

## **SOLICITATION ADDENDUM**

Date: **2/10/2026**

Subject: **Bond Counsel RFQ**

Solicitation Number: **OGC-2026-03**

Due Date/Time: **February 18, 2026 at 4:00 p.m.**

Addendum Number: **2**

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To All Suppliers:

The Commonwealth of Pennsylvania defines a solicitation “Addendum” as an addition to or amendment of the original terms, conditions, specifications, or instructions of a procurement solicitation (e.g., Invitation for Bids or Request for Proposals).

**The Issuing Office received the following questions regarding the above-referenced RFP and provides the following responses:**

**Q.1.** Can a firm serve as both bond counsel and borrower’s counsel for one of SPSBA/PHEFA’s bond issuances?

**A.1.** No, a firm cannot serve as both bond counsel and borrower’s counsel. “Bond Counsel” represents the interests of the as-yet unknown buyers of the bonds, while “borrower’s counsel” represents the interests of the entity that’s selling the bonds.

**Q.2.** In regards to Appendix C, Question 1A, would a firm be disqualified if they provide a proposed transaction team that includes lawyers not admitted in PA?

**A.2.** The firm needs to have an office in PA. The proposed transaction team may include lawyers not admitted in PA.

**Q.3.** Regarding Appendix H, for insurance reasons, it’s been our experience as bond counsel to work with firms in a co-counsel arrangement where an agreed amount of work is committed to each firm, and each firm has its own client relationship with the Commonwealth. Will that be sufficient for meeting the SDB and VBE participation goals instead of sub-contracting?

**A.3.** Your firm would need to contract and pay the SDB and VBE for each bond issuance through our authorities. Your firm would decide what work the co-bond counsels would perform. The SDB and VBE firms must be on the pre-approved list.

**Q.4.** In Appendix C, Question 1D, is the transaction team’s expertise with complex civil litigation relevant to the role of Bond Counsel?

“Provide copies of resumes outlining each member’s background, years of professional experience in and **expertise with complex civil litigation** and those areas of practice and law outlined in Part IV-1 of the RFQ.”

**A.4.** Appendix C, item 1(d) should read as follows:

(d) Provide copies of resumes outlining each member’s background, years of professional experience in and *expertise with public finance matters* and those areas of practice and law outlined in Part IV-1 of the RFQ.

**Please disregard the reference to complex civil litigation matters.**

**If you asked a question, and do not see your question listed, please let me know right away so we can get you a response as soon as possible.**

Except as clarified and amended by this Addendum, the terms, conditions, specifications, and instructions of the solicitation and any previous solicitation addenda, remain as originally written.

Respectfully,

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