

Hope Enterprise Corporation

Request for Proposal

Legal Services for HEC's Solar for All Program

August 2024

Purpose of RFP	2
Overview	2
About Hope Enterprise Corporation	3
Proposal Format and Requirements	3
1. Cover letter	3
2. Proposed Activities, Staffing and Budget	3
Legal Support Needs	4
Staffing and Budget	4
Qualifications, Resumes and Bios	5
3. Representative Matters	7
4. Contact Information of Past Clients	7
Selection Criteria	7
Submission Instructions	9
Additional Details	9
Right to Reject	9
Disadvantaged Business Enterprises	9
Confidentiality	9
Timeline and Notification of Selection	10
Conflict of Interest	10
Applicable Requirements	11
Data Room	12

Purpose of RFP

Hope Enterprise Corporation (HEC) has initiated a Request for Proposal (RFP) process to procure legal services to support the work that HEC will conduct under the Environmental Protection Agency's (EPA's) Solar for All (SFA) grant in the states of Arkansas (\$93.6 million) and Mississippi (\$62.4 million).

EPA and HEC plan to finalize SFA workplans and budgets by October 31, 2024. EPA may make funds fully available for drawdown (except for planning period) by sometime around December 31, 2024. This RFP is contingent upon HEC having a final SFA award contract from the EPA.

Overview

HEC seeks a law firm able to provide counsel in the following areas:

- Corporate Transactions
- Commercial Lending
- Consumer Lending and Financial Protection
- Data Privacy and Cybersecurity
- Davis Bacon, Build America Buy America and Organized Labor
- Environmental Law and Regulation
- Government Awards, Procurement and Compliance
- Partnership and Subaward Agreements

Eligibility Requirement for Responding Legal Service Firms:

- Attorneys who are licensed to practice within a state jurisdiction of the United States, with preference toward counsel based in its Deep South footprint, specifically AL, AR, LA, MS and TN.

Period of Performance:

- As long as 5 years with the option to extend the retention at the sole discretion of HEC.

HEC intends to procure the services of a law firm or law firm(s) able to represent HEC in the implementation and execution of its SFA award for Arkansas and for Mississippi.

HEC anticipates hiring one firm to ensure its legal needs are met, but could award multiple firms, if warranted, based on need and responses.

About Hope Enterprise Corporation

As a leading Community Development Financial Institution (CDFI) in the Deep South, HEC is on the front lines of addressing the sources of persistent poverty in its five-state footprint—Alabama, Arkansas, Louisiana, Mississippi, and Tennessee.

HEC, has invested in low-income and disadvantaged communities for decades, with a track record of bringing affordable housing, health care facilities, schools, grocery stores, small businesses and other investments to underinvested communities. HEC does this work in close partnership with the federal government, leveraging federally administered funding sources like New Markets Tax Credits (NMTC), Charter School credit enhancements (USDA), and Low-Income Housing Tax Credits (LIHTC).

Now, through the Greenhouse Gas Reduction Fund’s Solar for All (SFA) opportunity which HOPE was awarded in the states of Arkansas and Mississippi, HEC intends to further its mission to strengthen the financial health and wealth of people in under-resourced communities by delivering rooftop, multifamily and residential-serving community solar projects that meaningfully lower energy costs.

Proposal Format and Requirements

Responses should include the following items and content:

1. Cover letter

Submit a cover letter on company letterhead that includes the name, title, address, telephone number, and e-mail address for point of contact for the applying organization.

2. Proposed Activities, Staffing and Budget

Describe the legal services or activities that will support the legal needs described below and described in the documents available in HEC’s data room. As part of this response, please detail specific activities in the first six months of the engagement.

As part of this response, also share a staffing plan and budget details for the activities, responding to the specific questions below. HEC's request for qualifications, resumes and bios for staff are also found below.

Legal Support Needs

Proposed Terms and Conditions for the SFA award state that a law firm must review all agreements associated with any form of financial assistance, prior to execution of the documentation, provided that financial assistance generates program income, unless the EPA Project Officer waives this requirement. HEC anticipates offering financial assistance in the form of subsidized financial products, which will require documentation for:

- Commercial solar loans (construction, bridge and long-term) for multifamily property owners and third-party system lessors
- Predevelopment or working capital loans for solar lessors and installers
- Subgrants to workforce development providers
- Participant support grants to community based organizations supporting outreach and engagement
- Loan purchase agreements

HEC also anticipates legal services for a variety of matters related to SFA program launch and compliance. Deliverables may include:

- Compliance checklist for use by internal audit team
- Grant reporting checklist
- Templates for partnership agreement and contracts

Respondents should identify additional legal needs and activities by reviewing the documents in the "Data Room". Access to the "Data Room" is available upon request.

Staffing and Budget

HEC anticipates that some legal services will be eligible for reimbursement under the SFA award while other legal services may not. The selected firm(s) must be willing and able to submit invoices with a level of detail that enables eligibility determination for reimbursement via the SFA award, complies with Code of Federal Regulations and adheres to the EPA terms, conditions and any additional requirements for those matters which are eligible for reimbursement.

Please include:

1. **How would you staff this work?** Please provide a list of the individuals who would work on this project, their relevant expertise and experience.
2. **How would you price this work?** Please provide the hourly rates for the firm's attorneys and paraprofessionals and indicate any discount from the hourly rates quoted. Please indicate the firm's willingness to contract this work via a fixed-price or capped fee arrangement, and if so, what the proposed fixed-price or capped fee would be. Please include an explanation of what, if any, expenses would be billed to HEC.
3. **How would you satisfy EPA's DBE good faith requirements?** Please provide any materials you have that would speak to the firm's ability to help HEC satisfy the EPA's requirement to use "good faith efforts" to ensure opportunities for disadvantaged business enterprises.

Qualifications, Resumes and Bios

Please provide resumes or bios that document the attorneys' qualifications, expertise, knowledge, and experience. Resumes or bios should include examples of conducting similar or related work.

Responsive documentation should also answer the following questions:

Corporate Transactions

With respect to corporate transactional matters all the following qualifications must be met

1. Have one or more partners of the firm with a minimum of ten years of experience in corporate transactions.
2. Have one or more partners of the firm with a minimum of ten years of experience representing a not-for-profit organization in corporate transactions.

Consumer Lending and Financial Protection

With respect to consumer lending matters all the following qualifications must be met

1. Have one or more partners of the firm with a minimum of ten years of experience advising consumer lending institutions in matters including but not limited to consumer lending and consumer financial protection.
2. Have one or more partners of the firm with a minimum of ten years of experience advising a not-for-profit lending institution in matters including but not limited to consumer lending and consumer financial protection.

Commercial Lending

With respect to commercial lending matters all the following qualifications must be met:

1. Have one or more partners of the firm with a minimum of ten years of experience supporting FDIC or NCUA-regulated commercial lenders by closing commercial loan transactions, including but not limited to construction loans and transactions involving multiple sources of funding.

Data Privacy and Cybersecurity

With respect to Data Privacy and Cybersecurity, all the following qualifications must be met:

1. Have one or more partners of the firm with a minimum of ten years of experience in data privacy law.
 - a. Be able to advise HEC on best practices in data privacy.
 - b. Be able to advise HEC on changes in state and local laws and how to modify policies and procedures to comply with changes in the law.
2. Have one or more partners of the firm with a minimum of ten years of experience in cyber law.

Davis Bacon, Build America Buy America and Organized Labor

With respect to Davis Bacon and Organized Labor, all the following qualifications must be met:

1. Have one or more partners of the firm with a minimum of ten years of experience in the application of Davis-Bacon to federally financed projects.

Environmental Law, Regulation and Administrative Proceedings

With respect to Environmental Law and Regulation, all the following qualifications must be met:

1. Have one or more partners of the firm with a minimum of ten years of experience in the application of environmental law, regulation and administrative proceedings.
2. Have one or more partners of the firm with a minimum of ten years of experience negotiating agreements with organized labor.

Government Awards, Procurement and Compliance

With respect to Government Awards, Procurement and Compliance, all the following qualifications must be met

1. Have one or more partners of the firm with a minimum of ten years of experience in federal and state government contracts.
2. Have one or more partners of the firm with a minimum of ten years of experience representing a not-for-profit organization in government award and compliance negotiations and transactions.

Partnership and Subaward Agreements

With respect to Partnership and Subaward Agreements, all the following qualifications must be met

1. Have one or more partners of the firm with a minimum of ten years of experience in corporate transactions and /or partnership agreements.
2. Have one or more partners of the firm with a minimum of ten years of experience representing a not-for-profit organization in corporate transactions and /or partnership agreements.

3. Representative Matters

Based on the **past projects** identified in the qualification section, include narrative descriptions of representative matters (no more than three).

4. Contact Information of Past Clients

Based on the **past projects** identified in the qualification form, attach current contact information of clients for whom similar services were provided (no more than three).

Selection Criteria

Applicants will be evaluated on the following characteristics:

- Qualifications – 25%
 - The applicant has the qualifications necessary to successfully complete the scope of work.
 - The applicant has prior experience working on similar projects.
 - The applicant has prior experience working with similar organizations.
 - Or other Qualification criteria identified in Proposal Materials Section.

- Approach – 25%
 - The proposal demonstrates an understanding of the project objectives and desired results.
 - The proposal illustrates an approach to the scope of work that will likely lead to successful results.
 - The proposal illustrates the attorney’s ability to successfully execute the proposed approach.

- Experience and Past Performance– 25%
 - Demonstrated expertise as evidenced by professional certifications, accreditations, or industry recognition.
 - Quality of submitted examples of representative work.
 - Past relevant experience and performance of similar projects.
 - In addition, HEC may contact references to confirm quality of work and a history of responsiveness and good communication skills.

- Budget – 25%
 - The proposal includes an approach to flat rate engagements.
 - The proposal includes hourly rates.
 - The proposal describes how overhead and expenses will be minimized and controlled.
 - The proposed costs are reasonable.

HEC will select the proposal or proposal(s) which it determines will deliver the highest quality deliverable at the best value. Proposals will be evaluated using the weighted criteria identified above. HEC may consider the absence of requested information or a low score on any of the evaluation criteria as disqualifying without requesting additional clarification as noted below.

HEC, in its sole discretion, may request proposal interviews or presentations by meeting with any and all applicants to clarify or negotiate modifications to proposals. However, HEC reserves the right to make an award without further discussion of the proposals submitted. Therefore, proposals should be submitted initially on the most favorable terms, from both technical and price standpoints, that the applicant can propose.

Submission Instructions

Proposals are due by 5:00 PM Central Standard Time on September 20, 2024.

Inquiries concerning this RFP should be directed to Thelman.Boyd@hope-ec.org with subject line “RFP - Legal Services for HEC’s Solar for All Program”.

Proposals must be submitted to: Thelman.Boyd@hope-ec.org.

All costs incurred in the preparation of a response to this RFP are the responsibility of the applicant and will not be reimbursed by HEC.

By submitting a proposal, the applicant commits to the terms and conditions outlined in this RFP. Requests for exception to any terms or conditions must be submitted with the proposal. HEC reserves the right to deny requests for exception to any terms and conditions. Requested exceptions will be factored into HEC’s consideration of award.

Additional Details

Right to Reject

HEC reserves the right, in its sole discretion, to reject any and all responses received in response to this RFP. A contract for the accepted response will be based upon the factors described in this RFP.

Disadvantaged Business Enterprises

HEC is required to make the following good faith efforts whenever procuring construction, equipment, services and supplies to ensure disadvantaged business enterprises (DBEs) have the opportunity to compete for procurements funded by EPA financial assistance. Please advise in the context of your response whether you are a registered DBE and, if not, whether you plan to engage in any sub attorneys who are registered DBEs.

Confidentiality

HEC is issuing this RFP for the express and sole purpose of seeking legal representation and advice. Any information or documents shared by HEC with a potential applicant is made for that

sole purpose, and in confidence. HEC considers all information or documents shared by it with a potential applicant in connection with this RFP to be subject to attorney client privilege and to be treated as such by a potential applicant.

If the applicant deems any materials submitted to be proprietary or confidential, the applicant must indicate as such in the relevant section(s) of the response.

Timeline and Notification of Selection

- RFP Posting: August 20, 2024 (30-day Notice Period Begins).
- Q&A Calls: (HEC will host calls with applicants at their request to brief respondents on HEC's SFA proposal and to answer and questions).
- 30-day Notice Period ends: : September 19, 2024.
- Deadline for RFP Responses: 5:00 PM Central Standard Time on September 20, 2024.
- Follow-up Questions from HEC to Bidders: September 23, 2024 to October 4, 2024.
- Interviews with Bidders (to the extent necessary): Week of October 7, 2024.
- Notice of Award: Week of October 14, 2024.
- Notify Other Respondents of Non-Award: Week of October 28, 2024.

Conflict of Interest

The applicant must disclose, in an attachment to the proposal, any possible conflicts of interest that may result from the award of the contract or the services provided under the contract. HEC recognizes that applicants may represent one or more of its coalition members. Such conflicts will not preclude an applicant from being selected to participate in the panel but may impact selection of counsel from the approved panel on a matter-by-matter basis.

Except as otherwise disclosed in the proposal, the applicant affirms that to the best of its knowledge there exists no actual or potential conflict between the applicant, the applicant's employees or their families' business or financial interests ("interests") and the services provided under the contract. In the event of any change in either interests or the services provided under the contract, the applicant will inform HEC regarding possible conflicts of interest, which may arise as a result of such change and agrees that all conflicts shall be resolved to HEC's satisfaction or the applicant may be disqualified from consideration under this RFP. "Conflict of interest" shall include, but not be limited to the following:

- Giving or offering a gratuity, kickback, money, gift, or anything of value to a HEC official, officer, or employee with the intent of receiving a contract from HEC or favorable treatment under a contract;

- Having or acquiring at any point during the RFP process or during the term of the contract, any contractual, financial, business, or other interest, direct or indirect, that would conflict in any manner or degree with applicant's performance of its duties and responsibilities to HEC under the contract or otherwise create the appearance of impropriety with respect to the award or performance of the contract; or
- Currently possessing or accepting during the RFP process or the term of the contract anything of value based on an understanding that the actions of the applicant or its affiliates or interests on behalf of HEC will be influenced.

Applicable Requirements

DUNS and SAM Registration

All attorneys receiving federal funds through Solar for All must have or obtain a Dun & Bradstreet (DUNS) number and maintain an active account in the System for Award Management (SAM).

Information on how to register for each is below:

Resources for DUNS Number

The DUNS number is a nine-digit number, issued by Dun & Bradstreet that is assigned to and used by businesses and the federal government to keep track of more than 70 million businesses world-wide. A DUNS number can be obtained free of charge by applying online at <http://fedgov.dnb.com/webform> or by phone at 1-866-705-5711 from Monday - Friday 7 AM to 8 PM C.S.T.

For Hearing-Impaired Customers Only call 877-807-1679 (TTY Line). It normally takes about 1- 2 business days to receive a number if applied for online and immediately if applied for by phone. The DUNS number is normally available for use 24-48 hours after it has been received. Once entered, and the registration process is completed, the DUNS number will need to be verified by the system.

Resources for System for Award Management (SAM)

The System for Award Management (SAM) is a free web site hosted by the federal government that consolidates the government-wide award reporting systems into one system. SAM streamlines processes, eliminating the need to enter the same data multiple times, and consolidates hosting to make the process of doing business with the government more efficient. The website and information on how to create a user account is found at <https://www.sam.gov/SAM/>.

To receive payment from a federal award, attorneys must not have active exclusions or delinquent federal debt and may not be currently debarred, suspended, proposed for debarment or declared ineligible for awards by any federal agency.

Additionally, please make sure that your sub-attorneys that receive federal funds are aware that they must have a DUNS number and be registered in SAM in order to be in compliance with federal reporting requirements.

Federal Funding Accountability and Transparency Act (FFATA)

Attorneys must comply (as applicable) with FFATA and provide necessary information to enable HEC to comply with FFATA reporting requirements. Please visit <http://www.fsrs.gov> for more information.

High Rate Limitation

HEC may not provide reimbursement for payment of the salary of an attorney at more than the daily equivalent of the rate paid for the level IV of the Executive Schedule. For more information on the Executive Schedule, please see the Office of Personnel Management (OPM) website at <https://www.opm.gov/policy-data-oversight/pay-leave/salaries-wages/2018/executive-senior-level>. In order to verify this requirement is being met, HEC may require additional information regarding a breakout of direct and indirect expenses within budgets and rates.

Data Room

If you would like access to the Data Room, please email for assistance.

1. HEC's SFA Applications for AR and MS
2. SFA Terms and Conditions
3. EPA Solar for All Selected Applicant FAQ
4. EPA Awards Notices