



JIM STRICKLAND
MAYOR

DIVISION OF FINANCE
Shirley Ford
Chief Financial Officer

Date: July 13, 2018

To: Interested Underwriters Seeking to work with the City of Memphis and its affiliates

Re: City of Memphis, TN – Independent Registered Municipal Advisors

We are writing to provide you certain representations pursuant to Rule 15Ba1-1(d)(3)(vi)(B) (the “Municipal Advisor Rule”) promulgated by the U.S. Securities and Exchange Commission under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), regarding the participation of our independent registered municipal advisor with respect to providing advice regarding municipal financial products or the issuance of municipal securities.

We are represented by Co-Financial Advisors: PFM Financial Advisors LLC, formally Public Financial Management, Inc., (“PFM”), and ComCap Partners, formally ComCap Advisors, as our independent registered municipal advisor(s) (our “MA”) registered as a municipal advisor pursuant to the Exchange Act. We have retained our MA to, among other things, assist us in evaluating recommendations relating to the issuance of municipal securities. Our MA does not represent us with respect to investment of proceeds of municipal securities. We hereby represent that we are represented by, and will rely upon the advice of (*i.e.*, seek and consider), our MA with respect to the evaluation of any and all recommendations you may provide relating to the issuance of municipal securities.

Our contacts at PFM are:

Lisa Daniel, Managing Director
(901) 682-8356, daniell@pfm.com

Lauren Lowe, Managing Director
(901) 682-8356, lowel@pfm.com

Pamela Clary, ComCap Partners
(901) 274-5666, pclary@comcap-partners.com

Interested underwriters shall provide all regulatory mandated correspondence to the City’s MA via email to the individuals listed above. Additionally, the City requests that copies of all materials shared with the City be sent directly via email to its MA not later than two calendar days after providing the same to the City staff. In its sole discretion, the City will direct its MA as to any action it requires as a result of such materials.

This disclosure may be relied upon until withdrawn by the City of Memphis, TN.

Sincerely,

Shirley Ford
Chief Financial Officer