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August 19, 2019

Mr. Ronald W. Smith, Corporate Secretary
Municipal Securities Rulemaking Board
1300 I Street NW
Washington D.C., 20005

Re: MSRB Rule G-23 Activities of Dealers Acting as Financial Advisors

Dear Mr. Smith,

Thank you for the opportunity to provide comments to the MSRB regarding Rule G-23 and the Activities of Dealers Acting as Financial Advisors.

Speer Financial, Inc. ("Speer") is an Independent Municipal Advisor and is not affiliated with any Broker/Dealer firm. Speer was founded in 1954, by Paul Speer who left his career as Bond Counsel to fill a void in the municipal world for independent advice to municipal issuers, without conflicts of interest. Speer has operated under this same philosophy for over 60 years and believes strongly that municipal issuers deserve a Municipal Advisor with a fiduciary responsibility to them.

The Rule G-23 Amendment in 2011 was well drafted and a welcome change to the municipal market. This amendment addressed many of concerns that Speer had about Broker/Dealer firms acting as Municipal Advisors and then switching roles in order to then purchase the bond issue as a broker/dealer. A firm should under no circumstances be able to provide municipal advice in a fiduciary capacity and then later in the relationship be able to switch roles and purchase the bond issue, even in a competitive bond sale. Not only does this present a conflict of interest, but it further confuses our municipal issuer clients as to the specific roles that each participant plays in a transaction.

Speer stands behind Rule G-23 in its current format (amended version 2011) and does not wish to see any changes made at this time. We believe the Dodd-Frank Wall Street Reform and Consumer Protection Act did a good job of identifying the need for a fiduciary role for the Municipal Advisor.

In response to your request for comments we have provided some information from our firm that you may find helpful in your review of this Rule:

- Municipal issuers have more information today about the roles each party plays in the municipal securities transaction based on the disclosures required by dealers. The municipal issuer is informed up front making it clear for them what each party's purpose is in the transaction and what information they may or may not provide.

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- Speer's primary focus is in midwestern states, primarily Illinois and Iowa. Many of our clients are small or infrequent issuers. We do not believe there has been any cost increase to municipal issuers because of Rule G-23.
- Speer believes that the MSRB should keep Rule G-23 as it stands today and not attempt to combine it with Rule G-42.
- Speer does not support any additional exceptions to role switching as you review this Rule.
 - An exception for competitive bid underwritings should not be enacted in any size issuance; there is plenty of competition in the market even in small issuer areas to support competitive markets without allowing role switching.
 - The average number of bidders in competitively bid sales for Speer Financial in both 2018 and 2019 is five per sale.
- Speer does not support any dealer municipal advisor from being able to resign and underwrite the same issuance in any circumstance.

We would encourage you to reach out to our firm if you have any questions about the statements we have made in this letter. Thank you for the opportunity to comment on Rule G-23.

Sincerely,

SPEER FINANCIAL, INC.



Daniel Forbes
President