



**REQUEST FOR PROPOSAL FOR THE POSITION OF
BOROUGH ATTORNEY FOR THE BOROUGH OF ENGLEWOOD CLIFFS
FOR THE TIME PERIOD JUNE 2017 THROUGH DECEMBER 31, 2017**

Date Issued: May 22, 2017

Return Date & Time: JUNE 9, 2017, no later than 12 noon

Return To: Lisette M. Duffy
Borough of Englewood Cliffs
482 Hudson Terrace
Englewood Cliffs, NJ 07632

The Borough of Englewood Cliffs is soliciting proposals for the position of Borough Attorney to provide professional services to the Borough on all legal issues relative to the standard operations of the Borough. The Mayor and Council will select one New Jersey State licensed attorney for the provision of legal services based upon a fair and open process, pursuant to N.J.S.A. 19:44A-20.4, et. seq. and in accordance with the Resolution previously adopted by the Mayor and Council to secure such services through a fair and open process. In order to have a proposal considered by the Mayor and Council, an interested party must provide evidence that he/she satisfies the minimum requirements for this position, as set forth in Section I of this document and that he/she otherwise complies with the proposal requirements.

SECTION I Minimum Qualifications and Response Requirements

In order for an individual's or firm's proposal to be considered by the Mayor and Council, interested parties submitting proposals in response to this solicitation must meet the following:

A. Minimum Qualifications:

1. The individual has served in the role of an attorney for a municipal entity or government entity in the State of New Jersey for a period of at least (five) 5 years prior to the submission of this proposal;
2. That the attorney or law firm has sufficient staff to satisfy the scope of services described in Section II of this document;
3. That the attorney who is submitting the response to this proposal, is licensed and in good standing with the Bar Association of the State of New Jersey;
4. That the attorney has municipal experience in the litigation of municipal matters;
5. Experience and knowledge of the Borough of Englewood Cliffs
6. Familiarity with Master Plan Reexamination and COAH certification process and regulations, if applicable.

7. The attorney or firm submitting the response to this proposal carries professional liability insurance in an amount of at least \$1,000,000.00 with a carrier that has AAA rating by Best Insurance Digest;
8. That the attorney or law firm submitting this proposal has not represented or is not conflicted within the past three years and does not represent any adverse parties and claims whether administrative, civil, criminal, or otherwise, against the Borough of Englewood Cliffs.

SECTION II Scope of Services

The Borough Attorney shall perform the following minimum duties as well as those prescribed by applicable law, subject to the review and approval of the Mayor and Council:

- A. Defend claims assigned by the Mayor and Council;
- B. File lawsuits on behalf of the Borough and defend same;
- C. Prepare reports and provide advice and counsel at Mayor and Council meetings regarding issues that arise that include but are not limited to: litigation, regulations and ordinances;
- D. Interact with the Borough's Administration on related legal issues;
- E. When requested by the Mayor and Council, reply to inquiries from residents and/or commercial property owners;
- F. Experience in writing resolutions, ordinance and agreements;
- G. Attend regular, special, and Executive Session meetings as requested by the Mayor and Council.

SECTION III STANDARD REQUIREMENTS OF TECHNICAL QUALIFICATION –

Proposers should submit a technical qualification, which contains the following:

- A. The name of the proposer, the principal place of business and, if different, the place where the services will be provided;
- B. The name, licenses held, education, qualifications, experience, and training of all persons who would be assigned to provide services along with their names and titles;
- C. A listing of all other engagements where services of the types being proposed were provided in the past. This should include other Borough governments and other levels of government. Contact information for the recipients of the similar services must be provided. The Borough may obtain references from any of the parties listed;
- D. A description of all other areas of work of the proposer, with emphasis on a

description of those services of interest to a municipal government client;

- E. Please provide a description of any particular area(s) of expertise you or your firm may possess that have not been included in the response provided above.
- F. A statement that neither the firm nor any individuals assigned to this engagement are disbarred, suspended, or otherwise prohibited from professional practice by any federal, state, or local agency;
- G. 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. Exhibit A contains mandatory Affirmative Action Language which shall be attached to any contract with the Borough by reference. The page titled "MANDATORY EQUAL EMPLOYMENT OPPORTUNITY NOTICE" lists the acceptable documents that may be submitted to evidence compliance e.g. a photocopy of a Certificate of Employee Information Report;
- H. A completed Non-Collusion Affidavit (copy of form attached);
- I. A completed Owner Disclosure Statement (copy of form attached);
- J. A statement that the proposer will comply with the General Terms and Conditions required by the Borough and enter into the Borough's standard Professional Services Contract;
- K. A copy of the proposer's Business Registration Certificate.
- L. A completed Disclosure of Ownership Form.
- M. Hourly Rate Schedule, Per Diem Rate, and/or Retainer

BOROUGH OF ENGLEWOOD CLIFFS
Lisette M. Duffy, RMC, Borough Clerk

REQUEST FOR QUALIFICATION CHECKLIST

THIS CHECKLIST MUST BE COMPLETED AND SUBMITTED WITH YOUR QUALIFICATION:

**Please initial below, indicating that your Qualification includes the itemized document.
A QUALIFICATION SUBMITTED WITHOUT THE FOLLOWING DOCUMENTS IS
CAUSE FOR REFUSAL.**

INITIAL BELOW

- A. An original signed copy of your complete qualification. _____
- B. Non-Collusion Affidavit properly notarized _____
- C. Owners Disclosure Statement, properly notarized, listing the names of all persons owning ten (10) percent or more of the proposing entity. _____
- D. Insurance Requirement Acknowledgement Form _____
- E. Mandatory Equal Employment Opportunity Notice Acknowledgement And Certificate of Employee Information Report _____
- F Copy of your *Business Registration Certificate* as issued by the State of New Jersey, Department of Treasury, Division of Revenue _____
- G. Professional Service Entity Information Form _____
- H. Qualifications Submission _____

Note: N.J.S.A 52:32-44 provides that the Borough shall not enter into a contract for goods or services unless the other party to the contract provides a copy of its business registration certificate and the business registration certificate of any subcontractors at the time that it submits its qualification. The contracting party must also collect the state use tax where applicable.

**THE UNDERSIGNED HEREBY
ACKNOWLEDGES THE ABOVE
LISTED REQUIREMENTS.**

NAME OF PROPOSER:

Person, Firm or Corporation

BY: (NAME)

(TITLE)

BOROUGH OF ENGLEWOOD CLIFFS

NON-COLLUSION
AFFIDAVIT

State of New Jersey
County of _____ ss:

I, _____ of the _____ of _____
(Name of affiant) (Name of Municipality)

In the County of _____ and the State of New Jersey, of full age, being duly Sworn according to law on my oath depose and say that:

I am _____

Of the firm of _____

The professional service Entity making the submission for the above name Service, and that I executed the said submission with full authority to do so; that said Professional Service Entity has not, directly or indirectly, entered into any agreements participated in any collusion, or otherwise taken any action in restraint of fair and open competition in connection with the above name Service; and that all statements contained in said submission and in this affidavit are true and correct, and made with full knowledge that the Borough of ENGLEWOOD CLIFFS relies upon the truth of the statements contained in said submission and in the statements contained in this affidavit in awarding the contract for said Service.

I further warrant that no person or selling agency has been employed or retained to solicit or secure such contract upon an agreement or understanding for a commission, percentage, brokerage, or contingent fee, except bona fide employees or bona fide established commercial or selling agencies maintained by

(Name of Professional Entity)

Subscribed and sworn
to Before me

This _____ day of _____, 20 _____

Notary Public, State of _____

(Signature of Professional)

My Commission Expires _____

(Type or Print name of affiant and Title, under signature)

BOROUGH OF ENGLEWOOD CLIFFS

DISCLOSURE OF OWNERSHIP FORM

N.J.S.A. 52:25-24.2 reads in part that “no corporation or partnership shall be awarded any contract by the State, County, Municipality or School District, or any subsidiary or agency thereof, unless prior to the receipt of the submission of the corporation or partnership, there is provided to the public contracting unit a statement setting forth the names and addresses of all individual who own 10% or more of the stock or interest in the corporation or partnership”.

1. If the professional service entity is a *partnership*, then the statement shall set forth the names and addresses of all partners who own a 10% or greater interest in the partnership.
2. If the professional service entity is a *corporation*, then the statement shall set forth the names and addresses of all stockholders in the corporation who own 10% or more of its stock of any class.
3. If a corporation owns all or part of the stock of the corporation or partnership providing the submission, then the statement shall include a list of the stockholders who own 10% or more of the stock of any class of that corporation.
4. If the professional service entity is other than a corporation or partnership, the contractor shall indicate the form of corporate ownership as listed below.

COMPLETE ONE OF THE FOLLOWING STATEMENTS:

I. Stockholders or Partners owning 10% or more of the company providing the submission:

NAME:

ADDRESS:

SIGNATURE: _____ DATE: _____

II. No Stockholder or Partner owns 10% or more of the company providing this submission:

SIGNATURE: _____ DATE: _____

III. Submission is being provided by an individual who operates as a sole proprietorship:

SIGNATURE: _____ DATE: _____

IV. Submission is being provided by a corporation or partnership that operates as a (check one of the following):

_____ Limited Partnership

_____ Limited Liability Corporation

_____ Limited Liability Partnership

_____ Subchapter S

Corporation SIGNATURE: _____ DATE: _____

BOROUGH OF ENGLEWOOD CLIFFS

INSURANCE REQUIREMENTS AND ACKNOWLEDGEMENT
FORM

Certificate(s) of Insurance shall be filed with the Borough Clerk's Office upon award of contract by the Borough Council.

The minimum amount of insurance to be carried by the Professional Service Entity shall be as follows:

PROFESSIONAL LIABILITY INSURANCE

Limits shall be a minimum of \$1,000,000.00 for each claim and \$1,000,000.00 aggregate each policy period.

Acknowledgement of Insurance Requirement:

(Signature)

(Date)

(Printed Name and Title)

EXHIBIT A

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

GOODS, PROFESSIONAL SERVICE AND GENERAL SERVICE CONTRACTS

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 subcontractor 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 Affirmative 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 the Administrative Code at N.J.A.C. 17:27.**

BOROUGH OF ENGLEWOOD CLIFFS

MANDATORY EQUAL EMPLOYMENT OPPORTUNITY NOTICE

(N.J.S.A. 10:5-31 et seq. and N.J.A.C. 17:27 et seq.)

GOODS, PROFESSIONAL SERVICES AND GENERAL SERVICE CONTRACTS

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

The successful professional service entity shall submit to the Borough of ENGLEWOOD CLIFFS , 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 vendor 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. 17:27-1.1 et seq.;

OR

- (c) A photocopy of an Employee Information Report (Form AA302) provided by the Division of Contract Compliance and distributed to the Borough of ENGLEWOOD CLIFFS to be completed by the vendor in accordance with N.J.A.C. 17:27-1.1 et seq.

The successful professional service entity may obtain the Employee Information Report (AA302) from the Borough of ENGLEWOOD CLIFFS during normal business hours.

The successful professional service entities must submit the white and canary copies of the AA302 (Employee Information Report) to the Division of Contract Compliance and Equal Employment Opportunity in Public Contracts (Division). The pink *Public Agency* copy is submitted to the Borough of ENGLEWOOD CLIFFS , and the gold *Vendor* copy is retained by the professional service entity.

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

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

COMPANY: _____

SIGNATURE: _____ PRINT NAME: _____

TITLE: _____ DATE: _____

COPY OF CERTIFICATE OF EMPLOYEE INFORMATION REPORT

***PLEASE PROVIDE A COPY OF YOU CERTIFICATE EMPLOYEE
INFORMATION REPORT**

BOROUGH OF ENGLEWOOD CLIFFS

AMERICANS WITH DISABILITIES ACT OF 1990
EQUAL OPPORTUNITY FOR INDIVIDUALS WITH
DISABILITY

The CONTRACTOR and the BOROUGH OF ENGLEWOOD CLIFFS (herein referred to as the Borough) do hereby agree that the provisions of Title 11 of the Americans With Disabilities Act of 1990 (the "Act") (42 U.S.C. S12101 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 thereto, are made a part of this contract. In providing any aid, benefit, or service on behalf of the BOROUGH pursuant to this contract, the CONTRACTOR agrees that the performance shall be in strict compliance with the Act. In the event 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 BOROUGH in any action or administrative proceeding commenced pursuant to this Act. The CONTRACTOR shall indemnify, protect, and save harmless the BOROUGH, its agents, servants, and employees from and against any and all suits, claims, losses, demands, or damages of whatever kind or 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 BOROUGH'S grievance procedure, the CONTRACTOR agrees to abide by any decision of the BOROUGH, which is rendered pursuant to, said grievance procedure. If any action or administrative proceeding results in an award of damages against the BOROUGH or if the BOROUGH 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 BOROUGH 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 BOROUGH or any of its agents, servants, and employees, the BOROUGH shall expeditiously forward or have forwarded to the CONTRACTOR every demand, complaint, notice, summons, pleading, or other process received by the BOROUGH or its representatives.

It is expressly agreed and understood that any approval by the BOROUGH 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 BOROUGH pursuant to this paragraph.

It is further agreed and understood that the BOROUGH 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 BOROUGH from taking any other actions available to it under any other provisions of this Agreement or otherwise at law.

BUSINESS REGISTRATION CERTIFICATE
ATTENTION ALL PROFESSIONAL SERVICE
ENTITIES

On June 29, 2004, Governor McGreevey signed P.L. 2004, c.57, Business Registration of Contractors with Government Agencies, into law. Effective September 1, 2004, all business organizations that do business with a local contracting agency (i.e. Borough of ENGLEWOOD CLIFFS) are required to be registered with the State of New Jersey, Department of Treasury, Division of Revenue, and provide proof of that registration to the contracting agency before the contracting agency may enter into a contract with the business.

A “Business Organization” means an individual, partnership, association, joint stock company, trust, corporation or other legal business entity or successor thereof.

The law provides that: A copy of the Business Registration Certificate issued by the NJ Department of Treasury, Division of Revenue, shall be provided at the time any submission is received; *failure to do so is a fatal defect that cannot be cured.* This law covers construction as well as non-construction submissions.

Further information may be obtained by visiting the following web site at the State of New Jersey: www.nj.gov/treasury/revenue/busregcert.htm

Goods & Services Contracts (including purchase orders):

N.J.S.A. 52:32-44 imposes the following requirements on contractors and all subcontractors that **knowingly** provide goods or perform services for a contractor fulfilling this contract:

- 1) The contractor shall provide written notice to its subcontractors and suppliers to submit proof of business registration to the contractor;
- 2) Prior to receipt of final payment from a contracting agency, a contractor must submit to the contracting agency an accurate list of all subcontractors or attest that none were used;
- 3) During the term of this contract, the contractor and its affiliates shall collect and remit, and shall notify all subcontractors and their affiliates, that they must collect and remit to the Director, New Jersey Division of Taxation, the use tax due pursuant to the Sales and Use Tax Act, (N.J.S.A. 54:32B-1 et seq.) on all sales of tangible personal property delivered into this State.

A contractor, subcontractor or supplier who fails to provide proof of business registration or provides false business registration information shall be liable to a penalty of \$25 for each day of violation, not to exceed \$50,000 for each business registration not properly provided or maintained under a contract with a contracting agency.

COPY OF BUSINESS REGISTRATION CERTIFICATE

BOROUGH OF ENGLEWOOD CLIFFS
PROFESSIONAL SERVICE ENTITY

INFORMATION FORM

If the Professional Service Entity is an **INDIVIDUAL**, sign name and give the following information:

Name: _____
Address: _____
Telephone No.: _____ Social Security No.: _____
Fax No.: _____ E-Mail: _____
If individual has a TRADE NAME, give such trade name:
Trading As: _____ Telephone No.: _____

***** If the Professional Service Entity is a **PARTNERSHIP**, give the following information:

Name of Partners: _____
Firm Name: _____
Address: _____
Telephone No.: _____ Federal I.D. No.: _____
Fax No.: _____ E-Mail: _____
Social Security No.: _____
Signature of authorized agent: _____

***** If the Professional Service Entity is **INCORPORATED**, give the following information:

State under whose laws incorporated: _____
Location of principal office: _____
Telephone No.: _____ Federal I.D. No.: _____
Fax No.: _____ E-M: _____
Name of agent in charge of said office upon whom notice may be legally served:

Telephone No.: _____ Name of Corporation: _____

Signature: _____ By: _____

BOROUGH OF ENGLEWOOD CLIFFS

SUBMISSIONFORM

1. Names and roles of the individuals who will perform the services and description of their education and experience with projects similar to the services contained herein including their education, degrees and certifications:

2. References and record of success of same or similar service:

3. Description of ability to provide the services in a timely fashion (including staffing, familiarity

and location of key staff):
