

RFP

SOLICITATION # **1520-430**

REQUEST FOR PROPOSAL

Bond Counsel Services

.....

RESPONSES ARE DUE PRIOR TO:

MAY 20, 2019

2:00 PM MDT

.....

Purchasing Department
Provo City School District
280 W 940 N
Provo, UT 84088-4601

PURPOSE OF REQUEST FOR PROPOSAL (RFP)

Provo City School District (PSD) is seeking proposals from qualified firms to act as bond counsel for the PSD Board of Education for the issuance of General Obligation Bonds pending a November 2019, bond election.

This RFP is designed to provide interested proposers with sufficient basic information to submit proposals meeting minimum requirements, but is not intended to limit a proposal's content or exclude any relevant or essential data. Proposers are at liberty and are encouraged to expand upon the specifications to evidence service capability under any agreement.

BACKGROUND

Provo City School District was established in 1898 and provides elementary and secondary (K-12) education for approximately 16,000 students. The District is located in Utah County and serves the students in the city of Provo. The District currently operates three high schools, two middle schools and 12 elementary schools, along with an online K-12 school. Provo does not have a lot of available land for building homes, so any growth in the District schools is minimum.

ISSUING OFFICE AND RFP REFERENCE NUMBER

The PSD Purchasing Department is the issuing office for this document and all subsequent addenda relating to it, on behalf of the Board of Education. The reference number for the transaction is Solicitation #1520-430. This number must be referred to on all proposals, correspondence, and documentation relating to the RFP.

COMPANY QUALIFICATIONS

1. A list of attorneys from your firm who will serve as bond counsel and a brief profile of each attorney's background and experience.
2. A list of the General Obligation Bond transactions with which your firm has assisted over the past five years, specifically public education K through 12, and for which your firm has rendered the approving, unqualified legal opinion.
3. The cost of services for your firm to provide legal representation to Provo City School District for the issuance of General Obligation Bonds and related matters.
4. The contact information for at least three public entities for which your firm has provided services specific to those requested in this RFP.

SUBMITTING YOUR PROPOSAL

By submitting a proposal in response to this RFP, proposer is acknowledging that the requirements, scope of work, and the evaluation process, outlined in the RFP are fair, equitable, not unduly restrictive, understood and agreed to. Any exceptions to the content of the RFP must be protested to the Chief Procurement Officer prior to the closing date and time for submission of the proposal.

Proposal responses must be received by the Chief Procurement Officer, Tina Fluehe, at 280 W 940 N Provo, UT 84604 by **May 20, 2019 at 2:00 PM MDT**. Proposals received after the deadline will be late and ineligible for consideration.

The preferred method of submitting a proposal is sealed and delivered and three (5) hard copies for the evaluation committee. Proposals received after the deadline will be late and ineligible for consideration.

Faxed or emailed statements are not acceptable forms of submission and will not be considered as a valid response from a proposer.

Cost will be evaluated independent from the technical proposal, and as such, is to be submitted separate from the technical proposal. Failure to submit cost separately may result in your proposal being determined non-responsive. Inclusion of any cost or pricing data within the technical proposal may also result in your proposal being determined non-responsive.

PROPOSAL CALENDAR

It is anticipated that the following schedule will be followed:

| | |
|---------------|---|
| May 6, 2019 | RFP advertised |
| May 16, 2019 | Questions due by 5:00 PM |
| May 20, 2019 | Proposals due by 2:00 PM |
| May 23, 2019 | Initial evaluation of proposals. The District may request formal written clarification of any item. |
| | Potential interviews with finalists at Jordan District Offices |
| June 11, 2019 | Recommendation given to the Board of Education for approval. |

TERMS OF AGREEMENT

The term of the agreement will be a period of five (5) years beginning approximately June, 2019, and may be renewed annually for four, one-year consecutive terms upon agreement between the District and the successful law firm. Provo City School District reserves the right to terminate this agreement with sixty (60) days written notice.

PRICE GUARANTEE PERIOD

All pricing must be guaranteed for the entire term of the contract. Following the guarantee period, any request for price adjustment must be for an equal guarantee period, and must be made at least 30 days prior to the effective date.

STANDARD CONTRACT TERMS AND CONDITIONS

Any contract resulting from this RFP will include but not be limited to the PSD's Standard Terms and Conditions (see attached). Exceptions and or additions to the PSD Standard Terms and Conditions are strongly discouraged.

Exceptions and additions to the Standard Terms and Conditions must be submitted with the proposal response. Exceptions, additions, service level agreements, etc. submitted after the date and time for receipt of proposals will not be considered. Website URLs or information on website URLs must not be requested in the RFP document and must not be submitted with a proposal. URLs provided with a proposal may result in that proposal being rejected as non-responsive. URLs are also prohibited from any language included in the final contract document.

PSD retains the right to refuse to negotiate on exceptions should the exceptions be excessive, not be in the best interest of the District, result in excessive costs to the District, or could adversely impact existing time constraints.

In a multiple award, PSD reserves the right to negotiate exceptions to terms and conditions based on the firm with the least to the most exceptions taken. Contracts may become effective as negotiations are completed.

QUESTIONS

All questions, interpretations, or clarifications regarding this solicitation shall be submitted through email to Stefb@provo.edu and are subject to the deadline for submitting questions before **May 16, 2019 at 4:00 PM**. If any proposer detects any discrepancy, conflict, omission, or other error in these documents, they shall notify the District by email Stefb@provo.edu in writing to request clarification or modification of the RFP documents. Clarifications, interpretations, and answers will be posted to the RFP and are considered addenda to the original

request.

Any addenda submitted prior to the submittal deadline shall become part of this RFP and any information required shall be included in your submission. No other than Provo City School District employee, Board Member, or evaluation committee member should be contacted concerning this RFP during the selection process. Failure to comply with this requirement may result in disqualification.

DISCUSSIONS WITH PROPOSERS (ORAL PRESENTATION)

An oral presentation by a proposer to clarify a proposal may be required at the sole discretion of PSD. However, PSD may award a contract based on the initial proposals received without discussion with the proposer. If oral presentations are required, they will be scheduled after the submission of proposals. Oral presentations will be made at the proposer's expense.

PROTECTED INFORMATION

The Government Records Access and Management Act (GRAMA), Utah Code Ann., Subsection 63G-2-305, provides in part that:

The following records are protected if properly classified by a government entity:

- (1) trade secrets as defined in Section 13-24-2 if the person submitting the trade secret has provided the governmental entity with the information specified in Section 63G-2-309 (Business Confidentiality Claims);*
- (2) commercial information or non-individual financial information obtained from a person if:
 - (a) disclosure of the information could reasonably be expected to result in unfair competitive injury to the person submitting the information or would impair the ability of the governmental entity to obtain necessary information in the future;*
 - (b) the person submitting the information has a greater interest in prohibiting access than the public in obtaining access; and*
 - (c) the person submitting the information has provided the governmental entity with the information specified in Section 63G-2-309;**

* * * * *

- (6) records the disclosure of which would impair governmental procurement proceedings or give an unfair advantage to any person proposing to enter into a contract or agreement with a governmental entity, except that this Subsection (6) does not restrict the right of a person to see bids submitted to or by a governmental entity after bidding has closed;*

GRAMA provides that trade secrets, commercial information or non-individual financial information may be protected by submitting a Claim of Business Confidentiality.

To protect information under a Claim of Business Confidentiality, the proposer must:

1. Provide a written Claim of Business Confidentiality *at the time the information (proposal) is provided to PSD*, and
2. Include a concise statement of reasons supporting the claim of business confidentiality (Subsection 63G-2-309(1)).
3. Submit an electronic “redacted” (excluding protected information) copy of your proposal response. Copy must clearly be marked “Redacted Version.”

A Claim of Business Confidentiality may be appropriate for information such as client lists and non-public financial statements. **Pricing and service elements may not be protected.**

An entire proposal cannot be identified as “PROTECTED”, “CONFIDENTIAL” or “PROPRIETARY” and may be considered non-responsive if marked as such.

To ensure the information is protected, you must include all protected information in *Tab E – Protected Information* of the proposal response. Any protected information incorporated in other sections of the proposal response may result in release of data at no fault of the District.

All materials submitted become the property of PSD. Materials may be evaluated by anyone designated by PSD as part of the proposal evaluation committee. Materials submitted may be returned only at PSD's option.

SPECIFIC SUBMITTAL REQUIREMENTS

TAB A: RFP Form

- Provo City School District’s Request for Proposal form completed and signed.

TAB B: Firm Profile

- Provide an overview of the Law Firm’s general expertise, experience and approach to performing the scope of services described in this RFP.
- Demonstrate experience of General Obligation Bond transactions with which your firm has assisted over the past five years, specifically public education K through 12, and for which your firm has rendered the approving and unqualified legal opinion.

TAB C: Attorney Qualifications

- A list of attorneys from your firm who will serve as bond counsel and a brief profile of each attorney’s background and experience.

- This includes transactions of General Obligations Bonds previously issued.

TAB D: References

- Provide names of a minimum of three (3) and maximum of five (5) clients who may be contacted and for whom services were rendered that are comparable in scope to the services listed in this RFP.

TAB E: Protected Information

- Include any information that is deemed private or confidential, as well as the *Claim of Business Confidentiality*. Understand that it is up to the discretion and determination of PSD to accept or reject any information provided in this section as confidential.

PROPOSED FEES (Separate Envelope)

- Cost will be evaluated independently from the technical proposal. Please enumerate all costs on the attached Cost Proposal Form (Schedule B) and provide only one (1) copy in a separate envelope from the technical portion of the proposal.
- The District, through its Business Administrator, will negotiate with the selected firm at the commencement of a particular financing project to determine a reasonable fee for bond counsel work for that project. This fee arrangement may be revised (up or down) by mutual agreement during the course of the transaction to reflect unanticipated changes in the originally contemplated work level. The District reserves the right to select other counsel if it cannot come to agreement with the selected firm as to a reasonable fee for a particular bond financing project. All prices and fees must be in U.S. dollars.

Inclusion of any cost or pricing data within the technical proposal may result in your proposal being judged as non-responsive.

PROPOSAL EVALUATION CRITERIA

A committee will evaluate proposals against the following weighted criteria. Each area of the evaluation criteria must be addressed in detail in the proposal.

| <u>WEIGHT</u> | <u>EVALUATION CRITERIA</u> |
|---------------|---|
| 5 % | Responsiveness and completeness of response |
| 30 % | Firm Experience |
| 30 % | Attorney Qualifications |

15 % References

20 % Cost Proposal

All proposals in response to this RFP will be evaluated in a manner consistent with the Utah Procurement Code and Rules, Provo City School District policy and the evaluation criteria established in this RFP. PSD reserves the right to reject any or all submittals, or to waive any formality or technicality in any submittal, in the best interests of Provo City School District.

AWARD OF CONTRACT

Award shall be made to the proposer(s) whose proposal is the most advantageous to the District, taking into consideration price and the other evaluation factors set forth in this request for proposal.

PSD reserves the right to award the contract to a technically qualified lower cost proposer(s) in the event the high scoring offer is determined to not be the best value offered to the District, based on a cost benefit analysis.

While it is the intent of Provo City School District to proceed with this appointment, this solicitation does not obligate Provo City School District to enter into a contract.

CERTIFICATION OF PROPOSAL

We have read the Provo City School District Request for Proposal and fully understand its intent. We certify that we have adequate personnel and resources to fulfill the proposal requirements. We further understand that our ability to meet the criteria and provide the required services shall be judged solely by the Provo City School District.

We further certify that, since the receipt of this RFP, no contact, discussion, or negotiation has been made nor will be made regarding the Request For Proposal, with any Provo City School District employee or Board Member other than the listed contact people in the RFP. We understand that any such contact could disqualify this proposal.

We certify that all schedules and addenda contained herein shall be considered part of the entire RFP response and that the complete document submitted shall be considered a legally binding document.

Proprietary Information

Proposers are required to mark any specific information contained in their proposal, which is not to be disclosed to the public or used for purposes other than the evaluation of the proposals. Pricing and service elements of the successful proposal will not be considered proprietary. All materials become the property of Jordan School District and may be returned only at the district's option. Proposals submitted may be reviewed and evaluated by any person at the discretion of the district.

Submitted by:

Firm Name

Authorized Signature

Name and Title (if applicable)

Telephone

Date

COST PROPOSAL

PROPOSER _____

Provide your firms approach for fee negotiations with the District; proposals should include the following:

- A. Does your firm intend to negotiate separate fees per thousand dollars per issuance of bonds issued or stated as a fixed dollar amount per issuance of bonds?

per thousand dollars \$ _____

per bond issuance \$ _____

- B. Explain whether there would be any other charges indicated in the above rates for ongoing legal advice (past bonds, prospective bonds, questions, concerns, etc.) for future legal services incidental to the financing after closing. If so, what type of fee would be charged (e.g., hourly, discounted hourly, no charge for first 10 hours, etc.).

Please enumerate below any additional costs that the District would be charged and for what services rendered.

Note: If additional space is needed, please attach to this document