

Disclosure Counsel Services

 ACTION ITEM
 New Contract
 Contract Amendment
 Other _____

 CONSENT ITEM
 Contract Amendment
 Existing Contract Extension
 Existing Contract Additional Spend
 Previous Board Approval _____

 Other _____

Action Items: Items requiring detailed explanation to the Board. When a requested action item is a day-to-day operational item or unanimously passed through committee it may be moved forward to the board on the Consent Index.

- Move forward as Consent:** This Action item is a day-to-day operational item, unanimously passed through committee or qualifies to be moved forward on the Consent Index.

Consent Items: Items not requiring detailed explanation to the Board of Governors. Consent items are contract extensions, amendments or additional spending authorities for items previously approved by the Board.

Item Description	Disclosure Counsel Services
Purpose/Scope	<p>This action item seeks Board approval to contract with multiple law firms for future Disclosure Counsel Services. This panel of Vendors will be in place to assist Citizens with a variety of pre-event or post-event bond issuances, capital market transactions, commercial banking transactions, international transactions, and other structured financial transactions (Financial Transactions), if needed, to ensure that sufficient funds are on hand to pay catastrophe claims.</p> <p>Citizens is authorized by Section 627.351(6)(q), Section 125.013, and Section 166.101, Florida Statutes, to secure bonds for specific purposes including ensuring that it has sufficient funds on hand to pay catastrophe claims.</p> <p>Disclosure Counsel will work cooperatively with Citizens' Financing Team, which includes Citizens' staff, financial advisor, underwriting team, and the banking syndicate. The Financing Team will help to design and execute financial strategies and structures that are optimal for Citizens and that are in compliance with applicable federal and state securities and tax laws and regulations.</p>
Contract ID	<p>Disclosure Counsel Services</p> <p>Contract numbers, as assigned if approved</p> <p>Recommended vendors for approval: Nabors, Giblin & Nickerson, P.A., Greenberg Traurig, P.A., Squire Patton Boggs (US) LLP, and Bryant Miller Oliver P.A.</p>

Disclosure Counsel Services

Budgeted Item	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
Procurement Method	Request for Proposal (RFP) #21-0021. After review and scoring, the Evaluation Team determined that the four recommended vendors (Nabors, Giblin & Nickerson, P.A., Greenberg Traurig, P.A., Squire Patton Boggs (US) LLP, and Bryant Miller Oliver P.A.) were most advantageous and in the best interest of Citizens, pursuant to Section 287.057(1)(b), F.S.

Contract Amount	<p>Fees for Disclosure Counsel services are contingent upon a bond transaction closing successfully and are based upon on the actual amount of debt issued. For a successful closing the following maximum tiered fee cap formulas are utilized to compute.</p> <table border="1" style="width: 100%; border-collapse: collapse; margin: 10px 0;"> <thead> <tr style="background-color: #333; color: white;"> <th colspan="2">Disclosure Counsel Fee (Per Offering)</th> <th>Nabors</th> <th>Greenberg</th> <th>BMO</th> <th>Squire</th> </tr> <tr style="background-color: #eee;"> <th colspan="2">Bond Tier</th> <th>Per \$1,000</th> <th>Per \$1,000</th> <th>Per \$1,000</th> <th>Per \$1,000</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">\$ 0 -</td> <td style="text-align: right;">\$500,000,000</td> <td style="text-align: center;">\$0.25000</td> <td style="text-align: center;">\$0.16850</td> <td style="text-align: center;">\$0.1875</td> <td style="text-align: center;">\$0.18750</td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$1,000,000,000</td> <td style="text-align: center;">\$0.15000</td> <td style="text-align: center;">\$0.14260</td> <td style="text-align: center;">\$0.1575</td> <td style="text-align: center;">\$0.15750</td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$1,500,000,000</td> <td></td> <td style="text-align: center;">\$0.07960</td> <td style="text-align: center;">\$0.1275</td> <td style="text-align: center;">\$0.12750</td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$2,000,000,000</td> <td></td> <td style="text-align: center;">\$0.08240</td> <td style="text-align: center;">\$0.1200</td> <td style="text-align: center;">\$0.10000</td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$2,500,000,000</td> <td></td> <td style="text-align: center;">\$0.04210</td> <td style="text-align: center;">\$0.1200</td> <td style="text-align: center;">\$0.10000</td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$3,000,000,000</td> <td></td> <td style="text-align: center;">\$0.04210</td> <td style="text-align: center;">\$0.1200</td> <td></td> </tr> <tr> <td style="text-align: center;">to</td> <td style="text-align: right;">\$4,000,000,000</td> <td></td> <td style="text-align: center;">\$0.02110</td> <td style="text-align: center;">\$0.1200</td> <td></td> </tr> </tbody> </table> <p>* Nabors and Squire fees capped at \$200,000 and \$336,250 respectively</p> <p>Additionally, fees related to a Financial Transaction not based upon the amount of debt issued will be billed on an agreed upon hourly rate as shown below:</p> <table border="1" style="width: 100%; border-collapse: collapse; margin: 10px 0;"> <thead> <tr style="background-color: #333; color: white;"> <th>Rates for Ancillary Services</th> <th>Nabors</th> <th>Greenberg</th> <th>BMO</th> <th>Squire</th> </tr> <tr style="background-color: #eee;"> <th>Blended Rate</th> <th>Per Hour</th> <th>Per Hour</th> <th>Per Hour</th> <th>Per Hour</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">Partner</td> <td style="text-align: center;">\$300.00</td> <td style="text-align: center;">\$400.00</td> <td style="text-align: center;">\$350.00</td> <td style="text-align: center;">\$500.00</td> </tr> <tr> <td style="text-align: center;">Associate</td> <td style="text-align: center;">\$200.00</td> <td style="text-align: center;">\$325.00</td> <td style="text-align: center;">\$250.00</td> <td style="text-align: center;">\$275.00</td> </tr> </tbody> </table>	Disclosure Counsel Fee (Per Offering)		Nabors	Greenberg	BMO	Squire	Bond Tier		Per \$1,000	Per \$1,000	Per \$1,000	Per \$1,000	\$ 0 -	\$500,000,000	\$0.25000	\$0.16850	\$0.1875	\$0.18750	to	\$1,000,000,000	\$0.15000	\$0.14260	\$0.1575	\$0.15750	to	\$1,500,000,000		\$0.07960	\$0.1275	\$0.12750	to	\$2,000,000,000		\$0.08240	\$0.1200	\$0.10000	to	\$2,500,000,000		\$0.04210	\$0.1200	\$0.10000	to	\$3,000,000,000		\$0.04210	\$0.1200		to	\$4,000,000,000		\$0.02110	\$0.1200		Rates for Ancillary Services	Nabors	Greenberg	BMO	Squire	Blended Rate	Per Hour	Per Hour	Per Hour	Per Hour	Partner	\$300.00	\$400.00	\$350.00	\$500.00	Associate	\$200.00	\$325.00	\$250.00	\$275.00
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Disclosure Counsel Services

	Ancillary Services Discount (If Firm is paid bond/disclosure counsel fees in excess of \$200,000 in any one year / during the term of the contract)															
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Contract Terms	The proposed contracts are for a five (5) year base term with one (1), two (2) year renewal option.															
Board Recommendation (DOES NOT go through Committee)	Citizens' Staff proposes that the Board of Governors: <ul style="list-style-type: none"> a) Authorize Citizens to contract with Nabors, Giblin & Nickerson, P.A., Greenberg Traurig, P.A., Squire Patton Boggs (US) LLP, and Bryant Miller Oliver P.A. for Disclosure Counsel services with an initial term of five (5) years, and for one (1), two (2) year renewal option for the fees, as set forth in this Action Item; and b) Authorize staff to take any appropriate or necessary action consistent with this Action Item. 															
CONTACTS	Jennifer Montero, CFO															