

## Underwriters' Counsel

Hawkins is ranked as the #1 all-time underwriters' counsel in the nation for public finance transactions.

Hawkins attorneys represent investment banking firms across the United States and the U.S. territories. We assist in the preparation of materials used in public or private securities offerings. The firm also assists underwriters with their due diligence responsibilities, and consults with the issuer and borrower regarding legal and practical sufficiency for disclosure purposes.

### Experience

Serving as underwriters' counsel, Hawkins has completed thousands of long term issues aggregating more than \$528 billion. Our finance team regularly works with numerous leading investment banking firms in some of the most complex transactions done in all public finance sectors, including new money issues, refundings, variable, fixed and conversion rates, and tax-exempt and taxable financings. Our experience makes us uniquely qualified to provide the highest level of service.

### Expertise

Hawkins attorneys have a deep knowledge of the federal securities law. The firm drafts and reviews the disclosure documents and analyzes financial structures to evaluate compliance with federal securities law requirements. We are experts in MSRB rules and related SEC regulations.

We have drafted hundreds of offering documents, bond purchase agreements, continuing disclosure agreements, and remarketing agreements. Hawkins also provides clients with negative assurance and opinion letters and blue sky law memoranda related to compliance with state securities laws.

### Commitment

Hawkins attorneys take their underwriters' counsel responsibilities very seriously. We work closely with all the parties involved during each stage of the financing, providing clients with our expertise, comments and analysis.

Our lawyers make every effort to become thoroughly conversant with the particular needs of each client and we continuously strive to assist our clients in implementing their overall policy objectives within the constraints of applicable state law, federal tax and securities laws and financial market considerations.

We understand underwriters' needs and assist through the final stage of each transaction, overseeing the offering statement distribution and bringing the transaction to a successful and timely closing.

### Underwriters' Counsel Representative Engagements (by Borrower)

Hawkins' underwriter's counsel practice includes representation of all of the investment banking firms ranked in the top 10 by municipal bond issuance volume. Our engagements include financings for the following:

2 World Trade Center  
3 World Trade Center  
44th Street Development Corporation  
7 World Trade Center  
American Museum of Natural History

# HAWKINS

General Electric Capital Corporation  
Health Quest Systems  
Judicial Council of California  
LaGuardia Gateway Partners  
Lincoln Center For Performing Arts  
Los Angeles International Airport  
Mount Sinai Hospital  
New York Botanical Gardens  
One Bryant Park  
Partners Healthcare System  
Providence Health & Services  
RAND Corporation  
Robert Wood Johnson University Hospital  
Rockefeller University  
San Francisco Ballet Association  
San Francisco International Airports  
Scripps Research Institute  
Stanford University  
The Brookings Institution  
The Julliard School  
University Hospital Health System  
University of California  
Vanderbilt University Medical Center  
Walt Disney Family Museum  
Waste Management  
Whitney Museum of American Art

## Practices

- Bond Counsel
- Borrower's Counsel
- Disclosure Counsel
- Private Placements

## Industries

- Education
- Health Care
- Housing
- Transportation
- Water