

MARIN COMMUNITY COLLEGE DISTRICT

Request for Proposals for Services Related to Bond, Construction and Compliance Related Legal Services #16/17-MB01

Description	Date*
Request for Proposals Issued	February 3, 2017
Last day for Proposers to submit questions	February 10, 2017
Last day for District to respond to questions	February 12, 2017
Deadline for Submittal of Qualifications/Proposals	February 16, 2017
Interviews by District (if any)	To Be Determined
Selection and Award	February 21, 2017

* Dates are subject to change without notice.

REQUEST FOR PROPOSALS FOR SERVICES RELATED TO BOND, CONSTRUCTION AND COMPLIANCE RELATED LEGAL SERVICES

1. INTRODUCTION

The Marin Community College District (“District”) is initiating the process of identifying and selecting a Proposer to provide Services Related to Bond, Construction and Compliance Related Legal Services. The purpose of this Request for Proposal (RFP) is to obtain the information that we deem as pertinent to our decision making process and to collect such information in a uniform format from all Proposers. Upon receipt and review of all Proposer responses, we will make a determination about the disposition for this project and will notify Proposers accordingly.

The District hereby invites interested Proposers to submit proposals to provide such services for a period to be mutually determined.

When submitting the proposal, please provide information to include, but not be limited to, your range of services offered relating to bond programs, other legal services, various fee/cost structures, any other unique features offered, and references from other school districts. In order for the District to gain a better understanding, please provide any other information you may deem pertinent.

Notwithstanding other provisions of the RFP, you are hereby advised that this request is an informal solicitation of proposals only. It is not intended, nor is it to be construed, as engaging in formal competitive bidding pursuant to any statute, ordinance, policy or regulation.

2. INFORMATION AND GENERAL CONDITIONS

2.1 Preparation of Proposal Documents

Proposals must be received by **3:00 p.m. on February 16, 2017**. Proposals will be date stamped to record receipt thereof. Any proposal received after this date and time, may, at the sole discretion of the District be returned without consideration. The address for submission of proposals is:

**Marin Community College District
Mayra Ramirez, Buyer (Measure B Bond)
Fiscal Services Department
1800 Ignacio Blvd. Building 8 Room 130
Novato, CA 94949
E-mail: mramirez@marin.edu**

PLEASE NOTE: United Parcel Service (UPS) DOES NOT DELIVER TO THIS ADDRESS

The proposal may be mailed or delivered in person during normal business hours which are 8:00 a.m. to 4:00 p.m., Monday through Friday. Delivery of proposals is the sole responsibility of the Proposer. All proposals become the property of the District.

- 2.2 Five (5) copies of the proposal shall be submitted in a sealed envelope. One of the copies shall be unbound and marked "Master" and shall contain original signatures in all locations requiring a signature. Another copy of the complete proposal shall be submitted in an electronic format on a USB flash drive. All copies must be in 12-point font and, with the exception of the unbound original, all copies shall be spiral bound into books of approximately 8 ½" x 11" format, not to exceed twenty (20) pages. The envelope in which the bound copies are submitted must identify the title of the RFP. The envelope containing the proposal will clearly identify the Proposer in the return address location.

The sealed envelope will be addressed as follows:

RFP #16/17-MB01
Mayra Ramirez, Buyer (Measure B Bond)
Fiscal Services Department
1800 Ignacio Blvd. Building 8 Room 130
Novato, CA 94949

- 2.3 Amendments to RFP

If it is necessary to make material changes to the RFP, the District will E-mail written RFP addenda to all recipients of record of the original RFP and post on the District's website.

Any oral communication by the District's Buyer concerning this RFP is not binding and shall in no way modify the RFP or the obligations of the District or the Proposer.

- 2.4 Withdrawal

The Proposer may withdraw a proposal at any time prior to the proposal due date and time by submitting a request in writing.

A proposal is an irrevocable offer valid at the date scheduled for the proposal opening and for ninety (90) days thereafter. During this period, the Proposer is expected to keep available the professional staff proposed for the assignment. The District will make its best effort to complete negotiations within this period. If the District wishes to extend the validity period of the proposals, the Proposer who does not agree has the right not to extend the validity of their proposals.

- 2.5 Proposer's Cost

The cost of developing a proposal is the Proposer's responsibility and is not chargeable to the District. The District further reserves the right to reject any and all proposals. Proposer acknowledges the District's right to reject any and all proposals.

2.6 District Contact Person

Proposers with questions regarding the Scope of Work should contact:

Mayra Ramirez
Buyer (Measure B Bond)
E-mail: mramirez@marin.edu
Phone: (415)883-2211 ext. 8308

2.7 Immaterial Defect in Proposal

The District may waive any immaterial deviation or defect in a proposal. The District's waiver shall in no way modify the RFP documents or excuse the Proposer from full compliance with accepted standards of performance.

2.8 Authorization To Do Business

Proposer must be authorized to do business in California. If a Proposer is a sole proprietorship or partnership, the Proposer may be required to furnish a copy of a current business license issued in California. If the Proposer is a corporation, it must be approved by the California Secretary of State.

2.9 Agreement

At the District's discretion, the content of this RFP and the response thereto may be incorporated into any final contract.

2.10 Disposition of Proposals

All materials submitted in response to this RFP become the property of the District and will become public records after the award of contract, except for information identified by the Proposer as being proprietary and which is eligible for nondisclosure under the California Public Records Act.

2.11 District Required Forms

Proposals must include the District Required Documents that are enclosed herein which include: Proposal Form; Terms and Conditions; Qualification Certification; and Non-Collusion Affidavit.

3. OVERVIEW OF THE DISTRICT

3.1 District Background

The District is located in Marin County and has annual enrollment of approximately 13,000 credit, community education and noncredit students. It was established in 1926 and serves Marin County. The District currently maintains one comprehensive community

college, College of Marin, with campuses in Kentfield and Novato (Indian Valley Campus). The District is fully accredited by the Accrediting Commission of Community and Junior Colleges (“ACCJC”). The District has been a Basic Aid district since fiscal year 2001-02. “Basic Aid” community college districts are those districts whose local property taxes, student enrollment fee collections, and Education Protection Account funds exceed the revenue allocation determined by the program-based model. The District is governed by a seven-member Board of Trustees (the “Board of Trustees”), each member of which is elected at-large to a four-year term. Elections for positions to the Board of Trustees are held every two years, alternating between three and four available positions. The management and policies of the District are administered by a Superintendent/President appointed by the Board of Trustees who is responsible for day-to-day District operations, as well as the supervision of the District’s other key personnel. Dr. David Wain Coon is the District Superintendent/President and Mr. Greg Nelson is the Vice President of Finance & College Operations.

3.1.1 The Measure B Bond was approved by the electorate of the County of Marin on June 7, 2016. This measure authorizes the Marin Community College District (MCCD) to issue up to \$265 million in general obligation bonds to finance renovation, repair and construction at the District.

See the District website for a copy of the official full text of the Measure B Bond <http://measurebcom.org/wp-content/uploads/2016/07/Measure-B-Full-Ballot-Language.pdf> .

4. STATEMENT OF WORK

4.1 Scope of Services

The District is requesting proposals from a Proposer to provide a variety of services related to bond, construction and compliance related legal services including, but not limited to, consultation related to the compliance, documents, negotiation and implementation of the Measure B Bond Program.

4.2 Technical Standards

The services shall be provided in such a manner to meet all generally accepted standards for services related to bond, construction and compliance related legal services to a governmental agency. Services will be in compliance with all legal codes and regulations within the laws of the State of California.

4.2.1 The proposal should set forth Proposer’s understanding of all applicable Tax Laws, Local Tax Roll and County Assessment Requirements, Prop 47 and Prop 39 laws and/or other relative to general obligation bonds, federal law & regulations, Community Facility Financing District Laws, State Funding Requirements, the Government Code, the Education Code, and local ordinances and/or other applicable regulations.

4.3 Role of Proposer

4.3.1 Proposer shall provide legal advice and counsel regarding public school finance, bond and debt obligation, lease revenue, certificates of participation, local, State and Federal regulatory compliance, and all transactions relating to all aspects of school district and community college finance, as well as the tax aspects of such transactions.

4.3.2 Proposer shall provide services as it relates to contract documents, agreement for professional services, master agreements, project authorization agreements, contract negotiations and services related to small & large capital projects.

4.3.3 Proposer shall examine applicable law, prepare authorizing documents, consult with parties to the transactions, reviewing proceedings, and performing additional duties as necessary to render the opinion(s).

4.3.4 Proposer shall provide continuing advice regarding any actions necessary to ensure that interest will continue to be tax-exempt.

4.3.5 Proposer shall participate, when requested, in activities associated with Board of Trustee meetings as it relates to Measure B bond related activities.

4.3.6 Proposer shall provide legal advice on the use of bond proceeds.

4.3.7 Proposer shall provide legal assistance with the administration and training of the district's bond program, including matters related to the functioning of the Citizens Bond Oversight Committee.

4.3.8 Proposer shall provide other legal opinions as required.

4.3.9 Proposer shall participate in meetings, as requested, relating to the issuance of bonds or bond related construction contracts or other services.

4.3.10 Proposer shall keep the District informed of rulings by Federal and State Regulatory Agencies, such as the U.S. Securities Exchange Commission and Municipal Securities Rulemaking Board, that impact the District's bond financing and operational process.

4.3.11 Proposer shall work as a team with other legal firm who represent District in relation to financing and selling of bonds.

4.3.12 Proposer shall review, as necessary, applicable law and pertinent documents.

4.3.13 Proposer shall serve as the District's counsel on potential debt financing projects.

4.3.14 Proposer shall provide independent legal advice and serve solely the interests of the District.

5. PROPOSAL INFORMATION REQUIREMENTS

5.1 Cover Letter

The maximum length allowed for the cover letter is three (3) pages. Include the RFP title and submittal due date, the name, address, fax number and telephone number of the Proposer. If the Proposer is proposing to co-respond with another principal Proposer, the cover letter must specify the type of services to be provided by each Proposer and the proposed percentage allocated to that phase or function for the co-respondent. The cover letter will NOT be considered part of the twenty (20) page limit. The cover letter should;

1. Identify the submitting organization.
2. Include a listing of all principals of the Proposer.
3. Identify the name and title of the person authorized by the organization to contractually negotiate and obligate the organization.
4. Identify the name, title and telephone number of the person(s) being proposed as General Counsel
5. Identify the names, titles and telephone numbers of persons to be contacted for clarification.
6. Be signed by the person authorized to contractually obligate the organization.

5.2 Table of Contents

Include complete and clear listings of headings and pages to allow easy reference to key information. The table of contents and any appendixes will **NOT** be considered part of the twenty (20) page limit.

5.3 Description of Proposer

This section should provide the District with information regarding size, location, nature of work performed, years in business, and approach that will be used to meet the District's needs.

5.4 Project Team

1. Brief history of the Proposer, including a resume or Curriculum Vita of the personnel proposed to provide Services Related to Bond, Construction and Compliance Related Legal Services.
2. The location and listing of resources of the local office (e.g., number of partners, associates, clerical staff, etc.), and the distance from this office to the District.
3. Professional memberships, certifications, licenses, and other qualifications for key individuals assigned to the District.

5.5 Experience of Proposer with California K-12 School Districts and California Community Colleges Districts

Describe experiences in assisting K-12 school districts and community college districts in California for Services Related to Bond, Construction and Compliance Related Legal Services as outlined.

5.6 References

Identify at least five (5) California K-14 districts in which you have provided consulting services as described in this RFP under a direct contract with the district, two (2) of which should be California Community College Districts. Further, use this section of the proposal to indicate the areas of expertise you have previously provided and how the Proposer's expertise will enable the District to benefit from said expertise.

5.7 Legal Issues

Please respond to each of the following questions:

1. Is there now pending any legal action against the Proposer by another public agency related to services, or lack thereof, provided by the Proposer?
2. Have there been any settlements or judgments involving such actions within the last ten (10) years? Please describe each such settlement or judgment, including the nature of the action and the amount of recovery.
3. Within the past ten (10) years, has the Proposer ever had a professional services contract terminated by a California public agency? If yes, please identify the name of the public agency and the reason for the termination.

6. CONFLICT OF INTEREST

No officer, member or employee of the District and no member of its Board of Trustees may have any financial interest, direct or indirect, in the award of the contract or the fees to be earned under the awarded contract further to this RFP. Respondents are asked to disclose any such pecuniary interest. In addition, respondents are asked to disclose any financial relationship with any existing officers, members of employees of the District, members of the Board of Trustees or agents or independent contractors of the District. Any such conflict of interest shall be described to provide transparency in the public procurement process. This section will not be scored in the overall scoring and award of this RFP. The purpose of such disclosures is to ensure transparency in the procurement process and compliance with California conflict of interest laws.

7. FEES

1. Understanding that fees are negotiable depending on the scope of the work agreed to by the District and successful Proposer, provide a preliminary cost and fee summary for the

work described in this RFP. Include a fee proposal specifically reflecting the method of determining charges for work performed; and include hourly rates for the following:

1. Principal
2. Senior Partner
3. Partner
4. Senior Associate
5. Mid-Level Associate
6. Associate
7. Of Counsel Attorney
8. Graduate Legal Assistant
9. Law Clerk
10. Paralegal Staff
11. Travel

2. Include other necessary costs and expenses, including, but not limited to the following:

1. Hourly rate for telephone consultation
2. Cost for fax transmission/receiving
3. Cost per hour for court litigation and administrative proceedings
4. Cost per hour for attendance at the Board of Trustees meetings (evening)
5. Hourly rate for travel time (Is time charged from portal to portal?)

3. Indicate how fees are charged (i.e., 1/10th Hour increments, quarter hour increments, fixed fee, per transmission, etc.)

8. OTHER

Each Proposer is encouraged to provide any additional information or description of resources that are pertinent for this RFP.

9. CRITERIA FOR SELECTION

9.1 The selected Proposer will

- Demonstrate an ability to provide comprehensive Services Related to Bond, Construction and Compliance Related Legal Services to a California community college district.
- Have a proven track record of outstanding customer service.
- Demonstrate a thorough understanding of all requirements of this RFP.
- Demonstrate exceptional knowledge concerning all regulations relating to debt instruments typically used by California community college districts.

- Demonstrate a clear understanding of the District's current environment, Board priorities, and financial condition.
- Provide complete responses to the questions contained herein.
- Submit a competitive proposal.

9.2 The District reserves the right to request an interview with and/or additional information from any Prosper prior to its selection. However, the District is under no obligation to conduct such interviews prior to making a selection.

9.3 The District reserves the right to make or not make a selection from this RFP.

9.4 The District will consider the responses in their totality including experience, fees, and other factors before making a selection of Services Related to Bond, Construction and Compliance Related Legal Services who is the best fit for the District.

PROPOSAL FORM

Once awarded by the Board of Trustees, the selected “preferred” Proposer will be expected to enter into a contract with the District acceptable to both parties within 15 days following notification of being selected.

The following “**Offer to Enter into Agreement**” must be completed and included with responses to the RFP in order for the proposal to be accepted by the District. As a final reminder, all proposals must be received in the Fiscal Services Department, Marin Community College District, Building 8 room 130, 1800 Ignacio Blvd, Novato, CA 94949 no later than **3:00 p.m. on February 16, 2017.**

OFFER TO ENTER INTO AGREEMENT

The undersigned hereby proposes to enter into an agreement with the Marin Community College District and furnish services as outlined in the request for qualifications subject to the terms and conditions contained herein.

Name and Address of Proposer

Name

Address

City and State

Signature of Authorized Officer or Employee of Proposer

Signature

Title

Date

E-mail Address

Telephone Number

MARIN COMMUNITY COLLEGE DISTRICT

TERMS AND CONDITIONS

1. **INSTRUCTIONS AND USE OF FORMS.** In order to preserve uniformity and to facilitate the award of contracts, Proposer shall complete and return the enclosed District-required forms with their responses.

2. **ACCEPTANCE OR REJECTION OF RESPONSES.** The District reserves the right to reject any and all responses that are incomplete, contain errors, arrive after the due date/time or are submitted by unqualified respondents. The District reserves the right not to award a contract if the District, in its sole discretion, deems the responses received pursuant to this RFP lacking in any respect or insufficient to meet the District’s requirements and needs.

3. **ASSIGNMENT PROHIBITED.** No contract awarded under this proposal shall be assigned without the express, prior written approval of the District. Any attempted assignment in violation of the provision may be voided at the option of the Board of Trustees.

4. **NO CONTACT WITH BOARD OF TRUSTEES.** Proposer may not contact any member of the Marin Community College Board of Trustees regarding this RFP.

5. **NON-DISCRIMINATION.** The District does not discriminate in the selection, acceptance, or treatment of any contractor based upon race, color, national origin, religion, sex, sexual orientation, handicap, age, veteran status, medical condition as defined in Section 12926 of the California Government Code, ancestry, marital status, or citizenship, within the limits imposed by law. The District likewise prohibits discrimination by contractors and subcontractors, and may require the successful respondent(s) to give written notice of their obligations to labor organizations with which they have a collective bargaining or other agreement, in compliance with Government Code 12990.

ACCEPTANCE OF TERMS AND CONDITIONS

The undersigned hereby acknowledges receipt and acceptance of the above Terms and Conditions.

Company Name: _____

Authorized Signature: _____

Printed Name: _____

Date: _____

Title: _____

MARIN COMMUNITY COLLEGE DISTRICT

QUALIFICATION CERTIFICATION

I, the undersigned, certify and declare, with specific reference to the California False Claims Act, Government Code sections 12650, *et seq.*, that I have reviewed all of the information presented in this submittal and know its contents. The matters stated in the submittal are true of my own knowledge and belief, except as to those matters stated on information and belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct.

Company Name: _____

Authorized Signature: _____

Printed Name: _____

Date: _____

Title: _____

MARIN COMMUNITY COLLEGE DISTRICT

**NON-COLLUSION AFFIDAVIT TO BE EXECUTED AND RETURNED WITH
PROPOSAL**

(Public Contract Code Section 7106)

_____, deposes and says that
Authorized Representative

he/she is _____ of _____
Title Company Name

the party providing the foregoing proposal; that the proposal is not made in the interest of, or on behalf of, any undisclosed person, partnership, company, association, organization, or corporation; that the proposal is genuine and not collusive or sham; that the respondent has not directly or indirectly colluded, conspired, connived, or agreed with anyone else to put in a sham proposal; that the respondent has not in any manner, directly or indirectly, sought by agreement, communication, or conference with anyone to fix the proposal price, or to fix any overhead, profit, or cost element of the proposal price, or of that of any other respondent, or to secure any advantage against the public body awarding the contract of anyone interested in the proposed contract; that all statements contained in the proposal are true; and, further, that the respondent has not, directly or indirectly, submitted his or her price or any breakdown thereof, or the contents thereof, or divulged information of date relative thereto, or paid, and will not pay, any fee to any corporation, partnership, company association, organization, proposal depository, or to any member of agent thereof to effectuate a collusive or sham proposal.

Signature

Typed or Printed Name

Date