

BCTIFA

Battle Creek Tax Increment Finance Authority

REQUEST FOR PROPOSAL FOR CORPORATE LEGAL COUNSEL

PROPOSALS SHOULD BE DIRECTED TO:
BATTLE CREEK TAX INCREMENT FINANCE AUTHORITY (BCTIFA)
ATTN: BRIDGETTE JONES
4950 W. DICKMAN ROAD, SUITE 1
BATTLE CREEK, MI 49037

Sealed envelopes should be marked "**BCTIFA Attorney Proposal**" in the lower left-hand corner.

ISSUE DATE: NOVEMBER 17, 2020

SUBMISSION DEADLINE: DECEMBER 11, 2020

PURPOSE AND BACKGROUND: The Battle Creek Tax Increment Finance Authority is hereby seeking proposals from qualified attorneys and/or law firms interested in serving as the general counsel for Battle Creek Tax Increment Finance Authority (BCTIFA); the Battle Creek Brownfield Redevelopment Authority (BCBRA); and the Local Development Financing Authority (LDFA). We seek representation of all three entities with the same legal counsel.

The BCTIFA was established to halt the decline of property values, increase property tax valuation, eliminate causes of decline in value and promote growth in the Fort Custer Industrial Park. The BCTIFA development district includes the Fort Custer Industrial Park and the Battle Creek Executive Airport (formerly known as the W.K. Kellogg Airport). It was the first industrial TIFA in Michigan, created in 1980. In 1981, the BCBRA was also established for the Fort Custer Industrial Park. Its' bylaws state that the BCBRA shall consist of those same persons appointed by the City of Battle Creek to serve as a member of the BCTIFA Board of Directors.

The BCTIFA captures the incremental growth in the tax base above the 1982 base year. In other words, the value of any improvements to property located in a designated TIF District does not go into the overall tax base of the community, but instead is reserved for, or "captured" by, the TIF District. The proceeds are used to fund infrastructure improvements and land development within the TIF District and provide wraparound economic development services.

In 1986, the LDFA was established to conduct the activities and otherwise govern the affairs of the I-94 Business Park and Certified Technology Park (Smartzone) set in place by the City of Battle Creek, pursuant to an Agreement (the Battle Creek Aviation and E-Learning Smartzone Agreement) with the Michigan Economic Development Corporation.

The BCTIFA, BCBRA, and LDFA budgets and Board of up to 13 members are subject to approval by the Battle Creek City Commission. Battle Creek Unlimited has management agreements to administer the BCTIFA, BCBRA, and LDFA.

SCOPE OF WORK: The successful attorney/firm will serve as BCTIFA, BCBRA, and LDFA's general corporate counsel. Work may include as follows:

- As needed, work will typically be assigned by the BCU CEO, the BCTIFA, BCBRA, and LDFA's Board of Directors, and/or designated BCU Associates.
- Counsel act as legal advisor for the BCTIFA, BCBRA, and LDFA on legal matters related to its overall governance, corporate, tax-exempt organization legal issues, fiscal obligations, ongoing compliance and amendments as needed. Also conduct litigation or defend lawsuits as necessary.
- Legal work may also include the preparation and/or review of contracts, bonds, ordinances, regulations, municipal law questions, corporate bylaws and minutes, land sales agreements, other real-estate matters, project development agreements, zoning/blight/code enforcement, legal opinions, FOIA request, consultation and telephone calls, administrative claims, other instruments as required and /or other general legal matters, and provide a legal opinion thereof.
- Counsel will be the sole provider of legal services to the BCTIFA, BCBRA, and the LDFA.
- Counsel will be asked to attend monthly, quarterly, and special meetings for the Board of Directors of BCTIFA, BCBRA and LDFA.

WHO MAY RESPOND: Only attorneys and/or law firms who are currently licensed to practice law in Michigan. Preference will be given to attorneys and law firms that maintain an office in Battle Creek, Michigan.

PROPOSAL CONTENTS REQUIREMENTS: All proposals must include the following information:

1. Attorney/Firm Information and Qualifications:

- a. Name, contact information including email, office location(s), and a brief resume of qualifications/profile of individual proposed to serve as Counsel.
- b. Identify the key contact person for the firm for this proposal.
- c. Individual's experience in private, for-profit, and non-profit corporate law, economic and community development, along with experience in other matters identified in the above SCOPE OF WORK.
- d. Provide a list of clients and references served in these relevant areas of work, including a contact person with address and telephone number.
- e. Explain why you or your firm is qualified to handle the legal services for the BCTIFA, BCBRA, and LDFA, and why you or your firm is interested in this work.
- f. Overall background information on the firm is required. Firms are encouraged to also provide information on other members or associates of the firm, and additional capabilities or specialties of the firm, if any.

2. Compensation:

- a. Proposals shall include proposed compensation structure, rates, fees, out of pocket expenses (i.e. mileage, postage, supplies, materials, etc.), and other proposed policies or terms.
- b. The BCTIFA, BCBRA, and LDFA does not guarantee a set workload or billable hours.
- c. Once an attorney or firm is selected - an itemized, detailed monthly billing statement of services rendered, time records, and detailed costs shall be provided each month to the BCTIFA, BCBRA, and LDFA for payment. Services billed at an hourly rate, if any, should be broken down into time increments of no more than a quarter hour. Or if services are performed under a flat monthly fee, it should include summaries of the work performed and time spent.

3. Disclosure of Potential Conflicts:

Proposals shall include a disclosure of any current or potential conflicts of interest which may exist, due to clients or other direct or indirect relationships, that may occur if the attorney or firm were to represent BCTIFA, BCBRA and LDFA.

4. Liability Insurance:

Provide a statement that the firm will maintain comprehensive liability and workers' compensation insurance on all staff assigned to work for the BCTIFA, BCBRA , and LDFA. Also include proof of current liability insurance.

5. Conditions of Proposal:

- o The BCTIFA, BCBRA, and LDFA will not be liable for any costs incurred by any firm in responding to this RFP.
- o The RFP submitted shall become part of the City's bid records and will be available for public review.

SUBMITTAL, EVALUATION, & AWARD PROCESS:

Submission Closing Deadline: Sealed proposals must be received by the BCTIFA no later than 4:30 p.m., Friday, December 11, 2020. Sealed envelopes should be marked “**BCTIFA Attorney Proposal**” in the lower left-hand corner so that no error in opening will occur. Proposals will be publicly opened at this time and evaluated by a committee of BCTIFA Board of Directors at a later time.

BCTIFA Contact Information for Submittals and Inquiries: Communications and inquires regarding this Request for Proposal, should be directly mailed to:

BATTLE CREEK TAX INCREMENT FINANCE AUTHORITY (BCTIFA)

ATTN: BRIDGETTE JONES

4950 W. Dickman Road, Suite 1

Battle Creek, MI 49037

Sealed Hard copies must be received in the office no later than 4:30 p.m., Friday, December 11, 2020.

Sealed envelopes should be marked “**BCTIFA Attorney Proposal**” in the lower left-hand corner.

Email inquiries should be sent to: jones@bcunlimited.org

Evaluation and Review: Each proposal will be evaluated on the ability of attorney or the firm to provide quality legal services in a cost effective, efficient, and timely manner. Proposals will be reviewed by a committee of the BCTIFA Board of Directors. After review of written proposals, the committee may elect to interview one or more candidates in person. Upon completion of review and due diligence, the committee will make a recommendation to the BCTIFA Board of Directors for its approval. Once approved by the BCTIFA Board of Directors, the recommendation will be sent to the Battle Creek City Commission for its final approval.

The BCTIFA, BCBRA, and LDFA reserves the right to reject any or all proposals and to waive any irregularities in a proposal and to award a contract that, in the BCTIFA’s judgment, is in the best interests of the BCTIFA without regard to cost.

The contract for legal services will be an “at will” contract that can be terminated by either party with ninety (90) day written notification.

Award and Start Dates: BCTIFA Board of Directors and Battle Creek City Commission approvals are anticipated to occur on January 19, 2021. A contract awarded for legal services as a result of this RFP will take effect on February 1, 2021. Upon conclusion of final negotiations with the successful attorney/firm, everyone that responded to the RFP will be informed in writing, of the name of the successful consultant.