



Ohio Public Facilities Commission

Mike DeWine, Chairman
Governor

Kimberly Murnieks, Secretary
Director of Budget and Management

Robert Sprague, Treasurer
Treasurer of State

Keith Faber,
Auditor of State

Frank LaRose,
Secretary of State

Dave Yost,
Attorney General

To: All Interested Persons

From: Ohio Public Facilities Commission (OPFC)

Date: May 1, 2019

Subject: OPFC Engagement of Independent Registered Municipal Advisors

Please be advised that the Ohio Public Facilities Commission (OPFC) hereby represents that it has engaged Acacia Financial Group, PFM Financial Advisors, and Public Resources Advisory Group to serve as its bond financial advisors, and Swap Financial Group to serve as its swap financial advisor (collectively, the “Financial Advisors”), with respect to the issuance of bonds or entering into derivative financial products by OPFC and all other financial matters. The engagements by OPFC of these Financial Advisors is for the term April 2019 through March 2023 and specifically includes the evaluation of proposals made to OPFC by third parties, including broker-dealers desiring to be engaged as underwriters for municipal securities issued by OPFC or as a counterparty under a derivative financial product, and other matters relating to the issuance by OPFC of municipal securities or utilization of municipal financial products. OPFC is represented by and will rely upon the advice of its Financial Advisors.

The Financial Advisors have represented to OPFC that each is an “independent registered municipal advisor” within the meaning of Securities Exchange Act of 1934 (the “Exchange Act”) Rule 15Ba1-1(d)(3)(vi) and each has confirmed to the OPFC that it has not been in the last two years an “associated person” with respect to any “broker dealers” within the meaning of the Rule.

OPFC is providing this statement in order to assist any broker-dealer (and any other third party) in determining whether the independent municipal advisor exemption is available to it under the SEC Municipal Advisor Rule pursuant to Section 15Ba1 of the Exchange Act (the “Rule”) in connection with any information, proposal or recommendation provided by such person, in advance of such broker-dealer being engaged by OPFC as an underwriter or otherwise. Any person intending to rely upon the engagement of the Financial Advisors for purposes of such independent municipal advisor exemption must determine whether the Financial Advisors are “independent” for purposes of the Rule. OPFC makes no representation as to the sufficiency of the foregoing for such purpose and specifically disclaims any responsibility or liability with respect to compliance with the Rule by any third party other than with respect to the accuracy of the representation made herein.

Although OPFC will endeavor to post notice of any expiration or termination of the engagement of any of its Financial Advisors, anyone seeking to rely on such engagement should seek email confirmation that such engagement is currently active.

Inquiries regarding this notice, any request for confirmation of the current status of the engagement of any Financial Advisor, and any request for contact information for the particular Financial Advisor who should be provided a copy of any required disclosure information by a broker-dealer should be directed to:

Larry Scurlock
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