

SUMMARY
REQUEST FOR PROPOSAL (RFP)
RENTAL ASSISTANCE DEMONSTRATION
(RAD) LEGAL SERVICES
FOR
INDEFINITE QUANTITY CONTRACT
(Award to be based upon Qualifications and Cost)

RFP #: 2020-RAD-3

Issue Date: 04/22/2020

Submission Deadline Date: 05/13/2020,11:59 p.m. EST

Expected Contract Award Date: 05/27/2020

Expected Service Start Date: 05/27/2020

Expected Contract End Date: 05/27/2025

Questions must be submitted by: 05/06/2020, 2 p.m. EST

View and respond to proposal on:

https://ha.internationaleprocurement.com/requests.html?company_id=15743

<https://ha.internationaleprocurement.com/>

Technical Inquiries: John Furman, jfurman@uticamha.org, 315.982.3731

RFP INTENT

The Municipal Housing Authority of the City of Utica, New York (hereinafter, "UMHA") invites proposals for legal consulting services to be performed under a contract with UMHA by a firm with experience in providing legal services for public housing repositioning and conversion to a Rental Assistance Demonstration (RAD) platform under the U.S. Department of Housing and Urban Development (HUD) together with all the various legal issues and closing transactions associated therewith. The selected applicant, which may be an attorney or a firm licensed to practice in the State of New York, shall provide legal representation services with respect to the UMHA's conversion to a RAD regulatory platform.

The selected applicant will provide legal services for up to five years and will encompass projects of the UMHA involved in Rental Assistance Demonstration, Section 18 Demolition and Disposition, and mixed finance initiatives.

REQUIRED QUALIFICATIONS

The Consultant should have demonstrated experience negotiating agreements among public housing authorities, their development partners, funders, and other third-parties. The Consultant should also have demonstrated experience with the interaction of housing authorities with the U.S. Department of Housing and Urban Development (HUD) and New York State agencies, as well as with regulations and requirements relating to affordable housing development. The Consultant must demonstrate experience with the legal requirements related to RAD financing, the use of Low-Income Housing Tax Credits (LIHTC), tax-exempt debt financing, supportive housing, HOME, Federal Home Loan Bank, New York State housing programs, project-basing of Housing Choice Vouchers, and other public and private funding mechanisms. The selected Consultant must have, at a minimum, qualifications and experience necessary to perform the scope of work as described herein. The selected Consultant must have, at a minimum, qualifications and experience necessary to perform the scope of work as described as follows:

- a) Significant demonstrated experience with the HUD RAD Conversion program;
- b) Firm members representing the UMHA must be admitted to practice in the State of New York and in good standing;
- c) Familiarity with public housing and affordable housing development legal issues including the governing New York State Statutes and Federal Public Housing Code and related HUD regulations;
- d) Proof of professional liability insurance;
- e) Confirmation that the firm consistently runs conflicts checks and that the firm is free from potential conflicting interests from business foreseeably conducted by the firm;
- f) The selected Proposer must comply with the Federal Drug-Free Work-Place Act;
- g) The selected Proposer and all its subcontractors shall comply with Executive Order 11246, as amended by Executive Order 11375, and as supplemented in the Department of Labor Regulations (41 CFR Part 60);
- h) The selected Proposer and all its subcontractors shall comply with the Copeland "Anti-Kickback Act" (18 U.S.C. 276c) as supplemented in U. S. Department of Labor Regulations (29 CFR, Part 3). This Act provides that each contract subcontractor shall be prohibited for inducing, by any means, any person employed in the construction, completion, or repair of public works, to give up any part of the compensation to which he is otherwise entitled. The selected Proposer and all its subcontractors shall report all suspected or reported violations to the UMHA.

Interested firms cannot be on the HUD OIG (Office of Inspector General) or New York State Exclusion or Disbarment list nor have any history of or pending lawsuits involving the Utica Housing Authority or any other Housing Authority in New York State.

RAD PROJECT DESCRIPTION

The Utica Municipal Housing Authority plans to undertake renovation/demolition work at a number of its public housing projects in its portfolio during the next five years. All projects during the Contract period are dependent upon the UMHA ability to secure funding from various public and private funding sources.

The Rental Assistance Demonstration (RAD) is a program of the Office of Recapitalization in the Office of Multifamily Housing Programs at HUD. Authorized by Congress in 2012, RAD allows public housing agencies and owners of HUD-assisted properties to convert units from their original sources of HUD financing to project-based Section 8 contracts. These new contracts provide a more reliable source of operating subsidy that enables property owners to leverage private capital, such as debt and equity, to finance new construction and/or rehabilitation of rental housing. The UMHA Board of Commissioners has determined the HUD best funding platform after RAD conversion will be Project Based Rental Assistance (PBRA).

Our RAD project involves the revitalization (rehabilitation, demolition, and new construction) of the UMHA public housing developments. The UMHA will convert its units from Section 9 public housing to Project-Based Section 8 subsidies. The project is currently in a planning phase. Cost estimates, architectural plans, and financing will be finalized this spring. HUD has awarded Contract for Housing Assistance Payment (CHAP's) for two of its developments - (Gilmore/Humphrey/Hamilton/Duplex (164 units) and Perretta Twin Towers and Marino-Ruggiero (242 units). A portfolio reservation has been made for the 487 remaining units. Each project within the UMHA portfolio will involve relocation of its existing residents. Financing for the project is likely to consist of 4% and 9% Low Income Housing Tax Credits, FHA loans, Federal Home Loan Bank, Community Development Block Grant, HOME, supportive housing and homeless funding, and private foundation grants. The UMHA will seek financing in phases and over several years to enhance its likelihood to receive funding.

PROPOSAL SUBMITTAL INFORMATION

This is an expedited procurement action. Interested applicants should use the following link to download and respond to the Request for Proposal:

https://ha.internationaleprocurement.com/requests.html?company_id=15743

The deadline for the proposal is May 13, 2020. For questions, please call John Furman at 315.982.3731 or email jfurman@uticamha.org. Please check the link for updates on the RFP.

The Housing Authority may reject any and all proposals, re-advertise, postpone, or cancel this RFP at any time at its discretion. The Housing Authority has the right to waive any and all formalities

related to this RFP. The Housing Authority is committed to equal opportunity in its procurement actions and encourages Section 3 and M/WBE firms to respond to this solicitation.

BASIC TERMS AND CONDITIONS

The UMHA will not accept retainer agreement proposals. The contract will list performance milestones which must be completed in order for the Proposer to receive payment. The UMHA encourages applicants to provide cost effective services at lowest cost to the taxpayers under this program.

Services provided under these contracts must be summarized in monthly written reports with detailed itemization of units of services delivered as well as types of services performed. Services must be billed at least once a month. Services not billed after 90 days of the expiration of the contract will not be considered for payment. Firms should be aware that UMHA will only make payments on the contract issued under this RFP after the work being billed has been completed, and will pay reimbursable expenses only upon receipt of an invoice for the reimbursable expenses. No advance payments will be made to the firm, who must have the capacity to meet all project expenses in advance of payments by UMHA.

The UMHA encourages applications from Minority/Women Business Enterprises (M/WBEs), and Section 3 firms. We also encourage law firms to partner with these types of entities to provide employment opportunities to the disadvantaged. In accordance with New York State and HUD law and regulations, it is the policy of the UMHA to encourage Minority and Women Business Enterprises as well as Section 3 firm participation in this program by contractors, subcontractors, and suppliers, and all Proposers are expected to cooperate in implementing this policy.

The UMHA reserves the right to waive any or all informalities, and to reject any or all proposals, or any proposal that is incomplete, conditional, obscure, or which contains irregularities of any kind, or any or all proposals not deemed to be in the best interest of UMHA.

The proposal must be submitted in conformance with the requirements of this Request for Proposals. As a general requirement, the RFP specifies that all work is to be performed in accordance with professional standards, HUD regulations, requirements and criteria and local codes, regulations, ordinances and statutes. It will be the UMHA's full expectation and a contractual requirement that the successful Proposer fully and routinely meet the above requirements. The selected Proposer(s) will only perform work which is authorized by the UMHA.

Prior to issuance of the notice to proceed, the selected Proposer must provide a certificate of insurance listing the UMHA as additional insured entities for general liability insurance covering bodily injury and personal injury of at least \$1,000,000.

There are no points awarded on the basis of prior contracts with the UMHA or geographic location of the firm.

SCOPE OF WORK

Under UMHA's direction, the successful firm will be responsible for assisting the UMHA with any and all legal aspects associated with the RAD conversion process, including but not limited to negotiations and evaluation of agreements (e.g., HUD RAD conversion, financing and development agreements, Operating Agreements, Payment in Lieu of Taxes, Ground Lease, Property Management Agreement, Low Income Housing Tax Credit, Ground Lease, Declaration of Restrictive Covenants, and Section 8 Project Based Rental Assistance documents). The Legal Consultant will provide legal opinions and/or recommendations that will enable UMHA to achieve its program goals. The Legal Consultant will also be responsible for analyzing and evaluating documents; analyzing the legal implications of finance options; conveying to UMHA the likely legal implications of the investors' proposals; and assisting UMHA in protecting its interests and resources.

The Legal Consultant will be responsible for drafting any documents with respect to the RAD and/or tax credit transactions. The scope of services will not include representation with respect to land use matters including subdivision or land use issues, the real estate transfer, title and/or survey review, preparation of bid documents, and representation on any environmental concerns, litigation, leasing or resolution of construction contract disputes. UMHA's counsel will be responsible for all real property/land use matters on behalf of the project.

The Consultant will be a direct advisor to the UMHA, its staff and consultants throughout the development process. Additionally, with UMHA's approval, the Legal Consultant will be expected to work in partnership with the development team consisting of the UMHA staff and Commissioners, HUD, the City of Utica, the State of New York, and other key stakeholders.

Legal scope of services includes (but is not limited to):

- a) Advise the UMHA on local, state, and federal statutory and regulatory matters relative to implementation of the project;
- b) Provide comprehensive representation of the UMHA in negotiations with HUD, investors, consultants, other agencies, and lenders as necessary;
- c) Represent the UMHA in connection with tax credit syndication and issuance of tax-exempt bonds;
- d) Represent the UMHA relative to all financing associated with the Project;
- e) Legal advice and assistance in creating appropriate legal entities as affiliates or subsidiaries of the UMHA;
- f) Legal advice and written opinions as it pertains to the conversion from public housing to Section 8 through RAD;

- g) Author, review and/or provide comments on all relevant and related documents;
- h) Participate in necessary development team meetings, Board of Commissioner meetings, and other meetings as deemed necessary;
- i) Coordinate and, with UMHA's approval, procure legal sub-consultants (if necessary);
- j) Work with the City of Utica, County of Oneida, and other jurisdictions to secure a Payment in Lieu of Taxes Agreement;
- k) Preparation and negotiation of the documents required for the closing of the RAD conversion;
- l) Assistance in converting public housing to RAD, including preparation of RAD closing packages to file with HUD;
- m) Assist and represent the UMHA relative to the RAD capital renovation projects and all of the various components associated therewith;
- n) Assist the UMHA with the structure and terms of any partnership agreement(s) into which the UMHA may enter with an equity investor;
- o) Facilitate approval by HUD for the RAD conversions;
- p) Develop legal mechanisms for transferring ownership and management of properties to the UMHA after certain regulatory and financing periods have lapsed;
- q) Assistance in working with the New York State Homes and Community Renewal on the allocations of Low Income Housing Tax Credits and related issues with funding and financing.

ABOUT THE UMHA

Established in 1937, the Municipal Housing Authority of the City of Utica, New York (UMHA) was one of the first housing authorities formed in the U.S. The Housing Authority presently employs a staff of 51 full-time and nine part-time employees. Twenty full-time AmeriCorps members complement our staff and provide direct service to public housing and community residents. The UMHA is the major provider of subsidized housing in Utica. Our goal is to be the leader in the housing industry by providing safe, clean and affordable housing opportunities to low income persons while promoting self-sufficiency, upward mobility, and customer satisfaction.

With integrity, high ethical standards, and competence, we are committed to transparently provide, develop and offer low-income residents of the City of Utica and Central New York:

- Quality affordable housing opportunities,
- Neighborhood revitalization and community renewal activities,
- Partnerships with private and public entities to optimize resources through innovative programs,
- Efficient and effective management of resources,
- Education, literacy, social, career development and economic self-sufficiency programs.

The UMHA owns, manages, and supervises a total of 1,072 units. Of that number, 893 are public housing units, 36 are HOPE VI Stand Alone Tax Credit Units, 50 are Low-Income Housing Tax Credit (Roosevelt Residences), and 93 are Project-Based Section 8 (New York State Public Housing). The UMHA currently provides 243 Section 8 (Housing Choice) Vouchers to local tenants.

RFP CHECKLIST

The Agency intends to retain the successful proposer pursuant to a "Best Value" basis, not a "Low Bid" basis. Therefore, so that the Agency can properly evaluate the offers received, all proposals submitted in response to this RFP must be formatted in accordance with the sequence noted below. None of the proposed services may conflict with any requirement the Agency has published herein or will issue by addendum. All proposals must be uploaded through the Housing Agency Marketplace. The UMHA will not accept paper proposals.

For each application, the following Forms shall be uploaded in the following tabs. Failure to provide any section of the tab documents as outlined in the checklist may be deemed sufficient cause for rejection of proposal.

1. Letter of Interest

Each proposal shall be accompanied by a letter of interest on the Respondent's letterhead listing the team members and identifying the primary contact person. Please include phone number and email address for each team member. The letter must be signed by an authorized principal of the Consultant's firm and a statement that the proposal will remain valid for not less than 180 calendar days from the submission deadline. Introduce your firm and describe your general philosophy and relevant experience for the contemplated work.

2. Firm Description Narrative

- a) Discuss the firm's history, organization and size including number of staff in each work area. Provide a statement of the law firm's philosophy.
- b) Describe the overall staffing approach to be used in connection with the associated contract.
- c) Provide information regarding staff experience and qualifications that demonstrates the respondent's capacity to perform the required services. If the firm is multi-disciplinary, please describe the resources and skills it brings. If the firm is small or is a sole proprietorship, please describe the approach to involve 3rd party contractors for completing the required scopes.

- d) Provide name, title and resumes of key personnel who will be assigned to UMHA project work. Resumes should include specific information regarding experience in providing the types of services outlined in this RFP.
- e) Identify the Project Manager(s) for the firm.
- f) Provide (3) references, previous and/or current, including the name and title of the contact person, email address, and phone number. If available, please provide one reference from a public housing authority or other public agency or from a housing authority client with a RAD project.
- g) Indicate the location of the primary office and attorneys assigned to service this account. Provide the address, phone number(s), e-mail address, and FAX number(s) of the firm.
- h) Describe your legal library and research capabilities, with specific emphasis on public housing, affordable housing and mixed finance, RAD, and LIHTC development matters. Describe the firm's typical response time to client inquiries.
- i) Provide an overall summary of the law firms' knowledge as related to the scope of this RFP.

a. Similar Project Experience Narrative

Please describe your firm's knowledge and relevant experience in providing legal services with regards to the conversion of a public housing authority into the RAD regulatory platform and the areas under Scope of Services including

1. Reviewing and negotiating affordable transaction documents.
2. Meeting HUD/New York State requirements.
3. Providing realistic legal options and/or recommendations to achieve program goals.
4. Providing legal services on RAD and Low-Income Housing Tax Credit transactions.
5. Providing legal services on all components of the RAD process, inclusive of capital renovations
6. A list of all engagements similar in nature to the RAD Project for which the firm has provided legal advice and a brief description of the closed transactions. Include experience with closing mixed-finance transactions. Also include experience with project-basing Section 8 vouchers.
7. Describe in detail three RAD projects that your firm is currently working on and/or has completed in the last two years.

8. Describe the firm's specific experience working with Housing Authorities and/or Public Agencies.
9. Describe lessons learned and key takeaways from the process of a recent project.
10. Please describe your firm's capacity to address competing project timelines.

b. Project Approach:

- 1) Provide a narrative which explains the proposed method for implementing the legal services as well as coordinating and communicating with the UMHA, its partners, and funders.
- 2) Legal Analysis: Provide a brief narrative summary describing the legal issues anticipated based on the proposed RAD project.
- 3) Statement of availability to deliver legal services immediately upon execution of the contract.
- 4) Please provide approach to budget control and schedule control as it relates to project's multi-year financing renovation/construction/demolition schedule.

c. Fee Proposal

Include a fee proposal that identifies the hourly billing rates for all proposed staff who might be required for work under the contract resulting from the RFP, including sub-consultants, if applicable. The contract will be divided into task orders per project based on the negotiated contract amount. Task orders will be issued by the UMHA

Total fees for specific development projects will be negotiated as specific task orders based upon agreed hourly rates. Task orders will contain detailed descriptions of the services to be provided and a maximum price for each task. Task orders for the entire project will be negotiated prior to the execution of a contract. Any changes to the project's task orders will be negotiated and approved in the form of a "change order." Legal consulting services will be billed according to the agreed upon hourly Rate. Legal consulting services not specific to a task order will be billed according to the agreed upon rate and terms of the fee proposal.

Please include hourly billing rates of key staff with their responsibilities, including sub-consultants, if applicable. Fee proposals shall also provide a budget for travel, material, and related costs. All parts of the fee proposal are considered negotiable.

d. Workforce Equity and Diversity Narrative

Section 3 is a HUD program that requires recipients of HUD funding to promote the hiring of low income residents and businesses. Please provide a plan which describes how your firm will meet Section 3 requirements. Please indicate that your firm is committed to ensuring equal opportunity in your business practices and promoting the use of minority/female business enterprises as well as Section 3 firms. In addition, explain how

you will promote the utilization of Section 3 and M/WBE firms in the implementation of this contract. Examples of how firms may assist with fulfilling Section 3 and equal employment opportunities are: 1) purchasing supplies from certified M/WBEs; 2) providing educational and job development opportunities for low-income residents of the City of Utica. Provide documentation if Section 3, M/WBE, Veteran Owned or Small Business certification. Provide a description of the firm's workforce equity and diversity programs and accomplishments.

e. Proof of current Professional Liability Insurance (Errors and Omissions)

Please provide evidence of liability insurance.

Contractor shall maintain in force, during the full term hereof, insurance in the following amounts and coverage:

Professional Liability Insurance in the amount of not less than \$1,000,000; Coverage shall have limits not less than \$1,000,000 each claim with respect to negligent acts, errors and omissions, and any deductible not to exceed \$50,000 each claim.

The UMHA must be listed as Additional Insured on liability policies. A certificate of insurance must be provided if awarded.

f. Non-Collusive Affidavit

The form must be signed and notarized.

g. Representations and Certifications of Offerors

Complete HUD Form 5369-C

h. Additional Information

Applicants are encouraged to provide brochures, media articles and links regarding projects your firm provided legal services.

The above forms must be fully completed, executed where provided thereon and submitted under this section as a part of the proposal submittal. This section of this submission does not receive a point rating; however, this section must be completed and submitted in order for the proposal to receive consideration

PROPOSAL EVALUATION

Evaluation Factors: The evaluation criteria with a point system of relative importance with an aggregate total of one hundred points will be utilized to evaluate each proposal. The following factors will be utilized by the UMHA to evaluate each proposal submittal received; award of points for each listed factor will be based upon the documentation that the proposer submits within his/her proposal submittal:

No.	Criteria	Points
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1.	Project Management Approach Proposed method for implementing the proposed legal services, coordinating with the various partners, addressing anticipated legal issues, and commencing legal services immediately upon award of contract	20
2.	Firm Staff Capacity Evidence of the respondent's capacity to provide legal services for a complex multi-year RAD and mixed finance housing project with various components on a timely basis.	30

	<p>Firm Staff Experience Evidence of the respondent’s experience, knowledge and expertise of closing transactions and providing legal guidance with respect to projects involving RAD, public housing, Low Income Housing Tax Credit Program, HUD, HOME, supportive housing and New York State funding, Project-Based Section 8, FHA, and other mixed finance sources.</p> <p>a) Knowledge of current mixed finance legal structures that are accepted by HUD.</p> <p>b) Experience providing realistic legal strategies and/or recommendations for implementing affordable housing developments. c) Experience providing legal services in the areas of New York real estate transactions and partnership formations.</p> <p>c) Experience providing legal services for low-income housing tax credit and RAD transactions.</p> <p>d) Reviewing, negotiating and drafting documents in order to secure HUD approval of the RAD evidentiary materials.</p>	25
3.	Utilization and/or employment of (1) Section 3 residents/firms in this project, and (2) the involvement and use of MBE/WBE enterprises in this project. Commitment to NYS and Federal goals. Alternative means to show good faith for these goals.	5
4.	Fee schedule and hourly billing rates of proposed staff.	20
	Total	100