

Request for Qualifications

for

General Counsel Services

Port of Hood River

Hood River, Oregon

Issued: **September 16, 2022**

Due Date: **October 25, 2022, 5:00 p.m.**

Submit Responses to:

Attn: Kevin Greenwood, Executive Director

Port of Hood River

1000 E Port Marina Drive

Hood River, OR 97031

1. BACKGROUND & SCOPE OF WORK

The Port of Hood River (“Port”) is committed to excellence in its general operations including overall administration and management of the financial and legal services it utilizes. In conformance with its Governance Policy, the Port is issuing this Request for Qualifications (“RFQ”) seeking responses from qualified attorneys and/or law firms interested in providing ongoing legal services to the Port starting December 1, 2022, through June 30, 2027, subject to earlier termination by the Port or withdrawal by legal counsel. Legal services would be performed in accordance with the provisions contained in this RFQ.

1.1. About the Port of Hood River. The Port was established in 1933 as a result of the Bonneville dam project because of the expressed desire of the Oregon State Legislature and the United States Government to develop industrial lands in the Columbia River Basin. As a special district, a port is a local unit of government, with authority to support economic development, aviation, maritime activities, recreation and the commercial interests of the district. The powers and duties of the Port are circumscribed by federal laws and state laws, primarily detailed in ORS 777. The Port is governed by a five-member board of Commissioners, each Commissioner is elected to serve for a four-year term. The board generally meets two times per month and may hold special meetings. Commissioners set policy and approve the annual budget, contracts, and expenditures. The board selects and oversees the Executive Director who is responsible for the day-to-day and overall management of the Port.

The Port owns and operates the Hood River/White Salmon Interstate Bridge, the Ken Jernstedt Airfield, the Hood River Marina, various recreation sites on the Waterfront and approximately 200,000 square feet of leased light industrial and commercial space. The Port’s fiscal year begins on July 1 and ends on June 30. The Port typically has about 32 employees with an annual payroll of approximately \$1.45 million dollars. The Port is organized into six asset centers: Hood River Interstate Bridge, Leased Properties, Marina, Waterfront Recreation, Airport, and General Government.

The Port retains a General Counsel (“General Counsel” or “GC”) who attends Port Commission meetings, reviews contracts, leases, and real estate transactions. The GC is responsible for providing ongoing legal advice and assistance to the Commission and Executive Director on a range of issues including, but not limited to, public contracting, meeting and records matters, real estate, land use, environmental, employment and governance topics.

The current GC, Jerry J. Jaques, will be retiring from practicing law in 2022. Neither he nor Jaques Sharp will continue to act as GC after November 30, 2022.

The Port is currently involved in a complicated, long-term process to facilitate replacement of the Port’s existing interstate toll bridge with a new bridge. The new bridge planning and construction process will most likely be undertaken, in whole or in part, by a Bi-State Bridge Commission to be formed under 2022 authorizing legislation in Oregon (HB 4089) and Washington (Substitute SB 5558). The current GC has associated William Ohle, of Schwabe Williamson & Wyatt, to provide legal assistance, and Steven M. Siegel is providing consulting services regarding bridge replacement matters. Additionally, Kenneth S. Antell, of Dunn Carney, has been associated by the current GC to provide legal services for a Port long term land lease for a hotel to be constructed and operated on Port property.

1.2. Scope of Services. The GC is expected to handle Port legal matters, attend Port Commission meetings and be highly informed and knowledgeable about statutes related to public agencies including: contracting, ethics, meetings, records, environmental and tort liability and defense; real estate transactions, including easements, purchase agreements, disposition & development agreements, building leases, and ground leases; ORS 777, the enabling legislation for ports in Oregon and other statutes related to Port activities; and the Governance policies and operations of the Port. The GC may identify and coordinate with outside legal counsel to provide routine legal services, including attending Port meetings or reviewing Port documents, and on matters that require specialized legal knowledge or expertise, subject to Port approval. The GC, or designee, will frequently provide an initial draft or review draft documents prepared by Port staff. The GC is often required to respond quickly to requests for advice or information from the Commission, Executive Director, or Port staff.

1.3. Engagement Term. The Port expects to retain the successful candidate as General Counsel for a four (4) year, seven (7) month period commencing December 1, 2022, and extending through June 30, 2027. Either the Port or GC may terminate the contract term early in their discretion after providing reasonable prior written notice, as determined by the Port.

2. RESPONSE PROCESS

An attorney or a representative of any interested law firm (“Respondent”) may contact any of the following individuals if they wish to ask questions or seek clarification about the specifications, submittal instructions or expectations associated with this RFQ:

Ben Sheppard,
Port Commission President Telephone: (503)
869-5619
Email: bsheppard@portofhoodriver.com

Jerry J. Jaques,
Current Port GC
Telephone: (541) 386-1311
Email: jerry@hoodriverlaw.com

Kevin Greenwood,
Port Executive Director
Telephone: (541) 386-1138
Email: kgreenwood@portofhoodriver.com

Anna C. Cavaleri, Jaques Sharp
Associated with current Port GC
Telephone: (541) 386-1311
Email: anna@hoodriverlaw.com

To be eligible for consideration by the Port, Respondents must submit five (5) copies of a written response, delivered to the Port office, in person, by mail or courier service, at 1000 E. Port Marina Drive, Hood River, Oregon, 97031, to be received by the Port no later than **5:00 p.m. PDT on Wednesday, October 25, 2022**. Responses received after this date/time shall be returned, unopened to the Respondent and deemed ineligible.

The Port Executive Director, the Commission President and an attorney at the current GC firm (“Review Committee”) will review the eligible responses for completeness and compliance with the RFQ requirements. They will then evaluate each response based upon the criteria identified in Section 3 below and other factors they deem relevant, in their discretion. If there is a consensus of the Review Committee members to do so, the current Port GC will advise one or more Respondents that they may be selected as GC, and request the Respondent(s) to promptly submit an engagement letter to the Review Committee members to consider.

Each member of the Review Committee will separately make a recommendation to the Port Commission regarding the selection of a GC, which may be one of the following:

- Recommend that an engagement letter for General Counsel Services from a single firm or more than one firm be considered, and if acceptable approve the terms of an engagement letter.
- Recommend that one or more firms be interviewed by the Port Commission.
- Cancel or delay the qualifications solicitation response process.

3. EVALUATION PROCESS

The Review Committee members will independently review each eligible response based upon the Evaluation Criteria stated in Section 3.1 below and any other factors they determine are relevant. The Review Committee will then convene to discuss their evaluations, and each will independently prepare a recommendation for the Port Commission, which may be the same as or different from the recommendation of other Review Committee members. The Review Committee may seek further information from any Respondent or from any other persons during the course of their evaluation.

3.1. Evaluation Criteria. Responses will be evaluated using the criteria stated below, or any other factor deemed relevant by a Review Committee member. Respondents meeting the mandatory requirements will have their responses evaluated further. Respondents not meeting the mandatory requirements will be eliminated from the RFQ process.

3.1.1. Mandatory Requirements

A. Confirm that the Respondent is licensed, insured and is presently authorized to practice law in the State of Oregon.

B. Confirm that the Respondent has no conflict of interest with regard to any other work performed by Respondent regarding the Port of Hood River, or a description how any such conflict(s) can be resolved.

C. Substantially comply with the submittal requirements set forth in this RFQ.

3.1.2. Approach & Qualifications.

A. Approach.

1. Provide a summary of Respondent's approach to this RFQ. Respondent should demonstrate its understanding of the Port's organization and activities and describe Respondent's general approach to providing the required or anticipated legal services.

B. Respondent and Staff Qualifications.

1. Describe the Respondent's general areas of legal practice and subject matter expertise and provide examples of experience providing legal services for municipal government clients. Describe the size of Respondent's law firm, a brief overview of Respondent's background and experience, the types of clients Respondent has or provides legal services to, general staff capabilities, and the location of the office from which the Port's work would be performed. Describe the nature of Respondent's local government experience comparable to the Port's needs as described in this RFQ.

2. Identify a "Principal Attorney" and describe her/his background and experience. Identify a "Principal Attorney" who will be the Respondent's primary attorney contact for the Port and provide his

or her background and experience, including examples of prior work performed similar in nature to the General Counsel Services required by the Port as described in this RFQ.

3. Identify and describe the background and experience of other attorneys and professional staff who will be working in concert with the Principal Attorney to provide General Counsel Services to the Port. Identify any other attorneys and/or key support staff within or to be associated with Respondent's firm who would be assigned or available to assist the Principal Attorney in Port matters. Indicate whether each person is registered or licensed to practice in the State of Oregon. Provide a brief summary of each person's background and experience including a description of government-related legal work and membership in professional organizations.

4. Identify and describe any outside counsel that Respondent would engage or be associated with to provide routine legal services or to provide specialized legal expertise if needed. List any attorney and/or firm, their practice area of expertise, provide a brief description of their capabilities, and summarize under what circumstances and for what purposes they might be retained.

3.1.3. Professional Fees.

A. List the hourly billing rates of the Principal Attorney, other in-house attorneys, associated attorneys, and legal support staff that may be assigned to Port matters. The hourly rates provided should be considered valid and firm until January 1, 2024, unless otherwise stated. **Indicate whether normal hourly billing rates will be reduced because the Port is a local special district government organization.**

B. Provide the hourly or a flat fee billing rate for the Principal Attorney or another designated attorney when attending Port Commission regular meetings, or special meetings when requested by the Port. The Port customarily meets the first and third Tuesday of each month. The Principal Attorney, or a qualified designated attorney, is expected to attend these regular meetings, each of which generally lasts 2-3 hours, but may be shorter or longer. Provide the Principal Attorney's billing rate, or the billing rate of an authorized designee attorney who will attend the Port's bi-monthly, regularly scheduled Commission meetings, and special meetings when requested by the Port. If the billing rate for an attorney's attendance at regularly scheduled Port Commission meetings, or special meeting, is the same as his/her standard Port hourly billing rate, so indicate.

4. FORM OF RESPONSE

There is no page limit for responses. However, Respondents are encouraged to submit a response that is prepared simply, clearly, and economically, providing a straightforward, concise description of Respondent's capabilities to satisfy the requirements of this Request for Qualifications.

4.1. Transmittal Letter. Respondent must include a signed letter of transmittal, which briefly states Respondent's commitment to provide the Port with General Counsel Services, and addresses the Mandatory Requirements stated in Section 3.1.1 above.

4.2. Approach & Qualifications Specifications. Provide a written response to the Approach and Qualifications stated in Section 3.1.2 above.

4.3. Hourly Billable Rates. Provide a written and response to the specific criteria set forth in Section 3.1.3 above including an hourly billable rate schedule.

4.4. References. Respondent is encouraged to provide the names and contact information of three (3) clients who previously required or currently require legal services similar to the Port's General Counsel Services as described in this RFQ. References of prior or current government clients are preferable. A Review Committed member or their designee may contact a reference to discuss their opinion of Respondent's legal services.

4.5. Other Information. Respondent may provide any additional information that could support their suitability to provide General Counsel services to the Port.

5. INSTRUCTIONS FOR SUBMITTING THE RESPONSE

Responses by Respondents to be considered must be received by the Port no later than **5:00 p.m. PDT on Wednesday, October 25, 2022**. Responses received after that date and time will remain sealed, marked on the outside with the date and time received and returned, unopened to the Respondent.

Mail or deliver five (5) copies of the response document in a sealed envelope or box to:

**Port of Hood River
Attention: Kevin Greenwood, Executive Director
1000 E Port Marina Drive
Hood River, Oregon 97031**

Responses should be submitted in a sealed envelope or box, plainly marked on the outside with Respondent's name and the labelled "**RFQ Response – General Counsel Services**".

Facsimile and email responses will not be accepted.

The Port may alter any of the provisions of this RFQ in the Port's discretion. No part of this solicitation is to be considered part of a contract, nor is any provision contained herein to be binding on the Port unless expressly included by reference or adoption in a subsequent written agreement executed by or accepted by the Port.

If there are any material changes in the RFQ after the submittal deadline, additional information will be transmitted to every prospective Respondent who has timely submitted a response to this RFQ.

The Port reserves the right to appoint any General Counsel Respondent, or not, in the Port's discretion.

Unless the Port agrees otherwise in writing in response to a request to do so, all information a Respondent submits in response to this RFQ will be considered part of a public document available for public inspection.