
**NEW JERSEY
SCHOOLS DEVELOPMENT AUTHORITY**

REQUEST FOR PROPOSALS

For

LEGAL SERVICES

CONTRACT NO. GP-0225-R01

ISSUE DATE: July 17, 2015

MANDATORY ELECTRONIC NOTICE OF INTENT TO PARTICIPATE

DUE DATE: July 28, 2015 by 5:00 PM Eastern Time

(See the Introduction, within, for details)

PROPOSAL DUE DATE: August 14, 2015 by 4:30 PM Eastern Time

At the

NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY

{See Section 2.0, within, for delivery addresses}

PREPARED BY

NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY
32 EAST FRONT STREET
TRENTON, NEW JERSEY 08625

**REQUEST FOR PROPOSALS
FOR
LEGAL SERVICES**

INTRODUCTION

Through this Request for Proposals (“RFP”), the New Jersey Schools Development Authority (“NJSDA”) seeks to engage a number of Firms to provide legal services to the NJSDA in eight (8) legal specialty areas. The NJSDA anticipates engaging and utilizing Firms in the specialty areas of:

- (1) Insurance Coverage and Suretyship;
- (2) Bankruptcy and Insolvency Proceedings;
- (3) Environmental Law;
- (4) Employment Law;
- (5) Government Contracting, Bid Protests and Procurement;
- (6) Professional Errors and Omissions and Cost Recovery;
- (7) Construction Litigation; and
- (8) Real Estate.

For each of the five (5) legal specialty areas of (1) Insurance Coverage, (2) Bankruptcy and Insolvency Proceedings, (3) Environmental Law, (4) Employment Law, and (5) Government Contracting, Bid Protests and Procurement, three (3) Firms will be engaged to assist the NJSDA’s Division of Chief Counsel and to provide legal advice, consultative services, and, when required, formal representation of the NJSDA. For each of the three (3) legal specialty areas of (6) Professional Errors and Omissions and Cost Recovery, (7) Construction Litigation and (8) Real Estate, the NJSDA will engage six (6) firms to assist the NJSDA’s Division of Chief Counsel and to provide legal advice, consultative services, and, when required, formal representation of the NJSDA.

An interested Firm may submit a Proposal to be considered for engagement in any or all of these specialty areas. Specific work assignments to Firms that are engaged through this procurement will be made on a “Task Order” basis as determined by the NJSDA.

Once a determination is made by the NJSDA that it requires the services of outside counsel for a particular matter, a Task Order assignment would be made based upon the legal specialty area implicated by the prospective representation. Attachment A to this RFP provides a broad description of the scope of representation encompassed by each specialty area. Upon a Notice to Proceed, the NJSDA’s Procurement Department will assign a rotational order for each legal specialty area utilizing a randomizing program. Task Order assignments in each specialty area will be made based upon the rotational list thus generated, following a top to bottom, top to bottom pattern. If there is a conflict of interest, the Firm is otherwise unavailable to accept the assignment or there is a failure to reach approval and acceptance on a proposed budget, the next firm in rotation will receive the Task Order assignment. The Legal Services Guidelines, Attachment E to this RFP, further details the budget submission and approval process.

The Firm must be prepared to provide required services within fifteen (15) business days of the transmittal of Notice to Proceed from NJSDA. The Firm must be willing to provide its services at a blended hourly rate of \$200 per hour for attorney services and an hourly rate of \$90 per hour for paralegal services and to comply with the NJSDA Legal Services Management Guidelines as described in this RFP. For services to be rendered under task order assignments made in the legal

specialty area of Professional Errors and Omissions and Cost Recovery, depending upon the nature of the assignment, the NJSDA may propose an alternative compensation mechanism to standard hourly billing. For such task order assignments, the Firm must be willing to consider alternative compensation mechanisms including contingency fees, hybrid hourly billing/contingency fees, fixed fees and value or success based fees.

The term of the engagement of the Firm will be two (2) years. Each Firm will be expected to accept task order assignments for a period of two (2) years from the Notice to Proceed. If any task order assignment is not completed before two (2) years from the Notice to Proceed, the term of the firm's engagement will be extended until completion of all task order assignments. The above-quoted hourly rates, or alternative fee arrangements, will be charged through the duration of the task order assignment regardless of whether the assignment's duration extends beyond the two (2) year anniversary of the Notice to Proceed. Notwithstanding the issuance of a Notice to Proceed to a Firm, the NJSDA will have no obligation to make task order assignments to the Firm or to make task order assignments with any particular frequency.

There are no guarantees that any assignments will be made to an engaged Firm. Task Orders are assigned as needed, and the NJSDA's needs may vary during the two (2) year term. Total Compensation to any Firm, regardless of whether it is engaged in one or more of the specialty areas, will not exceed \$1,500,000 for the two (2) year term.

This REQUEST FOR PROPOSALS PACKAGE consists of the following items:

1. Request for Proposals
2. Attachment A: Scope of Services
3. Attachment B: Moral Integrity Questionnaire
4. Attachment C: Disclosure of Investment Activities in Iran Form
5. Attachment D: Legal Services Fee Statement
6. Attachment E: Legal Services Management Guidelines

These documents must be read in their entirety as they define the scope of services and responsibilities of the Firm and NJSDA. General information about the School Construction Program can be found at NJSDA's web site, www.njsda.gov.

The NJSDA will not hold a traditional pre-proposal conference for this procurement. All Firms wishing to submit a proposal must sign-in electronically by sending a mandatory email Notice of Intent to Participate to Dave Kutch dkutch@njsda.gov no later than 5:00 PM Eastern Time on July 28, 2015.

Firms may submit written questions regarding this procurement to the NJSDA by sending them by email to Dave Kutch dkutch@njsda.gov no later than 5:00 PM Eastern Time on July 28, 2015. The questions and NJSDA answers will be provided via an addendum to the RFP to each Firm that submitted a timely email Notice of Intent to Participate.

**WRITTEN PROPOSALS ARE DUE ON AUGUST 14, 2015
NO LATER THAN 4:30 PM EASTERN TIME AT
NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY
{See Section 2.0, within, for delivery addresses}**

Following review and scoring of Proposals by a Selection Committee, interviews with all Firms will be scheduled and held at the NJSDA Main Office, 32 East Front Street, Trenton, NJ 08625.

At a minimum, all Key Team Members listed in a Firm's Proposal should attend the Firm interview.

Following scoring of Firms based upon interviews, as set forth herein, for each of the five (5) legal specialty areas of (1) Insurance Coverage and Suretyship, (2) Bankruptcy and Insolvency Proceedings, (3) Environmental Law, (4) Employment Law, and (5) Government Contracting, Bid Protests and Procurement, the three (3) Firms in each specialty area with the highest Final Combined Score (written proposal score plus interview score) will receive notices of award. Following scoring of Firms based upon interviews, as set forth herein, for each of the three (3) legal specialty areas of (6) Professional Errors and Omissions and Cost Recovery, (7) Construction Litigation and (8) Real Estate, the six (6) Firms in each specialty area with the highest Final Combined Score (written proposal score plus interview score) will receive notices of award.

Upon award, the NJSDA will enter into a letter retention agreement with each Firm which incorporates by reference the provisions, documentation and requirements set forth in this RFP. The letter retention agreement, along with the provisions of this RFP will constitute the entire Agreement (or the "Contract") between the parties.

1.0 BACKGROUND

1.1 Scope of Services

The Firm will be required to assemble a multi-disciplined team and, on a Task Order basis, to assist the NJSDA and the NJSDA's Division of Chief Counsel by providing legal advice, consultative services, and, when required, formal representation of the NJSDA, in the specialty areas of:

- (1) Insurance Coverage and Suretyship;
- (2) Bankruptcy and Insolvency Proceedings;
- (3) Environmental Law;
- (4) Employment Law;
- (5) Government Contracting, Bid Protests and Procurement;
- (6) Professional Errors and Omissions and Cost Recovery;
- (7) Construction Litigation; and
- (8) Real Estate Law.

A firm may submit a Proposal to be considered in any or all of the specialty areas. Services are expected to be provided from the Firm's normal business location. The NJSDA will not provide office space or equipment. Attachment A to this RFP provides a Scope of Services with respect to each of the specialty areas.

1.2 No NJSDA Prequalification

There is no standard NJSDA prequalification requirement applicable to this engagement. Firms must demonstrate experience and qualifications as more fully described in Section 2 below.

1.3 Mergers, Acquisitions, and Dissolutions

If, subsequent to the execution of this Agreement, the selected Firm proposes to merge with or be acquired by another firm, or in the event of a proposed dissolution by the Firm, the Firm shall

immediately notify the NJSDA and shall submit, in advance, documentation to the NJSDA describing the proposed transaction. The Firm shall submit to the NJSDA: (i) corporate resolutions prepared by the Firm and the new entity ratifying this Agreement; (ii) information necessary to ensure that the new entity satisfies the NJSDA's pre-qualification policies and procedures; (iii) the names and addresses of all owners and potential owners that hold or may acquire five percent (5%) or more of its stock or interest; (iv) any new or changed Federal Employer Identification Number(s) for the new entity; (v) acknowledgment and acceptance of all rights, duties and obligations of this Agreement without limitation by the new entity; and (vi) any other information which the NJSDA may require.

1.4 Conflicts of Interest

In this procurement and throughout the course of engagement hereunder, selected Firms must comply with RPC 1.7. Potential conflicts are to be evaluated on a case-by-case basis in accordance with the New Jersey Rules of Professional Conduct and other applicable law. A Firm may have a conflict with respect to a particular task order assignment and may be required to decline the assignment. Firms should be aware that when a concurrent conflict of interest exists, RPC 1.7 expressly disallows public entities like the NJSDA from consenting to representation. RPC 1.7 also prohibits a public entity from consenting to a representation otherwise prohibited by the rule.

2.0 INSTRUCTIONS FOR SUBMITTING A PROPOSAL

A Firm must become thoroughly familiar with this RFP to ensure responsiveness in its submitted Proposal. The Proposal must consist of the following:

- 2.1 Cover letter
- 2.2 Firm Experience - Case Studies
- 2.3 Team(s) Structure
- 2.4 Resumes of Key Team Members
- 2.5 Key Team Members' Experience
- 2.6 Approach to Providing the Required Scope of Services
- 2.7 Control of Schedule
- 2.8 Cyber Security
- 2.9 NJ Business Registration Certificate
- 2.10 Moral Integrity Questionnaire
- 2.11 Disclosure of Investment Activities in Iran Form

The Firm's Proposal **should be organized and presented in the foregoing order** and must not exceed forty (40) one-sided 8.5" X 11" pages. Organizational charts, staffing structure, and schedules may be on larger paper. The following items will not count toward the page limit: resumes, required forms, and section dividers. Each Proposal will be ranked using the Evaluation Criteria listed in this RFP, with information contained in a Proposal verified as may be necessary.

Proposal Package Mailing Instructions. The Firm must submit one (1) unbound original, four (4) bound copies and two (2) electronic copies in PDF format on electronic media (CD or comparable) of its Proposal, one (1) original of the corresponding Legal Services Fee Statement, and one (1) original Moral Integrity Questionnaire (in a sealed envelope separate from the package containing the Proposal and Legal Services Fee Statement) to be received by the NJSDA no later than **5:00 PM on August 14, 2015**, as follows:

If submitting by hand or overnight delivery:

**NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY
32 East Front Street
Trenton, New Jersey 08625
Attention: Dave Kutch, Senior Procurement Analyst
Subject: Legal Services Proposal – GP-0225-R01**

If submitting by U.S. Mail:

**NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY
P.O. Box 991
Trenton, New Jersey 08625-0991
Attention: Dave Kutch, Senior Procurement Analyst
Subject: Legal Services Proposal - GP-0225-R01**

Submissions received after the above date and time will not be considered. Faxed or emailed Proposals will not be accepted.

Any firm wishing to submit a Proposal must submit a timely electronic Notice of Intent to Participate, as provided in the Introduction, above.

The Firm's Proposal should address in sequential order each of the items identified in Sections 2.1 through 2.11, below.

2.1 Cover Letter

Present a brief recital of the Firm's understanding of the purposes of this engagement, as described in the Scope of Services set forth in Section 1.1 of this RFP. Include in the cover letter a clear list of those legal specialty areas for which the Firm seeks to be considered and any other information relevant to the Firm's qualifications not set forth elsewhere in its Proposal.

2.2 Firm Experience - Case Studies

Firm experience shall be assessed through a brief summary of the Firm's general relevant experience relating to any or all of the specialty areas described in the Scope of Services. The Firm may include examples of past successes in all or any combination of the enumerated specialties. Firms may include up to **five (5) case studies per specialty area** that must address examples of the proposing Firm's past provision of services of the type and scale outlined in the Scope of Services. In addition to relevancy, submitted case studies should be recent, dating back no more than eight (8) years. No firm will be penalized for not specializing in every specialty area. The case studies must address examples of the proposing firm's past provision of services of the type and scale outlined in the Scope of Services. Thus, the case studies must concisely set forth the basic background information (e.g., client, nature of claim or litigation, etc.), the scope of services provided, and results of said engagement. **Case studies may be based on the representation of either public or private sector clients.** The Firm must identify the name and address of the client entity and the name, title, telephone number and email address of a contact person associated with the client entity who is familiar with and able to comment on the Firm's

performance on each project. The Firm should also identify those persons who worked on the project that is the subject of each submitted case study, whether the persons identified are currently employed by the Firm, and whether the persons identified comprise part of the Firm's proposed Team.

2.3 Team(s) Structure

Present a narrative detailing the structure of the Key Team or Teams which will represent the NJSDA in each or any of the specialty areas listed in the Scope of Services, as well as the Key Team Member or Members who will be responsible for this engagement. The narrative should also describe the contemplated role and level of responsibility of each Key Team Member. For the purpose of this engagement, a "Key Team Member" is a principal, partner or officer of the Firm, senior associate, mid-level associate or associate, represented in the Proposal as having a responsible role in the successful completion of the required Services.

2.4 Resumes of Key Team Members

A resume of each Key Team Member must be included in the Proposal.

2.5 Key Team Members' Experience

Present a narrative which details the individual experience of each of the Key Team Members. Case studies should be submitted to illustrate the individual experience of each of the Key Team Members. A **maximum of five (5) case studies** similar in scope to this engagement should be listed for each Key Team Member dating back no more than eight (8) years. The case studies must concisely set forth the basic background information (e.g., client, nature of claim or litigation, etc.), the specific contributions/responsibilities of the Key Team Member, and results of the engagement. Case studies may be based on the representation of either public or private sector clients.

2.6 Approach to Providing the Required Scope of Services

Explain in detail the specific approach to providing the Services required in the Scope of Services in Section 1.1 of this RFP.

2.7 Control of Schedule

The turnaround time required for the Firm's services may in certain cases be extremely short, so the Firm should indicate its ability to meet tight deadlines here. The Division of Chief Counsel may establish deadlines for completion of the Services listed in each Task Order.

2.8 Cyber Security

A Firm must describe their cyber security measures currently in place, and the proposed guidelines for electronically sharing and accessing NJSDA documents. A Firm must only transmit or exchange data with the NJSDA or other parties through secure means supported by current technologies. Electronic access to NJSDA documents to be shared with a Firm on assigned matters will be exchanged through an NJSDA created secure FTP site or other vehicle approved by the NJSDA. A Firm will be required to notify the NJSDA within twenty-four (24) hours of any breach of the Firm's security obligations.

2.9 NJ Business Registration Certificate

Pursuant to N.J.S.A. 52:32-44, as amended by P.L. 2004, c. 57, each proposing Firm shall provide proof of valid business registration with the Division of Revenue of the New Jersey Department of the Treasury (the “Division of Revenue”), in its Proposal.

Firms may obtain New Jersey Business Registration assistance by going on-line to www.state.nj.us/treasury/revenue/gettingregistered.shtml or by calling the New Jersey Department of Treasury at (609) 292-9292. Please be advised, however, that business registrations are mailed generally within seven (7) to ten (10) days, so firms should plan accordingly.

2.10 Moral Integrity Questionnaire

Each proposing Firm shall submit a completed Moral Integrity Questionnaire (“Questionnaire”) for submission to the New Jersey State Police, in the form attached as Attachment B to this RFP. The NJSDA will hold all Questionnaires submitted, unopened, until all Firms are ranked, unless special circumstances warrant otherwise. At such time, NJSDA staff will forward the Questionnaire of the top-ranked Firms to the New Jersey State Police for review. **Moral Integrity approval is a prerequisite to engagement of the Firm.**

2.11 Disclosure of Investment Activities in Iran Form

Each proposing Firm shall submit a completed Disclosure of Investment Activities in Iran Form, in the form attached as Attachment C to this RFP, pursuant to Public Law 2012. C. 23 (codified at N.J.S.A. 52:32-55 et. seq.) (the “Act”). Pursuant to the Act, any person or entity that submits a bid or proposal or otherwise proposes to enter into or renew a contract with the New Jersey Schools Development Authority must complete a Certification which states that the person or entity, or one of the persons or entity’s parents, subsidiaries, or affiliates, is not identified on a list created and maintained by the New Jersey Department of the Treasury as a person or entity engaging in investment activities in Iran. **Failure to submit such Certification will result in the disqualification of the bid and rejection of the Proposal.**

3.0 **FEE/LEGAL SERVICES MANAGEMENT GUIDELINES**

The Firm must submit with its Proposal, a Legal Services Fee Statement, in the form attached as Attachment D to this RFP, indicating that the Firm will provide legal services at a blended hourly rate in the amount of \$200 per hour for attorney services and an hourly rate of \$90 per hour for paralegal services. During the term of engagement (as described in the Introduction to this RFP), the Firm will follow the NJSDA Legal Services Management Guidelines set forth in Attachment E to this RFP.

For task order assignments in the legal specialty area of Professional Errors and Omissions and Cost Recovery, depending on the matter assigned and in the discretion of the NJSDA, a selected Firm may be compensated based on the blended hourly rates set forth in this RFP and Attachment D, through a negotiated contingent fee arrangement with the NJSDA based on an actual recovery of funds, by a combination of hourly rates and contingent fee, or other alternatives to hourly fees appropriate under the circumstances of the specific task order assignment.

4.0 **SELECTION PROCEDURES**

Each Proposal will be reviewed to determine responsiveness. If the Firm has requested to be considered for more than one legal specialty area, the Firm will be evaluated separately with respect to each specialty. Non-responsive Proposals will be rejected without evaluation. Responsive Proposals will be evaluated by a Selection Committee (“Committee”) established for this purpose. The Selection Committee will consist of no fewer than three (3) NJSDA staff members. Evaluations of the Proposals will be made based upon the information provided by the Firm in response to this RFP, and any necessary verification thereof.

The members of the Selection Committee will evaluate each responsive Proposal, and may confer with each other regarding the content of the submissions before scoring, but each Selection Committee member will independently score each responsive Proposal for each legal specialty area the Firm seeks to be considered in accordance with the following evaluation criteria:

- Understanding of the Purposes of this Engagement
- Firm Experience – Case Studies
- Experience of Key Team Members
- Approach to Providing the Required Scope of Services

Each Selection Committee Member will evaluate each Proposal, assigning a raw score for each criterion on a scale of 0 to 10 as follows:

- Outstanding (9–10): depth and quality of response offers significant advantages.
- Superior (7-8): exceeds RFP requirements with no deficiencies.
- Sufficient (5-6): meets RFP requirements with no significant deficiencies.
- Minimal (3-4): meets RFP requirements but contains some significant deficiencies.
- Marginal (1-2): comprehends intent of RFP but contains many significant deficiencies.
- Unsatisfactory (0): requirements not addressed and lack of detail precludes adequate evaluation.

Weighting factors will then be applied to each of the Selection Committee Member’s raw scores for each criterion to arrive at a total weighted score as follows:

Evaluation Criteria	Weighting Factors (Applied to Raw Score)	Maximum Weighted Points
Understanding of the Purposes of this Engagement	0.5	5
Firm Experience – Case Studies	3.5	35
Experience of Key Team Members	3.5	35
Approach to Providing the Required Scope of Services	2.5	25
Total Possible Points:		100

Each Firm should take care to insure that its Proposal fully addresses each of the evaluation criteria. Failure to do so can be expected to impact a Firm’s Proposal Score.

The scores of the Selection Committee members will be aggregated to obtain a Proposal Score for each Firm. A Firm will receive a Proposal Score based on the above-described evaluation criteria in each legal specialty area in which it has requested to be considered.

All firms will be invited to be interviewed by the Selection Committee. At interview, the Selection Committee will evaluate the Firms in each of the legal specialty areas based upon Evaluation Criteria and Weighting Factors that are the same as those used in the evaluation of the Proposals, as detailed above. The members of the Selection Committee may confer with each other regarding the content of the interviews before scoring, but each Selection Committee member will independently score each Firm for each legal specialty area the Firm seeks to be considered. The scores of the Selection Committee members will be aggregated to obtain an Interview Score.

The Proposal Score and the Interview Score assigned each Firm will be added together to obtain the Firm's Final Combined Score. For each legal specialty area, as discussed above, the Firms with the three (3) or six (6) highest Final Combined Scores will be awarded the engagement. In the event of a tie in Final Combined Scores for the final (third or sixth) Firm to be selected, all Firms with the tie Final Combined Scores will be awarded the engagement.

5.0 PRE-AWARD REQUIREMENTS (INFORMATIONAL ONLY – DO NOT INCLUDE WITH RFP SUBMISSION)

After determination of the selected Firms, the SDA will request the following information prior to the award of the contract:

5.1 Subconsultant Business Registration Certification

Proof of valid business registration with the Division of Revenue of the New Jersey Department of the Treasury (the "Division of Revenue") for all subconsultants must be provided to the Authority.

5.2 Political Contributions

P.L. 2005, c. 51 amended and supplemented N.J.S.A. 19:44A-20.1 *et seq.*, and superseded Executive Order 134 (2004), addresses the effect of political contributions on State contracting. Accordingly, a selected Firm will be required to respond in a timely fashion to certification and disclosure requirements that will be stated in the Notice of Award issued by the NJSDA. Additionally, a selected Firm will be required to comply with Executive Order No. 117, which is designed to enhance New Jersey's efforts to protect the integrity of government contractual decisions and increase the public's confidence in government. The Executive Order builds on the provisions of P.L. 2005, c. 51 ("Chapter 51"), which limits contributions to certain political candidates and committees by for-profit business entities that are, or seek to become, State government vendors.

5.2.1 Requirements for Selected Firm. The Firm shall receive a Notice of Award that will, among other things, notify the Firm that it must submit a Certification and Disclosure of Political Contributions form and Business Entity Disclosure form as provided by the Authority. Failure to submit these forms in a timely fashion shall be cause for rejection of the Firm.

5.2.2 Firm's Continuing Obligation to Comply with P.L. 2005, c. 51. The Firm shall be required on a continuing basis to disclose and report to NJSDA, on forms provided by the Authority, any contributions made during the contract term by the Business Entity, at the time it makes the contribution.

5.2.3 Political Contributions Disclosure. Firms are advised of their responsibility to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (“ELEC”), pursuant to N.J.S.A. 19:44A-20.18 and 20.19 (P.L. 2005, c. 271, section 3), in the event they receive contracts in excess of \$50,000 from a public entity in a calendar year. It is a Firm’s responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financial penalties by ELEC. Additional information about this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

5.3 Outsourced Services Special Provisions

Under P.L. 2005, c. 92 (formerly Executive Order No. 129 (2004)), the NJSDA will not award a contract to a bidder that submits a bid proposal to perform services, or to subcontract with a firm to perform services, outside the United States, unless certain conditions are met. If, during the term of the contract, the Firm or subcontracted firm, who had on contract award declared that services would be performed in the United States, proceeds to shift the performance of the services outside of the United States, the Firm shall be deemed in breach of the Agreement, unless the NJSDA Procurement Director first determined in writing that extraordinary circumstances require a shift of services or that a failure to shift the services would result in economic hardship to the NJSDA or the State.

5.4 Anti-Discrimination Requirements

Firms shall not discriminate in employment and shall abide by all anti-discrimination laws including those contained within N.J.S.A. 10:5-1 *et seq.* and all rules and regulations issued there under, including N.J.A.C. 17:27-1.1 *et seq.* **Accordingly, in a Notice of Award, a Firm shall be required to submit to the NJSDA, with its executed Agreement, one of the following three documents:**

- 5.4.1 Appropriate evidence that the Firm is operating under an existing Federally approved or sanctioned affirmative action program;
- 5.4.2 A certificate of employee information report approval issued in accordance with N.J.A.C. 17:27-4.2; or
- 5.4.3 An initial employee information report (Form AA302*) provided by the Affirmative Action Office and completed by the contractor in accordance with N.J.A.C. 17:27-4.2.

***The original of the submitted document shall be provided to the New Jersey Department of Treasury.** Please see following link for details.

http://www.state.nj.us/treasury/contract_compliance/pdf/aa302ins.pdf

5.5 Insurance and Indemnification

A successful Firm shall be required to provide evidence of the insurance coverages referenced below at the time of execution of the Agreement.

- 5.5.1 Professional Liability Coverage. The Firm shall maintain Professional Liability (Malpractice or Errors and Omissions) Insurance coverage throughout the term of its engagement and continuing for two (2) years after the term of the engagement.

Limits shall be a minimum of \$1 million for each claim and \$1 million in the aggregate each policy period. Written evidence of such coverage must be provided to the NJSDA prior to the issuance of a Notice to Proceed, and thereafter, immediately upon request by the NJSDA. Failure to submit satisfactory evidence of Professional Liability coverage in a timely fashion shall be cause for rejection of the Firm and for termination of the Firm's engagement. The Firm warrants that they will also notify the NJSDA in writing of any reduction in the aggregate coverage within thirty (30) days.

5.5.2 Commercial General Liability Insurance; Worker's Compensation Insurance; Business Automobile Liability Insurance. Throughout the term of its engagement and continuing for two (2) years after the term of the engagement, the Firm shall carry adequate Commercial General Liability, Worker's Compensation and Business Automobile Liability Insurance. The Firm shall provide proof of the enumerated insurance promptly upon request by the NJSDA.

5.6 Additional Information

The NJSDA may request additional information as required under the Agreement, or pursuant to applicable policies, procedures or law.

ATTACHMENT A

SCOPE OF SERVICES

The Firm will be asked to provide legal advice, consultative services, and, when required, formal representation of the NJSDA, in one or more of the following specialty areas:

(1) Insurance Coverage and Suretyship (including but not limited to first party claims, bad faith claims, third party claims, bid bonds, payment bonds and performance bonds);

(2) Bankruptcy and Insolvency Proceedings (including but not limited to motions for relief from stay);

(3) Environmental Law (including interpretation and compliance with Federal, State and Local laws, defending against claims asserted by others and assertion of affirmative claims);

(4) Employment Law (including legal guidance and representation in Federal and State proceedings);

(5) Government Contracting, Bid Protests and Procurement (including interpretation and compliance with Federal, State and Local laws; interpretation and drafting of documents; procurement matters and bid protests and related appeals);

(6) Professional Errors and Omissions and Cost Recovery (including affirmative claims against design professionals, construction management firms and other entities and construction defect claims against contractors);

(7) Construction Litigation (including but not limited to construction delay claims, disputes over contractual compensation, construction defect claims, water intrusion and contract termination); and

(8) Real Estate Law (including legal guidance and representation on transactions, acquisitions, condemnations, sales and other real property transfers or dispositions).

Firms may be selected to provide legal services in any one or a combination of the specialty areas, but will not be penalized in the selection process if they do not specialize in each of the specialty areas.

ATTACHMENT B

MORAL INTEGRITY QUESTIONNAIRE

{See attached file}

ATTACHMENT C

DISCLOSURE OF INVESTMENT ACTIVITIES IN IRAN FORM

{See attached file}

ATTACHMENT D

LEGAL SERVICES

FEE PROPOSAL STATEMENT

Contract No. GP-0225-R01

The below-named Firm will provide legal services at a blended rate of \$200 per hour for attorney services and \$90 per hour for paralegal services.

For task order assignments in the legal specialty area of Professional Errors and Omissions and Cost Recovery, depending on the matter assigned and in the discretion of the NJSDA, the Firm may be compensated based on the blended hourly rates set forth in this RFP and Attachment D, through a negotiated contingent fee arrangement with the NJSDA based on an actual recovery of funds, by a combination of hourly rates and contingent fee, or other alternatives to hourly fees appropriate under the circumstances of the specific task order assignment.

I am duly authorized to sign this Fee Proposal Statement on behalf of the below-named Firm:

Firm: _____

Signature: _____

Print Name: _____

Title: _____

Date: _____

ATTACHMENT E

NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY LEGAL SERVICES MANAGEMENT GUIDELINES

The New Jersey School Development Authority (the “NJSDA”) expects to work with your Firm to achieve the best result for the NJSDA and the State of New Jersey. Legal services should be completed in an efficient and economical manner consistent with your ethical obligations and in conformity with the guidelines hereinafter set forth.

ATTORNEY/ STAFFING ASSIGNMENTS

Your Firm should designate an engagement partner to coordinate the assignment of matters with respect to which your firm will represent the NJSDA. One lead attorney should be assigned to each matter. Specific duties of the lead attorney with respect to an assigned matter shall include, but not be limited to: attendance at meetings, hearings, real estate closings, court appearances, settlement negotiations, depositions, and participation in conference calls. The NJSDA will pay for only one attorney in attendance. Any changes to the case staffing must also be discussed with the Division of Chief Counsel at the NJSDA prior to the firm undertaking those changes.

The NJSDA recognizes the value of paralegal services when used appropriately to perform work in a file. Where practical, a paralegal should be assigned to work with the lead attorney on an NJSDA matter. Tasks generally accepted as approved paralegal tasks will be paid at paralegal rates. These tasks include, but are not limited to:

- (1) In connection with litigation matters: preparation of Subpoenas, preparation of routine discovery and pleadings, summaries of deposition transcripts, routine correspondence and contact with the Division of Chief Counsel at the NJSDA; and
- (2) In connection with real estate matters: correspondence and communications pertaining to clearing title issues; preparation of closing documents, preparation of HUD-1 settlement sheets, preparation of closing binders, post closing follow up pertaining to release of escrowed funds.

GENERAL BUDGET MANAGEMENT GUIDELINES

- The NJSDA will not pay attorney rates for tasks generally recognized as paralegal tasks. NJSDA will not pay for either attorney or paralegal time spent on services which are clerical in nature, such as scheduling conferences, file organization or Bates stamping, or where there is no significant value added to the case.
- The NJSDA will not maintain a retainer balance.

- Travel time will be billed at ½ the hourly rate. Allowable travel expenses are (1) tolls; (2) mileage; and (3) parking. Mileage will be paid at the rate in effect for NJSDA employees as of the date of the travel, which is currently \$0.31 per mile. Parking and tolls will be reimbursed only upon submission of original paid receipts.
- The NJSDA will not pay for interoffice conferences.
- Since assignments are made to firms which have been selected for their expertise in particular areas of law, the NJSDA will not pay for research which is routine in nature. Legal research in excess of 2 hours should not be embarked upon without prior authorization from Division of Chief Counsel of the NJSDA. The NJSDA will not pay for redundant research. The NJSDA will not pay for drafting of extensive research memoranda, without prior approval.
- NJSDA will not pay for time or expenses related to correcting inefficiencies or poor performance. Appropriate adjustments will be made to invoices submitted containing line items for such work.
- Email is the preferred method of exchanging information. The NJSDA will not pay for other methods of delivery when email is available and sufficient.
- The necessity for use of overnight courier, messenger or comparable services should be discussed with NJSDA's Division of Chief Counsel and approved prior to incurring charges for such services, except in emergency situations.
- Standardized NJSDA forms and standardized letters of transmittal shall be utilized whenever appropriate to minimize amounts billed for routine correspondence.

Specific Budget Guidelines. Budgets are necessary in every matter assigned as a means of documenting legal expenses that are likely to be incurred with reasonable accuracy. Budgets should be submitted within 5 business days following an initial meeting with NJSDA staff to discuss the details of the matter.

For litigation matters, each budget/budget update should address:

- Legal tasks that counsel will initiate;
- Legal tasks that opponents are anticipated to initiate;
- Legal tasks that the court or others are anticipated to initiate;
- Legal tasks relating to case management, reporting and communications;
- Anticipated expenses, itemized based on typical fees based on prior experience; and,
- Total projection of legal fees and expenses based on anticipated tasks and calculated on an estimate of hours per task at the contract rate.

For real estate /non-litigation matters each budget/budget update should address:

- Tasks to be performed;
- Documents to be drafted; and
- Total projection of legal fees and expenses based on anticipated tasks and estimated hours per assigned staff at the contract rate.

NOTE: Substantial variances from the budget (whether because of new tasks or additional time needed on previously identified tasks) should be discussed before services are rendered.

Unless otherwise directed by the Division of Chief Counsel, no work should proceed on an assigned matter prior to NJSDA approval of the submitted budget.

Overhead and Non-billable items:

NJSDA considers the following items to be overhead costs, included in the Firm's hourly rate, or otherwise non-billable:

- Charges for computerized legal research services such as Westlaw or Lexis;
- Charges for opening or closing files;
- Charges for preparation of required budget submission for anticipated legal services or for the preparation or collection of bills or invoices and/or charges for resolving invoice related issues;
- Word processing, clerical or secretarial charges;
- Storage charges for open or closed files, and for standard office supplies or equipment;
- Local telephone charges, facsimile charges of any kind, postage (other than certified mail fees or overnight delivery charges); transmission of email;
- Photocopy/printing charges for printing email transmissions received; and,
- Profit or mark-up on any expenses.

CASE MANAGEMENT COMMUNICATION GUIDELINES

The firm should search for conflicts or potential conflicts immediately after being contacted to represent the NJSDA in a matter. Any conflict or potential conflict must be discussed with an attorney from the NJSDA's Division of Chief Counsel before accepting a task assignment or as soon as the conflict or potential conflict is identified.

The firm should have, within 14 days after accepting a task assignment, a detailed planning conversation with appropriate NJSDA personnel wherein the critical issues that must be resolved and overall case management issues are discussed. A preliminary budget should be submitted to the NJSDA within 5 days after the planning discussion takes place. Status updates should be made every 30 days thereafter.

The firm will need to obtain authorization for the following: commencement of litigation, filing of responsive pleadings, filing of all motions and discovery, retention of third parties such as experts or investigators and scheduling of depositions.

All interrogatories, request for production of documents, requests for admissions and/or other discovery received from other parties will be sent directly to the Division of Chief Counsel at the NJSDA within 48 hours of receipt of discovery documents.

Additionally, the following items should be sent to the Division of Chief Counsel:

- In connection with eminent domain proceedings:
 - Filed condemnation pleadings: Complaint, Declaration of Taking; Order to Show Cause, Order for Deposit into Court;
 - Recorded documents: Notice of Lis Pendens, Recorded Declaration of Taking;
 - Final Order for Judgment as to Condemnation and Appointing Commissioners;
 - Final Order as to Just Compensation; and
 - Notification of Condemnee's appeal of Commissioners Report.

- In connection with non-eminent domain litigation:
 - The Answer, any Amended Complaints, and any third-party pleadings;
 - Copies of substantive pleadings or motions;
 - Responses to interrogatories;
 - All settlement overtures, whether written or oral;
 - Releases, dismissals or final judgments and all orders of the court; and,
 - All discovery responses that will require certification by NJSDA personnel, with sufficient time to review those responses.

Expert witnesses, including medical witnesses, should not be engaged without prior consultation with the Division of Chief Counsel at the NJSDA.

Whenever you represent the NJSDA in a matter in which your firm is required to give a legal opinion to the NJSDA, that opinion letter must be reviewed and approved by the Division of Chief Counsel at the NJSDA. You should forward a draft of any opinion letter to Chief Counsel of the NJSDA in advance of issuance to permit review of the opinion.

The firm must provide a written pre-trial report to the Division of Chief Counsel at the NJSDA. The report should be submitted at the close of discovery, within 10 business days after the case is set for trial, but not more than 120 days to the scheduled trial date, whichever occurs first.

Settlement authority rests solely in the NJSDA. Requests for settlement authority must be made on a timely basis, preferably no less than 30 days prior to settlement discussion. Such requests should never be made on the "eve of trial" or the day before a settlement

conference. Settlement demands shall be communicated to the Division of Chief Counsel at the NJSDA as soon as they are received, with a settlement recommendation to follow as soon as possible. The firm must notify the Division of Chief Counsel at the NJSDA of all settlement conferences, mediations, arbitration hearings, or trial dates as soon as dates are set, and must advise of any subsequent changes. The results of hearings, arbitrations or other substantive court appearances must be communicated to the Division of Chief Counsel at the NJSDA within one business day. During trial, counsel must communicate with the Division of Chief Counsel at least once a day.

The NJSDA handles all contact with the media on NJSDA matters. All media inquiries should be referred to the Division of Chief Counsel at the NJSDA.

BILLING GUIDELINES

With respect to specific billing requirements:

- Bills should be submitted monthly;
- For litigation matters, each bill should have a distinct invoice number and should reflect the Docket Number;
- Each bill should include a reference to the relevant NJSDA contract number and project number;
- All charges for services by attorneys and paralegals must be itemized based upon their actual time in one-tenth (.10) hour increments;
- Separate bills should be presented for each NJSDA matter assigned, identifying the business contact person or assigned in-house lawyer as the primary contact person;
- Bills should reflect a description of specific tasks and identify the lawyer or paralegal working on each task;
- Time should be chronologically listed (unless a different format has been specifically requested);
- Bills should set forth both the current invoiced amount and the total billed to date amount;
- Fees and disbursements should be subtotaled separately; and
- Prior unpaid balances should not be added to a later invoice.

Eligible Disbursements:

- The NJSDA will reimburse for actual long distance charges directly related to the file. The invoice must indicate the date of the telephone call, the telephone number and the total cost.
- Travel time should only be billed to the extent the attorney is working on NJSDA matters during travel. Travel should be approved in advance and alternatives to travel should be used when possible.
- Photocopying may be billed at the maximum of 10 cents per page.
- Expenses for Experts may be billed as a disbursement, provided such arrangement is approved in advance by the NJSDA's Division of Chief Counsel.

Causes for Rejection:

- Billing for time spent when a firm transfers a project to another lawyer or paralegal in the firm will be rejected.
- Significant time involved in educating associates or paralegals will be rejected.
- More than one attorney attending meetings, hearings or drafting documents will be rejected without prior authorization from the NJSDA.
- Time spent on bill preparation will be rejected.
- Block billing and overly generalized and vague billing entries.