

June 7, 2011

**REQUEST FOR BOND COUNSEL
STATEMENT OF QUALIFICATIONS**

To Interested Firms:

I am requesting that law firms interested in being admitted to the California State Treasurer's Office (STO) bond counsel pool submit a Statement of Qualifications to this office. Statements of Qualifications are accepted on an ongoing basis. The Statement of Qualifications should respond to the attached Request for Qualifications.

Law firms admitted to the pool may be appointed to serve as lead bond counsel, co-bond counsel, disclosure counsel or co-disclosure counsel for bonds, commercial paper notes, revenue anticipation notes, and other debt obligations issued by various State of California (State) issuers, as well as State financing authorities. Firms also may be engaged for legal and advisory services related to public finance matters as the need might arise.

The STO appoints bond counsel for General Obligation (GO) bonds, State Public Works Board (SPWB) bonds, Revenue Anticipation Notes (RANs) and certain other revenue bonds. For tax-exempt conduit financing obtained through the State financing authorities, the borrower selects bond counsel and he or she must ensure that bond counsel is a member of the STO bond counsel pool. When other State agencies, such as the Department of Water Resources issue revenue bonds, they are not required to appoint bond counsel from the STO's pool; however, in practice these agencies typically select bond counsel from the pool.

A Supplemental Request for Qualifications for Appendix A disclosure counsel as well as lead Bond Counsels for the GO, SPWB, and RANs programs will be issued later this month.

The STO desires a diverse pool of bond counsel firms for the purpose of best assisting the STO in meeting our debt financing goals, as well as providing quality bond counsel services to borrowers obtaining financing from the State financing authorities. Firms of any size are encouraged to respond. Active membership in the State Bar of California is required.

It is the STO's protocol that firms (and their agents) are to refrain from advocating or inquiring about the status of this selection process unless contacted by the STO. Any necessary contact with the State regarding this request should be directed exclusively to Deanne Brown at (916) 654-6169 or via e-mail at dbrown@treasurer.ca.gov, unless instructed otherwise by a member of the STO. Failure to adhere to this protocol may result in disqualification.

Sincerely,

/S/

Blake Fowler
Director
Public Finance Division

REQUEST FOR QUALIFICATIONS FOR BOND COUNSEL

I. OVERVIEW

The STO requests Statements of Qualifications from law firms interested in providing bond counsel and related services. Selected firms will be admitted to the STO's Bond Counsel pool and may be appointed to serve as lead bond counsel, co-bond counsel, disclosure counsel, or co-disclosure counsel for bonds, commercial paper notes, RANs, and other debt obligations issued by the State, SPWB, and other State agencies, as well as be eligible to serve as bond counsel for borrowers seeking conduit financing from State financing authorities.

For certain State bond programs, appointments will be made on a transaction-by-transaction basis. However, pursuant to a separate Supplemental Request for Qualifications that will be issued later this month, firms will be selected to serve as on-going Appendix A disclosure counsel and well as on-going lead bond counsel for the State's GO, SPWB, or RANs bond programs. All other counsel appointments for these programs will be made from this pool.

BONDS AND NOTES ISSUED BY THE STATE OF CALIFORNIA AND OTHER STATE AGENCIES FOR WHICH STO SELECTS BOND COUNSEL

General Obligation Bonds

The bonds are authorized by bond acts approved by the voters of the State and by resolutions of finance committees created under the bond acts. The bonds may be issued to finance various projects under the respective bond acts, or refund outstanding bonds or GO Commercial Paper Notes.

Economic Recovery Bonds

Voters authorized Economic Recovery Bonds (ERBs) at the March 2, 2004 election by approving Proposition 57. The State issued the bonds to address the accumulated State budget deficit and with the issuance of the Series 2008 ERBs, has issued the entire principal amount of ERBs authorized and eligible to be issued pursuant to Proposition 57. The State is authorized to issue additional ERBs solely for the purpose of refunding outstanding ERBs.

Revenue Anticipation Notes

In accordance with Title 2, Division 4, Part 5 (commencing with Section 17300) of the Government Code, whenever the State Controller determines that moneys in the General Fund are, or are expected to be, insufficient for the payment of all appropriations by the Legislature, which are required to be paid in the then current fiscal year out of the General Fund, he or she may draw a demand or demands against appropriations made from the General Fund to be paid in the then current fiscal year prior to the receipt of the

income, and deliver the demand or demands to the State Treasurer. The State Treasurer shall register the demands for nonpayment and may issue Revenue Anticipation Notes (RANs) by resolution pursuant to Government Code Section 17302. This resolution must be adopted by the State Treasurer and approved by the State Controller and the Director of Finance. Authorized RANs are then sold by the State Treasurer from time to time on a negotiated or competitive basis, as the State Treasurer may deem advisable.

RANs are issued only to raise funds in an amount sufficient to satisfy the State Controller's registered demand or demands. Any unapplied monies in the General Fund are available for the payment of all notes, and the interest thereon, until the notes and the interest are fully paid and discharged.

State Public Works Board (SPWB) Bonds

The State builds and acquires certain capital facilities through the use of lease-purchase borrowing. The SPWB issues bonds to pay for the construction of various facilities including higher education, correctional facilities, court facilities, and office buildings. All projects must be authorized by the State Legislature through a budget act appropriation or separate legislation. These facilities are leased to a State agency, the University of California, the California State University, or a community college district under a long-term lease which provides the source of payment of the debt service on the bonds.

Special Bond Issues

Occasionally, the State will issue debt by securitizing streams of revenues via a special bond issue, which are payable from anticipated reimbursements or payments such as the Tobacco Settlement Asset-Backed Bonds or the Federal Highway Grant Anticipation Bonds.

STATE FINANCING AUTHORITIES CHAIRED BY THE STATE TREASURER WHICH REQUIRE BORROWERS TO SELECT BOND COUNSEL FROM THE POOL

California Educational Facilities Authority

The California Educational Facilities Authority Act, creating the California Educational Facilities Authority (CEFA), was enacted in 1972 (Education Code, Section 94100 et seq.). CEFA membership includes: the State Treasurer, who serves as chair; the State Controller; the Director of the Department of Finance; and two members appointed by the Governor. CEFA was created for the purpose of issuing revenue bonds to assist private nonprofit institutions of higher learning, in the expansion and construction of educational facilities. Both private non-profit and public institutions of higher learning are eligible for conduit financing through CEFA. Institutional facilities used for sectarian instruction or for religious worship are ineligible for financing by CEFA.

Chapter 917, Statutes of 1995, combined the previously independent California Student Loan Authority (CSLA) and CEFA. As a result, CEFA now has the authority to issue tax-

exempt revenue bonds to fund student loans and to purchase federally reinsured student bonds from lending institutions.

California School Finance Authority

The California School Finance Authority (CSFA) was established in 1985 (Education Code Section 17170 et seq.) and amended in 1987, 1996, and 2006 to authorize the issuance of revenue bonds or other debt instruments. Proceeds from the sale of bonds are available for loans to school districts, county offices of education, charter schools, and community college districts to assist with the acquisition of equipment and new school sites, construction of new facilities, reconstruction of existing facilities, and acquisition of portable/relocatable buildings. The proceeds of loan repayments provide the resources necessary for payment of bond debt service.

The total outstanding bond amount may not exceed \$4.4 billion at anytime. CSFA membership is comprised of: the State Treasurer, who serves as chair; the Superintendent of Public Instruction; and the Director of the Department of Finance.

California Health Facilities Financing Authority

The California Health Facilities Financing Authority (CHFFA) was established in 1979 (Government Code Section 15430 et seq.) to act as a conduit issuer of revenue bonds for California health facilities. CHFFA consists of nine members who review and approve all applications for financing. These members include: the State Treasurer, who serves as chair; the State Controller; the Director of the Department of Finance; two members appointed by the Senate Rules Committee; two members appointed by the Speaker of the Assembly; and two members appointed by the Governor.

Bond proceeds may be used to acquire facilities, refinance debt, construct or remodel facilities, purchase equipment, obtain reimbursement of qualified expenditures, and with certain restrictions, finance short-term working capital needs. Qualifying health facilities include: general acute care and acute psychiatric hospitals; skilled nursing facilities, either stand-alone entities or multi-level facilities which are residential retirement facilities operated in conjunction with skilled nursing facilities; and numerous other health facilities as defined in Government Code Section 15432(d). Health facilities that receive financing must be incorporated as private, nonprofit corporations or associations, or must be owned and operated by a political subdivision of the State, such as a city, county, or hospital district.

California Pollution Control Financing Authority

The California Pollution Control Financing Authority (CPCFA) was established by the Legislature in 1972 (Health and Safety Code Section 44508 et seq.). The statute authorizes California businesses to finance projects, which help abate, eliminate, prevent, control, or reduce any form of pollution of the earth, air, or water; or any solid or liquid waste disposal facilities involved in resource recovery systems. CPCFA can issue tax-exempt or taxable conduit bonds, notes, and other obligations to fund or refund the construction, reconstruction, renovation, or replacement of these facilities.

CPCFA provides financing for both large and small businesses, and provides financial grants for the costs of issuance and credit support for small businesses. CPCFA membership is comprised of: the State Treasurer, who serves as chair; the State Controller; and the Director of the Department of Finance.

California Alternative Energy and Advanced Transportation Financing Authority

The California Alternative Energy and Advanced Transportation Financing Authority (CAEATFA) was originally established as the California Alternative Energy Source Financing Authority by the Legislature in 1980 (Public Resources Code Section 26000 et seq.) to assist California businesses in financing facilities using new energy sources and technologies. Public agencies and private enterprises operating within the State and involved in the purchase or sale of alternative energy sources that reduce the use of fossil and nuclear fuels are eligible for financing. This includes, but is not limited to, co-generation, conservation, solar, biomass, wind, geothermal, and small hydroelectric facilities. Chapter 1218, Statutes of 1994, amended the name to CAEATFA to denote the addition of advanced transportation technologies to the list of what may be financed by these bonds. This facilitates the development and commercialization of advanced transportation technologies to conserve energy and reduce air pollution. CAEATFA membership is composed of: the State Treasurer, who serves as chair; the State Controller; the Director of the Department of Finance; the Chair of the California Energy Commission; and the President of the California Public Utilities Commission.

California Transportation Financing Authority

On October 11, 2009, the Governor signed AB 798, creating the California Transportation Financing Authority (CTFA) within the State Treasurer's Office. The statute authorizes the CTFA to issue, or approve the issuance of, revenue bonds to finance transportation projects. The CTFA will review proposed projects to ensure they are financially sound, and has the ability to approve tolls as part of the financing plans to repay revenue bonds. Through the CTFA, local transportation agencies will have greater ability to sell revenue bonds -- backed by non-general fund monies -- in the municipal bond market. The CTFA membership is comprised of: the State Treasurer, who serves as Chair; the State Controller; the Director of the Department of Finance; the Director of the California Department of Transportation; the Director of the California Transportation Commission; a Senate Rules Committee Appointee; and an Assembly Speaker Appointee.

California Urban Waterfront Area Restoration Financing Authority

The California Urban Waterfront Area Restoration Financing Authority (CUWARFA) was established in 1983 (Public Resources Code Section 32000 et seq.) to support efforts to restore, develop, and revitalize California's coastline and inland urban waterfront areas. Financing is available for both publicly and privately sponsored projects that provide public access or public recreation benefits, environmental enhancement, and demonstrate potential for job creation and economic stimulation. The projects must be economically self-sustaining, and are subject to guidelines established by the State

Coastal Conservancy. CUWARFA is comprised of: the State Treasurer, who serves as chair; the Director of the Department of Finance; the State Controller; the Director of the State Coastal Conservancy; and the Secretary of the Resources Agency.

STATE AGENCY REVENUE BOND ISSUERS AND CONDUIT FINANCING AUTHORITIES NOT CHAIRED BY THE TREASURER THAT GENERALLY REQUIRE BOND COUNSEL TO BE IN THE POOL

California Infrastructure and Economic Development Bank
California Earthquake Authority
California Department of Water Resources
California Department of Veterans Affairs
California Housing Finance Agency
California State University
The Regents of the University of California

II. SCOPE OF SERVICES

A. BOND/CO-BOND COUNSEL

The scope of services for lead and co-bond counsel may include, but not be limited to, the following:

1. Rendering the bond counsel opinion regarding the validity and binding effect of the bonds, the source of payment and security for the bonds, and the excludability of interest on the bonds from gross income for federal income tax purposes and/or state income tax purposes;
2. Examining applicable laws, preparing authorizing documents, consulting with parties to the transactions, reviewing proceedings, and performing additional duties as necessary to render the opinion(s);
3. Providing continuing advice regarding any actions necessary to ensure that interest on the bonds will continue to be tax-exempt;
4. Preparation and review of documents necessary or appropriate to the authorization, issuance, sale and delivery of the bonds, coordination of the authorization and execution of these documents, and review and, where appropriate, drafting of enabling legislation;
5. Assisting the Issuer in seeking from other governmental authorities any approvals, permissions, and exemptions necessary or appropriate in connection with the authorization, issuance, sale, and delivery of the bonds;
6. Reviewing legal issues relating to the structure of the bond issue;

7. Reviewing or preparing those sections of the offering document to be disseminated in connection with the sale of the bonds that relate to the bonds, financing documents, bond counsel opinion, and tax exemption;
8. Participating, when requested, in activities associated with presenting information to rating agencies and/or credit enhancement provider relating to legal issues affecting the issuance of the bonds;
9. Reviewing or preparing the notice of sale or bond purchase contract for the bonds;
10. Offering continuing legal advice, as needed, on issues related to the sale and the trustee administration of State obligations;
11. In cases where a separate disclosure counsel is not retained by the Issuer, performing the duties described under DISCLOSURE/CO-DISCLOSURE COUNSEL;
12. Providing other legal opinions as required;
13. Participating in meetings, as requested, relating to the issuance of bonds or notes;
14. Keeping the STO and Issuer informed of rulings issued by federal and State regulatory agencies, such as the U.S. Securities Exchange Commission and Municipal Securities Rulemaking Board, which impact the State's bond financing process; and
15. Additional duties may be required for specific bond programs.

B. DISCLOSURE/CO-DISCLOSURE COUNSEL

The scope of duties may include, but is not limited to, the following:

1. Preparing the preliminary and final official statements;
2. Preparing disclosure on the State of California, known as Appendix A, to the preliminary and final official statements for use in all offering documents for bonds supported by the State's General Fund;
3. Providing a "10b-5 Opinion" with respect to the preliminary and final official statements;
4. Reviewing or preparing the continuing disclosure undertaking of the issuer;
5. Reviewing, as necessary, applicable law and pertinent documents;
6. Providing disclosure training to the Issuer, borrower and other parties; and
7. Participating, as requested, in informational meetings and discussions with various parties, including investors.

III. CONTENT OF STATEMENT OF QUALIFICATIONS

Responses should be limited to 15 pages (excluding attachments and appendices) using a typeface font of no less than 12 pitch. Failure to provide all requested information or deviation from the required format might result in disqualification. Address the following items in responding to this Request for Qualifications.

A. MINIMUM QUALIFICATIONS

1. The firm, or its attorneys designated to work on State financings, must have a minimum of three years of municipal finance experience serving as bond counsel and disclosure counsel with respect to public finance transactions. This must be addressed in the response to III.B. (PUBLIC FINANCE EXPERIENCE) below.
2. The firm must have a business presence comprised of one or more offices in the State of California with attorneys licensed to practice law in the State who will be primarily responsible for providing or supervising the services to be rendered under the engagement. This must be demonstrated by your response to III.D. (CALIFORNIA PRESENCE) below and **Attachment A**.
3. The firm has not disclosed any matters in Section III.E. (LEGAL) that would preclude participation in the pool as determined by the STO.
4. The firm must maintain adequate malpractice insurance coverage with either a securities transaction rider or coverage without exclusion for securities transactions. Provide as an appendix evidence of malpractice insurance coverage for the firm and its attorneys including coverage amounts. The evidence of coverage should indicate whether securities transactions are covered.
5. The STO will not contract or otherwise do business – absent a compelling public interest – with publicly held U.S. expatriate corporations. This policy is designed to ensure that companies with which the STO does business meet threshold standards of corporate accountability. As a result of this policy, STO does not allow expatriate firms to participate in the pool. Please complete **Attachment D**.
6. The firm must comply with the Darfur Contracting Act of 2008 by completing **Attachment E**. The Act was passed by the California Legislature and signed into law by the Governor to preclude state agencies generally from contracting with “scrutinized” companies that do business in the African nation of Sudan (of which the Darfur region is a part), for the reasons described in Public Contract Code section 10475. A scrutinized company is a company doing business in Sudan as defined in Public Contract Code section 10476.

Scrutinized companies are ineligible to, and cannot bid on, or submit a proposal for a contract with a state agency for goods or services. [Public Contract Code section 10477(a)]. Therefore, Public Contract Code section 10478 (a) requires a company that currently has, or within the previous three years has had, business activities or other operations outside of the United States to certify that it is not a

“scrutinized” company when it submits a bid or proposal to a state agency. A scrutinized company may still, however, submit a bid or proposal for a contract with a state agency for goods or services if the company first obtains permission from the Department of General Services (DGS), according to the criteria set forth in Public Contract Code section 10477(b)

7. Beginning in August 2011, at the time bond or disclosure counsel is selected for any appointment for which the firm may earn at least \$1 million in compensation, the firm will be required to certify that it is in compliance with the provisions of the Iran Contracting Act of 2010 (Public Contract Code section 2200, et seq.). Specifically, the selected firm will be required to certify that it is not on the then current list of persons engaged in investment activities in Iran created by the California Department of General Services pursuant to Public Contract Code section 2203(b) or, in the alternative, should otherwise be eligible to perform legal services for the State of California pursuant to Public Contract Code section 2203(c). Please note that if a firm claims the section 2203(c) exemption, additional findings by the STO are required and will be made solely at the discretion of the STO.

With respect to any applicable bond transaction for one of the State’s financing authorities, the required certification shall be made at the time an application for financing is made to the authority.

B. PUBLIC FINANCE EXPERIENCE

1. Briefly describe the firm’s practice in areas of law related to public finance, and give a short history of the firm.
2. Describe the firm's experience serving as counsel for taxable and tax-exempt obligations issued by the State, State agencies, State financing authorities, local California issuers and issuers outside of California since January 1, 2008. List in an appendix the name of the issuer, the name of the issue, the sale date, the size of the issue, type of issue, method of sale, and the firm’s role in the transaction (e.g., lead bond counsel, co-bond counsel, disclosure counsel, co-disclosure counsel, special counsel, or underwriter’s counsel).
3. Identify the public finance practice areas in which the firm has particular expertise, the number of attorneys in employed in those areas, and whether those professionals are located within California.
4. Describe the firm’s expertise with federal tax laws and regulations relating to tax-exempt financing generally. Provide the number of attorneys that are experts in Internal Revenue Code Section 103 matters, and whether those professionals are located within California.

C. PERSONNEL

Please complete **Attachment A** regarding the personnel available to work on financings for the State, State agencies and State financing authorities. In addition, please complete **Attachment B** listing contact information for the relevant personnel.

D. CALIFORNIA PRESENCE

Describe the firm's presence in California. Include answers to these questions in your response: How many California residents does the firm employ? What was the percentage of the worldwide compensation (including distributions to partners) paid to California residents the past year? Does the firm have a California office? Has the firm opened or closed offices in California or otherwise changed its commitment to California within the last two years? What are the firm's plans for its California municipal finance practice during the next two years?

E. LEGAL

Provide information regarding the following:

1. Any criminal indictments or convictions brought against the firm or its attorneys within the past ten years where the charges involved an offering of municipal securities. Please describe in detail each such indictments or convictions.
2. Any material pending legal action, settlement, or judgment involving a claim of fraud, whether civil or criminal. Please describe in detail each pending action, including the nature of the action and the potential liability of the firm or its attorneys.
3. Any pending legal action, including disciplinary actions, alleging malpractice or violations of law in connection with an offering of municipal securities against the firm or its attorneys. Please describe in detail each pending action and the potential liability of the firm or its attorneys. Also provide information regarding any settlements or judgments involving malpractice or violations of law entered into by the firm or its attorneys within the past five years.

F. LEGAL UPDATE

Please execute and submit **Attachment C**, the *Legal Disclosure Certification*, agreeing to provide disclosure of this information to the STO on a quarterly basis.

G. CONFLICT OF INTEREST

Firms will be required to provide information regarding any existing or potential conflict of interest to STO or to the Issuer when retained to serve as bond counsel or disclosure counsel. STO or the applicable Issuer reserves the right to make the final

determination whether the existing or potential conflict should disqualify the firm from participating in the particular transaction.

H. DISABLED VETERAN BUSINESS ENTERPRISES

State law establishes participation goals of three percent for Disabled Veteran Business Enterprises (DVBEs) in contracts for professional bond services awarded by state agencies. These goals apply to the annual dollar amount expended on professional bond services. In the case of law firms serving as bond counsel, co-bond counsel, disclosure counsel or co-disclosure counsel, this applies to all professional fees related to the issuance of bonds or other debt obligations. DVBE certification is obtained through the California Department of General Services.

Firms requesting DVBE status must submit their DVBE Certificate with the statement of qualifications, and resubmit annually as the DVBE Certificate is renewed.

I. MINORITY/WOMEN BUSINESS ENTERPRISES

Although state law no longer establishes participation goals for Minority Business Enterprises (MBEs) or Women Business Enterprises (WBEs), it does require the STO to report annually to the Governor and the Legislature on the level of participation by MBEs and WBEs in contracts for professional bond services awarded (Government Code Section 16855). The STO requests businesses disclose this information, on a voluntary basis, by completing **Attachment F**. This information will be used for reporting purposes only and will not be used for the purpose of bond counsel appointments.

J. PRO BONO SERVICES

Describe any pro bono legal services policy or practices in place at the firm.

K. FEES

Fees will be established on a transaction-by-transaction basis or for certain programs, a fixed fee schedule will be established. In general, bond counsel fees for the State financing authorities are negotiated between bond counsel and the borrower; however, as agent for sale, STO reserves the right to review and approve these fees.

IV. **DELIVERY**

The STO will accept Statements of Qualifications by e-mail only:

E-mail Deliveries

To: investorrelations@treasurer.ca.gov

Subject: Bond Counsel Statement of Qualifications

Electronic deliveries must be in Adobe Acrobat PDF format. Signature pages not included in the e-mailed submission may be faxed to the attention of Deanne Brown at 916-657-4827. No other fax transmittals will be accepted.

V. CALIFORNIA PUBLIC RECORDS ACT

All material submitted in response to this solicitation will become the property of the State of California and will not be returned. In addition, all material submitted may be considered a public record by the STO and subject to disclosure pursuant to the California Public Records Act (Government Code Section 6250 et seq.). Should the STO receive a request for any proposals submitted in response to this RFQ, the bidder submitting the requested proposal will be contacted prior to disclosure of the proposal to determine what portions, if any, of the proposal may be confidential. The STO reserves the right, consistent with the California Public Records Act, to make the final determination whether a proposal, or any portion of it, is confidential and not subject to disclosure.

VI. STATEMENT EVALUATIONS

Statements of Qualifications will be evaluated based on the following criteria (not listed in order of importance):

- A. Qualifications and experience of firm and attorneys named in the statement;
- B. Capability to provide required services; and
- C. Past experience on State, State agency, and State financing authority debt financings, as well as other public debt financings.

The STO reserves the right to:

- A. Request additional information from any firm prior to its selection;
- B. Select firms that will best meet the STO's needs; and
- C. Consider information about any firm from other sources in addition to the information submitted by the firm.

The STO may from time to time seek ideas, advice, and proposals from pool members. Neither inclusion in the pool nor providing ideas, advice, and proposals offers any assurance that any firm will be selected to provide bond counsel services.

VII. REMOVAL FROM AND ADDITIONS TO THE POOL

Any firm may be removed or suspended from the bond counsel pool for reasons that include, but are not limited to, the following:

- A. Disqualification because of legal proceedings outlined in Questions 1-3 of Section III.E, including actions, settlements or judgments, disciplinary actions by state or

federal regulatory agencies, criminal indictments or convictions, and claims of fraud whether criminal or civil;

- B. Unacceptable performance in any bond sale as determined by an evaluation completed by the Public Finance Division or a financing authority;
- C. Being the subject of disciplinary action by state or federal regulatory agencies;
- D. Filing for protection under federal or state bankruptcy laws;
- E. Failure to continue to meet the minimum qualifications listed under Section III.A; and
- F. Failure to submit continuing disclosure reports.

From time to time, the STO may make additions to the bond counsel pool. Pool applicants will be required to submit a response to the Request for Qualifications and will be evaluated based on the same criteria used to establish the pool.

VIII. ONGOING COMPLIANCE WITH MINIMUM QUALIFICATIONS

To remain in the bond counsel pool, a firm must meet Section III.A., Minimum Qualifications, at all times. Pool members are responsible for notifying the STO in writing if they no longer meet the minimum qualifications. Firms should promptly contact the Director of the Public Finance Division.

**STATE OF CALIFORNIA
OFFICE OF THE STATE TREASURER
Personnel Experience**

Firm Name:

Identify key personnel (include partners, associates, and tax attorneys) who will be directly involved in the financings.

Name	Title	Office Location	Role	How Long In Current Position?	How Long Employed at Current Firm?	How Long in Municipal Finance Practice?	Member of California State Bar?
------	-------	-----------------	------	-------------------------------------	---	--	---------------------------------------

**STATE OF CALIFORNIA
OFFICE OF THE STATE TREASURER
Firm Contacts**

Primary Contact with State Treasurer's Office

Name:
Title:
Address:
City/State/Zip:
Phone:
Fax:
Email Address:

Contact to receive all RFQs and other Notices

Name:
Title:
Address:
City/State/Zip:
Phone:
Fax:
Email Address:

Managing Partner (or comparable position)

Name:
Title:
Address:
City/State/Zip:
Phone:
Fax:
Email Address:

Head of Public Finance Unit (or comparable position)

Name:
Title:
Address:
City/State/Zip:
Phone:
Fax:
Email Address:

(FIRM NAME)
LEGAL DISCLOSURE CERTIFICATION

I, (Person's Name), (Job Title), certify as follows:

I am authorized to execute this Certification on behalf of (FIRM NAME).

The firm is interested in providing bond counsel services to the State of California, State agencies and State financing authorities and has submitted a Statement of Qualifications to the State Treasurer's Office in order to be considered for placement in the bond counsel pool, which may provide such services.

In the Statement of Qualifications, the firm has responded to questions regarding legal proceedings against the firm, as specified, in connection with offerings of municipal securities in California transactions and nationwide.

The firm agrees to provide quarterly updates no later than 30 days after March 31, June 30, September 30 and December 31 to the State Treasurer's Office regarding changes to the information submitted, including information about legal proceedings originating after submission of the Statement of Qualifications by submitting an updated Quarterly Disclosure Report. I understand that if the firm fails to submit the Quarterly Disclosure Report along with the appropriate documentation within one week of the required date, the firm may be suspended from the bond counsel pool and would be required to request reinstatement.

I certify that I have reviewed the requirements for updating the State Treasurer's Office regarding legal proceedings as outlined in the Request for Statement of Qualifications, and I agree, on behalf of the firm, to fulfill the requirements outlined therein.

DATE: _____

Signature

(Printed Name)

(Job Title)

**STATE OF CALIFORNIA
OFFICE OF THE STATE TREASURER
California Taxpayer and Shareholder Protection Act of 2003**

California Public Contract Code section 10286.1 generally provides that a state agency may not enter into any contract with an expatriate corporation or its subsidiaries unless the chief executive officer of the agency or his or her designee waives, in writing, the prohibition against contracting with such an entity upon a finding that the contract is necessary to meet a compelling public interest.

Pursuant to section 10286.1, the STO will not contract or otherwise do business – absent a compelling public interest – with publicly held U.S. expatriate corporations. This policy is designed to ensure that companies with which the STO does business meet threshold standards of corporate accountability. As a result of this policy, STO generally does not allow expatriate firms to participate in the pool.

Please check **one** of the following two paragraphs and sign below:

- 1. We are not an expatriate corporation or subsidiary of an expatriate corporation within the meaning Public Contract Code Section 10286 and 10286.1, and are eligible to contract with the State of California

OR

- 2. We are an expatriate corporation but we have received written permission from the chief executive officer of the Public Finance Division to enter into the contract.

CERTIFICATION:

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that I am duly authorized to legally bind the prospective proposer to the clause listed above. This certification is made under the laws of the State of California.

Firm Name

DATE: _____

Signature

STATE OF CALIFORNIA
OFFICE OF THE STATE TREASURER
Darfur Contracting Act

Pursuant to Public Contract Code section 10478, if a proposer currently, or within the previous three years has had business activities, or other operations outside of the United States, it must certify that it is not a “scrutinized” company as defined in Public Contract Code section 10476.

Please check **one** of the following three paragraphs and sign below:

- 1. We do not currently have, or we have not had within the previous three years, business activities, or other operations outside of the United States.

OR

- 2. We are a scrutinized company as defined in Public Contract Code section 10476, but we have received written permission from the Department of General Services (DGS) to submit a bid or proposal pursuant to Public Contract Code section 10477(b). A copy of the written permission from DGS is included with our bid or proposal.

OR

- 3. We currently have, or we have had within the previous three years, business activities, or other operations outside of the United States, but we certify below that we are not a scrutinized company as defined in Public Contract Code section 10476.

CERTIFICATION:

I, the official named below, CERTIFY UNDER PENALTY OF PERJURY that I am duly authorized to legally bind the prospective proposer to the clause listed above. This certification is made under the laws of the State of California.

Firm Name

DATE: _____

Signature

YOUR SOQ WILL BE DISQUALIFIED UNLESS THE SOQ INCLUDES THIS SIGNED FORM

**STATE OF CALIFORNIA
OFFICE OF THE STATE TREASURER
Minority Business Enterprise and Women's Business Enterprise Certification**

This is the official certification form to be established as a Minority Business Enterprise (MBE) or Women's Business Enterprise (WBE) with the California State Treasurer's Office. This certification is strictly voluntary.

Instructions: Please answer all questions carefully. If a question does not apply to your firm or circumstances, please enter "N/A".

1. Firm Name:

Home Office Address:

No. Street

City/State

Zip Code

Telephone Number(s):

(Area Code) Number

Fax (Area Code) Number

California Address:

No. Street

City/State

Zip Code

California Telephone:

(Area Code) Number

Fax (Area Code) Number

2. Name of Firm President / Chief Executive Officer / Managing Partner:

First Name

M.I.

Last Name

Title

3. Name and Title of Person Completing this Application:

First Name

M.I.

Last Name

Title

4. Certified Status Requested:

Minority Business Enterprise (MBE)

Women Business Enterprise (WBE)