

STATE OF CONNECTICUT HEALTH AND EDUCATIONAL FACILITIES AUTHORITY

Minutes of

Consultant Committee Meeting

October 17, 2018

The Consultant Committee of the State of Connecticut Health and Educational Facilities Authority met in session at 12:30 p.m. on Wednesday, October 17, 2018.

The meeting was called to order by Dr. Peter Lisi, Board Chair, at 12:40 p.m. and, upon roll call, those present and absent were as follows:

PRESENT: Elizabeth Hammer
Dr. Peter Lisi
Barbara Rubin¹

ABSENT: Christopher Martin

ALSO PRESENT: Jeanette Weldon, Executive Director
Denise Aguilera, General Counsel
Bob Jandreau, Senior Finance Associate
Michael Morris, Managing Director
Kathy Owens, Administrative Assistant
Cynthia Peoples, Managing Director
Debra Pinney, Manager, Administrative Services

¹ Ms. Rubin joined the meeting at 12:45 p.m.

Appointment of Consultant Committee Chair

Dr. Lisi moved to appoint Ms. Hammer as Chair of the Consultant Committee. Ms. Hammer seconded the motion.

Upon roll call, the “Ayes,” “Nays,” and “Abstentions” were as follows:

<u>AYES</u>	<u>NAYS</u>	<u>ABSTENTIONS</u>
Elizabeth Hammer	None	None
Dr. Peter Lisi		

Special Counsel Request for Proposals and Recommendations

Prior to presenting the Special Counsel review, Mr. Morris noted that the last Consultant Committee Meeting Minutes of October 19, 2016 were approved at the Authority’s full Board Meeting in May of 2017. At the October 2016 Consultant Committee Meeting, the Committee approved firms to serve as Bond Counsels and the firms to serve as approved Underwriter. Mr. Morris also noted that both will be up for approval again next year.

Mr. Morris reported that CHEFA received responses from three firms seeking to provide Special Counsel Services to the Authority: Carmody Torrance Sandak & Hennessey LLP, McCarter & English, LLP and Shipman & Goodwin LLP. Currently, Special Counsel only are retained for public offerings and are not being appointed for direct placements. CHEFA also uses Special Counsel Services for human resources needs and for legislative-type initiatives. Management noted that these firms are all very experienced and the Authority has a very good relationship

with all three. Mr. Morris provided background on all three firms and a summary of each firm’s qualifications. Mr. Morris stated that Management is recommending all three firms for reappointment for Special Counsel Services for a period not to exceed three years.

Dr. Lisi moved to approve Carmody Torrance Sandak & Hennessey LLP, McCarter & English LLP, and Shipman & Goodwin LLP to serve as Special Counsel for a period of up to three years. Ms. Hammer seconded the motion.

Upon roll call, the “Ayes,” “Nays,” and “Abstentions” were as follows:

<u>AYES</u>	<u>NAYS</u>	<u>ABSTENTIONS</u>
Elizabeth Hammer Dr. Peter Lisi	None	None

Financial Advisor Request for Proposals and Recommendations

Mr. Morris stated that in 2015, the Authority appointed four firms: A.C. Advisory, Fairmount Capital Advisors, Inc., Acacia Financial Group, Inc. and Public Financial Management, Inc. (PFM). He reported that since then, A.C. Advisory was acquired by PFM and Fairmount Capital disbanded. For the past year, CHEFA only had two financial advisors: Acacia Financial Group and PFM.

Mr. Morris reported that CHEFA also received three new proposals: Hilltop Securities, Marathon Capital Strategies, and Rockfleet Financial. He provided a summary of each firm’s

qualifications. Mr. Morris stated that Management recommends appointing Acacia Financial Group and PFM to serve as financial advisor for a period of up to three years.

Dr. Lisi moved to approve Management’s recommendation to appoint Acacia and PFM to serve as financial advisor for a period of up to three years. Ms. Hammer seconded the motion.

Upon roll call, the “Ayes,” “Nays,” and “Abstentions” were as follows:

<u>AYES</u>	<u>NAYS</u>	<u>ABSTENTIONS</u>
Elizabeth Hammer Dr. Peter Lisi	None	None

Approval of UBS Financial Services and D.A. Davidson & Co. as Senior Managing Underwriters

Mr. Jandreau reported the two firms who requested to be added to the CHEFA Senior Manager Underwriter list are UBS Financial Securities and D.A. Davidson & Co. He provided history and qualifications of both firms, as well as qualifications of their senior management teams.

Mr. Jandreau stated that Staff is recommending both UBS Financial Services and D.A. Davison be added to the Authority’s Senior Underwriter list for a period not to exceed three years.

Ms. Hammer moved to approve both firms be added to the Authority’s Senior Underwriter list.

Dr. Lisi seconded the motion.

Upon roll call, the “Ayes,” “Nays,” and “Abstentions” were as follows:

<u>AYES</u>	<u>NAYS</u>	<u>ABSTENTIONS</u>
Elizabeth Hammer Dr. Peter Lisi	None	None

The meeting adjourned at 12:55 p.m.

Respectfully submitted,

Jeanette W. Weldon, Executive Director