



Rhode Island Turnpike and Bridge Authority

July 27, 2023

**Request for Proposals
Legal Services
No. 23-17**

Introduction

Rhode Island Turnpike & Bridge Authority (RITBA or Authority) is seeking proposals from “qualified” firms that can provide legal services. The information provided must demonstrate to RITBA that the firm would be “qualified” and competent to provide the services requested. To be considered “qualified”, firms must demonstrate the skills and experience necessary to provide, at a minimum, the services listed in this Request for Proposals. Services shall be undertaken in a manner consistent with the prevailing accepted standards for similar services with respect to projects of comparable function and complexity and with the applicable laws and regulations published and in effect at the time of performance of the services.

Background

RITBA is a quasi-public agency created by the Rhode Island General Assembly in 1954 as a corporate and body politic, with powers to construct, acquire, maintain and operate bridge projects as defined by law. The Authority was responsible for the construction of the Claiborne Pell Bridge (formerly the Newport Bridge) which opened to traffic on June 28, 1969. The Authority has been responsible for the operation and maintenance of the Mount Hope Bridge between Bristol, Rhode Island and Portsmouth, Rhode Island and the Claiborne Pell Bridge between Newport, Rhode Island and Jamestown, Rhode Island since 1964 and 1969, respectively. On April 25, 2013, the State transferred custody, control and supervision of the land and improvements for the Jamestown and the Sakonnet River Bridges from the Rhode Island Department of Transportation (RIDOT) to the Authority. Ownership and title of the bridges remains with the State. In addition to the four (4) bridges noted above, RITBA also operates and maintains Route 138 through Jamestown and ten (10) smaller bridges associated with this highway and the approaches to the four (4) major bridges.

RITBA operates on a fiscal year basis beginning on July 1st and continuing through the following June 30th of each year. Day to day operations of RITBA are led by an Executive Director who oversees approximately 81 full time equivalent employees. The Executive Director reports to a five member Board of Directors consisting of four members appointed by the Governor and the Director of Transportation, who is a member ex-officio.

Summary of Scope of Services

RITBA is seeking Request for Proposals (RFP) from qualified Firms to provide legal services for a five (5) year term on an on-call basis. Selected Legal Firms are expected to enter into RITBA’s form Letter of Engagement attached hereto as **Exhibit A**. RITBA reserves the right to add terms specific to the engagement. Legal Firms are also expected to follow RITBA’s legal billing requirements.

Legal services are divided into nine (9) distinct areas of representation:

1. **Litigation**
2. **Appellate Practice**
3. **Commercial, Taxation, Public Finance and Real Estate**
4. **Environmental**
5. **Labor and Employment**
6. **Tolling/E-ZPass Specialty Matters**

- 7. Internal and External Investigations**
- 8. General Matters and Corporate Governance**
- 9. Construction and Design**

Qualified Firms are encouraged to respond to as few or as many of the areas of representation as would be appropriate for the Firm. RITBA may award one or more contracts for any combination of services including specific tasks within a subcategory.

Firms that are interested in being considered for the appointment must submit qualifications as instructed below.

This RFP and any resulting awards shall not be construed to invalidate, terminate or supersede any previous on-call award or letter of engagement which is still valid per the terms of the applicable RFP and/or letter of engagement. Notwithstanding the foregoing, if a firm which is currently approved to provide on-call legal services to RITBA submits a proposal in response to this RFP then the terms and conditions of this RFP shall supersede any former award.

Request for Proposals Requirements

RTBA requires that the Firms keep the proposal to no more than fifteen (15) double sided 8 ½ x 11 pages, no less than size 12 font, excluding:

- Cover Letter (one page, single sided)
- Table-of-Contents
- Dividers
- Executive Summary (one double sided page)
- Resume(s) (one double sided page)
- Professional References

RITBA will not accept videos, simulations, or other electronic presentations for this submittal. However, such electronic information may be presented during an interview process for the shortlisted Firms.

Firms shall submit one (1) electronic (thumb/flash drive only accepted) and five (5) printed copies of the proposal to:

Rhode Island Turnpike and Bridge Authority
Attention Finance Department
One East Shore Road
Jamestown, RI 02835
RFP 23-17 – Legal Services

The proposal must be submitted no later than **2:00PM EDT, August 24, 2023**. RITBA accepts deliveries during normal business hours Monday through Friday 9:00am to 4:30pm EDT excluding national and local state holidays. It is the sole responsibility of the responding firm to ensure delivery of its proposal on or before the due date/time, in the proper form. RITBA will not

accept any bid/proposal that is received after the due date/time with NO EXCEPTIONS. RITBA will not accept electronic submissions (email, web, fax, etc.). In order to control the dissemination of information regarding this Request for Proposals (RFP), organizations interested in submitting proposals shall not make personal contact with any member of RITBA staff or Board of Directors regarding this RFP. Questions concerning this RFP should be directed, via email, to procurement@ritba.org no later than **2:00PM EDT, August 4, 2023**. RITBA will respond to all relevant questions no later than **end of day EDT, August 11, 2023** via addendum. This addendum will be posted to RITBA's website (www.ritba.org) and the State of Rhode Island's Division of Purchasing website (www.purchasing.ri.gov/).

RITBA accepts no financial responsibility for any costs incurred by a firm in responding to this RFP, participating in oral presentations, or meeting with RITBA prior to being awarded the contract. The proposals in response to this RFP become the property of RITBA and may be used by RITBA in any way it deems appropriate. All information submitted in response to this RFP is deemed public and subject to disclosure unless a separate redacted public copy is submitted, regardless of whether the information is marked confidential/proprietary. Firm's may redact in the public copy any trade secrets or commercial or financial information which is of a privileged or confidential nature pursuant to the Access to Public Records Act (R.I. Gen. Laws § 38-2 et. seq.). If a firm does not submit a redacted public copy, RITBA assumes that firm is not seeking confidential treatment for any of its information and thus, all information is subject to public disclosure. By submitting a proposal, the firm certifies that it has fully read and understands the RFP, has full knowledge of the scope of work to be provided, and accepts the terms and conditions under which the services are to be performed. RITBA will be the sole judge in determining as equivalent products (if applicable).

RITBA reserves the right to interview some, all, or none of the firms responding to this RFP based solely on its judgment as to the firm's proposals and capabilities. RITBA reserves the right to request and consider additional information from submitters and to reject any and all submittals on any basis without disclosing the reason. No firm may withdraw their submittal for at least **one hundred twenty (120) days** after the time and date set for submission.

RITBA reserves the right to waive any irregularities and technical defects. RITBA reserves the right to modify, amend or waive any provision of this RFP, prior to the issuance of a contract for the consulting services.

A proposal may be submitted for one, some, or all of the areas of representation listed below. If applying for more than one, please identify which services you are seeking to provide and respond in accordance with Part II set forth below. All Firms should respond to Part I, General Firm Information.

Items to be included in your proposal:

Part I: GENERAL FIRM INFORMATION

- A. General Information:** Provide a brief description of your Firm, including but not limited to the following:
- a. Location(s).

- b. Number of partners, and associates or employees.
- c. Name, address, phone number and email address of the Firm's contact person.
- d. Describe any relationships that your Firm has with other law firms regarding proposed co-counsel relationships and/or fee splitting arrangements.
- e. Indicate the type and amount of professional liability insurance your Firm carries. The Firm's professional liability coverage must have minimum limits of \$1,000,000 per claim.
- f. Identify any material litigation, administrative proceedings or investigations which i) currently names your Firm as a party, ii) have been threatened against your Firm; or iii) have been settled within the past two (2) years and involved your Firm as a party.
- g. Describe your Firm's non-discrimination and affirmative action program(s).

B. Experience and Resources

- a. For each practice area to which your Firm is responding, indicate which partners, and associates or employees would be involved in providing services to RITBA. Provide appropriate background information and identify what their responsibilities would be in serving RITBA.
- b. Provide three (3) references from your Firm's corporate or governmental agency clients including names, addresses and telephone numbers.
- c. Describe your Firm's current relationship with governmental agencies and/or quasi- public corporations. Please include information in the following format:
 - i. Name of Governmental Agency.
 - ii. Relationship (type of counsel services provided).
 - iii. Length of time serving in this capacity.
 - iv. Expiration date of current contract.

C. Costs

- a. Describe your Firm's proposed fee structure for the five (5) applicable years identified under this RFP. Include the hourly rate for the partners, associates, and paralegals to be assigned to RITBA activities (if applicable) and the costs of various reimbursable and expenses. Blended rates will be considered. Where appropriate, (e.g. public financing, real estate closings) indicated fixed fee pricing proposals. Please be as specific as possible.
- b. Pursuant to RIGL 37-2-70(b), Legal Firms must certify that the rate of compensation does not exceed the rate of compensation charged by the Firm to its preferred public or private clients.

D. Miscellaneous

- a. Identify any actual or potential conflicts of interest with regard to representation of RITBA. Include a listing of matters in which your Firm has represented other parties in litigation or transactional matters involving RITBA. Describe how your Firm will handle actual and/or potential conflicts of interest.
- b. Identify any publications and other information and resources of your Firm that will be available to RITBA.
- c. Identify any conflicts that may arise as a result of business activities, associates and/or ventures by members and associates of your Firm, or as a result of any

individual's status as a member of the board of directors of any organization likely to interact with RITBA. Describe how your Firm will handle actual and/or potential conflicts of interest.

- d. Discuss any topics not covered in this Request for Proposals, which you would like to bring to the attention of RITBA.

Part II: AREAS OF REPRESENTATION – For each area of representation that your Firm is seeking to provide services, please provide the following information:

- A. Describe your Firm's relevant experience for each of the areas of representation that your Firm is seeking to provide service.
- B. Discuss any specialized experience within this area of representation that may be relevant to RITBA.
- C. Describe the nature and extent of your governmental representation experience within this area of representation within the past three (3) years, if any.

Select one (1) or more from the following areas of representation:

- A. Litigation
- B. Appellate Practice
- C. Commercial, Taxation, Public Finance and Real Estate
- D. Environmental
- E. Labor and Employment
- F. Tolling/E-ZPass Specialty Counsel
- G. General Matters and Corporate Governance
- H. Construction and Design

RFP REVIEW AND SELECTION CRITERIA

A Selection Committee comprised of RITBA staff will review proposals. This committee will review all proposals meeting the minimum requirements of this RFP and select finalists to make a presentation to the committee, if warranted. Proposals will be evaluated on a variety of factors including:

- Experience and qualifications of both the Firm and staff to be assigned to the identified areas of legal and professional services;
- Ability to provide the required services on a timely basis in light of the anticipated workload, and the availability of adequate personnel, equipment and facilities of the Firm;
- Projected costs and proposed fee structure for services performed; and
- The Firm's response to other questions contained in this RFP.

RITBA may invite finalists to make a presentation to the Selection Committee. Following the presentations, if any, the committee will make recommendations to the RITBA Board of Directors, which will make the final decision on approving Firms for each area of representation. The

decision will be based on the perceived need for services, the demonstrated competence, experience, knowledge and qualifications of the offering Firms, and on the reasonableness of the proposed fee for the services to be provided.

The Selection Committee may determine any proposal not complying with the requirements stated herein as irregular and may reject such proposals as noncompliant. The Selection Committee reserves the right to waive any irregularity that it deems immaterial and to proceed with the analysis of such proposal if deemed to be in the best interest of RITBA.

By this RFP, RITBA has not committed itself to employ Firms for any or all of the above-described services, nor does the suggested Scope of Services or term of agreement require that Firms should be employed for any of those purposes. RITBA reserves the right to make those decisions after receipt of responses. RITBA's decision on these matters is final. RITBA reserves the right to terminate any relationships with Firms if it determines that such action is in its best interests.

Additional Requirements

Campaign Finance Compliance

Every person or business entity providing goods or services at a cost of \$5,000 cumulated value is required to file an affidavit regarding political campaign contributions with the RI State Board of Elections even if no reportable contributions have been made (RI General Law 17-27). Forms may be obtained at Board of Elections Campaign Finance Division website at <https://elections.ri.gov/finance/index.php>. Please call (401) 222-2345 or e-mail campaign.finance@elections.ri.gov with any questions or concerns.

Major State Decision-Maker

Does any Rhode Island "Major State Decision-Maker", as defined below, or the spouse or dependent child of such person, hold (i) a ten percent or greater equity interest, or (ii) a \$5,000 or greater cash interest in this business?

For purposes of this question, "Major State Decision-Maker" means:

- (i) All general officers; all executive or administrative head or heads of any state executive agency enumerated in R.I.G.L § 42-6-1 as well as the executive or administrative head or heads of state quasi- public corporations, whether appointed or serving as an employee. The phrase "executive or administrative head or heads" shall include anyone serving in the positions of president, senior vice president, general counsel, director, executive director, deputy director, assistant director, executive counsel or chief of staff;
- (ii) All members of the general assembly and the executive or administrative head or heads of a state legislative agency, whether appointed or serving as an employee. The phrase "executive or administrative head or heads" shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel or chief of staff; and
- (iii) All members of the state judiciary and all state magistrates and the executive or administrative head or heads of a state judicial agency, whether appointed or serving as an employee. The phrase "executive or administrative head or heads" shall include anyone serving in the positions of director, executive director, deputy director, assistant director, executive counsel, chief of staff or state court administrator.

If your answer is "Yes", please identify the Major State Decision-Maker, specify the nature of their ownership interest, and provide a copy of the annual financial disclosure required to be filed with the Rhode Island Ethics Commission pursuant to R.I.G.L. §36-14-16, 17 and 18.

Equal Opportunity Clause:

This solicitation is awarded subject to equal opportunity compliance. In the performance of this contract, proposers agree to adhere to the provisions of all applicable laws, rules and regulations, both state and federal, including, but not limited to Rhode Island General Laws Section 28-5.1, Title VII of the Civil Rights Act Of 1964, Rehabilitation Act Of 1973 And Executive Orders 11246 And 11375. Further, proposers agree that they will not engage nor permit any subcontractors to engage in discrimination in employment of persons because of the race, color, religious creed, color, national origin, ancestry, physical disability, mental disability, medical condition, marital status, gender identity, sex or sexual orientation of such persons. Every effort will be made to solicit bids from minority business enterprises and women's business enterprises.

Title VI Solicitation Notice:

RITBA, in accordance with the provisions of Title VI of the Civil Rights Act of 1964 (78 Stat. 252, 42 USC§§ 2000d to 2000d-4) and the Regulations, hereby notifies all proposers that it will affirmatively ensure that any contract entered into pursuant to this advertisement, disadvantaged business enterprises or airport concession disadvantaged business enterprises will be afforded full and fair opportunity to submit bids in response to this invitation and will not be discriminated against on the grounds of race, color, or national origin in consideration for an award.

EXHIBIT A

DATE
FIRM NAME
FIRM ADDRESS
FIRM ADDRESS

Re: **Letter of Engagement**

Dear FIRM:

This letter serves as the Letter of Engagement for FIRM to serve as counsel to the Rhode Island Turnpike and Bridge Authority ("RITBA") with respect to_____.

The terms of the engagement shall not exceed one year unless duly renewed and shall also include the following:

1. The performance of legal services with respect to this engagement commencing _____.
2. A blended rate of \$ per hour will apply to partners and associates, including any attorneys who may work on tolling matters. You represent this to be the lowest rate of compensation that you charge to the firm's preferred or public clients.
3. All expenses must be itemized on billing invoices with no mark up, and receipts and authorizations for expenses/disbursements must accompany invoices. Invoices for this engagement must be separate from any other RITBA engagement invoices.
4. In the event that insurance coverage is extended to expenses, fees and/or costs arising from any legal services provided by your firm at the direction of RITBA, your firm shall abide by the insurance providers protocols and procedures and shall seek reimbursement from the insurance provider for all expenses, fees and/or costs arising from the legal services.
5. This Agreement and any changes or modifications hereto shall be in writing executed by both parties.
6. All notices required under the contract shall be given in writing to the parties at the following addresses:

Rhode Island Turnpike and Bride Authority
One East Shore Road
Jamestown, RI 02838
Atten: Accounts Payable

Firm Name
Firm Address

If the foregoing correctly states the terms of the contract between you and RIRBA, kindly confirm this by executing and returning a copy of this letter me.

RITBA:

Firm Name

Name: _____

Name: _____

Signature: _____

Signature: _____