

REQUEST FOR PROPOSALS BIRMINGHAM LAND BANK AUTHORITY LEGAL SERVICES

INTRODUCTION

The Birmingham Land Bank Authority (“the Authority”) requires professional legal services related to the activities of the Authority’s efforts to return tax delinquent properties to productive use. The Authority is inviting proposals from qualified law firms having experience in representing public entities and specific experience in real estate law to provide legal services to the Authority under the direction of the Authority’s General Counsel. For purposes of this RFP, the Authority’s “General Counsel” will be a member of the City of Birmingham’s Legal Department designated as the primary attorney to assist the Authority, and “Respondent” means a firm or individual that submit proposals in response to this RFP. The Authority may select more than one Respondent to provide legal services on an as needed basis.

The work contemplated is professional in nature. The Respondent shall be financially solvent and each staff member assigned to perform the services requested shall be competent to perform such services.

The selected Respondent will assist the Authority’s General Counsel in drafting the necessary documents to implement the Authority’s land banking process and will also provide contract drafting, real estate closing services, quiet title litigation and general real estate services as assigned.

In determining the qualifications of a law firm, the Authority will consider the law firm’s record in the performance of similar services for other public bodies; and the Authority specifically and expressly reserves the right to reject the proposal of such Respondent if the record discloses that such Respondent, in the opinion of the Authority, has not properly performed such services or has otherwise disregarded its obligations to its clientele.

Nothing in this RFP shall be construed to create any legal obligation on the part of the Authority or any Respondents. The Authority reserves the right, in its sole discretion, to amend, suspend, terminate or reissue this RFP, in whole or in part, at any stage. The Authority reserves the right to negotiate separately in any manner necessary to serve the best interests of the Authority. In no event shall the Authority be responsible to Respondents for any cost or damages incurred in connection with the RFP process, including but not limited to, any and all costs of preparing a response to this RFP or any other costs incurred in reliance on this RFP. No Respondent shall be entitled to repayment from the Authority for any costs, expenses or fees related to this RFP. All supporting documentation submitted in response to this RFP will become property of the Authority. Respondents may also withdraw their interest in this RFP, in writing, at any time.

SCOPE OF WORK

The Authority is requesting proposals from qualified firms or attorneys to provide legal services to assist the Authority. Selected Respondent, as full-service legal services provider, should be prepared to, and will upon request of the Authority's General Counsel, provide representation to Authority in its legal affairs, including, but not limited to, real estate, land use, environmental, housing, finance, contracts, and other matters, except where conflicts exist or where the Board may otherwise direct. The Respondent shall represent Authority in the foregoing legal matters as requested by the Authority, and in initiating and defending all litigation unless otherwise directed by the Authority's General Counsel. More specifically, it is anticipated that the selected Respondent will be responsible for, but not limited to, the following items, as assigned by the Authority's General Counsel:

- Attendance at Board meetings as requested by the Authority's General Counsel; Board meetings held on the first Thursday of each month at Birmingham City Hall;
- Legal counsel and research;
- Provide legal advice, written legal opinions, and consultation on matters affecting the Authority to the Board or Authority staff, as requested by the Authority's General Counsel, in accordance with such policies and procedures as may be established by Authority from time to time;
- Be available for telephone consultation with Authority staff, as needed on legal matters which are within their area of operation and at times mutually agreed to by Authority staff and Authority's General Counsel;
- Prepare or review necessary legal documents such as: resolutions; agreements of any nature; real property instruments of any nature including development agreements, real estate purchase and sale agreements and escrows, leases, covenants, deeds, easements and licenses; contracts, liens and related documents; memoranda of understanding; and similar documents, all as requested by the Authority's General Counsel;
- Title review;
- Representation at closings;
- Land planning and development consulting;
- Property management analysis and consulting;
- Project development negotiations;
- Review of environmental site assessments;
- Represent and advise the Authority on pending and potential litigation as requested by the Authority's General Counsel;
- Monitor and analyze pending and current legislation and case law as appropriate;
- Suggest changes to pending and current legislation if and when requested by Authority's General Counsel;
- Procurement and bidding;

- Supervise outside legal services as assigned by the Authority's General Counsel **with the exception of any legal services Respondent's firm has previously performed or is currently performing for the Authority;**
- The Respondent will keep the Authority informed as to the progress and status of all pending matters in accordance with such procedures as the Authority may establish from time to time. The Respondent is expected to manage, control and oversee the delivery of legal services in a competent, professional, and cost-effective manner. All legal services shall be properly supervised and all personnel shall be qualified to handle the work assigned.

QUALIFICATIONS

Respondent should have a bona fide principal office in the City of Birmingham. Respondent's key personnel should have at least five years' experience in their areas of expertise. The proposal must identify the principal attorney(s) who will be providing legal services to the Authority. The proposal should demonstrate the qualifications, competence and a capacity of the attorneys to represent the Authority in the legal service areas described herein. Resumes shall be submitted for each attorney assigned to the engagement with the Authority.

Preference will be given to Respondents whose key personnel are members of various professional legal associations relevant to the area of practice in which such attorney has expertise.

Respondents and/or its key personnel should have these qualifications:

- Graduates of law schools approved by the American Bar Association and currently licensed by the State Bar of Alabama, in good standing and licensed to practice law before all courts and administrative agencies of the State of Alabama and before the United States Federal Court in the Northern District of Alabama;
- Strong legal research and writing skills;
- Effective oral argument, oral and written communication and interpersonal skills;
- Strong organizational and analytical skills;
- Experience with project management and client relationships;
- Experience in the general representation of municipal authorities;
- Sufficient support staff available to provide all general legal services required by the Authority including, but not limited to, legal research, preparation of resolutions, preparation of contracts and other legal documents, and the preparation of all required documents;
- Proof of malpractice insurance;
- If attendance is required, the firm must agree that services in connection with attendance at regularly scheduled meetings of the Authority Board will be billed at hourly rates specified in the proposal, or included in the retainer. Additional general counsel, litigation, special meeting attendance,

and other legal services will be billed at hourly rates specified in the proposal.

COMPLIANCE WITH LAWS

The selected Respondent agrees to be bound by applicable federal, State and local laws, regulations and directives as they pertain to the performance of the contract.

AWARD BASIS

At the option of the Authority's Board, finalists may be selected for a final round of negotiations; however, Respondents are encouraged to present their best offers with their initial submission.

The Authority reserves the right to accept or reject any and all proposals, to waive any irregularities in any proposal process, and to make an award of contract in any manner in which Authority, acting in the sole and exclusive exercise of its discretion, deems to be in Authority's best interest. The award of the contract will not necessarily be made to the firm offering the lowest price.

CONTRACTUAL DEVELOPMENT

If a proposal is accepted, the successful Respondent will enter into a contract with the Authority. Contract discussion and negotiation will follow the award selection. Respondents must be amenable to inclusion, in a contract, of any information provided whether herein or in response to this RFP, or developed subsequently during the selection process.

CONTRACT TERMS:

The contemplated contract will include the following terms and conditions:

Term

The contemplated contract will have a one-year term with two (2) one-year extension options.

Termination

The Authority reserves the right to cancel the agreement if it is determined that the selected Respondent is not performing satisfactorily or is adversely affecting performance of Authority's activities. The Authority will provide thirty (30) days written notice of termination.

Changes

The Authority also reserves the right to request changes in the selected Respondent's representation if, at its discretion, assigned personnel are not satisfying the needs of Authority.

Payment Terms

The Authority will pay the compensation for services, as included in the accepted proposal, based on monthly invoices, accompanied by detail concerning the work performed during the billing period. The fee shall be payable within thirty days after receipt of the invoice and after acceptance and approval by the Authority's Board of Directors.

Independent Contractor

The successful Respondent and its agents, officers and employees shall act at all times in an independent capacity during the term of the contract and in the performance of the services to be rendered, and shall not act as, and shall not be, and shall not in any manner be considered to be agents, officers or employees of Authority or the City of Birmingham.

Assignment

Neither the contract, nor any part thereof, shall be assigned by the successful Respondent without the prior written consent of the Authority.

Infringement and Indemnification

The Respondent awarded the contract agrees to protect, defend and hold harmless the Authority against any demand for payment for use of any patented materials, process, article, or device that it may enter into the rendering of the necessary services. Furthermore, the selected firm agrees to indemnify and hold harmless the Authority, and the Authority's Board of Directors from suits or actions of every nature and description arising out of, or in connection with, the performance of the contract, or on account of any injuries or damages received or sustained by a party or parties by or from any act of the selected Respondent, or its agents.

TIMELINE

- RFP Issued: February 5, 2016
- RFP Responses Due: March 5, 2016
- Selection of Consultants: April 7, 2016

The Authority reserves the right to make adjustments as needed to the above schedule.

QUESTIONS

Please direct all questions to james.stanley@birminghamal.gov

SUBMISSION REQUIREMENTS

A Respondent, firm or combination thereof wishing to submit a proposal must include the following in their response:

1. A brief history of the Respondent, including general background, knowledge of real estate title issues, closing services, and experience working with relevant legal issues that are typically associated with the quiet title process.
2. Resumes of the personnel assigned to provide services to the Authority.
3. A statement substantiating the resources of the Respondent and the ability to carry out the scope of work requested.
4. Proposal of an hourly fee for all relevant personnel.
5. References including contact information for at least one organization to which the Respondent has provided this type of service.
6. List the addresses of the offices of the attorneys who would provide services to the Authority and their proximity in miles and driving time to Birmingham City Hall.

SELECTION

Proposals will be reviewed and evaluated by staff.

Criteria for evaluation will include:

- 70% Depth of expertise and amount of experience in providing legal services in practice areas described in this RFP
- 20% Cost
- 10% References

RFP SUBMISSION PROCESS

Proposal Deadline: Proposals must be received no later than 4:00 PM, March 5, 2016. Proposals must be received by Phil Amthor in the City of Birmingham Community Development Department and James Stanley and Caroline Jackson in the City of Birmingham Legal Department at the email addresses referenced below. Submittals should include signature. No proposals received by fax transmission will be accepted.

phil.amthor@birninghamal.gov
james.stanley@birninghamal.gov
caroline.jackson@birninghamal.gov

Respondents are asked to note in the subject line of the email response:

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BIRMINGHAM LAND BANK AUTHORITY- LEGAL SERVICES**

EQUAL OPPORTUNITY

The Birmingham Land Bank Authority is an equal opportunity employer. No Respondent shall be discriminated against on the basis of race, religion, age, gender, national origin, disability, or other criteria prohibited by local, State or federal law.

It is the policy of the Authority that minority-owned business enterprises and women-owned business enterprises are afforded the maximum opportunity to participate in the performance of contracts. It is also the Authority's goal to award contracts to contractors who have evidenced compliance with laws prohibiting discrimination in employment.