

**PUBLIC BIDDING & COMPETITIVE CONTRACTING
FAIR & OPEN PROCESS**

REQUEST FOR QUALIFICATIONS

Qualification Statements must be submitted in the manner designated in the Instructions, must be enclosed in sealed envelopes bearing name and address of the bidder and the name of the work on the outside, addressed to the BCIA.

The Bergen County Improvement Authority (“BCIA”) is soliciting Qualification Statements from interested persons and/or firms for the provision of listed services. Through a Request for Qualification process, persons and/or firms interested in assisting the BCIA with the provision of such services must prepare and submit a Qualification Statement in accordance with the procedure and schedule in the RFQs. The BCIA will review Qualification Statements only from those firms that submit a Qualification Statement which includes all the information required to be included as described (in the sole judgment of the BCIA). The BCIA intends to qualify (a) persons(s) and/or firm(s) that (a) possess(es) the professional financial and administrative capabilities to provide the proposed services, and (b) agrees and meets the terms and conditions determined by the BCIA that provide the greatest benefit to the taxpayers of Bergen County.

The selection of Qualified Respondents is not subject to the provisions of the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq. The selection is subject to the “New Jersey Local Unit Pay-to-Play” Law, N.J.S.A. 19:44A-20.4 et seq., however. The BCIA has structured a procurement process that seeks to obtain the desired results, while establishing a competitive process, to assure that each person and/or firm is provided an equal opportunity to submit a Qualification Statement in response to the RFQ.

Qualification Statements must be submitted to, and be received by, Mr. Mauro Raguseo, Executive Director, Bergen County Improvement Authority, 327 E. Ridgewood Avenue, 3rd Floor, Paramus, New Jersey 07652, on or before 2 p.m., on December 28, 2017. Qualification Statements will not be accepted by facsimile transmission or e-mail. The responses will be opened at 2:00 p.m., on December 28, 2017, in 327 E. Ridgewood Avenue, 3rd Floor, Paramus, New Jersey 07652.

CONTRACT:

1. Arbitrage Rebate Services
2. Architect
3. Auditor
4. Bank Trustee
5. Bond Counsel
6. Compliance Auditor, New Bridge Medical Center
7. Engineer
8. Financial Advisor
9. Financial Printer
10. General Counsel
11. Hospital Compliance
12. Special Counsel – Legal Services
13. Special Legal Counsel, New Bridge Medical Center
14. Special Litigation Counsel
15. Underwriter

The instructions for Qualification Statements are available/retrievable online at the County of Bergen website or at <http://www.co.bergen.nj.us/index.aspx?nid=1069>.

Qualification Statements must be submitted in the manner designated in the Instructions, must be enclosed in sealed envelopes bearing name and address of the bidder and the name of the work on the outside, addressed to the BCIA.

NOTE: The BCIA will consider proposals only from firms or organizations that have demonstrated the capability and willingness to provide high quality services in the manner described in this Request for Qualifications.

REQUEST FOR QUALIFICATIONS
FOR THE PROVISION OF GENERAL COUNSEL

SUBMISSION DEADLINE

December 28, 2017

Issued by:

Bergen County Improvement Authority

Address and Response to:

Mr. Mauro Raguseo, Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

All response mail shall indicate on the outside envelope: RFQ – General Counsel

GENERAL INFORMATION AND SUMMARY

ORGANIZATION REQUESTING STATEMENT OF QUALIFICATION

Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

CONTACT PERSON

Mr. Mauro Raguseo, Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

PURPOSE OF REQUEST

The Bergen County Improvement Authority (BCIA) is requesting qualification statements from qualified applicants to provide General Counsel services. Proposals will be evaluated in accordance with the criteria set forth in this Request for Qualifications (RFQ). One or more individuals/firms may be selected to provide all or part of the requested services, or no one may be selected. If a Respondent is selected, the Board of Commissioners will approve a resolution awarding a contract to the Respondent based on a rate of compensation to be set by the BCIA not to exceed an amount specified in the resolution without further action by the BCIA.

PERIOD OF QUALIFICATION

February 1, 2018 through February 7, 2019.

CONTRACT FORM

If selected to provide services, a qualified Respondent shall be required to execute a form contract, which may include indemnification, insurance, termination and licensing provisions.

It must be also be agreed and understood that the acceptance by the respondent of the final payment shall be considered a release in full of all claims against the BCIA arising out of, or by reason of, the work done and materials furnished under a Contract.

GLOSSARY

The following definitions shall apply to and are used in this Request for Qualifications:

"BCIA" - refers to the Bergen County Improvement Authority.

"Qualification Statement" - refers to the complete responses to this RFQ submitted by the Respondents.

"Qualified Respondent" - refers to those Respondents who (in the sole judgment of the BCIA) have satisfied the qualification criteria set forth in this RFQ.

"RFQ" - refers to this Request for Qualifications, including any amendments thereof or supplements thereto.

"Respondent" or "Respondents" - refers to the interested firm(s) that submit a Qualification Statement.

"Contract Period" – a contract for General Counsel services may be issued at any time during the Qualification Period for a period not to exceed a year (for example, a contract may be issued in February 2018, for a term February 2018 through February 2019).

SECTION 1

INTRODUCTION AND GENERAL INFORMATION

Section 1.1. Introduction and Purpose.

The BCIA is soliciting Qualification Statements from interested persons and/or firms for the provision of Services as more particularly described herein. Through a RFQ process described herein, persons and/or firms interested in assisting the BCIA with the provision of such services must prepare and submit a Qualification Statement in accordance with the procedure and schedule in this RFQ. The BCIA will review Qualification Statements only from those persons and/or firms that submit a Qualification Statement which includes all the information required to be included as described herein (in the sole judgment of the BCIA).

The BCIA intends to qualify person(s) and/or firm(s) that:

- (a) possess the professional, financial and administrative capabilities to provide the proposed services; and
- (b) will agree to work under the compensation terms and conditions determined by the BCIA to provide the greatest benefits to the citizens of Bergen County.

Section 1.2. Procurement Process and Schedule.

The selection of Qualified Respondents is not subject to the provisions of the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq. The selection is subject to the “New Jersey Local Unit Pay-to-Play” Law, N.J.S.A. 19:44A-20.4 et seq., however. The BCIA has structured a procurement process that seeks to obtain the desired results described above, while establishing a competitive process to assure that each person and/or firm is provided an equal opportunity to submit a Qualification Statement in response to the RFQ. Qualification Statements will be evaluated in accordance with the criteria set forth in Section 2 of this RFQ, which will be applied in the same manner to each Qualification Statement received.

Qualification Statements will be reviewed and evaluated by the BCIA and its legal and/or financial advisors (collectively, the "Review Team"). The Qualification Statements will be reviewed to determine if the Respondent has met the minimum professional, administrative and financial areas described in this RFQ. Under no circumstances will a member of the review team review responses to an RFQ for a job which they or their firm submitted a response. Based upon the totality of the information contained in the Qualification Statement, including information about the reputation and experience of each Respondent, the BCIA will (in its sole judgment) determine which Respondents are qualified (from professional, administrative and financial standpoints) Each Respondent that meets the requirements of the RFQ (in the sole judgment of

the BCIA) will be designated as a Qualified Respondent and will be given the opportunity to participate in the selection process determined by the BCIA

The RFQ process commences with the issuance of this RFQ. The steps involved in the process and the anticipated completion dates are set forth in Table 1, Procurement Schedule. The BCIA reserves the right to, among other things, amend, modify or alter the Procurement Schedule upon notice to all potential Respondents.

All communications concerning this RFQ or the RFQ process shall be directed to the BCIA's Designated Contact Person, in writing.

Designated Contact Person:

Mr. Mauro Raguseo
Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

Qualification Statements must be submitted to, and be received by, the BCIA, via mail or hand delivery, by 2:00 p.m. Prevailing Time on December 28, 2017. Qualification Statements will not be accepted by facsimile transmission or e-mail. Qualification Statements shall be opened in public in the offices of the BCIA at 327 E. Ridgewood Avenue, Paramus, New Jersey 07652. All RFQs shall be submitted in sealed envelopes addressed to the Executive Director of the BCIA, the envelope shall have marked conspicuously on its face on the top right-hand side the words "Request for Qualifications" followed immediately below those words: "Request for Qualification for General Counsel" and underneath that "To be received on the December 28, 2017, at 2:00 p.m." Qualification Statement will not be accepted by facsimile transmission or e-mail.

If RFQs responses are to be transmitted by mail or courier, the RFQ responses must be placed in an outer envelope, which on the top right-hand side shall clearly designate in the same manner as set forth above, the same information. The inner envelope shall have specifically placed in the center the same information as set forth above and on the bottom left-hand side the name and address of the Respondent.

The burden is upon the Respondent to comply specifically with the directions in this RFQ. The Respondents are put on notice that because of precautions resulting from terrorist's threats, packages may be opened if directed to the wrong office of the BCIA.

Any RFQ response not delivered in the manner shall be declared void unless the deviation is deemed to be a minor technical violation.

Subsequent to issuance of this RFQ, the BCIA (through the issuance of addenda to all persons and/or firms that have requested and received a copy of the RFQ) may modify, supplement or amend the provisions of this RFQ in order to respond to inquiries received from prospective Respondents or as otherwise deemed necessary or appropriate by (and in the sole judgment of) the BCIA.

Subsequent to issuance of this RFQ, the BCIA (through the issuance of addenda to all firms that have received a copy of the RFQ) may modify, supplement or amend the provisions of this RFQ in order to respond to inquiries received from prospective Respondents or as otherwise deemed necessary or appropriate by (and in the sole judgment of) the BCIA.

*Qualified Respondents are advised that a for-profit business entity that has received \$50,000 or more through government contracts in a calendar year, must file an annual disclosure statement on political contributions with the New Jersey Election Law Commission pursuant to P.L. 2005 c. 271 by March 30. It is the Qualified Respondent's responsibility to determine if filing is necessary. Additional information on this requirement is available from ELEC at 888-313-3532 or at www.elec.state.nj.us.

TABLE 1

ANTICIPATED PROCUREMENT SCHEDULE

ACTIVITY	DATE
1. Issuance of Request for Qualifications	December 7, 2017
2. Receipt of Qualification Statements	December 28, 2017
3. Opening of Response	December 28, 2017
4. Review Team Analysis of Bids	December 28, 2017
5. Designation of Qualified Respondents	January 4, 2018

Section 1.3. Conditions Applicable to RFQ.

Upon submission of a Qualification Statement in response to this RFQ, the Respondent acknowledges and consents to the following conditions relative to the submission and review and consideration of its Qualification Statement:

1. This document is an RFQ and does not constitute an RFP.

2. This RFQ does not commit the BCIA to issue an RFP.
3. All costs incurred by the Respondent in connection with responding to this RFQ shall be borne solely by the Respondent.
4. The BCIA reserves the right (in its sole judgment) to reject for any reason any and all responses and components thereof and to eliminate any and all Respondents responding to this RFQ from further consideration for this procurement.
5. The BCIA reserves the right (in its sole judgment) to reject any Respondent that submits incomplete responses to this RFQ, or a Qualification Statement that is not responsive to the requirements of this RFQ.
6. The BCIA reserves the right, without prior notice, to supplement, amend, or otherwise modify this RFQ, or otherwise request additional information.
7. All Qualification Statements shall become the property of the BCIA and will not be returned.
8. All Qualification Statements will be made available to the public at the appropriate time, as determined by the BCIA (in the exercise of its sole discretion) in accordance with law.
9. The BCIA may request Respondents to send representatives to the BCIA for interviews.
10. Any and all Qualification Statements not received by the BCIA by 2:00 p.m. Prevailing Time on December 28, 2017 will be rejected.
11. Neither the BCIA, nor their respective staffs, consultants or advisors (including but not limited to the Review Team) shall be liable for any claims or damages resulting from the solicitation or preparation of the Qualification Statement, nor will there be any reimbursement to Respondents for the cost of preparing and submitting a Qualification Statement or for participating in this procurement process.

Section 1.4. Rights of BCIA.

The BCIA reserves, holds and may exercise, at its sole discretion, the following rights and options with regard to this RFQ and the procurement process in accordance with the provisions of applicable law:

1. To determine that any Qualification Statement received complies or fails to comply with the terms of this RFQ.

2. To supplement, amend or otherwise modify the RFQ through issuance of addenda to all prospective Respondents who have received a copy of this RFQ.
3. To waive any technical non-conformance with the terms of this RFQ.
4. To change or alter the schedule for any events called for in this RFQ upon the issuance of notice to all prospective Respondents who have received a copy of this RFQ.
5. To conduct investigations of any or all of the Respondents, as the BCIA deems necessary or convenient, to clarify the information provided as part of the Qualification Statement and to request additional information to support the information included in any Qualification Statement.
6. To suspend or terminate the procurement process described in this RFQ at any time (in its sole discretion.) If terminated, the BCIA may determine to commence a new procurement process or exercise any other rights provided under applicable law without any obligation to the Respondents.
7. A response to this RFQ is not considered to be a binding “bid.” This RFQ does not guarantee that a contract for General Counsel Services will be issued, or any set amount of compensation or limit on compensation if such a contract is issued. The BCIA disclaims any obligation to issue a contract pursuant to any compensation request contained in any Qualification Statement, even if a contract is issued in response to such Qualification Statement.
8. The BCIA shall be under no obligation to complete all or any portion of the procurement process described in this RFQ.

The BCIA shall be under no obligation to complete all or any portion of the procurement process described in this RFQ.

Section 1.5 Addenda or Amendments to RFQ.

During the period provided for the preparation of responses to the RFQ, the BCIA may issue addenda, amendments or answers to written inquiries. Those addenda will be noticed by the BCIA and will constitute a part of the RFQ. All responses to the RFQ shall be prepared with full consideration of the addenda issued prior to the proposal submission date.

Section 1.6 Cost of Proposal Preparation.

Each proposal and all information required to be submitted pursuant to the RFQ shall be prepared at the sole cost and expense of the respondent. There shall be no claims whatsoever

against the BCIA, its staff or consultants for reimbursement for the payment of costs or expenses incurred in the preparation of the Qualification Statement or other information required by the RFQ.

Section 1.7 Proposal Format.

Responses should cover all information requested in the Questions to be answered in this RFQ.

Responses which in the judgment of the BCIA fail to meet the requirements of the RFQ or which are in any way conditional, incomplete, obscure, contain additions or deletions from requested information, or contain errors may be rejected.

SECTION 2

SCOPE OF SERVICES

It is the intent of the BCIA to solicit Qualification Statements from Respondents that have expertise in the provision of legal services - General Counsel Services. Firms and/or persons responding to this RFQ shall be able to demonstrate that they will have the continuing capabilities to perform these services.

SECTION 3

SUBMISSION REQUIREMENTS

Section 3.1 General Requirements.

The Qualification Statement submitted by the Respondent must meet or exceed the professional, administrative and financial qualifications set forth in this Section 3 and shall incorporate the information requested below.

In addition to the information required as described below, a Respondent may submit supplemental information that it feels may be useful in evaluating its Qualification Statement. Respondents are encouraged to be clear, factual, and concise in their presentation of information.

Section 3.2 Administrative Information Requirements.

The Respondent shall, as part of its Qualification Statement, provide the following information:

1. An executive summary (not to exceed two (2) pages) of the information contained in all the other parts of the Qualification Statement.

2. An executed Letter of Qualification (See Appendix A to this RFQ).
3. Name, address and telephone number of the firm or firms submitting the Qualification Statement pursuant to this RFQ, and the name of the key contact person.
4. A description of the business organization (i.e., corporation, partnership, joint venture, etc.) of each firm, its ownership and its organizational structure.
 - (a) Provide the names and business addresses of all Principals of the firm or firms submitting the Qualification Statement. For purposes of this RFQ, "Principals" means persons possessing an ownership interest in the Respondent. If the Respondent is a corporation, "Principals" shall include each investor who would have any amount of operational control over the Respondent and every stockholder having an ownership interest of 10% or more in the firm.
 - (b) If a firm is a partially owned or a fully-owned subsidiary of another firm, identify the parent company and describe the nature and extent of the parents' approval rights over the activities of the firm submitting a Qualification Statement. Describe the approval process.
 - (c) If the Respondent is a partnership or a joint venture or similar organization, provide comparable information as required in (b) above for each member of the partnership, joint venture or similar organization.
 - (d) A statement that the Respondent has complied with all applicable affirmative action (or similar) requirements with respect to its business activities, together with evidence of such compliance
5. An executed Letter of Intent (See Appendix B).
6. The number of years your organization has been in business under the present name.
7. The number of years the business organization has been under the current management.
8. A statement that the Respondent is in compliance with all applicable affirmative action (or similar) requirements with respect to its business activities, together with evidence of such compliance.
9. Any judgments within the last three years in which Respondent has been adjudicated liable for professional malpractice. If yes, please explain.

10. Whether the business organization is now or has been involved in any bankruptcy or re-organization proceedings in the last ten (10) years. If yes, please explain.
11. Confirm appropriate federal and state licenses to perform activities.
12. Copy of a valid Business Registration Certificate issued by the State of New Jersey, Department of Treasury.
13. Describe those portions of the Respondent's services, if any, that the Respondent presently anticipates subcontracting out to a subcontractor if awarded a contract for General Counsel services. (A subcontractor means any business organization that is not a contractor that knowingly provides goods or performs services for a contractor or another subcontractor in the fulfillment of a contract issued by a contracting agency where the cost of the subcontractors work exceeds 15% of the contracting unit's bid threshold. Please note that if you identify any subcontractors in your Qualification Statement you must provide a copy of a Business Registration Certificate for such subcontractor; we are not asking you to identify subcontractors at this time) (See Item G. attached hereto.)

Section 3.3 Professional Information Requirements.

1. Respondent shall submit a description of its overall experience in providing the type of services sought in the RFQ. At a minimum, the following information on past experience should be included as appropriate to the RFQ:
 - a. Description and scope of work by Respondent.
 - b. Name, address and contact information of references to the RFQ.
 - c. Explanation of perceived relevance of the experience to the RFQ, including any Board Certification in relevant areas of practice.
2. Brief description of Respondent's relevant clients, including a listing of all municipal government or other public entitled clients, during the last three (3) years.
3. Resumes of key employees, and an indication of which employees would be directly working with the BCIA.
4. A narrative statement of the Respondent understanding of the BCIA's needs and goals.
5. List all immediate relatives of Principal(s) of Respondent who are BCIA employees or appointed officials of the BCIA. For the purposes of the above, "immediate

relative” means a spouse, parent, stepparent, brother, sister, child, stepchild, direct-line aunt or uncle, grandparent, grandchild and in-laws.

6. Limits of Malpractice/liability insurance coverage and name of insurance carrier.

7. A listing of all other engagements where services of the type proposed was provided in the past five (5) years. This should include other municipal governments and other levels of government, including the BCIA. Contact Information for the recipients of the similar services must be provided. The BCIA may obtain references from any of the parties listed.

8. Demonstration of ability with appropriate personnel or other arrangements to perform the required tasks in a timely fashion, including the attendance at meetings, as necessary.

9. A listing of all professional organization memberships.

10. A detailed statement of whether potential conflicts exist that would preclude the issuance of a contract for the General Counsel services herein described.

SECTION 4

INSTRUCTIONS TO RESPONDENTS

Section 4.1 Submission of Qualification Statements.

Respondents must submit an original and two (2) copies of their Qualification Statement, together with a digital CD version of said Qualification Statement if available, to the Designated Contact Person:

Mr. Mauro Raguseo
Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

Qualification Statements must be received by the BCIA no later than 2:00 p.m. (prevailing time) on December 28, 2017, and must be mailed or hand-delivered. Qualification Statements forwarded by facsimile or e-mail will not be accepted.

To be responsive, Qualification Statements must provide all requested information, and must be in strict conformance with the instructions set forth herein. Qualification Statements and all related information must be bound, and signed and acknowledged by the Respondent.

SECTION 5

EVALUATION

The BCIA's objective in soliciting Qualification Statements is to enable it to select a firm or organization that will provide high quality and cost effective services to the citizens of Bergen County. The BCIA will consider Qualification Statements only from firms or organizations that, in the BCIA's judgment, have demonstrated the capability and willingness to provide high quality services to the citizens of the BCIA in the manner described in this RFQ.

Proposals will be evaluated by the BCIA on the basis of the most advantageous, all relevant factors considered. The evaluation will consider:

1. Experience and reputation in the field;
2. Knowledge of the BCIA and the subject matter addressed under the contract;
3. Availability to accommodate the required meetings of the BCIA; and
4. Other factors demonstrated to be in the best interest of the BCIA.

Each Qualification Statement must satisfy the objectives and requirements detailed in this RFQ. The BCIA will select the most advantageous Qualification Statements based on all of the evaluation factors set forth in this RFQ.

Each Qualification Statement must satisfy the objects and requirements detailed in this RFQ. Successful Respondents shall be determined by an evaluation of the total content of the Qualification Statement submitted. The BCIA reserves the right to:

1. not select any of the Qualification Statements;
2. award a contract for the requested services at any time within the qualification period;
3. award one or more contracts to qualified respondents for all or any part or parts of the services (in any manner provided for under the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq., or other law) such that more than one respondent may be engaged for the entire scope of work, multiple respondents may be engaged for various portions of the needed work, and any respondent may be obligated to work with others in connection with the provision of the requested services.

Every Qualification Statement should be valid through the entire qualification period.

The BCIA shall not be obligated to explain the results of the evaluation process to any respondent.

SECTION 6

GENERAL TERMS AND CONDITIONS

1. The BCIA reserves the right to reject any or all Qualification Statements, if necessary, or to waive any informalities in the Qualification Statements, and, unless otherwise specified by the Respondent, to accept any item, items or services in the Qualification statement should it be deemed in the best interest of the BCIA to do so.

2. Each Qualification Statement must be signed by the person authorized to do so.

3. Qualification Statements may be hand delivered or mailed consistent with the provisions of the notice to Respondents. In the case of mailed Qualification Statements, the BCIA assumes no responsibility for Qualification Statements received after the designated date and time and will return late Qualification Statements unopened. Qualification Statements will not be accepted by facsimile or e-mail.

4. No Respondent shall influence, or attempt to influence, or cause to be influenced, any BCIA officer or employee to use his/her official capacity in any manner which might tend to impair the objectivity or independence of judgment of said officer or employee.

5. No Respondent shall cause or influence, or attempt to cause or influence, any BCIA officer or employee to use his/her official capacity to secure unwarranted privileges or advantages for the respondents or any other person.

6. Should any difference arise between the contracting parties as to the meaning or intent of these instructions or specifications, the BCIA Attorney's decision shall be final and conclusive.

7. The BCIA shall not be responsible for any expenditure of monies or other expenses incurred by the Respondent in making its proposal.

Bergen County Improvement Authority

VENDOR: _____

RESPONDENT'S CHECKLIST

Item	Respondent Initials	BCIA Review
A. Non-Collusion Affidavit properly notarized.		
B. Public Disclosure Statement.		
C. Mandatory Affirmative Action Language.		
D. Americans with Disabilities Act.		
E. Affirmative Action Compliance Notice.		
F. Copy of Business Registration Certificate of Respondent and of any subcontractor identified in Qualification Statement. (See Item G).		
G. Original signature(s) on all required forms.		

APPENDIX A

LETTER OF QUALIFICATION

(Note: To be typed on Respondent's Letterhead. No modifications may be made to this letter)

[insert date]

Attn: Mr. Mauro Raguseo
Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

Dear Mr. Raguseo:

The undersigned have reviewed our Qualification Statement submitted in response to the Request for Qualifications (RFQ) issued by the Bergen County Improvement Authority ("BCIA"), dated December 7, 2017, in connection with the BCIA's need for General Counsel services.

We affirm that the contents of our Qualification Statement (which Qualification Statement is incorporated herein by reference) are accurate, factual and complete to the best of our knowledge and belief and that the Qualification Statement is submitted in good faith upon express understanding that any false statement may result in the disqualification of (Name of Respondent).

(Respondent shall sign and complete the spaces provided below. If a joint venture, appropriate officers of each company shall sign.)

(Signature of Chief
Executive Officer)

(Signature of Chief
Financial Officer)

(Typed Name and Title)

(Typed name and Title)

(Type Name of Firm)*

(Type Name of Firm)*

Dated: _____

Dated: _____

*If a joint venture, partnership or other formal organization is submitting a Qualification Statement, each participant shall execute this Letter of Qualification.

APPENDIX B

LETTER OF INTENT

(Note: To be typed on Respondent's Letterhead. No modifications may be made to this letter)

[insert date]

Attn: Mr. Mauro Raguseo
Executive Director
Bergen County Improvement Authority
327 E. Ridgewood Avenue
Paramus, NJ 07652

Dear Mr. Raguseo:

The undersigned, as Respondent, has (have) submitted the attached Qualification Statement in response to a Request for Qualifications (RFQ), issued by the Bergen County Improvement Authority ("BCIA"), dated December 7, 2017, in connection with the BCIA's need for General Counsel services.

(Name of Respondent) HEREBY STATES:

1. The Qualification Statement contains accurate, factual and complete information.
2. (Name of Respondent) agrees (agrees) to participate in good faith in the procurement process as described in the RFQ and to adhere to the BCIA's procurement schedule.
3. (Name of Respondent) acknowledges (acknowledge) that all costs incurred by it (them) in connection with the preparation and submission of the Qualification Statement and any proposal prepared and submitted in response to the RFP, or any negotiation which results there from shall be borne exclusively by the Respondent.
4. (Name of Respondent) hereby declares (declare) that the only persons participating in this Qualification Statement as Principals are named herein and that no person other than those herein mentioned has any participation in this Qualification Statement or in any contract to be entered into with respect thereto. Additional persons may subsequently be included as participating Principals, but only if acceptable to the BCIA.
5. (Name of Respondent) declares that this Qualification Statement is made without connection with any other person, firm or parties who has submitted a Qualification Statement,

except as expressly set forth below and that it has been prepared and has been submitted in good faith and without collusion or fraud.

6. (Name of Respondent) acknowledges and agrees that the BCIA may modify, amend, suspend and/or terminate the procurement process (in its sole judgment). In any case, the BCIA shall not have any liability to the Respondent for any costs incurred by the Respondent with respect to the procurement activities described in this RFQ.

7. (Name of Respondent) acknowledges that any contract executed with respect to the provision of General Counsel must comply with all applicable affirmative action and similar laws. Respondent hereby agrees to take such actions as are required in order to comply with such applicable laws.

(Respondent shall sign and complete the space provided below. If a joint venture, appropriate officers of each company shall sign.)

(Signature of Chief Executive Officer)

_____ (Typed Name and Title)

_____ (Type Name of Firm)*

Dated: _____

*If a joint venture, partnership or other formal organization is submitting a Qualification Statement, each participant shall execute this Letter of Intent.

SUBSCRIBED AND SWORN TO
BEFORE ME THIS _____ DAY
OF _____, 20____.

Notary Public of New Jersey

NOTE: This form must be completed, notarized and returned with this proposal.

B. PUBLIC DISCLOSURE INFORMATION

Chapter 33 of the Public Laws of 1977 provides that no corporation or partnership (General, Limited or Joint Venture) shall be awarded any State, City, Municipal or Schools District contracts for the performance of any work or the furnishing of any materials or supplies, unless prior to the receipt of the bid or accompanying the bid of said corporation or partnership there is submitted a public disclosure information statement. The statement shall set forth the names and addresses of all stockholders in the corporation or partnership who own ten percent (10%) or more of its stock of any class, or of all individual partners in the partnership who own a ten percent (10%) or greater interest therein.

STOCKHOLDERS:

Name	Address	% Owned

SIGNATURE: _____

TITLE: _____

SUBSCRIBED AND SWORN TO
BEFORE ME THIS _____ DAY
OF _____, 20____.
(Type or Print Name of Affiant Under Signature)

Notary Public of New Jersey
My Commission Expires: _____

NOTE: THIS FORM MUST BE COMPLETED, NOTARIED
AND RETURNED WITH THIS PROPOSAL

C. MANDATORY EQUAL EMPLOYMENT OPPORTUNITY LANGUAGE

N.J.S.A. 10:5-31 et seq. (P.L. 1975, C.127) N.J.A.C. 17:27

If your firm is awarded a contract, your company/firm will be required to comply with the requirements of N.J.S.A. 10:5-31 et seq. and N.J.A.C. 17:27. The following language, subject to any amendments by law or regulation, will be incorporated into any contract issued for the services advertised:

During the performance of this contract, the contractor agrees as follows:

The contractor or subcontractor, where applicable, will not discriminate against any employee or applicant for employment because of age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. Except with respect to affectional or sexual orientation and gender identity or expression, the contractor will take affirmative action to ensure that such applicants are recruited and employed, and that employees are treated during employment, without regard to their age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex. 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. The contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices to be provided by the Public Agency Compliance Officer setting forth provisions of this nondiscrimination clause.

The contractor or subcontractor, where applicable will, in all solicitations or advertisements for employees placed by or on behalf of the contractor, state that all qualified applicants will receive consideration for employment without regard to age, race, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex.

The contractor or subcontractor, where applicable, will send to each labor union or representative or workers with which it has a collective bargaining agreement or other contract or understanding, a notice, to be provided by the agency contracting officer advising the labor union or workers' representative of the contractor's commitments under this act and shall post copies of the notice in conspicuous places available to employees and applicants for employment.

The contractor or subcontractor, where applicable, agrees to comply with any regulations promulgated by the Treasurer pursuant to N.J.S.A. 10:5-31 et seq., as amended and supplemented from time to time and the Americans with Disabilities Act.

The contractor or subcontractor agrees to make good faith efforts to employ minority and women workers consistent with the applicable county employment goals established in

accordance with N.J.A.C. 17:27-5.2, or a binding determination of the applicable county employment goals determined by the Division, pursuant to N.J.A.C. 17:27-5.2.

The contractor or subcontractor agrees to inform in writing its appropriate recruitment agencies including, but not limited to, employment agencies, placement bureaus, colleges, universities, labor unions, that it does not discriminate on the basis of age, creed, color national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, and that it will discontinue the use of any recruitment agency which engages in direct or indirect discriminatory practices.

The contractor or subcontractor agrees to revise any of its testing procedures, if necessary, to assure that all personnel testing conforms with the principles of job-related testing, as established by the statutes and court decisions of the State of New Jersey and as established by applicable Federal law and applicable Federal court decisions.

In conforming with the applicable employment goals, the contractor or sub contractor agrees to review all procedures relating to transfer, upgrading, downgrading and layoff to ensure that all such actions are taken without regard to age, creed, color, national origin, ancestry, marital status, affectional or sexual orientation, gender identity or expression, disability, nationality or sex, consistent with the statutes and court decisions of the State of New Jersey, and applicable Federal law and applicable Federal court decisions.

The Contractor shall submit to the public agency, after notification of award but prior to execution of a goods and services contract, one of the following three documents:

Letter of Federal Affirmation action Plan Approval

Certificate of Employee Information Report Employee

Information Report Form AA302

The contractor and its subcontractors shall furnish such reports or other documents to the Div. of Contract Compliance & EEO as may be requested by the office from time to time in order to carry out the purposes of these regulations and public agencies shall furnish such information as may be requested by the Div. of Contract Compliance & EEO for conducting a compliance investigation pursuant to **Subchapter 10 of he Administrative Code at N.J.A.C. 17:27.**

D. AMERICANS WITH DISABILITIES ACT OF 1990
Equal Opportunity for Individuals with Disability

The contractor and the BCIA (hereafter “owner”) do hereby agree that the provisions of Title 11 of the Americans with Disabilities Act of 1990 (the “Act”) (42 U.S.C. 5121 01 et seq.), which prohibits discrimination on the basis of disability by public entities in all services, programs, and activities provided or made available by public entities, and the rules and regulations promulgated pursuant thereunto, are made a part of this contract.

In providing any aid, benefit, or service on behalf of the owner pursuant to this contract, the contractor agrees that the performance shall be in strict compliance with the Act.

In the event that the contractor, its agents, servants, employees, or subcontractors violate or are alleged to have violated the Act during the performance of this contract, the contractor shall defend the owner in any action or administrative proceeding commenced pursuant to this Act.

The contractor shall indemnify, protect, and save harmless the owner, its agents, servants, and employees from and against any and all suits, claims, losses, demands, or damages, of whatever kind of nature arising out of or claimed to arise out of the alleged violation.

The contractor shall, at its own expense, appear, defend and pay any and all charges for legal services and any and all costs and other expenses arising from such action or administrative proceeding or incurred in connection therewith. In any and all complaints brought pursuant to the owner’s grievance procedure, the contractor agrees to abide by any decision of the owner which is rendered pursuant to said grievance procedure. If any action or administrative proceeding results in an award of damages against the owner, or if the owner incurs any expense to cure a violation of the ADA which has been brought pursuant to its grievance procedure, the contractor shall satisfy and discharge the same at its own expense.

The owner shall, as soon as practicable after a claim has been made against it, give written notice thereof to the contractor along with full and complete particulars of the claim. If any action or administrative proceeding is brought against the owner or any of its agents, servants, and employees, the owner shall expeditiously forward or have forwarded to the contractor every demand, complaint, notice, summons, pleading, or other process received by the owner or its representatives.

It is expressly agreed and understood that any approval by the owner of the services provided by the contractor pursuant to this contract will not relieve the contractor of the obligation to comply with the Act and to defend, indemnify, protect, and save harmless the owner pursuant to this paragraph.

AMERICANS WITH DISABILITIES ACT OF 1990
Equal Opportunity for Individuals with Disability (continued)

It is further agreed and understood that the owner assumes no obligation to indemnify or save harmless the contractor, its agents, servants, employees and subcontractors for any claim which may arise out of their performance of this Agreement.

Furthermore, the contractor expressly understands and agrees that the provisions of this indemnification clause shall in no way limit the contractor's obligations assumed in this Agreement, nor shall they be construed to relieve the contractor from any liability, nor preclude the owner from taking any other actions available to it under any other provisions of the Agreement or otherwise at law.

Representative's Name/Title
(Print): _____

Representative's
Signature: _____

Name of
Company: _____

Telephone No.: _____

Date: _____

E. AFFIRMATIVE ACTION COMPLIANCE NOTICE

N.J.S.A. 10:5-31 and N.J.A.C. 17:27
GOODS AND SERVICES CONTRACTS
(INCLUDING PROFESSIONAL SERVICES)

This form is a summary of the successful bidder's requirement to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

The successful bidder shall submit to the public agency, after notification of award but prior to execution of this contract, one of the following three documents as forms of evidence:

- (a) A photocopy of a valid letter that the contractor is operating under an existing Federally approved or sanctioned affirmative action program (good for one year from the date of the letter);

OR

- (b) A photocopy of a Certificate of Employee Information Report approval, issued in accordance with N.J.A.C. 17:27-4;

OR

- (c) A photocopy of an Employee Information Report (Form AA302) provided by the Division and distributed to the public agency to be completed by the contractor in accordance with N.J.A.C. 17:27-4

The successful vendor may obtain the Affirmative Action Employee Information Report (AA302) from the contracting unit during normal business hours. The successful vendor(s) must submit the copies of the AA302 Report to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The Public Agency copy is submitted to the public agency, and the vendor copy is retained by the vendor.

The undersigned vendor certifies that he/she is aware of the commitment to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27 and agrees to furnish the required forms of evidence.

The undersigned vendor further understands that his/her bid shall be rejected as non-responsive if said contract fails to comply with the requirements of N.J.S.A. 10:5-31 and N.J.A.C. 17:27.

COMPANY _____

SIGNATURE: _____ DATE: _____

PRINT NAME: _____ TITLE: _____

F. MANDATORY BUSINESS REGISTRATION LANGUAGE

Non Construction Contracts

All contractors and subcontractors must provide a Business Registration Certificate when seeking to do business with the State of New Jersey, and other public agencies in this state. Failure to submit proof of registration requires mandatory rejection of a bid as non-waivable defect. Proof of registration must be received before the contract is issued for non-bid contracts: such as contracts exempt from public bidding that are over the bid threshold, professional services, and extraordinary unspecifiable services, and purchase orders that are under the bid threshold. For non-bid contracts only, if proof has been filed through a previous contract, the contracting agency may waive resubmission.

“New Jersey Business Registration Requirements”

N.J.S.A. 52:32-44(1)(b) No contract shall be entered into by any contracting agency unless the contractor provides a copy of its business registration in accordance with the following schedule:

- (1) In response to a request for bids or a request for proposals, at the time a bid or proposal is submitted; or
- (2) For all other transactions, before the issuance of a purchase order or other contracting document. In its sole discretion, the contracting unit may waive this requirement if a business registration has been previously proved to the contracting agency.

N.J.S.A. 52:32-44(1)(c) A subcontractor shall provide a copy of its business registration to any contractor who shall forward it to the contracting agency. No contract with a subcontractor shall be entered into by any contractor under any contract with a contracting agency unless the subcontractor first provides proof of valid business registration. The contracting agency shall file all business registrations received by the contracting agency with other procurement documents related to the contract.

For the term of the contract, the contractor and each of its affiliates and a subcontractor and each of its affiliates [N.J.S.A. 52:32(g)(3)] shall collect and remit to the Director, New Jersey Division of Taxation, the use tax due pursuant to the Sales and Use Tax Act on all sales of tangible personal property delivered into this State, regardless of whether the tangible personal property is intended for a contract with a contracting agency.

N.J.S.A. 54:49-4.1 A business organization that fails to provide a copy of a business registration as required pursuant to section of P.L. 2001, c. 134 (C.52:32-44 et al.) or subsection e. or f. of section 92 of P.L. 1977, c.110 (C.5:12-92), or that provides false business registration information under the requirements of either of those sections, shall be liable for a penalty of \$25 for each day of violation, not to exceed \$50,000 for each business registration copy not properly provided under a contract with a contracting agency.