



Eco-Rapid Transit

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Ex-Officio

Rene Bobadilla
City Manager Representative

Request for Proposals (RFP)

Legal Services

August 28, 2013

Eco-Rapid Transit also known formally as the Orangeline Development Authority is requesting proposals from interested law firms to provide legal services in support of the on-going activities of a Joint Powers Authority (JPA).

Primary work shall include (but not be limited to):

1. Review and advise on a broad number of issues related to the planning, funding, constructing and/or operation of an urban rail transit system.
2. Review of agreements and contracts.
3. Provide advice and/or representation related to current and/or pending litigation, legislation (local, state, federal) and the administrative management of the JPA.
4. Advice to the Eco-Rapid Transit Board of Directors and the Executive Director in the selection of specialized legal representation related to infrastructure contracting, real estate law and financing, specific work with the Federal Transportation Administration (FTA) and with issue related to state and federal legislation.
5. Provide oversight and management of any/all specialized legal firms retained or contracted.
6. Attend Eco-Rapid Transit Board of Director's meetings and other public meeting as directed by the Executive Director.

It is anticipated that work under this RFP may not exceed 120 hours of service per year. Upon authorization of the Board, the hours may be extended on an as-needed basis. Board meetings are held on the second Wednesday of the month, are covered under the Brown Act, and should last no more than 4 hours.

Instructions to Proposers:

The proposer shall submit an original copy, one electronic copy and five paper copies that are clearly marked "Legal Counsel RFP" no later than 2:00 pm on September 27, 2013. Any proposals received after this time will be rejected and returned unopened. Eco-Rapid reserves the right to reject any or all proposals for any or no reason, to waive any informality, request additional information and to accept or negotiate modifications from any or all proposers when deemed in its best interest.



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Proposals must be submitted to:

Eco-Rapid Transit/Orangeline Development Authority
16401 Paramount Blvd, Paramount CA 90723
Attention: Legal Counsel Selection Committee

Proposals may not exceed twenty five pages and must be signed by a principal of the firm authorized to negotiate and execute on behalf of the proposer. As part of this RFP all proposers must submit a written letter that they are not on a "Debarred or Ineligible Bidders" list for the State of California or the United States Department of Transportation. Questions may be submitted by email to bklielsmeier@olda.org until 5:00 p.m. PST, Friday September 13th. Answers will be posted on our website at <http://www.olda.org/> within 5-7 working days.

Restrictions on Lobbying:

The selection process shall be made without the influence of outside lobbying or interference. Any member of the selection committee must disclose any outside contact or influence to the other committee members' prior to any selection made by the Eco-Rapid Transit Board.

Any communications by proposers, relating to this RFP, to members of the selection committee, the board of directors, or staff shall be in writing and a copy submitted to the Executive Director. Except as noted above, any contact with the selection committee, the board of directors or staff outside of stated or scheduled meetings is prohibited.

Any respondent to this RFP must disclose any prohibited contact as part of their proposal submission. Any contact with the Selection Committee or the Eco-Rapid Transit Board is subject to disqualification from the selection process.

Conditions of Performance:

- A. The contract for this RFP is not effective until approved by the Eco-Rapid Transit Board of Directors and upon a notice to proceed is received from the Executive Director.
- B. The contract period is for an initial two year period with a Board of Directors option for up to an additional two year period.
- C. Proposals submitted may form a material part of/for any subsequent contract. All proposals shall be complete as to all terms and conditions and guaranteed by the proposer and shall be incorporated by reference and be shall constitute binding obligations upon the parties.



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D. All proposers must have an office located in Southern California no later than the submission due date for this RFP.

Scope of Services:

The legal counsel will provide timely legal advice and counsel to the Eco-Rapid Board of Directors and staff. The scope of work includes but is not limited to the following:

- A. Attend Eco-Rapid Transit Board of Directors' meetings and any other public meetings as necessary.
- B. Review, prepare or advise about resolutions and other documents required by Eco-Rapid Transit.
- C. Research and interpret laws, court decisions and other legal authorities in order to prepare legal opinions and to advise the board and management staff on legal matters pertaining to Eco-Rapid Transit operations.
- D. Monitor pending and current state and federal legislation, regulations and case law as appropriate and apprise the Eco-Rapid Transit Board of Directors and staff as appropriate for on-going work.
- E. The law firm selected by Eco-Rapid Transit is also required to furnish special legal services as an "as needed" basis when directed by the OLDA Board of Directors or executive director or advise the Board and recommend special legal counsel.

Contents of Proposal and Proposal Information

All proposals must provide specific and succinct answers to all questions and requests for information.



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- A. Firm qualifications – please describe the firm’s qualifications for providing legal services to Eco-Rapid Transit. Please include:
- a. Overall capabilities, qualifications, training and areas of expertise of the person who will serve as the primary legal counsel for Eco-Rapid Transit and each of the partners who may be assigned to work with Eco-Rapid Transit including but not limited to:
 - i. Name of individual designated by firm to serve as attorney
 - ii. Length of employment with the firm
 - iii. Specialization
 - iv. Legal training
 - v. Scholastic and other honors
 - vi. Professional affiliations
 - vii. Date of admittance to the California State Bar
 - viii. Years of practice
 - ix. Municipal or other public sector experience
 - x. Knowledge of and experience with California public law
 - xi. Litigation experience
 - xii. Experience with CEQA and NEPA
 - xiii. Experience in the area of intergovernmental contracts
 - xiv. Experience in construction, land use planning and transportation
 - xv. If the attorney or any of the partners employed by the firm have ever been successfully sued for malpractice, been the subject of complaints filed with the State Bar or had discipline imposed by the State Bar



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- B. Include a general discussion about the firm’s current commitment to monitoring federal, state or regional regulatory and legislative developments relative to transportation planning, transit, land use planning, construction, NEPA and/or CEQA.
- C. Include a general discussion about professional and a listing as appropriate without violating attorney/client privilege, of any other current and/or past clients similar to Eco-Rapid Transit, a brief description of services provided and a contact name and phone number.
- D. A detailed discussion of the firm’s ownership, headquarters, branch or affiliate offices, length of time in business, the firm’s structure, size and capabilities and personnel availability.
- E. Indicate any distinct and substantive qualifications for undertaking the proposed contract such as specialized knowledge or expertise, awards and recognition for exceptional work with similar clients or services or special approaches or concepts relevant to the required services.
- F. Specify the name of the individual who would serve in the absence of or unavailability of the designated legal counsel. Eco-Rapid Transit expects and requires that the designated attorney will be the primary and regular person with whom the Eco-Rapid Transit Board and management work.
- G. Describe how the firm will provide the services required under the proposed contract in terms of performance, when, where, by whom and in what sequence; how the various functions/responsibilities will be carried out and the interaction and communication between the contractor and client will be handled.
- H. Define the normal timeframes for response to direction or inquiry from the Eco-Rapid Transit Board or executive director.
- I. Describe the preferred process for transmitting requests and other material to the designated legal counsel.
- J. Describe the preferred billing arrangement, whether monthly retainer or hourly fee. If a fixed retainer is the preference, define what the retainer includes and what the hourly rate charged is. State the amount of the retainer or hourly fee. Eco-Rapid Transit will require monthly itemized statements for all services and will audit them at least annually. Identify and/all extra expenses for which Eco-Rapid Transit will be billed including



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the type of expense and unit rate (i.e. mileage, document reproduction, travel, etc.)

- K. The firm that is selected, prior to commencement of work, must provide evidence of appropriate general liability insurance, professional liability insurance, automobile liability insurance and workers compensation insurance. This insurance coverage must be written by insurers that are admitted carriers in the State of California and with an A.M. Best Rating of A or better and a minimum financial size of VII. Eco-Rapid Transit must also be named as an additional insured and the policy must provide that the attorney's policy is primary over any insurance carried by Eco-Rapid Transit and that the policy will not be canceled or materially changed without 30 days' prior notice in writing to Eco-Rapid Transit. The successful firm must agree to indemnify and hold harmless Eco-Rapid Transit, its officers, agents and employees from any and all claims and losses accruing from or resulting to persons engaged in the work contemplated by your proposal or to third parties who may be injured or damaged by the firm or its agents in the performance of the work. These provisions will be established contractually in the agreement with Eco-Rapid Transit.
- L. List all prohibited contracts with members of the Eco-Rapid Transit Board of Directors and staff.
- M. Provide a list of at least three references.

Potential Conflicts of Interest

- A. List all political contributions including in-kind services or loans made to any candidate or member of a city council, board of supervisors or the State Legislature in the last three years by the firm and its attorneys.
- B. List all public agencies for which the firm currently provides services or is under retainer.
- C. Please state whether the firm has provided services over the last five years and in what capacity to Caltrans, Los Angeles County Metropolitan Transportation Authority and the Orange County Transportation Authority.
- D. Any omission of information regarding potential conflicts of interest that is discovered after appointment of a firm is grounds for termination of the firm.



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Evaluation and Selection Process

- A. The Selection Committee will review all proposals. Proposals will be evaluated based on qualifications and experience and how well the information in the scope of work is provided.
- B. Other considerations for will include:
 - a. Depth and breadth of experience and expertise in the practice of law as it relates to transportation planning, transportation, transit, land use planning, CEQA, NEPA and the Brown Act;
 - b. Ability to perform legal services promptly and in a manner that permits the Eco-Rapid Transit Board of Directors and staff to meet established deadlines and to operate in an effective and efficient manner;
 - c. Depth and breadth of experience advising public entities and public boards;
 - d. Communication skills;
 - e. Documents, requirements and information stated in this RFP;
 - f. Cost of services;
 - g. Qualifications and references of the top candidates will be verified;
 - h. Interviews with the Selection Committee are anticipated but may not be necessary;
 - i. One or more of the candidate will be recommended by the Selection Committee to the Eco-Rapid Transit Board of Directors.



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C. The final evaluations will be based on the following factors as follows:

- a. 25% - Experience, organization and resources
- b. 20% - Methodology and management
- c. 20% - Lead attorney
- d. 10% - Key project personnel
- e. 20% - Cost and fees
- f. 5% - Miscellaneous bonus individual members of the Selection Committee want to give to each proposer

D. The Selection Committee will negotiate the terms and conditions of a contract with the selected party and will recommend it to the Eco-Rapid Transit Board of Directors for adoption.

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