



# **REQUEST FOR PROPOSALS**

# **GENERAL LEGAL SERVICES**

**July 19, 2021**

**EL DORADO COUNTY TRANSPORTATION COMMISSION  
2828 EASY STREET, SUITE 1  
PLACERVILLE, CALIFORNIA 95667  
(530) 642-5260  
[www.edctc.org](http://www.edctc.org)**

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- Alex Fong (ex-officio)**.....Office Chief, Caltrans District 3
- Cody Bass(ex-officio)** .....City of South Lake Tahoe

**EDCTC STAFF**

- Woodrow Deloria** .....Executive Director
  - Dana Keffer** .....Executive Assistant
  - Karen Thompson** .....Administrative Services Officer
  - Jerry Barton** .....Senior Transportation Planner
  - Dan Bolster** .....Senior Transportation Planner
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**REQUEST FOR PROPOSALS**

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**ATTACHMENTS:**

- 1: Sample Cost Proposal
- 2: Sample Professional Services Agreement

## **I. INTRODUCTION**

The El Dorado County Transportation Commission (“EDCTC” or the “Commission”) is the Regional Transportation Planning Agency (RTPA) for El Dorado County. EDCTC represents the regional transportation planning interests and is responsible for coordinating regional transportation for the western slope of El Dorado County and the City of Placerville. This planning and programming authority does not include that portion of the County within the Tahoe Regional Planning Agency (TRPA) boundaries. TRPA is the RTPA for the Tahoe area.

The Commission shall be composed of the following members: four Supervisors appointed by the El Dorado County Board of Supervisors, two Council Members appointed by the City Council of each incorporated city in the portion of El Dorado County outside of the Tahoe Basin, unless there is only one incorporated city, in which case that city shall appoint three Council Members. The City Council of the City of South Lake Tahoe shall appoint one Council Member to serve as an ex officio non-voting member and the District Director of the California Department of Transportation (Caltrans, District 3) shall designate one ex officio non-voting member. The City shall also appoint a Council Member to serve as an alternate.

### **DUTIES AND RESPONSIBILITIES**

The duties and responsibilities of the Commission include the following:

1. Establishment of rules and regulations to provide for administering transportation planning and allocating the Transportation Development Act (TDA) Funds.
2. Receipt and approval of claims for TDA Funds.
3. Conduct public meetings and hearings as required by law.
4. Administer the regional transportation planning process
5. Every five years update and adopt a Regional Transportation Plan.
6. Every two years adopt a Regional Transportation Improvement Program.
7. Work with the Sacramento Area Council of Governments, as the federally-designated transportation planning agency for El Dorado County to determine air quality conformity of transportation plans, programs, and projects.
8. Oversee the delivery of State Transportation Improvement Program projects, pursuant to the requirements of Senate Bill 45 (Statutes of 1997) and the April 1988 Memorandum of Understanding with Caltrans.
9. Coordinate, consult, and collaborate with the Shingle Springs Rancheria.
10. Conduct outreach efforts to the traditionally under-represented and under-served populations such as the elderly, disabled, low-income, and minority (i.e. Black, Hispanic, Asian American, American Indian/Alaskan Native, and Pacific Islander) community groups.
11. Administer the El Dorado County Airport Land Use Commission and related aviation system planning activities.
12. Administer the El Dorado County Freeway Service Patrol.

## **II. BACKGROUND**

EDCTC is seeking proposals from firms with qualifications and experience for providing professional general legal services to EDCTC. This service entails providing legal review and advice to the Commission on documents, agreements, and responsibilities relating to transportation planning and

funding. In addition to experience in the areas of contracts and legal requirements of government agencies, individuals or firms should have expertise in laws relating to the following areas: Regional Transportation Planning Agencies (RTPA), Metropolitan Planning Organizations (MPO), Airport Land Use Commissions (ALUC), Fixing America's Surface Transportation (FAST) Act, State Transportation Improvement Program (STIP), the Transportation Development Act (TDA), California Environmental Quality Act (CEQA), National Environmental Policy Act (NEPA) and air quality issues related to transportation.

### **III. PROJECT SUMMARY AND DESCRIPTION**

The contract for General Legal Services will be an agreement between the EDCTC and the attorney(s). The attorney(s) will invoice EDCTC for services rendered and EDCTC will pay the attorney(s) for these services. Funding for the attorney(s) services will be provided by EDCTC utilizing Federal, State and/ or local funding sources. The award of the contract will be on the October 7, 2021 El Dorado County Transportation Commission meeting agenda. The EDCTC Executive Director will serve as the day-to-day interface with the attorney(s).

The actual amount EDCTC has spent on legal services over the past five years has totaled \$20,718 with an average of \$4,144 a year.

### **IV. SCOPE OF WORK/SERVICES**

The scope of work is described below. The selected attorney(s) will be expected to perform all services described in the scope of work. The attorney(s) will receive general direction from the EDCTC Executive Director. Tasks will include the following:

1. Provision of all legal advice to the Commission through the Executive Director, Commissioners, and other designated personnel as appropriate.
2. Monitoring and advising the Executive Director, Commissioners, and other designated personnel as appropriate, of legislation and case law affecting the Commission.
3. Provision of legal review and advice on documents, agreements, and responsibilities related to transportation planning and funding.
4. Representing the Commission in the administration of all claims and litigation filed by or against it; provided, however, that special counsel may be retained to defend or prosecute actions requiring special expertise; further provided, that outside counsel shall be retained in the event of a conflict of interest which disqualifies the attorney(s) from such representation.
5. Rendering advice and assistance to Commission's representatives on labor relations matters, reviewing memoranda of understanding or other labor agreements, drafting implementing legislation or other pertinent documents and representation of Commission before mediators or arbitrators on matters arising from memoranda of understanding or the Commission's personnel rules.
6. Rendering advice and assistance in the administration of the Commission's general liability risk management and insurance programs.
7. Monitoring activities of any special counsel retained by the Commission.
8. Attendance at Commission meetings deemed necessary or as requested by the Executive Director or Commission.
9. Attendance at staff level or committee level meetings deemed necessary or as requested by the Executive Director or Commission.

- 10. Providing conflict of interest assistance to Commission and staff on behalf of the Commission and assisting members and staff in seeking advice from the FPPC.

**V. CONTACT PERSON**

Karen Thompson  
 Administrative Services Officer  
 El Dorado County Transportation Commission  
 2828 Easy Street, Suite 1  
 Placerville, CA 95667  
 (530) 642-5264  
 kthompson@edctc.org

**VI. PROJECT TIMETABLE**

July 19, 2021.....Issue Request for Proposals  
**September 7, 2021.....Closing Date for Receipt of Proposals**  
 September 10, 2021.....Finalists contacted to schedule interviews, if required  
 September 13, 2021.....Conduct interviews, if required  
 October 7, 2021 .....Contract award  
 November 1, 2021.....Contract Effective Date

Proposals must be **received** no later than **4:00 pm on SEPTEMBER 7, 2021**, at the EDCTC office.

**EL DORADO COUNTY TRANSPORTATION COMMISSION  
 2828 EASY STREET, SUITE 1  
 PLACERVILLE, CA 95667**

Proposals must be submitted in a sealed envelope that is clearly marked “**GENERAL LEGAL SERVICES.**” If mail delivery is used, the proposer should mail the proposal early enough to provide for arrival by this deadline. Proposer uses mail or courier service at his/her own risk. EDCTC will not be liable or responsible for any late delivery of proposals. **Postmarks will not be accepted.** Until award of the contract, the proposals shall be held in confidence and shall not be available for public review. Upon award of a contract to the successful proposer, all proposals shall be public records. No proposal shall be returned after the date and time set for opening thereof.

By submitting a proposal, the proposer certifies that his or her name or firm’s name, as well as that of proposer subcontractors, does not appear on the Comptroller General’s list of ineligible contractors for federally assisted projects.

**VII. GENERAL CONDITIONS**

**A. Limitations**

This Request for Proposal (RFP) does not commit EDCTC to award a contract, to pay any costs incurred in the preparation of the proposal in response to this request, or to procure or contract for services or supplies. EDCTC expressly reserves the right to reject any and all proposals or to waive any irregularity or information in any proposal or in the RFP procedure and to be the sole judge of the responsibility of any proposer and of the suitability of the materials and/or services to be rendered. EDCTC reserves the right to withdraw this RFP at any time without prior notice. Further, EDCTC reserves the right to modify the RFP schedule described above.

**B. Award**

EDCTC plans to ask RFP finalists, if required, to present oral presentations regarding their firms and any special expertise in the necessary areas. All finalists may be required to participate in negotiations and submit such price, technical, or other revisions of their proposals as may result from negotiations. EDCTC also reserves the right to award the contract without discussion or interviews, based upon the initial proposals. Accordingly, each initial proposal should be submitted on the most favorable terms from a price and a technical viewpoint. However, selection will be based upon demonstrated competence and professional qualifications necessary for the satisfactory performance of the services required. Following the initial qualifications-based selection, the price proposal provided will be the basis for negotiations to ensure EDCTC receives a fair and reasonable price.

**C. RFP Addendum**

Any changes to the RFP requirements will be made by written addenda by EDCTC and shall be considered part of the RFP. Upon issuance, such addenda shall be incorporated in the RFP documents, and shall prevail over inconsistent provisions of earlier issued documentation.

**D. Verbal Agreement or Conversation**

No prior, current, or post award verbal conversations or agreement(s) with any officer, agent, or employee of EDCTC shall affect or modify any terms or obligations of the RFP, or any contract resulting from this RFP.

**E. Pre-contractual Expense**

Pre-contractual expenses are defined as expenses incurred by proposers and selected contractor in:

1. Preparing proposals in response to this RFP;
2. Submitting proposals to EDCTC;
3. Negotiations with EDCTC on any matter related to proposals; and
4. Other expenses incurred by a contractor or proposer prior to the date of award of any agreement.

In any event, EDCTC shall not be liable for any pre-contractual expenses incurred by any proposer or selected contractor. Proposers shall not include any such expenses as part of the price proposed in response to this RFP. EDCTC shall be held harmless and free from any and all liability, claims, or expenses whatsoever incurred by, or on behalf of, any person or organization responding to this RFP.

**F. Signature**

The proposal shall provide the following information: name, title, address, and telephone number of the individual with authority to bind the company and also who may be contacted during the period of proposal evaluation. The proposal shall be signed by an official authorized to bind the consultant(s) and shall contain a statement to the effect that the proposal is a firm offer for at least a ninety (90) day period. Award of the contract is expected October 7, 2021.

**G. Term**

The term of the contract will be five years from approximately November 1, 2021 to October 31, 2026, or as agreed upon by the proposer and the EDCTC Project Manager.

#### H. **Fiscal Out Clause**

The Agreement may be terminated at the end of any fiscal year, June 30, without further liability other than payment incurred during such fiscal year, should funds not be appropriated by EDCTC to continue services for which the agreement was intended.

#### I. **Insurance**

The successful firm shall provide evidence of the following insurance requirements:

1. Workers Compensation; Employer's Liability: Statutory requirements for Workers' Compensation; \$1,000,000 Employers' Liability.
2. Comprehensive Automobile: Bodily Injury/Property Damage \$1,000,000 each accident.
3. General Liability: \$1,000,000 per occurrence naming the El Dorado County Transportation Commission as an additional insured.
4. Errors and Omissions/Professional Liability (errors and omissions liability insurance appropriate to the Consultant's profession as defined by EDCTC): \$1,000,000 per claim.

#### J. **Contract Arrangements**

The proposer is expected to execute a contract similar to EDCTC's Professional Services Agreement, which meets the requirements of the federal transportation bill, currently Fixing America's Surface Transportation (FAST) Act.

1. Disadvantaged Business Enterprise (DBE) Policy: It is the policy of the U.S. Department of Transportation that minority- and women-owned business enterprises (hereby referred to as DBE's) as defined in 49 CFR Part 26, shall have the maximum opportunity to participate in the performance of contracts financed in whole or in part with Federal funds. DBE certified consultants are encouraged to submit proposals. EDCTC will not exclude any person from participation in, deny any person the benefits of, or otherwise discriminate against anyone in connection with the award and performance of any contract covered by 49 CFR, Part 26 on the basis of race, color, sex, or national origin.
2. DBE Obligation: The recipient or its contractor agrees to ensure that DBE's have the maximum opportunity to participate in the performance of contracts and subcontracts financed in whole or in part with Federal funds provided under this agreement. In this regard, all recipients or contractors shall take all necessary and reasonable steps in accordance with 49 CFR Part 26 to ensure that DBE's have the maximum opportunity to compete for and perform contracts. Recipients and their contractors shall not discriminate on the basis of race, color, national origin, or sex in the award and performance of DOT-assisted contracts.
3. Title VI of the Civil Rights Act of 1964: The contractor agrees to comply with all the requirements imposed by Title VI of the Civil Rights Act of 1964 (49 USC 2000d) and the regulations of the U.S. Department of Transportation issued thereunder in 49 CFR Part 21.
4. Equal Employment Opportunity: In connection with the performance of the contract, the contractor shall not discriminate against any employee or applicant for employment because of race, color, age, creed, sex, or national origin. Such action shall include, but not be limited to, the following: employment, upgrading, demotion or transfer, recruitment or recruitment advertising, layoff or termination, rates of pay or other forms of compensation, and selection for training, including apprenticeship.



Each proposal, to be considered responsive, must include the following:

1. A copy of the consultant(s) affirmative action policy (applicable for firms with 50 or more employees); and
2. A discussion of the consultant(s) program for use of DBE's in the performance of this work, including the following:
  - The names and addresses of DBE firms that will participate;
  - The description of the work each named firm will perform; and
  - The dollar amount of participation by each DBE firm.
6. Conflict of Interest: Firms submitting proposals in response to this RFP must disclose to EDCTC any actual, apparent, or potential conflicts of interest that may exist relative to the services to be provided under Agreement for consulting services to be awarded pursuant to this RFP. If this firm has no conflict of interest, a statement to that effect shall be included in the proposal.

## **VIII. PROPOSAL CONTENT AND ORGANIZATION**

Proposals should be limited to specific discussion of the elements outlined in this RFP. The intent of this RFP is to encourage responses which meet the stated requirements, and which propose the best methods to accomplish the work.

The organization of the proposal should follow the general outline below. Each proposal should consist of a technical proposal (items 1-7 below) and a cost proposal (item 8).

1. Transmittal Letter  
The transmittal letter should include the name, title, address, phone number, and original signature of an individual with authority to negotiate on behalf of and to contractually bind the attorney(s) firm, and who may be contacted during the period of proposal evaluation. Only one transmittal letter need be prepared to accompany all copies of the technical and cost proposals.
2. Table of Contents  
A listing of the major sections in the proposal and the associated page numbers.
3. Introduction  
In this section, the proposer should demonstrate an adequate understanding of the role and relationships of EDCTC and an awareness of issues specific to transportation funding.
4. Technical Approach  
Technical approach should include:
  - a) A brief description of the attorney(s) firm, including the year the firm was established, type of organization of firm (partnership, corporation, etc.), and any variation in size over the last five years, along with a statement of the firm's qualifications for performing the subject consulting services;
  - b) A brief description of the firm's experience with similar organizations;
  - c) An organizational chart depicting the individual or team proposed by the firm, a summary of their qualifications, including their California State Bar Numbers, and experience of each member proposed to provide legal services.
5. Project Management  
The proposer must prepare an explanation of the project management system and

practices to be used to assure that the required legal services are completed timely and that the quality of the products will meet EDCTC's requirements.

6. Consultant Staff

The proposal must describe the qualifications and experience of each professional who will participate in the project, including a resume for each member of the project team. A project manager must be designated, and an organizational chart showing the manager and all project staff proposed who will provide services must be included.

7. Consultant Qualifications and References

The proposal must include a list of references for similar clients. References should include client contact names, addresses, phone numbers, descriptions of the type of work performed, approximate dates on which the work was completed, and professional staff who performed the work. If a subcontractor is proposed, two to three similar qualifications and references should be provided for the subcontractor. The proposal must also include discussion of the consultant's affirmative action policy, use of DBE's in the performance of this work, and disclosure of any actual, apparent, or potential conflicts of interest.

8. Cost Proposal

The cost proposal shall describe both the hourly rate for attorney(s) and employees to be assigned to this contract and a summary of any other related costs that are to be billed directly.

9. Number of Copies

The proposer must provide three (3) bound copies and one (1) unbound original (suitable for reproduction) of all submittals in response to this Request for Proposals.

All proposals shall be **received** no later than **4:00 pm on SEPTEMBER 7, 2021** at the El Dorado County Transportation Commission, 2828 Easy Street, Suite 1, Placerville, California 95667. All proposals shall be submitted in a sealed envelope that is clearly marked "**GENERAL LEGAL SERVICES.**" Late proposals will not be accepted.

All proposals, whether selected or rejected, shall become the property of the El Dorado County Transportation Commission.

All proposals received prior to the date and time specified above for receipt may be withdrawn or modified by written request of the proposer. To be considered, the modification must be received in writing, and in the same number of copies as the original proposal, prior to the date and time specified for receipt of proposals.

Until award of the contract, the proposals shall be held in confidence and shall not be available for public review. Upon award of a contract to the successful proposer, all proposals shall be public records. No proposal shall be returned after the date and time set for opening thereof.

## **IX. PROPOSAL EVALUATION AND SELECTION**

A proposal review panel made up of members of EDCTC and the selected Evaluation Committee will evaluate the proposals. Proposers may be telephoned and asked for further information, if necessary, and may be expected to appear for oral interviews on the date identified in the project timetable. Previous clients will also be called. The panel will make recommendations to the EDCTC Executive Director on the basis of the proposal, oral interview, and reference check. EDCTC reserves the right to select a consultant based solely on written proposals and not convene oral interviews.

Upon receipt of the proposals, a technical evaluation will be performed. Each of the major sections of the proposal will be reviewed and evaluated with criteria designed to help judge the quality of the proposal. Evaluation criteria will include such considerations as:

- Specialized experience and technical competence
- Familiarity with the types of issues and problems associated with transportation planning agencies
- Understanding the purpose and requirements of state and federal transportation funding
- Qualifications of personnel to be assigned to this contract.
- Hourly fee schedule of staff

Following the qualification-based ranking, negotiations shall be conducted with the most qualified proposer. Failing an agreement on price, EDCTC will negotiate with the next most qualified proposer until a contract can be awarded to the most qualified offeror whose price is fair and reasonable.

## **X. PAYMENT SCHEDULE**

Fees shall be billed on a monthly basis. All invoices will be mailed to the EDCTC office at 2828 Easy Street, Suite 1, Placerville, CA 95667.