

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcb | come dream. come build.)

DATE: November 28, 2021

SUBMIT BIDS TO:

Community Development Corporation of Brownsville (dba: cdcb | come dream. come build.)

Nick Mitchell-Bennett, Executive Director

901 E. Levee Street

Brownsville, TX 78520

RFQ – General Counsel Legal Services

Responses may be submitted via mail or in person.

SUBMISSION DATE: *Responses must be received in our office by 5:00 PM (CST) on January 4, 2022. Responses received after this date and time will not be considered.*

BACKGROUND

Community Development Corporation of Brownsville (dba: cdcb | come dream. come build.) is a Brownsville, TX. headquartered, private, 501(c)(3) non-profit, community housing development organization (CHDO). cdcb was founded in 1974 by Father Armand Mathew to create affordable housing opportunities for residents of Brownsville. From that initial mission we have become one of the most productive non-profit housing developers in Texas. For four decades cdcb has worked in the RGV and in 2019, cdcb opened operations in the Coastal Bend area with an office in Corpus Christi, TX. cdcb is a charter member of NeighborWorks America, a member of the Housing Partnership Network, a founding member of Partners for Rural Transformation and a recent member of Rural LISC. cdcb is governed by a community-based Board of Directors that serves on a volunteer basis to determine policy for the Corporation.

MISSION – cdcb’s mission is to be a multifaceted, affordable-housing organization devoted to utilizing collaborative partnerships to create sustainable communities across South Texas through quality education, model financing, efficient home design and superior construction.

Since 2009 cdcb has assisted over 3,000 families with an affordable place to call home, educated an additional 15,000 families with financial and housing counseling and graduated over 170 students from our job training program, YouthBuild. cdcb believes affordable housing, financial security and education creates wealth that sticks for families and communities.

cdcb is an approved FHA Title I and Title II Direct Endorsement lender with Wells Fargo and the State of Texas; a Fannie Mae and Freddie Mac-approved seller/servicer; a

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcb | come dream. come build.)

USDA Rural Development lender and managing partner of the Rio Grande Valley Multibank (RGVMB). Since 2009, cdcb has originated over \$75 million in first lien mortgages for homeowners and granted an additional \$30 million in home buyer assistance. cdcb also develops and manages rental housing developments across the RGV. Since, 2011 cdcb has developed or purchased 267 rental units with total development cost of \$35M. cdcb, through its partnership in the RGVMB also operates the Community Loan Center, an alternative to payday lending Small Dollar Loan program. Since 2011, cdcb has originated over \$40 million to working families.

cdcb has managed numerous federally and privately funded programs including: HOME, HOME CHDO, CDBG, Rental Rehabilitation, HODAG, FMHA, Section 312, HOPE II, CASA, YouthBuild, HUD Rural & Economic Development, HUD Colonia Initiative; HUD Neighborhood Stabilization Program; HUD Self Help Opportunities Program; USDA Empowerment Zone, USDA 523 Mutual Self-Help, Stuart B. McKinney funds, AmeriCorps, Department of Labor, CDFI Fund, NeighborWorks America, State of Texas Housing Trust Fund, SECO, 9% LIHTC. Private sector and foundation support has come from the Federal Home Loan Bank of Dallas; H.B. Heron, Fannie Mae, FORD Foundation, Kellogg Foundation, Wells Fargo Foundation, BBVA Foundation, JP Morgan Chase, Hispanic Housing, and Bank of America, United Way of Southern Cameron County, Wal-Mart, Brownsville Foundation for Health and Education; the Home Depot, Sisters of Charity, Washington Mutual, Union Pacific, and Tijerina Foundation. Over the past ten years cdcb has managed over \$100M in grants, forgivable loans, and equity investments.

SERVICES REQUESTED

cdcb seeks to appoint a highly qualified attorney/law firm as Legal Counsel. The successful applicant shall meet or exceed the qualifications stated herein and should be readily accessible to authorized representatives of cdcb, be exceptionally experienced in the areas of contract law, and providing legal services, real estate law and advice to non-profit entities.

The ideal candidate shall be committed to rendering sound legal advice with suitable objectivity and professional detachment.

SCOPE OF SERVICES

Basic services for this RFQ shall include legal services within the field of "general counsel", including but not limited to the following

- Function as the confidential legal advisor to cdcb Executive Staff and Board of Directors.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdc b | come dream. come build.)

- Advise cdc b Board and staff regarding the conduct of all Board of Director and standing Committee meetings, conflict of interest laws, compliance with other relevant laws, etc.
- Assist in the preparation and review of all general legal documents related to the conduct of cdc b business affairs, as needed.
- Attend cdc b Board and standing committee meetings, special Board and committee meetings, closed session meetings, and other meetings and conference calls as needed and/or requested.
- Review and provide direction on Board meeting agendas as needed.
- Perform legal research and prepare or assist in the preparation and review of legal documents for cdc b, including, but not limited to contracts, agreements, resolutions, forms, compliance documents, audit requirements, policies and procedures related to conflict of interest, notices, certificates, leases, and other related documents.
- Monitor current, new, and pending state and federal legislation, and case law as applicable to private non-profits, Community Development Housing Organizations (CHDO) and Community Development Financial Institutions (CDFI) and inform and provide direction to cdc b regarding compliance issues and/or impacts to the Organization.
- Perform research and interpret laws, court decisions and other legal authorities to render legal opinions, and to advise the Board and staff on legal matters pertaining to cdc b.
- Respond to inquiries from cdc b within 24 hours of the initial contact and maintain reasonable availability to respond to events of an emergent nature.
- Represent the cdc b in Administrative Hearings and court proceedings.
- Advise cdc b on all new laws and regulations with application to governance.
- Coordinate the work of outside legal counsel as needed and as directed.
- Represent cdc b in civil litigation and criminal law actions in which cdc b is a party, and/or work in collaboration with other attorneys or representatives of the cdc b's liability insurance carrier if needed.
- Prepare and Review Offer of Hire and Notices of Terminations.
- Prepare and Review Tenant Evictions, represent cdc b in eviction court if needed.
- Prepare and Review Homebuyer Foreclosures.
- Prepare and review transactional mortgage and construction lending documents.

SUMMARY OF DESIRED QUALIFICATIONS

Bar Admissions

The applicant and all those who serve as back-up to the applicant must be a member in good standing of the State Bar Association.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcB | come dream. come build.)

Experience

Applicant should have direct experience as counsel to a 501c3 entity or governmental entity. At least 15 years of experience representing public and/or non-profit agencies.

Accessibility

The applicant must commit to returning all calls from authorized officials either himself/herself or through a qualified back up within 24 hours of the call. The applicant must also commit, as a rule, to responding to requests for written opinions within one week unless the circumstances of the opinion warrant a shorter or longer period for a response.

Back-up

The applicant must have within his or her firm or through an established “of counsel” relationship at least one other qualified attorney available to render advice and otherwise represent the interests of cdcB when the applicant is unavailable. In this context, “qualified attorney” shall mean another lawyer who meets the minimum qualifications set forth herein for the applicant.

Billing

The applicant must commit to providing statements for services rendered monthly. Each statement must be based on an hourly rate for services, and must disclose, at a minimum, the date of the service, the identity of the lawyer or staff person performing the service, the subject matter reference for the service, a description of the service performed, the time it took to perform that function, and the hourly rate for the individual performing the function.

SUBMISSION CRITERIA

RFQ Responses must include a summary of prior experience in providing these or similar services.

The proposal must be submitted with all the required elements in the following order, in addition to the previously mentioned information in the above paragraph:

- Cover Letter
- Proposer Identification Form (Attachment A)
- Qualifications, Proposed Activities and Costs (Attachment B)
- Three professional references (Attachment C)
- Certification of Legal and Signatory Authority (Attachment D)

The cdcB staff will date, and time stamp each proposal received and will issue verification of receipt if requested. Under no circumstances shall a cdcB board member, employee, or agent of the cdcB deliver a proposal on behalf of a proposer.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcB | come dream. come build.)

PROCUREMENT SCHEDULE

Action	Date
RFQ Released	November 28, 2021
Written Questions Due	December 8, 2021
Questions/Answers Released	December 14, 2021
Proposal Due	January 4, 2022
Selection/Award	January 25, 2022

Dates are subject to change. Changes will be posted on the cdcB Website. All questions need to be submitted by December 8, 2022. Responses to all questions received will be posted on cdcB website at www.cdcB.org. by December 14, 2021, on or before 5:00 p.m. (CST).

PROPOSAL EVALUATION CRITERIA

Proposers must achieve an overall score of at least eighty points to be considered for the award of legal services contract. The review and evaluation of proposals shall be based upon the following criteria:

A. ATTORNEY QUALIFICATIONS, KNOWLEDGE, EXPERIENCE 35 POINTS

- Organization, Size, Structure, and Area of Practice.
- Discuss experience of the individual attorney(s) likely to be assigned to the representation. Include education, position in firm, years, and types of experience, and continuing professional education.
- Limit response to two (2) 8 ½" X 11" pages single spaced 12 font.

B. LEGAL EXPERIENCE 35 POINTS

- Discuss specific legal experience, advising nonprofit organizations and or advising clients conducting similar programs and government-funded services.
- Limit response to two (2) 8 ½" X 11" pages single spaced 12 font.

C. REFERENCES 15 points

- Provide names and contact information of at least three clients in the public sector.

D. REASONABLENESS OF COST 15 POINTS

- Billing (Per Hour Cost and/or per document cost) Provide the total cost of services proposed in your RFQ. Note: Any associated travel will be negotiated at the approved State of Texas travel rates.

E. HISTORICAL UNDERUTILIZED BUSINESS (HUB)/BONUS VALUE 5 POINTS

TOTAL POSSIBLE POINTS 105 POINT

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcB | come dream. come build.)

ACCEPTANCE OF EVALUATION METHODOLOGY

By submitting a proposal, the Proposer acknowledges:

- A proposal must receive a minimum average score of 80 points to be considered for selection and award of a contract.
- Acceptance of the Proposal Evaluation Process.
- The criteria for selection.
- Proposer's recognition that some subjective judgements must be made by cdcB during the RFQ process.

CONTRACT PERIOD OF PERFORMANCE

A contract will be negotiated with the successful bidder based on a cost reimbursement basis. The contract period will be for three (3) years with up to an additional three (3) one-year renewals based on satisfactory performance.

PROPOSER APPEALS PROCESS

The cdcB Board is the responsible authority for handling complaints or protests regarding the procurement and proposal selection process. This includes, but is not limited to, disputes, claims, protests of selection or non-selection for award, or other matters of a contractual or procurement nature. Matters concerning violation of laws shall be referred to such authority, as may have proper authority.

All proposers will be notified in writing of the results of the procurement process within ten (10) working days of the decision of the Board. Proposers not selected by this procurement process may appeal the decision by submitting a written Notice of Appeal to the Board within ten (10) working days following the receipt of Board notification of the procurement decision. This written notice must clearly state that it is an appeal and identify (1) the board decision being appealed; (2) the name, address, phone, and email address (if available) of the appealing party(ies); and (3) the specific grounds of the appeal. The Notice of Appeal must be sent by registered mail or hand delivered (a receipt will be issued) and addressed to:

**cdcB Board Chairperson
C/O Nick Mitchell-Bennett, Executive Director
901 E. Levee St.
Brownsville, TX. 78520
Date Material Enclosed**

Facsimile or email shall not be accepted at any stage of the appeals process. Written acknowledgement of receipt of the Notice of Appeal will be provided to the appealing party within three (3) working days of receipt of the Notice of Appeal. Such acknowledgement will include specific instructions for completing the appeals process and the date, time and place of the next step, The Informal Hearing.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdcB | come dream. come build.)

The filing of an appeal within the specified period and in the manner required is a non-waivable requirement. There is no relief accorded to appellants for not filing within the published deadlines or following instructions. The appeal must indicate the Board action appealed and the violation, which forms the basis for the appeal, and shall be signed by the appellant organization's authorized representative. Fax and e-mail transmittals will not be accepted. The filing of the appeal within ten business days is a condition precedent. There is no relief accorded appellants for not filing within the deadline. Hearings shall be conducted in accordance with Board procedures.

DISCLAIMER

cdcB is under no legal requirements to execute a contract and/or agreement based on any RFQ Response received.

No employee, member of a Board of Directors or other governing body, or representative of a proposer who submits a quote under this Request may have any contact outside of the formal review process with any employee of cdcB or any member of cdcB, for purposes of discussing or lobbying on behalf of the proposer's response. This contact includes written correspondence, telephone calls, personal meetings, or other kinds of personal contact. The Board will reject responses of those proposers who violate this condition.

cdcB reserves the right to accept or reject any or all responses received; to cancel this Request in part, or in its entirety; or to reissue the Request.

cdcB reserves the right to waive any defect in this procurement process or to amend this solicitation as deemed necessary.

CdcB's Board of Directors is the responsible authority for handling complaints or protest regarding the selection process. This include, but is not limited to, disputes, claims, protests of awards, source evaluations or other matters of contractual nature. Matters concerning violation of law shall be referred to such authority as may have proper authority.

cdcB reserves the right to request additional information and/or negotiate issues prior to selection.

All questions concerning this RFQ should be directed to Nick Mitchell-Bennett, Executive Director at nmitchell@cdcb.org. All answers will be in writing and posted on our website on the above listed date.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdc | come dream. come build.)

Request for Qualifications Required Documents and Responses

Proposer Identification Form: Attachment A – Must include the following:

- Legal Name of Organization
- Head of Organization
- Physical Address
- Mail Address (if different)
- Phone Number
- Email
- Proposal Contact Person
- Title
- Agreement Signatory Authority
- Tax/Legal Status
- Date Established
- State Comptroller ID No. (if available)
- Federal Tax ID Number
- Whether or not you/firm is a Small Business
- Whether or not the proposer is a certified Historically Under-Utilized Business by the Texas Workforce Commission.

Qualifications and Costs: Attachment B – Must include responses to the following statements”

- **Attorney Qualifications, Knowledge, Experience:** Organization, Size, Structure, and Area of Practice. Discuss experience of the individual attorney(s) likely to be assigned to the representation. Include education, position in firm, years, and types of experience, and continuing professional education.
- **Legal Experience** Discuss specific legal experience, advising nonprofit organizations and or advising clients conducting similar programs and government-funded services.
- **Price for Services** Billing (Per Hour Cost and/or Per Document)
- **HUB** (Include Copy of HUB certificate)

References – Attachment C - Please list at least three (3) references of current or past contracts that are similar in scope or scale and provide Client name, contact information (phone, mailing address and email) and any additional information.

Request for Qualifications for GENERAL COUNSEL SERVICES

Community Development Corporation of Brownsville (dba: cdc b | come dream. come build.)

**Attachment D
Certification of Legal and Signatory Authority**

I, _____(typed or printed name) certify that I am the _____(typed or printed title) of the eligible entity named as bidder and respondent herein, and I am legally authorized to sign and submit this proposal to Community Development Corporation of Brownsville (dba: cdc b | come dream. come build.) on behalf of said organization by authority of its governing body.

I certify that _____(typed or printed name) who signed the cover letter of this proposal has the legal authority to enter and execute a contract with cdc b to provide the services and activities authorized and detailed in this proposal. I agree to submit upon request by cdc b such information and documentation as may be necessary to verify the certification contained herein.

I further certify that the information contained in this proposal and all attachments is true and correct. I certify that no officer, employee, board member, or authorized agent of cdc b has assisted in the preparation of this proposal. I acknowledge that I have read and understand the requirement and provisions of this RFQ and that this organization will comply with all applicable federal, state, and local laws, rules, regulations, polices and directives in the implementation of this proposal. I certify that I have read and understand the governing provisions, limitations, and administrative requirements of this RFQ and will comply with all terms and conditions.

Name of Individual or Organization submitting application:

Name and Title of Authorized Signatory:

Signature of Authorized Representative:

Date