master trust indenture, loan agreement, and trust indenture which reflects standard Medical Care Commission terms.

Should you have questions related to the proposal, please direct them to me.

Sincerely,

Chief Financial Officer

cc: North Carolina Medical Care Commission