



**ROWAN UNIVERSITY/RUTGERS-CAMDEN
BOARD OF GOVERNORS**

**REQUEST FOR PROPOSALS
#2019-06**

**LEGAL COUNSEL
for the
Rowan University/Rutgers-Camden Board of Governors**

FAIR AND OPEN SOLICITATION

RFP ISSUED:	September 5, 2019
VENDOR QUESTIONS DUE:	September 12, 2019
RFP RESPONSES DUE:	September 26, 2019

**ISSUED BY:
Rowan University/Rutgers-Camden Board of Governors**

ROWAN UNIVERSITY/RUTGERS-CAMDEN BOARD OF GOVERNORS

NOTICE TO PROPOSERS

RFP #2019-06

Legal Counsel for the Rowan University/Rutgers-Camden Board of Governors

The Rowan University/Rutgers-Camden Board of Governors (“Board”) is soliciting proposals from qualified vendors to provide part-time Legal Counsel to the Board as more fully described in the Request for Proposals #2019-06, available at the Board’s website (www.rurcbog.com) in the Procurement section, under the Solicitation tab and at the Board’s Administrative Office located at 201 South Broadway, Suite 440, Camden, New Jersey 08103. Office hours are Monday through Friday from 8:30 AM to 4:30 PM. The office may be reached via phone at (856) 203-6757 or by emailing Sandy McAndrew, Executive Assistant at smcandrew@rurcbog.com .

All replies to the RFP must be received on or before **Thursday, September 26, 2019 at 4:30 PM (Eastern Time)**. All replies must be sealed with the name of the RFP clearly marked on the outside of the envelope. Any proposals received after said date, whether by mail or otherwise will be returned unopened. No proposals will be accepted after the above referenced date. One (1) original and four (4) copies of the proposal response should be returned to the Board on or before **Thursday, September 26, 2019 at 4:30 PM (Eastern Time)**. Proposals may be hand-delivered, or mailed either FED EX or UPS. Proposals may not be emailed, faxed or transmitted over the telephone.

All vendor questions regarding this RFP shall be submitted no later than **Thursday, September 12, 2019 at 4:30 PM (Eastern Time)** to Sandy McAndrew. No telephonic questions or contacts are permitted. All questions must be submitted in writing via facsimile to Sandy McAndrew at (856) 365-8642, or emailed to smcandrew@rurcbog.com .

Proposals are being solicited by the Board through a fair and open process in accordance with N.J.S.A. 19:44A-20.4 et seq. The contract will be awarded by the Board at a public meeting, in accordance with the criteria set forth in the Request for Proposals/Qualifications and in accordance with applicable laws. Respondents are required to comply with the requirements of N.J.S.A. 10:5-31, et seq. and N.J.A.C. 17:27. et seq.

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PART I

Instructions to Vendors

Please be sure to read each and every page, including, without limitation, all attachments. Please note: The terms “firm”, “provider”, “contractor”, “proposer”, “vendor” and “respondent” may be used interchangeably throughout the document.

1.0 PURPOSE

The Rowan University/Rutgers-Camden Board of Governors (“Board”) is issuing this Request for Proposals (RFP) to select a law firm that will render part-time Legal Counsel to the Board in the following areas:

- a. Board Governance
- b. Public Finance
- c. Public Procurement
- d. State of New Jersey Ethics and Compliance
- e. Labor and Employment
- f. Planning and Redevelopment
- g. Real Estate Transactions
- h. Intellectual Property

Firm(s) responding to the Request for Proposals should have extensive experience, a knowledgeable background and qualifications in the provision of services described herein.

2.0. Background Information

The Board is an instrumentality of the State of New Jersey. On August 22, 2012, Governor Chris Christie signed into law the New Jersey Medical and Health Sciences Education Restructuring Act (P.L. 2012, c.45, s.34). Specifically, Sections 33 and 34 of the law created the Board and gave it broad powers. The Legislature created the Board with the vision that it would leverage existing education, research and medical assets in Camden to create and sustain economic growth and civic engagement in the city and the broader South Jersey region.

The Board is authorized to approve or disapprove the establishment or expansion of any schools, programs or departments in the area of health sciences as proposed by either the Board of Trustees of Rowan University or the Board of Directors of Rutgers University-Camden. The Board can plan the operational and governance structure of health science facilities in addition to financing and developing capital improvements or expansions of health science facilities. The Board has the authority to enter into contracts and agreements, exercise the right of eminent domain, hire necessary staff, enter into public-private partnerships, accept grants or contributions of money or property which the Board may use for or in aid of its purposes. Further, the Board may acquire, by gift, purchase, condemnation or otherwise, own, lease, dispose of, use and

operate property, whether real, personal or mixed, or any interest therein, which is necessary or desirable for its purposes.

The Board's mission translates into three overarching themes: (1) education, (2) economic development and (3) civic engagement. Additional information and background on the Rowan University/Rutgers-Camden Board of Governors can be obtained at www.rurcbog.com.

3.0 Compliance with Laws

The successful firm shall comply with all applicable federal, state and local statutes, rules and regulations.

4.0 Procedure for Responding to Request for Proposals

4.1. Submission of Proposals

All replies to the RFP must be received on or before **Thursday, September 26, 2019 at 4:30 PM (Eastern Time)**. All replies must be sealed with the name of the RFP clearly marked on the outside of the envelope. Any proposals received after said date, whether by mail or otherwise will be returned unopened. No proposals will be accepted after the above referenced date. One (1) original and four (4) copies of the proposal response should be returned to the Board on or before **Thursday, September 26, 2019 at 4:30 PM (Eastern Time)**. Proposals may be hand-delivered, or mailed either FED EX or UPS. Proposals may not be emailed, faxed or transmitted over the telephone.

4.2. Questions Regarding Request for Proposals

All vendor questions regarding this RFP shall be submitted no later than **Thursday, September 12, 2019 at 4:30 PM (Eastern Time)** to Sandy McAndrew. No telephonic questions or contacts are permitted. All questions must be submitted in writing via facsimile to Sandy McAndrew at (856) 365-8642, or emailed to smcandrew@rurcbog.com.

4.3. Addenda/Revisions to Request for Proposals

Addenda/revisions to this Request for Proposals shall be provided to all firms who have received this Request for Proposals.

5.0. Insurance

Prior to commencing work under contract, the successful firm shall furnish the Board with a certificate of insurance as evidence that it has procured the insurance coverage required herein.

Firms must give the Board a thirty-day notice of cancellation, non-renewal or change in insurance coverage.

The successful firm shall provide and maintain the following minimum limits of insurance coverage during the period of performance required under the contract resulting from this Request for Proposals and provide proof of same by supplying a certificate of insurance naming the Board as additional insured with the signed contract.

5.1 Professional Liability

Lawyers' professional liability insurance in an amount adequate to cover all services detailed herein.

5.2 Workers Compensation and Employer's Liability

Statutory coverage for New Jersey. \$500,000.00 Employer's Liability.

5.3 General Liability

\$1,000,000.00 per occurrence/\$2,000,000.00 aggregate for bodily injury and property damage.

5.4 Auto Liability

\$100,000.00 per occurrence. \$300,000.00 aggregate. This coverage is required if the operation of any vehicle is required in the performance of the services detailed herein (including but not limited to the use of a vehicle to make any on-site visits).

6.0 Indemnification

The contractor shall assume all risk of and responsibility for, and agrees to indemnify, defend, and save harmless the Board and its officials and employees from and against any and all claims, demands, suits, actions, recoveries, judgements and costs and expenses in connection therewith on account of the loss of life, property or injury or damage to the person, body or property of any person or persons whatsoever, which shall arise from or result directly or indirectly from the work and/or materials supplied under this contract. This indemnification obligation is not limited by, but is in addition to the insurance obligation contained in this agreement.

7.0 Miscellaneous Requirements

7.1 The Board will not be responsible for any expenses incurred by any firm in preparing or submitting a proposal. All proposals shall provide a straightforward, concise

delineation of the firm's capabilities to satisfy the requirements of this Request for Proposals. Emphasis should be on completeness and clarity of content.

7.2 The contents of the proposal submitted by the successful firm and this Request for Proposals may become part of the contract for services. The successful firm will be expected to execute said vendor contract with the Board.

7.3 Proposals submitted shall be valid for a minimum of 60 days from the date of opening.

7.4 The Board reserves the right to reject any and all proposals received by reason of this Request for Proposals, or to negotiate separately in any manner necessary to serve the best interests of the Board.

7.5 Any selected firm is prohibited from assigning, transferring, conveying, subletting or otherwise disposing of the vendor contract/agreement or its rights, title, or interest therein or its power to execute such agreement to any other person, company or corporation without the prior written consent of the Chief Executive Officer of the Board.

7.6 The selected firm shall be required to comply with the provisions of Title II of the Americans with Disabilities Act of 1990 (the "Act") (42 U.S.C. s12101 et seq.). See attached language in the Vendor Forms section.

7.7 The selected firm shall be required to complete the Certification Regarding the Debarment, Suspension, Ineligibility and Voluntary Exclusion – Lower Tier Covered Transactions (see attached certification) prior to the commencement of services. This requirement will be addressed upon execution of agreement.

7.8 All responses to this Request for Proposals shall be subject to public scrutiny in accordance with New Jersey statutes, rules and regulations.

7.9 Any contract for services shall be subject to the availability and appropriation of sufficient funds for this purpose annually.

7.10 Contracts awarded pursuant to this Request for Proposals may be amended to provide for closely related services, the need for which may arise or become apparent after the original contract award. Any contract amendment for closely related services must be approved by resolution of the Rowan University/Rutgers-Camden Board of Governors.

7.11 The selected firm shall be prohibited during the term of its contract from representing any individual or entity in any matter in which an adverse party is the Rowan University/Rutgers-Camden Board of Governors, or any officers, or employees of the aforementioned or in any matter which, in the sole discretion of the Rowan University/Rutgers-Camden Board of Governors, shall constitute a conflict of interest or shall have the appearance of impropriety.

7.12 All firm(s) are advised that, pursuant to N.J.S.A. 19:44A-20.13, it is their responsibility to file an annual disclosure statement with the New Jersey Election Law Enforcement Commission (“ELEC”) if, during the calendar year, they receive a contract(s) in excess of \$50,000 from public entities, including the Rowan University/Rutgers-Camden Board of Governors. It is the firm’s responsibility to determine if such filing is necessary. Failure to file can result in the imposition of financial penalties by ELEC. Additional information on this requirement is available from ELEC at 888-313-3532 or at <http://www.elec.state.nj.us/> .

7.13 All New Jersey and out of state corporations must obtain a Business Registration Certificate (BRC) from the New Jersey Department of the Treasury, Division of Revenue prior to conducting business in the State of New Jersey. The firm must provide proof of valid and current Business Registration Certificate with the Division of Revenue to the Board before starting work under the contract. Any questions in this regard can be directed to the Division of Revenue at (609) 292-1730. Form NJ-REG can be filed online at www.state.nj.us/njbgs/services/html .

7.14 No contract can be issued by the Board unless the firm has completed an Ownership Disclosure Form disclosing the names and addresses of all its owners holding 10% or more of the corporation or partnership’s stock or interest. Refer to N.J.S.A. 52:25-24.2

7.15 All firm(s) are advised, pursuant to P.L. 2005, Chapter 271, of the Vendor Certification and Political Contribution Disclosure Form filing requirement. See language and attachment included in the Vendor Forms section. If the contract is in excess of \$17,500, the contractor must comply with P.L. 2005, Chapter 271, by completing and submitting to the Board the required Chapter 271 Political Contribution Disclosure Forms, before the effective date of the contract. The successful firm is responsible for filing the Vendor Certification and Political Contribution Disclosure Form with the appropriate state agency. Failure to comply with the political contribution disclosure requirement may result in the cancellation of the contract award or the imposition of penalties by the New Jersey Election Law Enforcement Commission (“ELEC”). Additional information about this requirement is available from ELEC at 888-313-3532 or <http://www.elec.state.nj.us/> .

7.16 N.J.A.C. 17:44-2.2 AUTHORITY TO AUDIT OR REVIEW CONTRACT RECORDS:

Relevant records of private vendors or other persons entering into contracts with covered entities are subject to audit or review by the New Jersey Office of the State Comptroller pursuant to N.J.S.A. 52:15C-14(d).

As of November 15, 2010, all covered entities shall insert the following language in any new contract:

“(The contract partner) shall maintain all documentation related to products, transactions or services under this contract for a period of five years from the date of final payment. Such records shall be made available to the New Jersey Office of the State Comptroller upon request.”

8.0 CRITERIA FOR EVALUATION OF PROPOSALS

The RFP Review Committee evaluating proposals submitted in response to this Request for Proposals will review the information contained in the proposals, any supplemental information provided by respondents, and information gathered during interviews with respondents, if conducted. The RFP Review Committee will consider the following factors in evaluating and ranking the proposals:

- 8.1** Compliance with the requirements stated in the RFP.
- 8.2** Experience specific to the engagement. Proven record of experience in providing the services detailed herein.
- 8.3** Experience performing engagements for public entities in the State of New Jersey, the County of Camden and City of Camden.
- 8.4** Ability to provide services in a timely manner.
- 8.5** Understanding the requirements of the engagement and services requested (including completeness and clarity of submission), and qualitative nature of the services proposed.
- 8.6** Financial and human resources to perform the engagement, including personnel qualifications (i.e., resumes of key personnel who will be responsible for and assigned to the work).
- 8.7** Location of office and availability of personnel.
- 8.8** Cost to perform the engagement.

9.0 Term of the Agreement

The anticipated contractual period will be for one (1) year with two (2) possible renewals of one year each. The Rowan University/Rutgers-Camden Board of Governors reserves the right to alter this time period upon review of all proposals. The Board reserves the right to terminate the awarded contractor's services for cause or convenience at any time during the term of the contract. In the event the Board terminates services, written notice will be provided thirty (30) days in advance of termination date.

PART II **PROPOSAL REQUIREMENTS**

Law firms are requested to propose Legal Counsel for the Rowan University/Rutgers-Camden Board of Governors.

FORMAT

To assure consistency, responses must conform to the following format:

- A. Scope of Services
- B. Resume
- C. Facilities
- D. Conflict of Interest
- E. Fees
- F. Form of Contract
- G. Other Bid Requirements
 - 1. Disclosure of Investment Activities in Iran.
 - 2. Debarment Certification.
 - 3. Equal Employment Opportunity/Affirmative Action Evidence.
 - 4. MacBride Principles Form.
 - 5. Request for Taxpayer Identification Number and Certification (IRS Form W-9).

All sections are to be addressed and specifically referenced.

The following explains what we expect in each of the major sections.

SECTION A – SCOPE OF SERVICES

The Rowan University/Rutgers-Camden Board of Governors is soliciting proposals from qualified and experienced law firm(s) that will render part-time legal services to the Board in the following areas:

- a. Board Governance
- b. Public Finance
- c. Public Procurement Matters
- d. State of New Jersey Ethics
- e. Labor and Employment
- f. Planning and Redevelopment
- g. Real Estate Transactions
- h. Intellectual Property

SECTION B – RESUME

This section shall address areas as outlined:

1. Name and address of your firm and the corporate officer authorized to execute agreements.
2. Briefly describe your firm’s history, ownership, organizational structure, locations of its management, and licenses to do business in the State of New Jersey.
3. Describe in general your firm’s regional, statewide, and local service capabilities.
4. Provide and identify the names, experience, qualifications, and applicable licenses held by the individual primarily responsible for servicing the Rowan University/Rutgers-Camden Board of Governors, and any other person(s), whether as employees or subcontractors, with specialized skills that would be assigned to service the Rowan University/Rutgers-Camden Board of Governors.
5. Provide a listing of local governmental clients with which you have similar contracts; include the name, address and telephone number, and email address of the contact person.
6. Provide a statement regarding how your firm will comply with insurance coverage requirements as set forth in Part I, Section 5 of this RFP.
7. Provide a statement of assurance to the effect that your firm is not currently in violation of any regulatory rules and regulations that may have an impact on your firm’s operations.

SECTION C – FACILITIES

This section should address areas as outlined:

1. OFFICE LOCATIONS
 - a. For your firm’s facilities which are located closest to the Main Office of the Rowan University/Rutgers-Camden Board of Governors, provide:
 1. The location.
 2. Firm personnel assigned to this location.
 3. The activities of the firm performed at this location.
 - b. For those facilities and activities located elsewhere, please explain the activities performed elsewhere and why these are best performed at a different office. Please note: Firms where all activities are performed at one location should leave this paragraph blank.

SECTION D – CONFLICT OF INTEREST

This section should disclose any potential conflicts of interest that the firm may have in performing these services for the Rowan University/Rutgers-Camden Board of Governors.

SECTION E – FEES

This section should address:

1. The proposed hourly rate for the services to be provided.
2. Any fees for non-hourly costs or services which would be chargeable to the Rowan University/Rutgers-Camden Board of Governors.

Note: The Rowan University/Rutgers-Camden Board of Governors reserves the right to negotiate with any or all vendors meeting the evaluation criteria set forth herein. Negotiations will be conducted in accordance with the Rowan University/Rutgers-Camden Board of Governors Request for Proposals policy.

SECTION F – FORM OF CONTRACT/AMENDMENT OF CONTRACT

1. The Rowan University/Rutgers-Camden Board of Governors will supply the form of contract which will incorporate the terms and conditions of the contract award and the successful respondent's proposal, fees and costs. Respondent may not vary the material terms of the contract or include its own version of a contract with the submitted proposal.
2. Contracts awarded pursuant to this Request for Proposals may be amended to provide for closely related services, the need for which may arise or become apparent after the original contract award. Any contract amendment for closely related services must be approved by resolution of the Rowan University/Rutgers-Camden Board of Governors.

SECTION G – OTHER BID REQUIREMENTS

Firm(s) must provide as part of their response to this RFP the following certifications and disclosures:

- Disclosure of Investment Activities in Iran.
- Certification regarding Debarment, Suspension, Ineligibility and Voluntary Exclusion.
- Equal Employment Opportunity/Affirmative Action Evidence.
- MacBride Principles Form.
- Request for Taxpayer Identification Number and Certification (IRS Form W-9).

To assist bidders, the Board has provided Vendor Forms on its website for use by bidders in complying with all required certifications and disclosures described in this RFP. All such certifications and disclosures must be submitted as part of the bidder's response to this RFP. A bidder's failure to submit the required certifications and disclosures may result in the rejection of the proposal as non-responsive and preclude the award of a contract to the bidder.

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