



Jeannine MacDonald
Executive Director

Darlene Barber
Chair

**REQUEST FOR QUALIFICATIONS
Cumberland Empowerment Zone Corp.
Legal Services 2012**

I. PROPOSAL PARAMETERS AND GUIDELINES

- A. Submission Requirements.** All proposals must be presented in accordance with the requirements, format, and guidelines described in this Request for Qualifications (RFQ) document.
- B. Submission Deadline.** Interested entities must submit three (3) copies of proposals no later than **4:30 PM, Friday, December 30, 2011**. Submittals should be addressed and delivered to:

Jeannine MacDonald, Executive Director
Cumberland Empowerment Zone Corp.
275 North Delsea Drive, 2nd Floor
Vineland, NJ 08360
(856) 696-5660, Ext. 202

The funding award for these services and project shall be made at the sole discretion of the Board of Directors of the Cumberland Empowerment Zone Corp. (CEZC). The CEZC is under no obligation to select any presented proposals. The CEZC may reject any or all applications. Funding is subject to all necessary approvals by federal, state and local agencies and their representatives.

- C. Interpretation and Addenda.** All questions, requests for interpretation, and comments shall be prepared in writing and submitted to Jeannine MacDonald at the above address. Answers to questions and clarifications from the CEZC, which will be sent to all parties having submitted questions, will be binding. Oral and other interpretations will be without legal effect.
- D. Funding.** The CEZC currently administers several grants from both public (ex., N.J. Dept. of Education, N.J. Dept. of Community Affairs) and private sources (ex., AT&T Foundation).

II. OVERVIEW

On April 16, 1998 the Federal government released rules for Round II of the Empowerment Zone Program. The Program targeted those communities with high levels of poverty and other indicators of social and economic distress, as defined by specific criteria in the rules. It was evident to representatives from Cumberland County and the cities of Bridgeton, Millville and Vineland that because each of the cities

constituted a small, urban area, the best chance each had for Empowerment Zone designation was to cooperate and submit an application jointly. The application was successful and in January 1999, Cumberland County became the first, county-led inter-municipal Empowerment Zone in the nation.

The CEZC was to receive \$100 million over a 10-year period and \$130 million in tax-exempt bond financing. Unfortunately, much of the Federal funding that was promised in conjunction with designation never materialized. The grant dollars actually received totaled \$25.6 million and the bond financing was somewhat complicated to use. Notwithstanding the decreased Federal funding, the CEZC was able to implement numerous economic and community development programs that have had a significant impact on its target communities. Over the last 10 years, the CEZC was able to build a substantial loan pool of \$6 million to assist local business; become a Community Development Financial Institution (CDFI); and provide the catalyst for industrial park development, airport facility construction and social and community building initiatives. Among its many accomplishments, the CEZC has leveraged more than \$236 million in new investment into the County, becoming a key player in local economic development efforts. In addition, the CEZC has been very successful in accessing funding and services for the region, including but not limited to \$2.5 million in funding under the Neighborhood Stabilization Program (Round I); over \$5 million in public and private grant funding for education programs such as a 21st Century Community Learning Centers Program and a High School Success Program; and a successful county-wide partnership with the Small Business Development Center.

The Federal Empowerment Zone Initiative ended in July, 2010. With such a significant level of accomplishment, CEZC officials undertook a strategic planning process to sustain and expand the work of the Empowerment Zone Program. The CEZC is proud of its achievements during the 10-year Federal Empowerment Zone initiative. Notwithstanding funding challenges, the CEZC has and will continue to positively impact its target communities. The CEZC attributes its continuing success to the staff and Board's aggressive efforts to pursue wide-ranging support for its programs, as well as its strong partnerships with local organizations sharing similar missions and goals.

The CEZC continues to be an active participant in the County's economic development efforts. The CEZC actively pursues programs and funding opportunities that benefit this region. With strong business service and education programs, the CEZC's performance has established this organization as a trusted resource in administering programs and effectuating positive change.

III. REQUEST FOR QUALIFICATIONS

This Request for Qualifications is issued by the Cumberland Empowerment Zone Corporation, a 501(C)(3) tax exempt nonprofit corporation.

IV. ROLE OF THE DESIGNATED LEGAL COUNSEL

The designated Legal Counsel will work closely with the CEZC staff in providing legal counsel. A legal services agreement will ultimately be negotiated between the CEZC and the successful respondent. Subject to these negotiations, and subsequent Board approvals, the role of the legal counsel shall include, but not be limited to, the following in house activities:

- Responsible for establishing, monitoring and updating corporate contracts, documents, policies, procedures and certifications, including but not limited to personnel, board, operations, code of ethics, and project/program funding.
- Review and prepare contracts, both corporate and funding, assist in the preparation of corporate resolutions and motions, and prepare loan documents for CEZC loan transactions.

- Provide legal expertise to board and staff on relevant matters that arise from the daily operations of the corporation and the implementation of the strategic plan.
- Ensure that the operations and decisions made by board and staff are consistent with applicable federal, state, local regulations and statutes, as well as any requirements imposed through grant or funding agreements.

A monthly retainer will be paid for the tasks and assignments listed below:

- Attend all Board of Directors and special meetings throughout the year (approximately 12 meetings).
- Monitor and ensure that the activities, initiatives, obligations and operations of the CEZC are consistent with corporate Bylaws, Articles of Incorporation, requirements imposed through grant or funding agreements, and all other applicable statutes and regulatory requirements.
- Review existing corporate Bylaws and Articles of Incorporation for consistency with strategic plan implementation and revise as necessary.
- Assist CEZC staff with the preparation of resolutions, contracts and motions for Board of Director approval.
- Review and update existing CEZC Personnel Policy to ensure that it complies with applicable statutes and regulations, as well as all other federal, state, and local regulatory requirements.
- Review and update existing CEZC Ethics Policy to ensure that it complies with applicable statutes and regulation, as well as all other federal, state, and local regulatory requirements.
- Preparation of CEZC funding contracts, both loan and grant, in accordance with applicable federal, state and local regulatory requirements, as well as CEZC internal requirements and controls.
- Assist the Executive Director with the review of existing and proposed contracts, including but not limited to the following consultant contracts: accounting, auditing, marketing, environmental, grant writing, and strategic planning for consistency with CEZC's objective, terms and conditions, as well as all applicable statutory and regulatory requirements.

Legal counsel will prepare transactional documents including but not limited to mortgages, promissory notes, guarantees, UCC filings and assignments, and will perform closing services. These services will be performed on a case-by-case basis and will be determined prior to the provision of services to the borrower. The fee for these services will be determined based upon an agreed-upon fee schedule, taking into account the borrower's ability to pay and the complexity of the transaction. The legal fee will be paid at closing of the transaction.

Legal counsel will also participate in negotiations for sales, development, and other contracts which the CEZC may pursue. Legal counsel will represent the CEZC's interest in these negotiations and subsequent contractual undertakings. Fees for such services will be determined based upon an hourly rate agreed- upon through this RFQ, plus expenses (1.0 X actual cost).

All application fees and costs paid by legal counsel on behalf of the CEZC will be reimbursed by the CEZC (1.0 X actual cost).

All other tasks, responsibilities and matters must be authorized by the Executive Director and/or Board of Director resolution, and then billed at an hourly rate agreed-upon through this RFQ, plus expenses (1.0 X actual cost).

V. MANDATORY SUBMISSIONS

Respondent's submissions must include the following core components, in order to be considered responsive to this solicitation:

- The firm's general background and any experience with non-profit and government organizations or related entities.
- The depth of professional qualifications of the firm's principals and staff.
- A current client list.
- Name and qualifications of individuals who will be assigned the responsibility of working directly with the CEZC.
- Detailed fee structure.

VI. CONDITIONS FOR SUBMISSION OF PROPOSAL

All proposals in response to this request must meet the following conditions to be considered:

- Proposals must be received by the date and time specified; late proposals will be disqualified.
- In order to be considered for selection, applicants must submit a complete proposal. Incomplete proposals may not be considered.
- Proposals must include a cover sheet clearly stating the name of the applicant, address and telephone number of the applicant representative. The name and qualifications of staff responsible for working on the CEZC contract should be included as well.

The CEZC reserves the right to request additional information from all applicants.

The CEZC reserves the right to reject any and all proposals submitted, and to negotiate portions thereof.

VII. APPLICATION RANKING CRITERIA

All submissions shall be initially reviewed to determine if they are responsive to the submission requirements. Those not meeting the minimum requirements set forth herein will be deemed non-responsive, and will not be subject to further review.

The responsive submissions shall be evaluated and ranked in accordance with the scoring criteria, based upon a 20-point system:

5 points – Previous history working with non-profits and government agencies

15 points – Overall professional qualifications, experience and proven capacity of the organization and its key personnel and staff.