



Request for Proposals

Title:

Washington VERTical
Legal Consultant RFP

Due:

02/11/2022
No later than 11:00 a.m. PST

Contact:

Sheri Collins
Contracts Specialist
509.375.3060
collins@portofbenton.com

SCHEDULE

1/2022	Public announcement of Request for Proposals
02/11/2022	Proposals Due no later than 11:00 a.m. PST
02/18/2022	Selection of Consultant and Negotiation of Specific Terms
12/31/2023	Contract Closed Out

*NOTE: Dates as indicated are best estimates for informational purposes only.

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SUBMITTAL INSTRUCTIONS

Electronic submittal: Submit one (1) electronic proposal and any required attachments, the Submittal Packet first page shall be digitally signed by an authorized representative of the proposer's firm. For easy identification, please list "Washington VERTical Legal Consultant RFP" in the subject line of the email. Electronic submittals shall be sent to collins@portofbenton.com and must be received by proposals due date referenced above.

Proposals shall contain all required information as defined herein and be submitted to the Port of Benton electronically no later than the date, time, and place as stated on the cover page of this RFP or as amended. Proposals will not be accepted in any format other than as required above. Late proposals will not be accepted and will be returned to the proposers unopened.

Proposers shall be fully responsible for any and all costs incurred in the preparation and submittal of their proposals.

PROJECT OVERVIEW

The Port of Benton ("Port") is soliciting proposals from experienced individuals or firms ("Proposer" or "Proposers") interested in providing legal consultation to the Port to support the creation of separate 501c6, subdivisions to support Washington VERTical Clean Energy.

BACKGROUND

The Port is soliciting proposals from contractors (hereafter referred to as "Consultant") interested in providing legal consultation to support an industry-led clean energy cluster to be known as Washington VERTical (hereafter referred to as 'VERTical' – 'vert' is green in French, and the operative word for the green cluster).

The cluster's first activity will be to support creation of a supply chain alliance to solve industrywide challenges to accelerate clean energy innovation. A recently awarded grant from the Washington State Department of Commerce Innovation Cluster Accelerator Program (ICAP) will be used to recruit and empower cluster membership, form and grow the supply chain alliance, coordinate with industry CEOs and foster cross-sector collaboration to ultimately grow and leverage the Tri-Cities professional and technical workforce, local and entrepreneurial businesses expanding their network and collaboration across the state.

This solicitation is meant to select one consultant/firm to fulfill the role of the Washington VERTical Cluster legal consultant.

The most important aspect of submitting a well-written and well-articulated plan to serve the above areas, is to identify in the submittal particular attention to the following skills: excellent communication, experience, and ability to foster collaboration amongst organizations typically in competition with one another.

DESIRED PROPOSAL

The Port desires a proposal that provides a single point of contact on a monthly fixed-fee professional services contract. The consultant should be able to provide the following services and identify an approximate number of hours of availability monthly for the fee proposed.

1. Formation of Clean Energy Supplier Alliance (CESA) by the end of March 2022. This shall include the charter documents and bylaws, and could possibly include formation of Board, documentation for formation of a Board, and submittal of documents to the state of Washington.
2. Amended and Restated Tri-Cities Local Business Association (TCLBA) Bylaws and Articles of Incorporation.
 - a. All organizational documents of TCLBA and CESA must be compliant with and take maximum advantage of the new 2022 Washington nonprofit corporation act to facilitate efficient and long term cogency of operations of CESA.
3. Legal support to develop initial versions of Ethics Code, Quality Standards, Continuous Improvement, Safety Culture, Procurement Practices and Contracting Terms by the end of April 2022 and to evolve through experience during 2022.
4. Assist the Port and its partners in creation and drafting of by-laws, incorporation to support a new or work within an existing 501c6.
5. Generally attend meetings, review contracts and manage filing of documents on behalf of the 501c6 entity.

CONTRACT LENGTH

The Port desires a contract term of no more than (12) months, ending no later than December 31, 2022. At the Port's discretion, and subject to relevant statutes, rules, and regulations, terms may be renewed for one annually term upon mutual written consent and under generally similar terms, conditions, and rate.

PROPOSAL SUBMITTAL REQUIREMENTS

To ensure that all information provided is properly evaluated, please organize and label proposals in the structure provided below. Submittals shall not exceed ten (10) pages total including all required components; proposer(s) will not be graded upon the length of their proposal or effort to reach the 10-page maximum. Proposer(s) are encouraged to focus on quality and brevity in their proposal.

Proposals (submittals) shall include, at a minimum, the following:

- 1) **Transmittal Letter with Original Signature:** A cover letter generally outlining the proposer's ability to perform the services outlined in this RFP; signed by an authorized individual representing the Proposer's firm in contractual obligations.
- 2) **Proposed Rate:** Proposer shall provide their desired consultant services rate, as well as an estimated total fee for their work; it is preferred that the Port is invoiced in equal monthly installments.
- 3) **Proposed Scope of Work:** Proposer shall provide a more detailed overview of the method and strategy they intend to employ in fulfilling the needs of the Port as described in the 'Desired Proposal' section.

- 4) **Licensing:** Provide a current business license or copy of a complete application to do business in Washington State and the City of Richland, as well as the Bar License Numbers of any attorneys to provide work.
- 5) **Ability to Contract:** Proposer shall have the ability to negotiate a contract with the Port based on the exceptions/changes requested to the Pro-Forma Agreement. Proposer may not be debarred, suspended or otherwise ineligible to contract with the Port.
- 6) **Experience:** List the Proposer's top three (3) business references for the type of work most relevant to the content of this RFP. Listing for each reference should provide the references business name or d.b.a., lead staff contact, staff contact phone, staff contact email, and a short description of the services rendered.
- 7) **Legal Action:** Disclose any current or recent (within past five years) legal action in progress or taken against the firm or individuals.
- 8) **Disclosure:** List all business transactions and relations within the past five years that may create or be perceived to create a conflict of interest. Any business dealings or recommendations of a product or firm that may conflict with this project shall be disclosed.

EVALUATION CRITERIA

Criteria	Value
Transmittal Letter with Original Signature	20%
Proposed Rate	30%
Proposed Scope of Work	20%
Licensing (Does the business have applicable licenses?)	Y or N
Ability to Contract (Is the proposer and their business able to contract?)	Y or N
Experience	30%
Legal Action (Does a legal action exist?)	Y or N
Disclosure (Does a conflict exist?)	Y or N

PROPOSAL EVALUATION

- 1) The Port may choose to invite one or more of the proposers to demonstrate their solutions or interview with the Port.
- 2) The Port reserves the right to award a contract with the single highest rated proposer without preceding interviews or demonstrations.
- 3) Ownership of Material - Ownership of all data, materials, and documentation originated and prepared for the Port pursuant to the RFP shall belong exclusively to the Port and be subject to public inspection

after award by the Commission in accordance with the Washington State Public Records Act (RCW 42.56). Trade secrets or proprietary information submitted by the Respondent shall not be subject to public disclosure under the Public Records Act, unless otherwise required by law or a court. However, the Proposer must invoke the protection of the Public Records Act, in writing, either before or at the time the data or other material is submitted. The written notice must SPECIFICALLY identify the data or materials to be protected and state the reason why protection is necessary. The proprietary or trade secret material submitted must be identified by some distinct method such as highlighting or underlining and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. The classification of an entire proposal document, line-item prices, and/or total proposal prices as proprietary, or trade secrets, is NOT ACCEPTABLE and may result in REJECTION of the proposal.

- 4) With regard to submittal of a proposal (individually and collectively referred to as “response”), the proposer agrees to and hereby waive any and all claims it has or may have against the port, and its director’s, persons, officers, commissioner’s , committee’s, employees, or agents arising out of or in connection with (1) the administration, evaluation, or recommendation of any response; (2) any requirements under the solicitation, the RFP, or related documents; (3) the rejection of any response or any part of any response; (4) waiver by the port of any technicalities in the RFP package or any response; (5) waiver or change in any non-material provision of the RFP solicitation package or materials that do not adversely and specifically affect the previously submitted response; and/or (6) the award of a contract, if any.
- 5) The Port reserves the right to reject any or all responses, to waive any irregularities and/or technicalities in response received or not award. The Port, in its sole discretion, will determine whether any or all the responses are responsive and reserves the right to make a determination as to whether any one or more Proposals are qualified. The submission of a response to this RFP is an offer by the Proposer to contract only and does not constitute a contract. There will be no contractual obligations on the part of the Port to any Proposer, nor will any Proposer have any property interest or other right in the contract unless and until all terms of the contract have been agreed upon by the Port, including, without limitation, all provisions of the contract have been negotiated to the satisfaction of the Port; the contract is unconditionally signed by the Port and the selected Proposer the contract is delivered by all parties; and all conditions to be fulfilled by the Proposer prior to contracting have either been fulfilled by the Proposer or waived in the writing by the Port.

RFP QUESTIONS AND CLARIFICATIONS

Questions shall be submitted to the Port of Benton by email to: collins@portofbenton.com, not later than the date and time referenced in the Schedule on the title page. Please reference the “Legal Consultant RFP” in the subject line when submitting questions via email.

Oral questions will not be answered. Questions must be in written form, by email. To the extent any oral questions are answered, those answers will be considered non-binding. An addendum to this RFP may be issued by the Port as a result of the questions generated under this competitive solicitation to all plan holders.

ADDENDA

If at any time, the Port changes, revises, deletes, clarifies, increases, or otherwise modifies the RFP, the Port will issue a written addendum to the RFP. Proposer must register for this RFP to be notified of addendum and new documents on this RFP. It is the Proposer's responsibility to check for addenda and other new documents on-line.

SUBMITTAL EFFECTIVE DATE

The submittals shall remain in effect for 180 days after the RFP due date, unless extended by mutual agreement between the Port and the applicable proposers.

DEBRIEF PROCEDURES

After award, submitters may contact the Port to request a phone or in person debrief conference.

INSURANCE REQUIREMENTS AND INDEMNIFICATION

Evidence of financial stability and credit worthiness; ability to meet port's insurance requirements is mandatory. The chosen Consultant shall provide the Port with certificates of Fidelity Insurance as described in Section 5 of the Washington State Department of Commerce Services Contract with Port of Benton through the Office of Economic Development & Competitiveness for Innovation Cluster Accelerator Program (hereafter referred to as the "ICAP Agreement") for commercial general public liability insurance policy with limits of coverage of at least \$1,000,000, and automobile liability insurance policy with limits of coverage of at least \$1,000,000 in the aggregate. Consultant agrees that it is responsible for any and all of its deductibles. The Port of Benton shall be named as beneficiary. Insurance and contract terms will be discussed in additional detail during contract negotiations.

TITLE VI (FEDERAL) NON-DISCRIMINATION

The Port of Benton assures that no person shall on the grounds of race, color, national origin, or sex as provided by Title VI of the Civil Rights Act of 1964, as amended, and the Civil Rights Restoration Act 1987 (P.L. 100.259), be excluded from participation in, be denied the benefits of, or be otherwise subjected to discrimination under any Port sponsored program or activity. The Port of Benton further assures every effort will be made to ensure nondiscrimination in all of its programs and activities, whether those programs and activities are federally funded or not.

PORT NON-DISCRIMINATION

By signing and submitting a response to this RFP, the proposer (firm or individual) certifies that, in the event it is awarded a contract under this competitive solicitation (i.e., becomes the "successful proposer"), and as of the date of contract award, it shall comply with the "Anti-Discrimination Clause" provided below:

Non-discrimination. Port of Benton complies with applicable federal civil rights and Washington state civil rights laws and does not discriminate on the basis of race, color, national origin, religion, sex, families with

children, marital status, honorably-discharged veteran or military status, sexual orientation, age, or the presence of any sensory, mental, or physical disability or the use of a trained dog guide or service animal by a person with a disability, in the administration of its programs and activities.

The Vendor shall comply with the substantive requirements of RCW 49.60, which are incorporated herein by this reference. Execution of this Agreement constitutes a certification by the Vendor of the Vendor's compliance with the requirements of Chapter RCW 49.60. If the Vendor is found to have violated this provision, or to have furnished false or misleading information in an investigation or proceeding conducted pursuant to this Agreement or Chapter RCW 49.60, this Agreement may be subject to a declaration of default and termination at the Port's discretion. This provision shall not affect the Vendor's obligations under other federal, state, or local laws against discrimination.

OTHER PUBLIC AGENCY ORDERS

The Washington State Interlocal Cooperative Act, RCW 39.34, provides that other governmental agencies may purchase goods or services on this RFP or contract in accordance with the terms and prices indicated herein if all parties agree. The Port does not accept any responsibility or involvement in the purchase orders or contracts issued by other public agencies.