

RESOLUTION NO. 2018-_____

A RESOLUTION OF THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, ACCEPTING THE RECOMMENDATION OF THE CITY MANAGER AND APPROVING THE SELECTION OF THE FOLLOWING INVESTMENT BANKING FIRMS TO PROVIDE UNDERWRITING SERVICES FOR THE MIAMI BEACH SERIES 2019 GENERAL OBLIGATION BONDS THAT THE CITY ANTICIPATES WILL BE ISSUED IN 2019, NAMELY JP MORGAN, AS THE SENIOR MANAGER; BANK OF AMERICA MERRILL LYNCH, AS CO-MANAGER; JEFFRIES FINANCIAL GROUP, AS CO-MANAGER; AND PNC FINANCIAL SERVICES GROUP, AS CO-MANAGER.

WHEREAS, on April 14, 2010, the Mayor and City Commission accepted the City Manager's recommendation to award RFP 15-09-10 for Underwriter Services and, as a result, created a pool of 15 firms to provide underwriting services, on an as needed basis. The award was valid through April 13, 2018; and

WHEREAS, to seek proposals for a replacement pool of underwriters, on June 7, 2017, the Mayor and City Commission authorized the issuance of Request for Qualifications (RFQ) 2017-163-WG for Underwriter Services. The RFQ sought statements of qualifications from underwriting firms to establish a team of underwriters to provide Underwriter Services to the City for the issuance of various municipal bonds. On June 8, 2017, RFQ No. 2017-163-WG for Underwriter Services was issued. RFQ responses were received on July 13, 2017. On January 17, 2018, the Mayor and City Commission approved a resolution authorizing the Administration to establish a pool of 14 underwriters to provide underwriting services to the City for the issuance of bonds; and

WHEREAS, the selected firms participate in the bond issues by assisting the City, its Chief Financial Officer, and its Financial Advisor, Julie Santamaria with RBC Capital Markets, with the development of financing structures, preparation of preliminary and final official statements, bond resolutions, and other documentation, as may be required. The underwriters price, market, and sell the bonds to investors in municipal securities; and

WHEREAS, additionally, firms appointed as the senior managing underwriter are required to provide the services listed below throughout the bond issuance process. Co-managing underwriters provide assistance as requested and support in the marketing, distribution and underwriting of the assigned transactions. The City, at its sole discretion, may select one or more firms to serve as senior manager or co-manager from the underwriting team for each of its bond financings. The City reserves the right to assign less than all of the members of the underwriting pool for a particular financing, and reserves the right to remove any underwriter from participation in the underwriting syndicate if the underwriter and the City are unable to agree on any provision of the bond purchase contract. All fees are contingent upon the issuance of the proposed bonds. The required services include, but are not limited to, the following:

1. Participate in drafting of all bond documents, including the Official Statement;
2. Assist in preparation and discussions with rating agencies and bond insurers, if requested;
3. Make recommendations for the proposed financing, including, but not limited to, the timing of the sale, the overall sales approach, the structure of the bonds, the call provisions, and the use of credit enhancement;

4. Lead the underwriting team in marketing and distributing the bonds to both retail and institutional investors;
5. Underwrite the financing based upon terms and conditions agreed to by both the City, the financial advisor, and the underwriters in the Bond Purchase Agreement;
6. Assist with the closing of the financing, including reviewing all closing documents and providing a post-financing report to the City which highlights the key characteristics of the financing; and

WHEREAS, the process to select firms to serve as a senior or co-manager for a particular issue involves a review of work assigned to the firms in recent years, experience in and commitment to Florida municipal finance, the capability of a firm to senior manage large and/or complex credit structures, the size of the bond issue to be sold, and the various markets that the firm has access to for marketing and distribution. For example, certain firms have greater capabilities to sell new issue bonds to retail investors, such as the City's residents and taxpayers, and other firms' primary distribution channels are to institutional investors. A firm's response to other business requests, such as the City's Line of Credit and Equipment Line of Credit, and resulting commitment to the City is also considered; and

WHEREAS, the team of firms for a particular issue is recommended by the City Manager following consultation with the City's Chief Financial Officer and Financial Advisor. Pursuant to this process, the City Manager recommended the selection of the following firms to provide underwriting services for the City of Miami Beach Series 2019 General Obligation bonds that the City anticipates will be issued in 2019, namely JP Morgan, as the senior manager; Bank of America Merrill Lynch, as co-manager; Jeffries Financial Group, as co-manager; and PNC Financial Services Group, as co-manager.

NOW, THEREFORE, BE IT DULY RESOLVED BY THE MAYOR AND CITY COMMISSION OF THE CITY OF MIAMI BEACH, FLORIDA, that the Mayor and City Commission hereby accept the recommendation of the City Manager and approve the selection of the following underwriting firms to provide underwriting services for the Miami Beach Series 2019 General Obligation bonds that the City anticipates will be issued in 2019, namely JP Morgan, as the senior manager; Bank of America Merrill Lynch, as co-manager; Jeffries Financial Group, as co-manager; and PNC Financial Services Group, as co-manager.

PASSED AND ADOPTED this _____ day of _____, 2018.

ATTEST:

Dan Gelber, Mayor

Rafael E. Granado, City Clerk

APPROVED AS TO
FORM & LANGUAGE
& FOR EXECUTION

Rafael E. Granado
City Attorney *R*

12-5-18
Date