

RFP-001046 / RFP-001057 Committee Meeting November 17, 2014 Minutes

Technical Review Committee for **Issuer’s Counsel, 001046, and Disclosure Counsel, 001057**, held a duly noticed meeting on Monday, November 17, 2014, commencing at 10:31a.m. in the Starling Conference Room at the OOCEA Administrative Bldg, Orlando, Florida.

Committee Members Present:

Joe Passiatore, General Counsel
Lisa Lombard, Interim CFO
Sandy Minkoff, General Counsel, Lake County
Chris McCullion, Treasurer, City of Orlando

Other Attendees:

Robert Johnson, Manager of Procurement

Discussion and Motions:

Robert commenced the meeting collecting the Evaluation Committee Member Disclosure forms that the committee members reviewed and executed. Robert explained that today’s meeting was to evaluate and shortlist the submittals for Disclosure Counsel and Issuers Counsel.

Starting with Issuers Counsel, general discussion ensued with regard to the submittals and RFP requirements. Upon completion of the discussion, scores were tallied as provided below:

<u>FIRM</u>	<u>Issuers Counsel</u>	<u>Points</u>
Nabors, Giblin & Nickerson, P.A.		272
Shutts & Bowen, LLP		257

It was the consensus of the committee that both firms be invited in alphabetical order to interviews which would be for 30 minutes on Monday, November 24th.

General discussion ensued whereby the committee members discussed the firms and the evaluation criteria outline in the RFQ for the six firms being considered for Disclosure Counsel.

Upon the committee's discussion, individual committee members scored the individual responses. Evaluation Criteria forms were collected and tallied with the following results:

<u>FIRM</u>	<u>Disclosure Counsel</u>	<u>Points</u>
Nabors, Giblin and Nickerson		283
Squire Patton Boggs (US) LLP		280
Greenberg, Traurig PA		277
Edwards Wildman Palmer, LLP		258
Nixon Peabody, LLP		256
Ballard Spahr, LLP		223

It was the consensus of the committee that the top three (3) firms be invited in alphabetical order to interviews which would be for 30 minutes on Monday, November 24th.

As per the Committee's recommendation, Disclosure Counsel will be interviewed first followed directly by Issuer's Counsel. Upon completion of all the interviews, then the evaluation phase will commence.

Robert stated he would notify respondents of their interview times.

They're being no other business to come before the Committee; the meeting was adjourned at 12:01p.m.

These minutes are considered to be the official minutes of the Evaluation Committee meeting held Monday, November 17, 2014, and no other notes, tapes, etc., taken by anyone takes precedence.

Submitted by: 
Robert Johnson

Approved by: 
Joe Passiatore

ISSUER'S COUNSEL SERVICES RFP-001046
 SUMMARY OF THE INDIVIDUAL COMMITTEE MEMBER SCORING OF THE
 FIRST THREE CRITERIA UNDER 4.2

PROPOSER	Chris McCullion	Joe Passiatore	Lisa Lumbard	Sandy Minkoff	Total
Shutts & Bowen, LLP	75	70	67	45	257
Nabors, Giblin & Nickerson, P.A.	73	72	62	65	272

COMMITTEE MEMBER *Sandy Minkoff* Monday, November 17, 2014

COMMITTEE MEMBER *Chris McCullion* Monday, November 17, 2014

COMMITTEE MEMBER *Joe Passiatore* Monday, November 17, 2014

COMMITTEE MEMBER *Lisa Lumbard* Monday, November 17, 2014

Disclosure Form for Evaluation Committee Members

For this purpose, the term "relative" includes the following: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, or half sister or any person having the same legal residence as the employee.

The term "principal" means anyone who shares in the profits of the entity or whose compensation might vary based on the award or performance of the project.

The term "employed by" includes any receipt of compensation for services.

"May submit a proposal," means planning to submit, or considering submission. If you don't know, ask.

Persons serving on a selection committee in a solicitation process should be able to answer all the following questions in the negative. If the answer is affirmative, please explain below:

- 1. Are you, your spouse, child or anyone living in your household currently Employed by any entity that may submit a proposal?
2. Are you, or any relative, an officer, director, principal, or project team participant of, any entity that may submit a proposal?
3. Do you, or does any relative, own more than 5% of any entity that may submit a proposal?
4. Within the preceding 12 months have you, your spouse, child or anyone living in your household been offered employment or future employment or, had any discussion involving future employment with any entity that may submit a proposal?
5. Within the preceding 12 months, have you, your spouse, child or anyone living in your household accepted a gift valued at over \$100 from any entity, or a principal of any entity that may submit a proposal?
6. Could the award of this contract result in any pecuniary gain to you, any relative, any business associate, or any entity that has employed or retained you within the past 12 months?
7. Do you know of any reason that would impact your impartiality with respect to this solicitation?

If you answer yes to any of these questions, please explain below
Additional comments

If the answer to any of the foregoing questions is "yes," then your participation on the selection committee must be approved by the Executive Director after a review of all relevant facts.

I, CHRISTOPHER MCCULLIA hereby certify that I have read and understand the Orlando-Orange County Expressway Authority Ethics Policy and I agree to be bound by the applicable laws and policies.

(Signature)

Disclosure Form for Evaluation Committee Members

For this purpose, the term "relative" includes the following: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, or half sister or any person having the same legal residence as the employee.

The term "principal" means anyone who shares in the profits of the entity or whose compensation might vary based on the award or performance of the project.

The term "employed by" includes any receipt of compensation for services.

"May submit a proposal," means planning to submit, or considering submission. If you don't know, ask.

Persons serving on a selection committee in a solicitation process should be able to answer all the following questions in the negative. If the answer is affirmative, please explain below:

- | | Yes | No |
|---|--------------------------|-------------------------------------|
| 1. Are you, your spouse, child or anyone living in your household currently employed by any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. Are you, or any relative, an officer, director, principal, or project team participant of, any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. Do you, or does any relative, own more than 5% of any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4. Within the preceding 12 months have you, your spouse, child or anyone living in your household been offered employment or future employment or, had any discussion involving future employment with any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. Within the preceding 12 months, have you, your spouse, child or anyone living in your household accepted a gift valued at over \$100 from any entity, or a principal of any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 6. Could the award of this contract result in any pecuniary gain to you, any relative, any business associate, or any entity that has employed or retained you within the past 12 months? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7. Do you know of any reason that would impact your impartiality with respect to this solicitation? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If you answer yes to any of these questions, please explain below

Additional comments _____

If the answer to any of the foregoing questions is "yes," then your participation on the selection committee must be approved by the Executive Director after a review of all relevant facts.

I, Lisa Lombard, hereby certify that I have read and understand the Orlando-Orange County
(Name)

Expressway Authority Ethics Policy and I agree to be bound by the applicable laws and policies.

Lisa Lombard
(Signature)

Disclosure Form for Evaluation Committee Members

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The term "principal" means anyone who shares in the profits of the entity or whose compensation might vary based on the award or performance of the project.

The term "employed by" includes any receipt of compensation for services.

"May submit a proposal," means planning to submit, or considering submission. If you don't know, ask.

Persons serving on a selection committee in a solicitation process should be able to answer all the following questions in the negative. If the answer is affirmative, please explain below:

- 1. Are you, your spouse, child or anyone living in your household currently Employed by any entity that may submit a proposal? Yes [] No [X]
2. Are you, or any relative, an officer, director, principal, or project team participant of, any entity that may submit a proposal? Yes [] No [X]
3. Do you, or does any relative, own more than 5% of any entity that may submit a proposal? Yes [] No [X]
4. Within the preceding 12 months have you, your spouse, child or anyone living in your household been offered employment or future employment or, had any discussion involving future employment with any entity that may submit a proposal? Yes [] No [X]
5. Within the preceding 12 months, have you, your spouse, child or anyone living in your household accepted a gift valued at over \$100 from any entity, or a principal of any entity that may submit a proposal? Yes [] No [X]
6. Could the award of this contract result in any pecuniary gain to you, any relative, any business associate, or any entity that has employed or retained you within the past 12 months? Yes [] No [X]
7. Do you know of any reason that would impact your impartiality with respect to this solicitation? Yes [] No [X]

If you answer yes to any of these questions, please explain below

Additional comments

As a disclosure, one of the applicant's, Nabors bidlin, provides bond counsel services to Lake County

If the answer to any of the foregoing questions is "yes," then your participation on the selection committee must be approved by the Executive Director after a review of all relevant facts.

I, Sanford Minkoff, hereby certify that I have read and understand the Orlando-Orange County Expressway Authority Ethics Policy and I agree to be bound by the applicable laws and policies.

Expressway Authority Ethics Policy and I agree to be bound by the applicable laws and policies.

(Signature)

Disclosure Form for Evaluation Committee Members

For this purpose, the term "relative" includes the following: father, mother, son, daughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, or half sister or any person having the same legal residence as the employee.

The term "principal" means anyone who shares in the profits of the entity or whose compensation might vary based on the award or performance of the project.

The term "employed by" includes any receipt of compensation for services.

"May submit a proposal," means planning to submit, or considering submission. If you don't know, ask.

Persons serving on a selection committee in a solicitation process should be able to answer all the following questions in the negative. If the answer is affirmative, please explain below:

- | | Yes | No |
|---|--------------------------|-------------------------------------|
| 1. Are you, your spouse, child or anyone living in your household currently employed by any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 2. Are you, or any relative, an officer, director, principal, or project team participant of, any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 3. Do you, or does any relative, own more than 5% of any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 4. Within the preceding 12 months have you, your spouse, child or anyone living in your household been offered employment or future employment or, had any discussion involving future employment with any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 5. Within the preceding 12 months, have you, your spouse, child or anyone living in your household accepted a gift valued at over \$100 from any entity, or a principal of any entity that may submit a proposal? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 6. Could the award of this contract result in any pecuniary gain to you, any relative, any business associate, or any entity that has employed or retained you within the past 12 months? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| 7. Do you know of any reason that would impact your impartiality with respect to this solicitation? | <input type="checkbox"/> | <input checked="" type="checkbox"/> |

If you answer yes to any of these questions, please explain below

Additional comments _____

If the answer to any of the foregoing questions is "yes," then your participation on the selection committee must be approved by the Executive Director after a review of all relevant facts.

I, Joseph L Passiatore, hereby certify that I have read and understand the Orlando-Orange County
(Name)

Expressway Authority Ethics Policy and I agree to be bound by the applicable laws and policies.

Joseph L Passiatore
(Signature)