

REQUEST FOR PROPOSALS for GENERAL COUNSEL to the CENTRAL VERMONT SOLID WASTE MANAGEMENT DISTRICT

I. Who We Are

The Central Vermont Solid Waste Management District (CVSWMD or District) is a union municipal District chartered in 1985. Its primary purpose is to meet the state planning requirements for solid waste management for its member towns/cities.

Membership presently includes the municipalities of Barre City; Barre Town; Berlin; Bradford; Cabot; Calais; Chelsea; E. Montpelier; Hardwick; Marshfield; Middlesex; Montpelier; Northfield; Orange; Plainfield; Roxbury; Strafford; Tunbridge; Walden; Washington; Williamstown; and Woodbury.

II. What We Are Seeking & Why

CVSWMD is seeking a Vermont law firm to represent it as its general counsel. Responsibilities would include providing the organization with legal advice and representation in its duties including:

- Personnel & employment law
- Real estate transactions
- Contracts & other legal documents and relationships
- Advice, opinions on, drafting of and assistance in enforcing ordinances, regulations, policies
- State and federal tax matters
- Defense in the event CVSWMD is sued or sues another entity
- Representation of CVSWMD and its Board of Supervisors in any legal matters

CVSWMD prefers the firm chosen to not have significant responsibilities for representing clients before the legislature or state agencies and to not engage significantly in lawsuits filed against Vermont municipal governments. Admission to the Vermont Bar is required. Vermont municipal, corporate and labor law experience is highly desired as is experience in Interstate Commerce law.

The District recently adopted a long range plan entitled *Working Toward Zero Waste*. The requirements of this plan go beyond what is required under state rules for waste reduction and diversion from landfill disposal. To meet the requirements of its plan the CVSWMD will be directly involved in, party to, or collaborators in significant infrastructure development and policy initiatives that will expand the capacity of the region to reduce waste; reuse materials; recycle and compost. It is anticipated that these initiatives will involve several partnerships across government, non-government, public, private, business and non-profit sectors.

A copy of its plan along with descriptions of current programs and initiatives of the CVSWMD can be found at its web site: www.cvswmd.org.

III. Financial & Organizational Matters of Relevance

The CVSWMD operates on a fiscal year, beginning July 1 and ending June 30. "Year 1" of the contract to be awarded as a result of this RFP will be considered to begin with the onset of the execution of the contract through June 30, 2010. Additional years thereafter will follow the District's fiscal year.

The CVSWMD budget for FY 2009, is approximately \$1.6 million. In FY 2008, the CVSWMD spent \$5,021.75 on legal services. The FY 2009 budget contains a \$5,000.00 line item for anticipated legal services. These numbers are intended to offer a perspective on recent needs, but are not an indication of future needs, which may vary with annual workplans.

CVSWMD envisions the relationship to include a small annual retainer and to be billed at an hourly rate for work done. All work done shall be at the request of duly authorized staff or as the result of appropriate action by the Board of Supervisors. A history of hours and projects over the past two years is included as an addendum to this document. This information is for the consideration of potential applicants and should not be considered a commitment to the type or amount of work that will be performed under a new contract.

IV. Format of Proposals and Submission Information

A. Law firms interested in submitting a proposal should include the information that is identified in the bulleted list which follows within their answers to the specific items required by Section V of this RFP.

- Information on the firm
- *Vitae* on the principals and the members of the firm that will handle CVSWMD work
- The hourly rate that the firm would charge and its proposal for an annual retainer

B. **Required Proposal Format:** All proposals submitted in response to this RFP must use the outline format described in this Section V. A proposer not following these instructions or failing to include complete information as requested may result in a lower evaluation score or the proposal being declared non-responsive.

C. Submit **eight (8)** copies of the proposal. Proposals are to be double-sided, printed on recycled content paper and, bound with numbered pages. Binding materials should be of recycled content *and* be recyclable in the CVSWMD recycling program, details of which are available on our website – www.cvswmd.org. Proposers shall indicate the percentage of recycled content and any other environmental attributes of the materials used, on the last page of the proposal.

D. The proposer **MUST** address **ALL** the items and they must be **IN THE ORDER** and **NUMBERED** according to the categories identified below. Proposals which do not, may be declared non-responsive and be rejected.

E. The CVSWMD prefers firms with a demonstrated environmental ethic and/or a history of representing compatible environmental and/or advocacy organizations.

V. Contents of Proposals & Evaluation Factors to be Considered

a. **Introduction:** Page 1 must include: Respondent's name, address, contact information and description of paper content and recyclable information asked for in **Section IV. Required**

Proposal Format. An original signature of an official of the Proposers firm.

b. Experience, Organization & Resources:

Provide details of the firm's ownership, headquarters, branch or affiliate offices and length of time in business.

Give details of the firm's structure, size and capabilities/quantities available in terms of personnel and equipment.

Include a general discussion and (as appropriate under the rules of professional conduct governing attorney/client confidences) a listing of any other current or past clients similar to the CVSWMD, a brief description of services provided, and a contact name and phone number of any such clients who may be contacted.

Provide a brief overview of the firm's history and experience. Include a detailed discussion of the firm's qualifications and identify prior experience in advising municipalities, other government organizations and/or boards and organizations similar to the Central Vermont Solid Waste Management District and/or those having a strong environmental mission.

Identify in this portion of the proposal, any distinct and substantive qualifications for undertaking the proposed contract, such as awards and recognition received for similar services or special approaches or concepts relevant to the required services.

c. Key Project Personnel:

Lead Attorney. Identify the individual who will be the lead attorney, working directly with the Client, with overall responsibility for the assignments. A resume which includes at least three references with phone numbers shall be provided. Include information concerning qualifications and experience of the lead attorney and provide a description of the lead attorney's education and background relative to the required services, position in the firm, and relevant or similar assignments in the past and the extent of responsibilities, both substantive and administrative. Resumes which include non-relevant information may detract from the proposal evaluation.

Identify the responsibilities of any other key individuals who will be assigned to the proposed contract. Include information concerning qualifications and experience of each individual listed relative to the required services, position in the firm, and relevant or similar projects in the past and the extent of responsibilities, both substantive and administrative. Resumes which include non-relevant information may detract from the proposal evaluation.

d. Methodology & Management

Explain the firm's approach to client relationships. Address the issue of availability of personnel and clearly state an expectation of the Lead Attorney's availability on a regular basis. Identify a process for engaging other personnel in situations where the Lead Attorney is unavailable.

Due to the nature of the District's work and responsibilities, Proposers should know that we expect a high level of responsiveness to our inquiries and delivery of work products. As an example, the District would consider the following timeframes to be within an acceptable range for the work identified.

- Question requiring an answer on personnel or regular business matter – same day preferred; 24 hours maximum
- Legal memo/written opinion – 5 business days
- Contract draft – 8 business days

Conflicts of Interest: The CVSWMD is sensitive to the issue of conflicts of interest as they may relate to the legal services being proposed. Proposers must identify the existence of any potential conflicts of interest, including any lawsuits and disputes in which you represent parties whose interests may be adverse to the state or the District. The District will not immediately eliminate a proposer from consideration due to a conflict of interest. However, the District does wish to understand how the firm intends to manage an existing or potential conflict of interest.

e. Costs and Fees: Provide the firm's hourly billing rates for each attorney (or specified rates for specific groups of personnel - e.g. partners/associates/paralegals) that might provide services under the contract (the hourly rate for the designated lead attorney must be clearly highlighted.)

f. Include any other information that is felt to be pertinent and you wish to provide. Do so in no more than 3 additional pages.

g. Interview: The Evaluation Committee intends to interview Proposers achieving a high ranking score on their written proposals. The Lead Attorney and team of additional attorneys who are identified in the respondents Proposal are required to be present and participate in the interview. Such discussions shall be for the purpose of clarifying the content of the respondents' RFP and, also, for getting to know the legal team that would interact with the CVSWMD.

VI. Evaluation of Proposals

The Executive Board of the Central Vermont Solid Waste Management District plus the Treasurer will act as an Evaluation Committee to review the proposals. The Executive Board consists of the Chairperson and Vice-Chairperson of the Board plus 4 additional members who are elected by the full board from their membership. All terms are served for one year, with no limitations on how many terms an individual may be re-elected to. The Treasurer is a non-board member appointed annually by vote of the full board.

The Evaluation Committee will review all proposals submitted. Based upon proposals, the Evaluation Committee will decide which firms will be invited to interview. Upon completion of interviews, the Evaluation Committee will rank all proposals. The Treasurer will conduct reference checks. A final recommendation will be made to the full board as to the preferred candidate(s.) A full board vote is required in order to award the contract.

The committee will evaluate the proposals weighing each of the evaluation factors as follows:

- Experience, Organization & Resources & Key Project Personnel - 50 percent
- Methodology and Management - 20 percent
- Costs and Fees – 10 percent
- Interview – 20 percent

VII. Proposals must be submitted in writing on or before November 28, 2008 at 4 pm to the CVSWMD offices located at 137 Barre Street, Montpelier, Vermont 05602 . Proposals shall be signed by a responsible official of your firm on page 1. The District reserves the right to reject any proposal for any reason whatsoever and to modify or issue changes to this RFP.

Submit proposals and direct questions regarding this RFP to:

Donna Barlow Casey, Executive Director
Central Vermont Solid Waste Management District
137 Barre Street
Montpelier, Vermont 05602
229-9383
director@cvsmd.org