

AIR QUALITY BOARD
REQUEST FOR PROPOSAL-ATTORNEY SERVICES

Release Date: September 15, 2017

Due Date: October 5, 2017

The Air Quality Board (AQB) of Ada County, Idaho, hereby solicits proposals from law firms ("Applicants") to represent the AQB as its counsel. The Applicant selected by the AQB would serve as legal counsel to the Board and Executive Director.

The AQB's selection will be based on its evaluation of the written proposal, the Applicant's qualifications and experience, client references, the areas of legal services which the Applicant is willing to provide, an oral presentation (if requested) and the overall fee structure. The Board may engage more than one Applicant for services should that be in its best interest.

Proposals in whole or in part, must be received by the AQB Director, on or before 3:00 p.m. on Thursday, October 5, 2017. Proposals must be sealed and clearly marked, "Proposal for Legal Services for the Air Quality Board." Applicants must submit an original proposal and 6, (6) copies.

The Board will not be responsible for any expenses incurred by an Applicant in preparing, submitting or presenting a proposal. All proposals shall provide a straightforward, concise delineation of the Applicant's capabilities to satisfy the requirements of the request. Emphasis should be on completeness and clarity of content.

The Board reserves the right to waive any informalities in proposals, to accept or reject any or all proposals for any reason, to negotiate with any attorney, law firm, or business and to select one or more of the law firms deemed to have submitted a proposal which in the judgment of the Board is in the best interest of the Board. The Board specifically reserves the right to accept more than one proposal and may select more than one law firm to serve as a legal counsel to the Board.

Proposals may be held by the Board for a period not to exceed sixty (60) days from the date of the opening of proposals for the purpose of reviewing proposals and investigating the qualifications of the Applicant prior to the award of a contract.

INSTRUCTIONS TO APPLICANTS

1. Please read all documents contained in the proposal specifications.
2. Applicants are responsible for submitting their proposals to the appropriate location at or prior to the time indicated in the specifications. **No proposal will be accepted after the designated time or date indicated in the proposed specifications. No exceptions.**

3. Applicants are responsible for reporting, in writing, any errors in the proposal specifications to the AQB Director.
4. Questions or clarifications to the technical specifications must be sent in writing to the AQB Director prior to the submission of the proposal.
5. All proposals must be typewritten.
6. Should an Applicant find discrepancies or omissions in the specifications, it shall notify the AQB Director, at once, and he will send written instructions to all law firms. The Board will not assume responsibility for any oral instructions, or interpretations of meaning of the specifications or other contract documents to any law firm by any person or persons.
7. Whether a proposal is sent by mail or by personal delivery, the Applicant assumes all responsibility for having its proposal deposited on time in the office of the Board Director.
8. In determining the qualifications of an Applicant, the Board will consider the law firms record in the performance of existing contracts for similar services in which it has entered with other public bodies; and the Board specifically and expressly reserves the right to reject the proposal of such Applicant if the record discloses that such law firm, in the opinion of the Board has not properly performed such contracts or has otherwise disregarded its obligations to its employees or the public clientele it serves. The Board may make such investigation as it deems necessary to determine the ability of the Applicant to perform the terms of the contract and the Applicant shall furnish to the Board all information for this purpose as the Board may request. To assist in this regard the Applicant shall initially provide no less than three references of similar clients. The Board reserves the right to reject any proposal if its investigation of the Applicant reveals that, in the opinion of the Board, the law firm is not properly qualified to carry out obligations of the contract and complete it as outlined herein.
9. The Board is an equal opportunity employer and expects the Applicants to comply with Federal and State Anti-Discrimination Laws.

INTRODUCTION

The Board has an Executive Director/Board of Directors form of government with the Executive Director operating as the Chief Executive Officer. The annual general fund budget is approximately \$450,000.00.

The Board is a Government Agency and operates as such, operating under various Ordinances and Joint Powers Agreement(s). Like most government agencies, the Board is involved in a variety of activities which require a diversity of legal services, labor relations, human resource matters, independent contractor law and others.

The Board often conducts business using e-mail and other electronic media, when reasonable within the confines of confidentiality, public records requirements and other business constraints. To that end, it is frequently important for the Board to be able to receive electronic copies of ordinances, policies, contracts and other documentation that are readable by the Board's official software.

THE PROPOSAL

Scope of Legal Services Required

The Board is seeking proposals from Applicants having experience and qualifications in representing public sector entities.

It is the intention of these specifications that the Applicant could be engaged to provide a variety of services including, but not limited, to the following:

- Employment Law - matters pertaining to non-collective bargaining agreement claims and human resources law and policy including employee benefits issues;
- Collection Law - matters related to the collection of accounts receivables and other related collection issues;
- Business law involving independent contractors, RFP's, contract development and interpretation;
- Public Meetings law, including Open Meeting statutes and Roberts Rules of Order;
- Public records law.

Your response to the proposal should address, at a minimum, your capacity to provide services in each of the areas of legal work described above, including prior experience. You may add additional information that you deem to be appropriate.

Unless the Applicant indicates that the Proposal may only be accepted if the Applicant is selected to represent the Board in every area designated by the Applicant, the Board reserves the right, at its discretion, to appoint the Applicant to represent the Board in one or more or all of the areas designated by the applicant.

In addition, even if an Applicant is selected to represent the Board with regard to one or more or all of the areas of legal work designated by the applicant, the Board reserves the right, at its discretion, to appoint another attorney and/or law firm to represent the Board with regard to such designated area of legal work from time to time if the Board deems such action to be in the best interest of the Board.

Qualifications and Experience of Legal Counsel

The proposal must identify the principal attorneys within the Applicant law firm who will be providing legal services to the Board. The proposal should demonstrate the qualifications, competence and capacity of the attorneys to represent the Board in each of the legal service areas. Resumes shall be submitted for each lead attorney specifically assigned to provide services to the Board. The Applicant making a proposal must describe the firm's expertise in providing government entity legal services, specifically identifying its expertise in dealing with State and Federal regulatory processes, environmental, economic development, labor and employment, legislation, government relations and litigation.

Client references

List three or more clients and references with addresses and phone numbers who may be contacted by the Board in connection with the proposal.

OTHER REQUIRED NARRATIVE TOPICS

Good Standing and License: The Applicant submitting a proposal must be in good standing and licensed to practice law before all courts and administrative agencies of the State of Idaho.

Access and Availability: Each Applicant must identify an address of the offices of the attorneys who would provide services to the Board and their proximity in miles and driving time to the Board offices. The Applicant must provide the processes they will undergo to assure the handling of AQB's legal services are dealt with in a timely manner. The Applicant shall state whether the mileage associated with traveling to and from AQB's office location will be billed to the Board. The Applicant must indicate their availability to, on rare occasions and with prior notice, provide services in the evening hours between approximately 5:00 p.m. and 10:00 p.m. However, in rare circumstances (emergency situations) there may be times that legal representation is needed at other times including weekends and holidays. The Board reserves the right to request the services from the attorney and/or firm in such situations. The Applicant must also provide advance notification to the Director or his/her designee of times when counsel will be unavailable (e.g. - vacations, professional conferences, etc.), and the name(s) of legal counsel who will handle Board legal affairs in his/her absence.

Casework-Management: The Board expects each Applicant to demonstrate how it will manage casework for the Board. Each Applicant shall identify their standard response time to questions and assistance (e.g. - verbal response within 1 day, written response within 5 days). Applicants shall also explain availability in emergency situations when an immediate response is needed.

Proactive Practices: The Board is interested in developing and implementing practices that promote litigation prevention through proactive and educational methods. Each Applicant shall identify their thoughts and proposed approach toward providing proactive legal services, which will minimize claims and expensive litigation.

Contract for Services: The Applicant that is selected by the Board will be required to sign a contract and additional terms and provisions may be included in the contract.

Compensation: Each Applicant must state the compensation that will be required for the services of the Applicant. The Board will entertain proposals for payment on an hourly basis, on a flat or fee capped basis, or any combination thereof. Itemized bills including the attorney providing the service, date, time and description of service and department requesting service will be required to be submitted before each payment will be made by the Board. Such bills shall be submitted on a basis no more frequently than monthly.

Billing for services shall be explained in detail including all support services and costs such as: paralegal, clerical, supplies, mileage, electronic research and other expenses.

Applicants shall also list any services that will be provided free of charge such as attendance at annual, special Board meetings and/or educational forums on various topics or any non-charged, in-house expenses. Each Applicant should provide an explanation of how the Board will be billed for consultations between two attorneys who are both members of the Firm.

The Board wants information about how applicants bill for informational correspondence, i.e. courtesy copies and e-mails, other billing practices, etc.

Communication: Communication between the Board and the Board Attorney shall be through the Executive Director or his/her designee. It is specifically noted that answering inquiries from the general public and the press is outside the purview of the position of the Board Attorney and that he/she shall courteously refer such inquiries to the Executive Director or his/her designee, unless otherwise instructed by the Executive Director or his/her designee. The Board Attorney may communicate directly with employees or board members of the Board as necessary to handle legal matters as authorized by the Executive Director or his/her designee.

Except as otherwise requested by the AQB Board of Directors, or the Executive Director, all communications regarding legal services by the Board Attorney shall be transmitted to the Executive Director or his/her designee. The Executive Director or his/her designee shall forward copies of such communications dealing with significant issues to all Air Quality Board members.

There shall be no limits to the matters referred to the Board Attorney. Board officials agree to avoid asking for assistance and review of non-legal matters.

Representation: The Applicant selected to provide legal services for the Board would not be allowed to represent any person, corporate entity or Board employee in any

action against the Board or before any AQB committee in the regulatory process.

Assignment: The selected Applicant will be prohibited from assigning, transferring, conveying, subcontracting, or otherwise disposing of this agreement or its rights, title or interest therein or its power to execute such agreement to any other person, company or corporation without the previous consent and approval in writing of the Executive Director.

Indemnification: The Applicant shall indemnify the Board from all suits, actions or claims of any kind brought on account of any injuries or damages sustained by any person in consequence of any negligence in performing contract work, or on account of any act or omission by the attorney or the firm or its employees, or from any claims or amounts arising or uncovered under any law, bylaw, ordinance, regulation, or decree, violated by such attorney or firm.

Insurance: The Applicant shall be required to carry Professional Liability Insurance. Proposals must specify the carrier and coverage limits of no less than \$1,000,000 per occurrence. The successful Applicant shall provide to the Board a certificate of proof of insurance and shall maintain required insurance coverage.

Specialized Counsel: The Board shall not be restricted from appointing other counsel when, in the judgment of the Board, the need arises. The Board Attorney agrees that he/she will assist the Executive Director in any way possible.

Martindale-Hubbell Rating: Each Applicant must include their firm's Martindale-Hubbell rating with their proposal, if they have one.

Sealed Fee Statement: Each Applicant must submit, in a separate sealed envelope, the compensation, which will be required for the services of the Applicant. The Board will entertain proposals for payment on an hourly basis, on a flat fee or capped basis, or any combination thereof. Any variations in the hourly rate should be disclosed, along with a rate schedule for the members of the firm. Any additional billable costs for paralegal or other services should be noted in the proposal. Itemized bills including the date, time and description of service, attorney providing service and that attorney's hourly rate will be required to be submitted prior to payment. Such bills shall be submitted on a monthly basis.

Selection Process: The Board Attorney is a direct appointment of the Executive Director and AQB Board of Directors. Proposals shall be reviewed by the Executive Director and Board Members who shall select proposals and make a recommendation to the AQB Board of Directors, who shall make the final decision.

END OF REQUEST FOR PROPOSAL