



# **New Mexico Renewable Energy Transmission Authority (RETA)**

*Request for Proposals  
from  
Legal Consulting Firms  
for  
General Counsel*

*Date Distributed:*

*June 27, 2018*

*Date Due:*

*July 27, 2018*

## **I. INTRODUCTION**

The purpose of this Request for Proposals (“RFP”) is to select a qualified firm to serve as General Counsel to the New Mexico Renewable Energy Transmission Authority (“RETA”). RETA is a quasi-governmental entity that plans and finances energy transmission and storage projects in order to develop and expand the utilization of New Mexico’s vast renewable energy resources and create economic opportunities for its citizens.

The intent of this RFP is to select one Legal Consulting Firm to serve RETA as General Counsel.

## **II. SCHEDULE**

RETA intends to proceed with the following schedule in the selection of its General Counsel:

- Issue RFP June 27, 2018
- Receive Proposals July 27, 2018
- Anticipated Selection by RETA August 7, 2018

## **III. POINT OF CONTACT**

Questions regarding this RFP and RETA should be directed to Angela Gonzales, at (505) 699-0599 or at [agonzales@nmreta.net](mailto:agonzales@nmreta.net)

## **IV. SUBMITTAL INSTRUCTIONS**

All proposals should be delivered no later than 12:00 p.m., Mountain Standard Time, July 27, 2018. No exceptions will be made to this deadline. Three (3) bound copies and one (1) unbound copy of the proposal should be delivered to RETA at the address indicated below:

New Mexico Renewable Energy Transmission Authority  
c/o Angela Gonzales  
1223 S. St. Francis Drive, Suite C  
Santa Fe, NM 87505

**A. The proposal shall be transmitted with a cover letter of no more than two (2) pages that conforms to the following:**

1. Signed by an officer authorized to contractually bind the firm.
2. Confirms the receipt of the RFP and any and all addenda thereto.
3. States that the proposal is firm for a 90-day period.
4. Provides the name, title, address, fax number, telephone number and e-mail address of the individual to whom correspondence and other contacts should be directed during the selection process.
5. Provides the name, title, address, telephone number and e-mail address of the individual who will negotiate with RETA and is authorized to contractually bind the firm, if different from IV (A) 4. above.

Proposals should be prepared in an efficient fashion, providing straightforward, concise responses to satisfy the RFP requirements. Emphasis should be on completeness and clarity of content; however, proposals may not exceed ten (10) pages, excluding cover letter. No printed brochures or materials other than written responses to the specific requirements will be accepted. Each firm should respond individually. Joint proposals will not be accepted. Each copy of the proposal should be bound as a single volume.

**B. Additional submittal considerations are as follows:**

1. **Addenda:** In the event that it becomes necessary to revise any part of the RFP, an addendum will be provided to each offeror receiving copies of the request. Any additional information required to clarify portions of this request will be issued in the form of an addendum.
2. **Interpretation of RFP:** The offeror must make careful examination of the requirements, specifications, and conditions expressed in this RFP and become fully informed as to the quality and character of services required. If any person planning to submit a proposal finds discrepancies in, or omissions from the RFP, a written request for interpretation or correction thereof must be made. Changes to the RFP will be made only by written addenda issued by RETA. RETA will not be responsible for any other explanations or interpretations.
3. **Regional Participation:** The Procurement Policy of RETA promotes free competition among potential contractors and encourages the participation of women-owned firms, minority-owned firms, small firms

and firms based in New Mexico. In accordance with RETA's Procurement Policy, consideration will be given to working with a legal consulting firm that has knowledge and experience of New Mexico state laws, financing, IPRA and intellectual property laws, legislative processes and renewable energy.

4. **Modifications of Proposals:** No offeror will be allowed to modify or correct the content of submitted proposals at any time after the proposal deadline, except in direct response to a request from RETA for clarification or for an oral interview, provided that no modification or correction shall result in substantive amendment of a proposal.
5. **Cancellation of RFP; Rejection of Proposals:** RETA reserves the right to cancel this RFP at any time and for any reason or to reject any or all proposals received as a result of this request and to waive any informality, technical defect or clerical error in any proposal as the interests of RETA may require. RETA shall not be responsible for the payment of any costs incurred by any person in the preparation or submission of a proposal, or in negotiations in anticipation of the award of the contract.

Non-acceptance of any proposal will not imply any criticism of the offeror and shall be construed as simply that another proposal was deemed to be more advantageous to RETA for the particular service proposed.

## V. AMENDMENTS TO RFP

If there are any amendments to this RFP, they shall be distributed electronically and posted on the RETA website at [www.nmreta.com](http://www.nmreta.com). Amendments shall be distributed with sufficient time to allow interested persons to consider the amendments in preparing their proposals. If necessary and in the discretion of RETA, the deadline for submission of proposals may be extended by the amendment.

The written acknowledgement form mailed with the amendment shall be completed by the offeror and submitted with the proposal as evidence of receipt of the amendment.

## **VI. SELECTION PROCESS**

RETA intends to select a General Counsel that shall be called upon from time to time to provide Project Counsel services, at the Board's discretion. A Selection Committee comprised of RETA Board members will evaluate the proposals and make selection recommendations to the RETA Board of Directors. During the evaluation process, RETA may seek clarification from offerors. The offeror selected to perform the work will be notified in writing by RETA. RETA will also attempt to notify those not selected. Selection does not constitute an obligation to contract with the successful offeror and RETA may subsequently reject any selected offeror's proposal. RETA is committed to ensuring that the selected offeror is afforded meaningful participation in any transactions for which he/she is retained.

## **VII. SELECTION CRITERIA**

**A.** The evaluation will consider the criteria of experience and reputation in the field, professional expertise, including accreditation, licensing and/or membership in appropriate professional associations, knowledge of RETA and the subject matter to be addressed under the contract, availability to accommodate any required meetings of RETA, availability of personnel and other resources to do the work on the schedule set forth by RETA, designated professional and support staff and location of offices, strength of assurances of performance provided, if required, financial stability and strength of the submitting firm, references in general, insurance provided, fee and compensation proposal, and other factors as demonstrated to be in the best interest of RETA.

**B.** RETA will make its selection based on the policies and purposes set forth in RETA's Procurement Policy and on the following criteria:

1. Demonstrated New Mexico legal consulting presence (15 points)
2. Competitive pricing (15 points)
3. Experience and qualifications of the assigned personnel (15 points)
4. Knowledge of and familiarity with IPRA, state finance programs the New Mexico legislative process, and experience representing public entities. (15 points)
5. Knowledge of and familiarity with RETA's statutes and

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|----|---|-------------|
|    | Policies, corporate governance issues, and board liability  | (15 points) |
| 6. | Knowledge of and experience with NM eminent domain, land use laws, siting and development matters.                | (15 points) |
| 7. | Knowledge of renewable energy related initiatives, utility and regulatory matters and intellectual property laws. | (10 points) |

*TOTAL* 100 points

- C. Indemnification.** The selected firm shall defend, indemnify and hold harmless RETA, its officers, agents and employees from any and all claims and costs of any nature whether for personal injury, property damage or any other liability arising out of or in any way connected with any acts or omissions of the law firm or any of its principals, employees or agents under this request for proposal or under any agreement executed with RETA.
- D. Conflict of Interest.** Firms must identify any conflict of interest that may arise from providing services to RETA. RETA reserves the right: (1) to disqualify any firm or reject any proposal at any time solely on the grounds that a real or perceived legal or policy conflict of interest is presented; (2) to require the firm to take any action or supply information necessary to remove the conflict; or (3) to terminate any contract arising from this solicitation if any such relationship would constitute or have potential to create a real or perceived conflict of interest that cannot be resolved to RETA’s satisfaction.
- E. Proposal as Public Information and Property of RETA.** The information submitted in each proposal may be subject to public disclosure pursuant to state and federal law. All proposals will become the property of RETA. Proposals submitted will not be returned to respondents unless they are received late.

**VIII. SERVICES TO BE PERFORMED**

Professional legal consulting services required to be provided and awarded pursuant to this RFP include, but are not limited to the following:

- A. Legal Advice.** Advise RETA on requirements of federal and state laws, and advise on general matters of the Agency including, but not limited to, corporate governance, personnel, legislative and other non-project specific matters that may affect RETA.

- B. Programs.** Provide legal assistance as requested, including preparation of program policy documents.
- C. Projects.** Provide legal services, as requested, including but not limited to federal and New Mexico law pertaining to RETA and its preparation and negotiation of project documents, assistance to RETA in evaluating and developing options and alternatives for financing RETA's projects, assistance to RETA in overseeing eminent domain negotiations if necessary, and working with RETA's financial advisor, underwriters and project consultants.
- D. Pending Legislation and Programs.** Upon request, provide RETA continuing information concerning, and advice and assistance with regard to, pending and proposed state and federal legislation and other areas of current development and assist RETA in evaluating options and alternatives for carrying out its purposes and exercising its powers and performing its functions.
- E. Meetings.** Attend meetings of the Board of Directors of RETA to stay apprised of the activities and policies of RETA; and attend subcommittee meetings of RETA, as requested.
- F. Other Services.** Perform other services generally related to the purposes, powers, statutory authority (State of New Mexico Statute 62-16A *New Mexico Renewable Energy Transmission Authority Act*) and functions of RETA where the Chairman of the Board deem it appropriate and have requested such services.

## **IX. PROPOSAL REQUIREMENTS**

Each proposal should conform to the following outline. Responses should be as thorough and detailed as possible so that the review committee may properly evaluate your capabilities to provide the required services. However, proposals should not exceed ten (10) pages, excluding résumés, evidence of insurance and other attachments.

Each Respondent should include the following elements:

- A. Letter of Transmittal.** Each proposal should be accompanied by a letter of transmittal, not exceeding two (2) pages, which is signed by an officer of the firm in conformity with the provisions listed under "Submittal Instructions."

- B. Description of Firm and Capabilities.** Provide a history and description of your firm and its capabilities.
- C. Staffing Levels.** Detail the staff level of your firm including principals and associates as of the date of this RFP.
- D. Executive Summary.** Each proposal should include an Executive Summary of not more than one (1) page. The Executive Summary should highlight each of the key areas of the proposal and the firm's case as to why it should be selected for the General Counsel role.
- E. Experience.** Please briefly summarize your experience providing services since January 1, 2015 for utility companies, developers, governments and improvement authorities both in and outside of New Mexico. Include experience with the Federal Energy Regulatory Commission (FERC) and RETA and experience with the exercise or interpretation of New Mexico's eminent domain laws. Additionally, please demonstrate experience representing renewable energy related entities including an understanding of electric transmission, generation and storage.
- F. Personnel.** Please provide brief résumés of the individuals in your firm who would provide the services, indicating the senior partner or principal. Provide a brief résumé for each such person and describe his/her other experience in rendering services of the nature RETA seeks. Indicate the role of each individual expected to serve RETA.
- G. References.** Provide three (3) references which can be contacted during the RFP process indicating the name, contact persons his/her title and address and telephone number for whom you have provided similar services over the past two years. Indicate your role and a list of work completed for such client.
- H. Insurance.** Detail your insurance coverage applicable to the services described herein. Such coverage must be adequate to sufficiently cover the services detailed herein and must include at a minimum, general liability insurance coverage and professional liability insurance coverage.
- I. Fee Schedule.** Fees for Partners or principal shareholders, associates or others support personnel per hour should be provided. In addition, please detail your

firm's billing procedures and rates as to overhead and out-of-pocket expenses.  
Please attach your fee schedule for providing the services requested in this RFP.

**X. ENGAGEMENT**

The selection of a firm to serve as General Counsel is contingent upon the negotiation of the final terms of the engagement. This RFP does not commit RETA to the award of a contract, nor to pay any costs incurred in the preparation and submission of proposals in anticipation of a contract.



# APPENDIX A

## GENERAL COUNSEL SERVICES

### ACKNOWLEDGEMENT OF RECEIPT FORM

In acknowledgement of receipt of this Request for Proposal the undersigned agrees that he/she has received a complete copy, beginning with the title page and ending with Appendix A.

The acknowledgement of receipt should be signed and returned via email to Angela Gonzales at [agonzales@nmreta.net](mailto:agonzales@nmreta.net) by **noon** on **July 11, 2018**. Only potential Offerors who elect to return this form completed with the indicated intention of submitting a proposal will qualify to submit a proposal through this RFP.

FIRM: \_\_\_\_\_

REPRESENTED BY: \_\_\_\_\_

TITLE: \_\_\_\_\_

PHONE NO: \_\_\_\_\_ FAX NO: \_\_\_\_\_

E-MAIL: \_\_\_\_\_

ADDRESS: \_\_\_\_\_

CITY: \_\_\_\_\_ STATE: \_\_\_\_\_ ZIP: \_\_\_\_\_

SIGNATURE: \_\_\_\_\_ DATE: \_\_\_\_\_

**CIRCLE ONE:** Firm **DOES** / **DOES NOT** intend to respond to this Request for Proposal. Return completed form via email to: [agonzales@nmreta.net](mailto:agonzales@nmreta.net)

*Failure to return this form shall constitute a presumption of receipt and rejection of the RFP, and the potential Offeror shall be disqualified from submitting a proposal or responding to this RFP.*