

Connecticut Port Authority

Request for Proposal

For

Legal Counsel

RFP Number 16CPA002PS

Key Dates:

Questions Due: Wednesday October 5, 2016

RFP Submission Deadline: Wednesday, October 19, 2016

**REQUEST FOR PROPOSALS
Legal Counsel**

I. PURPOSE

The Connecticut Port Authority (hereinafter “Authority”) is soliciting proposals for legal counsel to the Authority in drafting, reviewing and/or advising the Authority in management of its bylaws, procedures, contracts and leases, as well as reviewing, drafting and/or negotiating documentation necessary to carry out the Authority’s business functions.

II. SCOPE OF SERVICES AND/OR ITEMS REQUIRED

- A. The Connecticut Port Authority is seeking a qualified proposer to provide appropriate legal counsel to the Authority. The services to be performed will include, but will not be limited to the following, collectively referred to as “Services:”
1. Provision of legal advice to the Authority created by Conn. Gen. Stat. Ch. 264a in the development of bylaws, procedures, contracts and other required legal duties;
 2. Legal advice and guidance on compliance with applicable state and federal law in the operation of the Authority;
 3. Review of personnel policies and/or an employee handbook encompassing the hiring, dismissing, promoting and compensating of employees, an affirmative action policy and general work and employment rules;
 4. Review of inter-agency agreements as required, including with federal, state, and municipal agencies;
 5. Review and possible drafting of contracts and leases for use by the Authority for the carrying out of Authority business;
 6. Experience and ability to handle financings that may come in the future, such a lease and revenue bond financings;
 7. Assistance in managing any mediation, with the approval of the Authority, with any and/or all parties necessary to carry out the Services;
 8. As requested, making appearances and filings in matters as determined to be necessary and/or appropriate in consultation with the Authority;
 9. Providing paralegal and clerical support in the above functions; and
 10. Performing all tasks in coordination with the Authority.
- B. Provide the following
1. Vendor company information
 - Firm’s background and history in performing similar tasks
 - Overview of services and capabilities
 - Names of those that would be working with the Authority
 - Contact information

2. Qualifications and Capacity
See Pages 9-10
3. Proposed budget
Hourly fee
Proposed alternative fee
4. Completed Forms
OPM Ethics Form 1 – Gift and Campaign Contribution Certification, available at:
<http://www.ct.gov/opm/lib/opm/OPMForm1GiftandCampaignContributionCertificationRev052615.pdf>
Agency Vendor Form (SP-26NB) and W-9 Form, available at:
[http://das.ct.gov/Purchase/Info/Vendor_Profile_Form_\(SP-26NB\).pdf](http://das.ct.gov/Purchase/Info/Vendor_Profile_Form_(SP-26NB).pdf)
CHRO Employment Information Form, available at:
<http://www.ct.gov/chro/lib/chro/pdf/notificationtobidders.pdf>
OPM Ethics Form 5 – Consulting Agreement Affidavit, available at:
http://www.ct.gov/opm/lib/opm/OPM_Form_5_Consulting_Agreement_Affidavit_3-28-14.pdf
Selected firms must also submit an updated Form 5 together with their delivery of the executed Contract, which Form 5 must be dated contemporaneously with the date that the firm executes the Contract

The appropriate **Nondiscrimination Certification** from those available at:
http://www.ct.gov/opm/cwp/view.asp?a=2982&q=390928&opmNav_GID=1806
5. Vendor References
Supply references from three of your clients who have had contracted with you for similar projects.

III. CONTRACT PERIOD

The Authority anticipates that the successful proposer will commence work on or about December 1, 2016 and will be contracted to work for three years.

IV. CONTRACTOR QUALIFICATIONS

The law firm should have extensive knowledge of Connecticut quasi-public entities (or other reasonably comparable experience) and familiarity with operations of a port facility and associated laws.

V. SUBMISSION DEADLINE

The due date for proposals is 4:00 P.M. EST October 19, 2016. Proposals must be received in the required packaging with appropriate labeling at the Department of Economic and Community Development, 505 Hudson Street, Hartford, CT 06106 (ATTN: Joe Salvatore-RFP). Late submissions will not be accepted.

No additions or changes to the original proposal will be allowed after submittal. While changes are not permitted, clarification of proposals may be required by the State at the proposer's sole cost and expense.

VI. RFP PROCEDURES

- A. *Official State Contact.*** The State contact person for the purpose of this RFP is:
- Joe Salvatore
Connecticut Port Authority
c/o Department of Economic and Community Development
505 Hudson Street, 3rd Floor
Hartford, Connecticut 06106
Email: joseph.salvatore@ct.gov
- B. *All communications with the State.*** Regarding this RFP must be directed in writing to the Official State Contact via email or regular mail.
- C. *Proposer Information.*** The proposal must contain the official name, address and phone number of the proposer, the principal contact person for the proposal, and the name and signature of the person (or persons) authorized to execute contracts.
- D. *Communications Notice.*** All communications with the State or any person representing the State concerning this RFP are strictly prohibited, except as permitted by this RFP. Any violation of this prohibition by proposers or their representatives will result in disqualification.
- E. *Inquiry Procedures.*** All questions regarding this RFP and submission requirements must be directed, in writing, to the Official State Contact by 4:00 P.M. EST October 5, 2016. Proposers are required to limit their contact regarding this RFP to the person(s) named herein. Written responses to all questions received will be posted to the DAS State Contracting Portal, <http://DAS.CT.gov>
- F. *Revisions to the RFP.*** Only written modifications to this RFP issued in the form of one or more addenda will be considered to be alterations to this RFP. Oral comments are not binding. An Addendum may be issued by DECD for any revisions, modifications, clarifications or alterations to the RFP.
- G. *Packaging and Labeling Requirements.*** All proposals must be submitted in sealed envelopes or packages. All proposals must be addressed to Joe Salvatore, Connecticut Port Authority, c/o Department of Economic and Community Development, 505 Hudson Street, 3rd Floor, Hartford, CT 06106. The name and address of the proposer must appear in the upper left hand corner of the envelope or package. An original (clearly identified as such) and four (4) copies of the proposal must be submitted. The proposal must be signed

by the proposer. Unsigned proposals will be rejected. Proposals transmitted by facsimile will not be accepted or reviewed.

- H. *Proposals Due.* An original and four (4) copies, as well as an editable electronic version of proposal in software compatible with Microsoft Word 2003 must be received no later than 4:00 P.M. EST, October 19, 2016.
- I. *Minimum Submission Requirements.* At a minimum, proposals must: (1) be submitted before the deadline; (2) satisfy the packaging and labeling requirements; (3) follow the required format; (4) be complete; (5) include all required forms; and (6) be duly executed. The state, at its sole discretion, may disqualify any proposal that fails to meet the minimum submission requirements.
- J. *Selection Committee.* A Selection Committee comprised of Authority Board Members or other designees as deemed appropriate will evaluate qualified proposals submitted in response to this RFP and recommend finalists for consideration. The Selection Committee shall evaluate all proposals that meet the Minimum Submission Requirements. Proposals not meeting the minimum submission requirements will not be reviewed.
- K. *Timeline.* The following timeline, up to and including the deadline for submitting proposals, shall be changed only by an amendment to this RFP. Dates after the submittal deadline are target dates only.

- 9:00 A.M. EST September 21, 2016 RFP Released
- 4:00 P.M. EST October 5, 2016 Deadline for Questions
- 4:00 P.M. EST October 19, 2016 Proposals Due

VII. EVALUATION CRITERIA

All proposals will be evaluated using the following criteria:

1. Experience and Capacity
2. Budget – The cost of performing the proposed scope of work (fee proposal), including proposed hourly rates by individual attorney or position (e.g., partner, associate, etc.). Proposed alternative fee arrangements, such as, but not limited to, blended rates or fixed fees are encouraged.

Proposals submitted in response to this RFP will be evaluated based the quality and the reasonableness of the responses for each item above. Among substantially equally qualified proposers, rates and efficiency will weigh heavy in making a selection.

VIII. EVALUATION PROCESS

A screening committee consisting of one or more Authority Board Members will review all proposals in conjunction with the Connecticut Department of Economic and Community Development. If at least three qualified proposals are received, the screening committee will

evaluate the proposals based on the weighted award criteria described above and shall decide which respondent(s) the Authority Board will seek to negotiate and ultimately contract with, if any.

IX. ERRORS

If a respondent discovers an error after submitting its response, but prior to the response submission deadline, the respondent may request that the response be withdrawn. This request must be submitted in writing and signed by an officer or authorized representative of the firm. If the request is approved, the respondent may submit a revised response as long as it is received prior to the response submission deadline.

No alterations or corrections to the responses are permitted after the responses are opened. If an error is discovered after the response opening but before contract award, the respondent may request that its response be withdrawn. An officer or authorized representative of the firm must submit this request in writing. The decision to permit withdrawal of the response will be at the discretion of the Chairman.

X. SUBCONTRACTING OR ASSIGNMENT

In the event a respondent proposes to subcontract for some or all of the services to be performed under the terms of the contract award, it shall state so in its proposal and attach for approval a list of said subcontractors and an itemization of the products and/or services to be supplied by them. Nothing contained in the specifications shall be construed as creating any contractual relationship between any such subcontractor and the Authority.

Except as expressly proposed by a respondent in its proposal, the agreement to be entered into between the respondent selected under this RFP, if any, and the Authority, may not be subcontracted or assigned by the respondent, in whole or in part, without the prior written consent of the Authority. Such consent, if granted, shall not relieve the respondent its responsibilities under the contract, except as otherwise expressly provided therein.

XI. CONDITIONS

Any prospective Administrator must be willing to adhere to the following conditions and must positively certify to adhere to them in its proposal:

1. **Acceptances or Rejection by the Authority.** The Authority reserves the right to accept or reject any or all proposals submitted for consideration under this RFP.
2. **Conformance with Statutes.** Any contract awarded as a result of this RFP must be in full conformance with statutory requirements of the State of Connecticut and the Federal Government.
3. **Ownership of Proposals.** All materials are considered public information with the exception of personal and financial information. Following the execution of one or more contracts in connection with this RFP, proposals will be available for review upon request. All proposals in response to this RFP will be the sole property of the State and subject to the provisions of Connecticut's Freedom of Information Act, CGS §1-200 et seq.
4. **Ownership of Subsequent Products.** Any product, whether acceptable or unacceptable, developed under a contract awarded as a result of this RFP will be sole property of the State unless stated otherwise in the contract.

5. **Timing and Sequence.** Timing and sequence of events resulting from this RFP will ultimately be determined by the Authority.
6. **Stability of Proposed Prices.** Any price offerings must be valid for a period of 90 days from the due date of the proposals.
7. **Oral Agreements.** No contract, unless it shall be in writing, executed by an authorized representative of the Authority following the obtaining of all necessary approvals and in accordance with all applicable law, shall be binding on the Authority. No oral agreement or arrangement made with the Authority or any Authority member shall be binding on the Authority.
8. **Amending or Canceling Requests.** The Authority reserves the right to amend or cancel this RFP.
9. **Rejection for Default or Misrepresentation.** The Authority reserves the right to reject any proposal if any proposed subcontractor is in the default of any prior contract with the state or for any misrepresentation.
10. **State's Clerical Errors in Awards.** The Authority reserves the right to correct inaccurate awards resulting from its clerical errors.
11. **Rejection of Qualified Proposals.** Proposals are subject to rejection in whole or in part if they limit or modify any of the terms, conditions and/or specifications of this RFP.
12. **Presentation of Supporting Evidence.** Any respondent, if requested, must be prepared to present evidence of experience, ability, service capacity, and financial standing.
13. **Changes to Proposal.** Except as otherwise permitted by the Authority, no additions or changes to a proposal will be allowed after submittal.
14. **Collusion.** By responding, the respondent implicitly states that its proposal is not made in connection with any competing respondent submitting a separate response to this RFP, and is in all respects fair and without collusion or fraud. It is further implied that the respondent did not participate in the RFP development process, had no knowledge of the specific contents of the RFP prior to its issuance, and that no member of the Authority participated directly or indirectly in the respondent's proposal preparation.
15. **EEO-4 Form.** The proposal shall include a copy of the company's latest EEO-4 report as well as a copy the respondent's equal employment policy statement.

XII. CONFLICT OF DOCUMENTS

Should any of the terms of any documents connected to the offer, acceptance, supply of goods, performance of services, and/or any verbal representations be in conflict with this RFP, the terms of the RFP shall supersede all other documents and/or verbal representations. The only exception would be if the Authority amends this RFP.

XIII. SEVERABILITY

The invalidity of any portion of this RFP will not and shall not be deemed to affect the validity of any other provision. In the event that any provision of this RFP is held to be invalid, the parties agree that the remaining provisions shall be deemed to be in full force and effect as if they had been executed by both parties subsequent to the expungement of the invalid provision.

XIV. RIGHTS RESERVED BY THE AUTHORITY

The Authority reserves the right to modify or waive any requirement, condition or other term set forth in this RFP, to request additional information at any time from one or more respondents, to

select any number of proposals submitted in response to the RFP or to reject any or all such proposals.

XV. NOTIFICATION OF AWARD

The selected respondent(s), if any, will receive a Notice of Award. The Notice may contain certain contingency requirements that must be satisfied within a designated time frame. Failure to comply with all provisions of the Notice of Award will disqualify that respondent and the award may be directed to another respondent.

XVI. PRICE AND PAYMENT

Unless otherwise noted, all salaries and other budgetary information quoted shall be firm through execution of a contract and shall not be subject to increase during the period of such contract, unless agreed upon by both parties in writing. The Chairman of the Authority must be notified in writing of any price reduction within five (5) business days of the effective date.

1. RESPONDENT INFORMATION

Name: _____

Address: _____

Contact Person: _____

Title: _____

Telephone Number: _____ Fax Number: _____

E-Mail Address: _____ Website Address: _____

FEIN No: _____ State Sales Tax No: _____

If you are using a **THIRD PARTY** to write this proposal, please provide the following:

Consultant/Company Name: _____

Address: _____

Phone Number: _____ Fax Number: _____

E-Mail Address: _____ Website Address: _____

2. REFERENCES

- 2.1. Please supply references from three of your clients who have contracted with you for similar projects (see Section II Scope of Services, Item B). **Attach as Exhibit 2.1.**

3. QUALIFICATIONS AND CAPACITY

- 3.1. Name the primary individuals who would work with the Authority, and explain their experience, relevant background and anticipated duties. Include brief resumes for each. **Attach as Exhibit 3.1.**
- 3.2. Please identify relevant past experience of your organization that demonstrates its fitness to perform the proposed scope of work, including:
- (1) Depth and quality of experience in representation of Connecticut quasi-public entities or other reasonably comparable experiences;
 - (2) Depth and familiarity with provisions of Connecticut General Statutes Chapters 263 and 264a;
 - (3) Familiarity with the Connecticut Pilot Commission, pursuant to Connecticut General Statutes Chapter 263 Harbors and Rivers, Navigable Waters-Marine Pilots, section 15-13 a-c, and section 15-15. **Attach all as Exhibit 3.2.**
- 3.3. Please disclose any past or present assignments, relationships or other employment that your firm or any employee of your firm has or has had that may create a conflict of interest or the appearance of a conflict of interest in serving as counsel for the Authority in this matter. **Attach as Exhibit 3.3.**
- 3.4. Please discuss any pending complaints or investigations, or any made or concluded within the past five years, to or by any regulatory body or court regarding the conduct of your firm or its predecessors, or any of its present or former members, employees and associates. **Attach as Exhibit 3.4**

3.5. Is the respondent, any principal or any affiliate of the respondent is a defendant of the respondent in any litigation? YES NO

If yes, indicate the nature and status of the litigation. **Attach as Exhibit 3.5.**

4. PROPOSED BUDGET

4.1 Attach a detailed and specific fee schedule by level of attorney using the budget document in Appendix A. You must include a fee proposal with specific hourly rates for each category of person who will work on the assignment (excluding clerical staff, whose time may not be billed). You might also choose to include a proposed alternative fee arrangement, such as, but not limited to, blended rates or fixed fees. **Attach as Appendix A, Exhibit 4.1.**

6. RESPONDENT CERTIFICATION

It is hereby represented by the respondent (undersigned) as an inducement to DECD to consider the proposal, that to the best of my knowledge and belief, no information or data contained in the proposal or in the attachments are in any way false or incorrect, and that no material information has been omitted, including the financial statements. The respondent (undersigned) agrees that banks, credit agencies, the Connecticut Department of Labor, the Connecticut Department of Revenue Services, and other references are hereby authorized now, or any time in the future, to give DECD of any and all information in connection with matters referred to in this proposal.

Certifying Representative:

1. Type Name and Title: _____

2. Signature: _____

3. Date: _____

Appendix A, Exhibit 4.1

Fee Schedule

Provide the hourly rate for individuals based on the level of experience:

Experience Level of Attorney	Hourly Rate
Junior Associate (0-4 years)	
Senior Associate (4+ years)	
Counsel (8+ years)	
Junior Partner (8+ years)	
Senior Partner (20+ years)	

Alternative fee arrangements:

Proposed alternative fee arrangements, such as, but not limited to blended rates or fixed fees are encouraged. If you choose to provide an alternative fee arrangement, please describe in the box below: (if more space is needed, please attach another sheet and label Appendix A, Exhibit 4.1)

Name of Firm

Signature

Title

Date