

NOTICE OF AMENDMENT AND QUESTIONS AND ANSWERS

For Request For Proposals for Bond Counsel Services and Underwriters'
Counsel Services

Bid Number: 04132009BC

Bid Closing Date: April 30, 2009; 3:00 p.m. EST

NOTICE OF AMENDMENT

The Delaware State Housing Authority will not be participating in the current RFP Process. The State will issue another RFP during the summer of 2009 to secure Bond Counsel services for the Delaware State Housing Authority.

QUESTIONS AND ANSWERS

(1 through 5)

Q1. The RFP requested the Vendor provide a comprehensive list of all deals where the Vendor has acted as Bond Counsel to a State in a Bond Offering during the last five (5) years as well as deals where a firm participated in a Bond Offering for a State, but did not act as Bond Counsel.

A1. The term 'State' refers directly to any state as well as any state-level agency as opposed to city, county or other local governments, school districts, etc.

Q2. Is Firm A's representation of a party in a matter adverse to a unit of the State a conflict if Firm A is bond counsel to the State?

A2. Determining if a conflict exists requires a fact and circumstance inquiry for each representation. Any potential conflict[s] should be fully disclosed in the RFP responses. Any potential conflict[s] will be reviewed by the Department of Justice, in consultation with the Department of Finance and the Governor's Counsel.

Q3. Is Firm A's representation of a party in a matter adverse to a unit of the State a conflict if Firm A is bond counsel to a different unit of the State?

A3. Determining if a conflict exists requires a fact and circumstance inquiry for each representation. Any potential conflict[s] should be fully disclosed in the RFP responses. Any potential conflict[s] will be reviewed by the Department of Justice, in consultation with the Department of Finance and the Governor's Counsel.

Q4. Would Firm A's representation of a vendor of Delaware Department of Transportation, for example a construction company, be a conflict if Firm A is bond counsel for Delaware Department of Transportation?

A4. Determining if a conflict exists requires a fact and circumstance inquiry for each representation. Any potential conflict[s] should be fully disclosed in the RFP responses. Any potential conflict[s] will be reviewed by the Department of Justice, in consultation with the Department of Finance and the Governor's Counsel.

Q5. The RFP requested in several places that the Vendor provide several comprehensive lists of all deals during the last five (5) years. Please confirm that the deal lists should include all representations over the last five (5) years.

A5. YES.
