

LANCASTER INDUSTRIAL DEVELOPMENT AGENCY
LANCASTER NEW YORK

TOWN OF LANCASTER
INDUSTRIAL DEVELOPMENT AGENCY

Request for Proposals

For Professional Legal Services

General Legal Counsel/Parliamentarian (Non-Transactional)

The purpose of Request for Proposal (“RFP”) is to identify suitable attorney(s) to act on behalf of the Town of Lancaster Industrial Development Agency (“LIDA”). The LIDA is the leading entity for this RFP. This is in connection with specific legal issues that may arise from time to time including, but not limited to: 1) acting as the LIDA general counsel; 2) conducting conflict of interest review and resolution, 3) providing counsel as to municipal law issues generally; and 4) acting as Parliamentarian for all LIDA meetings.

In order to respond, you must be an individual licensed attorney admitted to practice law in New York State and have familiarity with local municipal laws and ordinances, familiarity with New York State law including Open Meeting Laws, the Freedom of Information Act, and Roberts Rules of Order.

INSTRUCTIONS

Three (3) paper copies of your response to this RFP and request for information contained herein should be submitted to the office of the Lancaster Industrial Development Agency no later than April 7th, 2023 at 4:00 PM local time at the following address:

Lancaster Industrial Development Agency
Attn: Andrea Crage
21 Central Avenue
Lancaster, NY 14086

Packages must be marked: **PROPOSAL-FOR GENERAL LEGAL SERVICES.** Late proposals will not be accepted and will be marked “LATE” and returned unopened.

We request that an electronic version of the RFP response also be provided to the LIDA via email addressed to acrage@lancasterny.gov. A PDF is preferred. If emailed, the date of receipt of the paper copies of the RFP response still must be in before the required date/time.

ADDITIONAL INFORMATION

It is the responsibility of the respondent to inquire about and clarify any aspect of the RFP that is not understood **no later than 4:00 PM on April 7th, 2023.**

Requests for clarification should be directed to LIDA Secretary, Andrea Crage, 21 Central Avenue, Lancaster, NY 14086.

SCHEDULE

The LIDA expects to select an attorney to perform legal services as necessary within reasonable time following the submission deadline. In-person interviews may be necessary, but the LIDA reserves the right to conduct telephone interviews and make such inquiries as the LIDA determines to be appropriate.

GENERAL TERMS AND CONDITIONS

Responses should be prepared simply and economically and should provide straightforward and concise responses which satisfy the requirements of this RFP. Emphasis should be placed on completeness and clarity of content.

The successful bidder(s) will be required to execute a contract in a form acceptable to the LIDA. The term of the contract will be for one year, renewable at the discretion of the LIDA up to three times for a possible total of (4) years. The LIDA, at its sole discretion, may terminate the contract at any time.

Submission of a response indicates acceptance by the firm of the conditions contained in this Request for Proposal, unless clearly and specifically noted in the proposal submitted and confirmed in contract between the LIDA and the firm selected.

This RFP does not commit the LIDA to negotiate a contract, nor does it obligate the LIDA to pay for any costs incurred in preparation and submission of proposals or costs incurred prior to entering into a formal contract.

PROPOSED SERVICES-General Legal Counsel/Parliamentarian (Non-Transactional)

As General Legal Counsel, the successful bidder may be called upon to:

1. Provide legal counsel and advice on compliance with the rules and regulations governing: IDA tax incentive products, historic tax credits, local development corporations, increment financing and other economic development partners and programs.

2. Provide counsel and support the LIDA staff when they consult with prospective LIDA clients about possible deal structures, eligibility issues and other related matters.
3. Serves as LIDA counsel in connection with the negotiation and documentation of LIDA projects.
4. Minimize LIDA's exposure when it provides tax incentives, loans and investments and act as pass-through recipient of grant funding.
5. Work with LIDA's Bond Counsel.
6. Proactively advise LIDA in all corporate matters with respect to case law, statutes and regulations pertinent to the Agency and its operations.
7. Proactively provide legal counsel and advice on compliance with various Federal and State laws and regulations, including the New York State Public Authorities Accountability Act (PAAA) and related best practices.
8. As Parliamentarian, attend each LIDA Board meetings and, on occasion, committee meetings to provide guidance to Board members on proper procedures of meetings.

HISTORICAL DATA

The LIDA averages (10) real estate closings in a calendar year.

The LIDA holds about (12) full board meetings annually, with the option of committee meetings and work sessions annually for a total of (15) meetings that is general counsel could be required to attend.

PUBLIC RECORDS

Proposals submitted under this request for proposal are subject to public disclosure under the New York State Freedom of Information Law. If bidders do not want certain proprietary data disclosed for any purpose other than for evaluating the proposal, the bidder must identify the reason for the restriction and pages of the proposal, the bidder identify the reason for restriction and the pages of the proposal which they wish to have restricted, if allowed by law.

REVIEW PROCESS

A. Initial Review of Proposals

A Selection Committee composed of LIDA staff members and LIDA Members will initially evaluate each firm's proposal. Proposals that do not meet the following minimum requirements and those which are not responsive or not responsible (which includes, but is not limited to the bidder's qualifications, financial stability, legal authority integrity and performance) will not be given further consideration.

Minimum Requirements:

1. Submission of complete response by due date/time
2. Firm authorized to do business in New York State.
3. References provided.

The Selection Committee will then select the proposals which are most advantageous to the LIDA based on the sample scoring using the evaluation sheet presented in Appendix 1. The LIDA reserves the right to modify the scoring criteria and weighting at its discretion. Preference will be given to attorneys and firms with expertise and experience working with the IDA boards, practicing in Economic Development and Public Incentives and Real Estate and Development.

B. Interviews/Reference Checks

Based on the results of the initial review, the Selection Committee, at their discretion, may request a short list of firms to attend interviews and/or contact firm references. Presentations will provide firms with an opportunity to answer any questions that the Selection Committee may have on the firm's proposal. When discussions and negotiations are concluded, the LIDA may request revised proposals and/or best and final offers from short-list of firms.

C. Final Review of Proposals

The Selection Committee will then re-evaluate and re-score the short list of firms.

D. Final Selection

The Selection Committee will recommend that firm(s) with the highest overall scores will be awarded the applicable contracts. The recommendations must be

approved by the LIDA Board prior to the execution of a contract. It is anticipated that a winning applicant will be selected and notified by April 22, 2022.

E. Right to Reject Proposals

The issuance of this RFP constitutes only an invitation to present proposals. The LIDA reserves the right without prejudice to reject any or all proposals and to waive any formalities therein or in the selection process.

The LIDA and/or the Selection Committee reserve the right to determine, in their sole discretion, whether any aspect of the proposal satisfactorily meets the criteria established in the RFP. The LIDA and the Selection Committee also reserve the right to seek additional information and/or clarification from any respondent submitting a response, and the right to reject any or all responses, with or without cause. In the event that any response to this RFP is rejected for any reason, the LIDA shall have no liability to any respondent for any cost or expense incurred in connection with the RFP or otherwise. Further, the LIDA reserves the right to award the contract pursuant to this RFP to any respondent regardless of the final score determined by the Selection Committee if doing so is deemed to be in the best interest of the LIDA.

PROPOSAL REQUIREMENTS

- A. Qualifications – The LIDA intends to engage a person(s)/firm(s) that possesses the professional, financial and administrative capabilities to provide proposed services.
- B. Transmittal Letter- Each response should be accompanied by a letter of transmittal not exceeding **(3)** pages which summarize key points of the response and which is signed by the applying attorney.
- C. Questions- For each area bidding on (General Counsel/Parliamentarian), please provide the following:
 - a. Firm's Similar Clients/Client Service: List the firm's most significant clients serviced within the last five (5) years that are

similar to the LIDA. Indicate the primary office and personnel that served these clients.

Also, describe if the firm has any programs, policies or measures in place to ensure timely responses and client satisfaction.

- b. Firm's Structure: Describe the firm's head office location and the number and size of its local/regional office(s) and length of time in business.
 - c. Firm's Bench Strength- Indicate the breadth and depth of the firm's specialized resources to handle unique legal matters. Identify the firm's alliances or affiliations with other firms or organizations to share knowledge and resources. Please attach biographies of attorneys not identified in 1 above.
 - d. Conflict of Interest- Provide a description of: (i) any material arrangements, relationships or other employment that the firm or any firm employee has with any person or entities that may create a conflict of interest or the appearance of a conflict of interest acting on behalf of the LIDA, (ii) any family relationship that any employee of the firm has with any LIDA public servant that may create a conflict of interest or the appearance of a conflict of interest in acting on behalf of the LIDA and (iii) any other matter that the firm believes may create a conflict of interest or the appearance of a conflict of interest in acting on behalf of the LIDA. Please describe any procedures the firm either has, or would adopt, to assure the LIDA that a conflict of interest would either not exist or not be a significant problem for the firm or LIDA.
- D. Compensation-Please set forth the attorney's fee schedule per the COST STRUCTURE listed below and describe how time is to be billed (i.e., to the nearest tenth of an hour, quarter of an hour, etc.) If more than one person from the firm is expected to work on behalf of the legal matters described herein, identify those attorneys or paralegals by individual name, type of LIDA legal matters they would work on, and their billing rate. Identify when the attorney was admitted to practice in the State of New York, their ownership status in the law firm, and how long so-designated at the firm. If a paralegal, please set

forth the number of years of experience the paralegal has in New York practice.

COST STRUCTURE

Bidders may bid on the position of – General Legal Counsel/Parliamentarian.

General Legal Counsel/Parliamentarian

1. List the hourly rate to attend meetings;
 2. List the hourly rate to perform Parliamentarian functions, if a separate person will perform this task.
- E. List the hourly rate to perform all other General Legal Counsel/Parliamentarian functions. Additional Information. Required information shall include the name, title and department of any employee, attorney or individual of your firm who was a Town of Lancaster or LIDA employee or Board Member in the one-year period preceding the date of your response to this RFP.
- F. Marketing, Materials/Brochures/Website: While not required as part of the submission, a copy of any marketing materials, brochures, and/or inclusion of web link information which further expands upon the qualifications and experience of the respondent is appreciated.

Thank you for expressing an interest in providing legal services on behalf of the Lancaster Industrial Development Agency and we look forward to your participation in this RFP.

Appendix 1- General Counsel- Evaluation Form

General Counsel	Max Points	Points Rec'd	Comments
<p>A. Qualifications and experience of the Partners and Associates to be assigned to the engagement. (40 Points)</p> <ol style="list-style-type: none"> 1. <u>Economic Development Programs</u>- Assigned Partners and Associates experience with the rules and regulations governing: IDA tax incentive products, SEQRA, Federal & State grant programs, foreign trade zones, historic tax credits. Brownfield cleanup programs, UDAG reflow funds, local development corporations, increment financing and other economic development partners and programs. 2. <u>Similar Clients</u>-Assigned Partners and Associates most significant clients that are similar to the LIDA and its affiliated economic development corporations. 3. <u>Specialized Knowledge</u>-Assigned Partners and Associates experience in their respective areas of expertise. 4. <u>Other Legal Matters</u>-Assigned Partners and Associates experience with : litigation/insurance, General Municipal Law, PAAA & corporate governance. 	<p>15</p> <p>5</p> <p>10</p> <p>10</p>		
<p>B. Fees (25 Points)</p>			
<p>C. Qualifications and Experience of the Firm (25 Points):</p> <ol style="list-style-type: none"> 1. Firm's Similar Clients/Client Service: Firm's most significant clients that are similar to LIDA and its affiliated economic development corporations. Client Satisfaction programs/measures. 2. <u>Firm's Structure</u>-Location of key attorneys, head office, number and size of local/regional office(s) and length of time in business. 3. <u>Firm Bench Strength</u>-Breadth and depth of the firm's specialized resources to handle unique legal matters. Firm's alliances or affiliations with other firms or organizations to share knowledge and resources. 4. <u>Absence of Conflict of Interest</u> 	<p>10</p> <p>6</p> <p>6</p> <p>3</p>		