

## **REQUEST FOR PROPOSAL for LEGAL SERVICES**

The Somerville Retirement Board (SRB) is seeking proposals from qualified law firms or attorneys to provide legal services on behalf of the SRB, on an as needed basis, with specific experience representing Massachusetts public retirement boards or systems. The SRB serves as the pension system for the City of Somerville and the Somerville Housing Authority,

Preference will be given to the attorney or law firm possessing knowledge and proficiency with MGL Chapter 32, PERAC Regulations CMR 840, have represented a minimum of (five) Massachusetts public pension retirement boards or systems and possess at least five (5) years of legal services to other Massachusetts public employee retirement boards.

The information submitted in the proposal, including experience, qualifications and fee schedule will be reviewed for the purpose of selecting a firm to provide legal representation. Favorable fees will be a factor in the selection process; however, the attorney or firm's experience, qualifications, resources, and level of proposed services will be key factors in determining the firm to represent the SRB.

### **I. General Information and Bid Submission Requirements**

- Submissions must be received no later than 12:00 Noon EST on or prior to Thursday, June 29, 2023 by the Somerville Retirement Board at 323 Broadway, Somerville, Massachusetts 02145 ("Submission Deadline")
- Qualified and Selected firms may be interviewed at the Board's discretion on a date set by the Board.
- The Board intends to award a contract on or before September 1, 2023. The Board may cancel this Request for Proposal ("RFP") or reject in whole or in part any and all submissions, if the Board determines that cancellation or rejection serves the best interests of the System. The term of agreement will include the full scope of services in this Request for Proposal and the term of the contract shall be negotiated at the time of vendor selection. The Board reserves the right to terminate the contract for any reason on thirty (30) days written notice.
- If any changes are made to this RFP, an addendum will be issued. Addenda will be mailed or emailed to all individuals or firms on record as having responded to this RFP.
- Questions concerning this RFP must be submitted in writing to: Michael Pasquariello, Executive Director, Somerville Retirement Board, 323 Broadway, Somerville, Massachusetts 02145 no later than 4:00 pm EST on or before June 12, 2023. Questions may be hand-delivered, mailed, or emailed. Written responses will be mailed or emailed to all individuals or firms on record.

- An individual or firm may correct, modify, or withdraw a bid by written notice received by the Board prior to the Submission Deadline. Modifications must be submitted in a sealed envelope clearly labeled "Modification No. \_\_." Each modification must be numbered in sequence, and must reference the original submission.
- After the Submission Deadline, provisions of the bids may not be changed in a manner prejudicial to the interests of the System or fair competition. The submission cost proposal must remain firm for 120 days after the Submission Deadline.
- **Please provide two (2) hard copies of the submission along with one (1) electronic or digital version on a flash drive. A comprehensive PDF version (1 PDF file) emailed to [mpasquariello@somervillema.gov](mailto:mpasquariello@somervillema.gov) is also required.**
- Please provide a copy of a sample contract.
- Please provide a completed and executed Vendor TIN Certification form, PERAC Vendor Disclosures form, Vendor Certification form and Vendor Contact Information form.
- Please ensure that **"Legal Services RFP" & "Price Proposals" are submitted in separate sealed envelopes.** Any Legal Services Proposal received with Price Proposal information shall be cause for rejection.
- The 2 envelopes should be marked:

RESPONSE TO REQUEST FOR PROPOSAL – LEGAL SERVICES

SUBMITTED BY \_\_\_\_\_

RESPONSE TO REQUEST FOR PROPOSAL – PRICE

SUBMITTED BY \_\_\_\_\_

- The bid must be signed by the authorized individual(s).
- Proposals shall be opened in the presence of one (1) or more witnesses in the Somerville Retirement Board office, 323 Broadway, Somerville, Massachusetts 02145 no earlier than July 5, 2023 at 2:00 pm EST.
- The selected attorney or firm must file all disclosures as required by the Public Employee Retirement Administration Commission (PERAC) as part of the RFP process. These disclosures include a disclosure of arrangements for compensation paid or to be paid to the attorney or firm or a related person in connections with the services the attorney or firm provides to the retirement board or any other client; a disclosure of compensation in whatever form paid or expected to be paid by the attorney or firm or a related person to others in relation to the services provided to the retirement board or any other client; and a disclosure of any conflict of interest that the attorney or firm may have that may interfere

with the ability of said attorney or firm to provide unbiased and objective services to the SRB.

## **II. Disqualification of Responses**

- Late Responses: Responses that are received after the deadline date and time shall be automatically disqualified.
- Collusion: Collusion by two or more bidders agreeing to act in a manner intended to avoid or frustrate fair and open competition is prohibited and shall be grounds for rejection or disqualification of a proposal or termination of this contract.
- Debarred Bidders: A bidder, who is currently subject to any city, state, or federal debarment order or determination, shall not be considered for evaluation.

## **III. Candidate Questionnaire**

1. List the name of your firm, address and telephone number of the home office, and address of the office(s) providing services under the contract.
2. Provide a general description of the firm including size, number of employees, primary business, other businesses or services, and type of organization (franchise, partnership, corporation, etc.)
3. Identify the staff that will render services under the contract, including a summary of their professional qualifications and experiences, and any specific experience providing pension legal services to public pension systems created by M.G.L. c. 32 and other private clients.
4. Identify the staff that would have direct contact with the Board.
5. Identify professional personnel who would perform work under the contract, including a summary of their professional qualifications and experience, identifying those who do not have specific M.G.L. c. 32 experience.
6. State the availability and location of staff and other required resources for performing all services responsive to this RFP and whether to perform the services described in the RFP, current staff is capable of performing said duties.
7. Identify the M.G.L. c. 32 public pension plans for which the individual(s) identified in items # 3 and # 4 above have provided pension legal services within the last three (3) years. Provide the name, title, address and telephone number of the person responsible for the administration of each plan.
8. List any formal complaints, claims, legal actions or other proceedings filed with the regulatory agencies, administrative agencies, arbitrators or courts against individuals or the entity as a result of pension legal services provided by the firm and/or its staff within the last five (5) years.

#### **IV. Scope of Services**

The System is a Massachusetts Retirement System created pursuant to M.G.L. c. 32, §§ 1-28 inclusive, and governed by the rules and regulations promulgated by the Public Employee Retirement Administration Commission ("Commission"). The System is comprised of member units with a total membership of 2,415 as of June 1, 2023 including 1,445 members and 970 retirees or survivors. The System is directed by 5 Board members and employs 3 full-time staff members. The Somerville Retirement Board (SRB) is seeking proposals from qualified law firms or attorneys possessing knowledge and proficiency with MGL Chapter 32 and PERAC Regulations CMR 840 to provide legal services on behalf of the SRB, on an as needed basis, with specific experience representing Massachusetts public retirement boards or systems. Attendance is required or availability via video conference, for each Board meeting, unless otherwise instructed. The SRB serves as the pension system for the City of Somerville and the Somerville Housing Authority,

#### **SCOPE OF WORK**

##### **A. Potential Types of Legal Services Required:**

- Investment Manager Compliance and Contracts
- Dereliction of Duty
- Special Legislation
- Investment Portfolio Divestment Requests
- Supplemental Regulations
- Ch. 32 Section 15 Hearings
- Class Action Lawsuits
- Hearing procedures
- Disability Cases and Appeals
- Contractual Compliance
- Qualified Domestic Relations Orders
- Section 23B Procurement
- DALA and CRAB

##### **B. Special Provisions:**

**The proposal may cover any areas which you deem to be relevant. The Proposer will be expected to provide the following to the Board:**

Provide a summary of related legal experience including a list of current and former Massachusetts public retirement board or system clients. Said list, should include the commencement date and end date of representation with each client.

Provide the name and brief biographical sketches of attorneys who will be generally responsible for providing related legal services including, but not limited to, years in the practice of law, education and other relevant background information.

Describe the firm's policy on staffing for deposition, trial work and rate increases, if applicable.

Describe any potential conflicts of interest, whether past or pending, which exist with the SRB or its members.

**The separate information relative to fees should:**

List your hourly fees.

List charges, if any, for telephone calls, file review, copying, facsimile, transmission, messenger service, travel time etc.

Describe the attorney or firm's billing procedure, i.e. monthly, bi-monthly or otherwise.

List those items for which the firm will expect reimbursement including, but not limited to travel- related costs.

Indicate if a retainer is required and a description of any retainer process.

**V. EVALUATION OF PROPOSALS**

- The contract shall be awarded to the responsible and responsive proposer, whose proposal is deemed most advantageous to the Somerville Retirement Board, taking into consideration the evaluation criteria set forth in the Pension Legal Services Proposal and the price set forth in the Price Proposal.
- The Proposals shall be evaluated by individuals within the Somerville Retirement Board and staff based on the criteria contained herein.
- A 7 year contract will be awarded to the responsive and responsible proposer whose proposal is determined to be most advantageous taking into consideration cost and evaluative criteria.
- The Retirement Board will evaluate the proposals as highly advantageous, advantageous, not advantageous and unacceptable based on the evaluation criteria. The Retirement Board will then develop a composite rating. A short list of attorneys or firms to be interviewed will be selected from the composite rating list.
- The Somerville Retirement Board reserves the right to request additional information or clarifications to any proposal. The Somerville Retirement Board reserves the right to reject any and all proposals and to award a contract as determined to be in the best interests of the Somerville Retirement System. The determination as to whether or not to make an award as a result of this RFP shall be at the sole and absolute discretion of the Somerville Retirement Board.
- All proposals shall remain firm for sixty (120) calendar days after the proposal opening.
- Any proposal designated as the apparent winning proposal shall be subject to a vote of the Somerville Retirement Board and the execution of a written agreement.

**Preferred Minimum Qualifications - provide documentation demonstrating your compliance with each qualification or reference what page number within your proposal that this documentation can be found.**

Any proposer submitting a proposal must satisfy the following minimum qualifications.

**Proposals which do not demonstrate compliance with the minimum qualifications will not be further considered.**

The minimum qualifications necessary to be considered under this RFP are the following:

1. Must possess knowledge and proficiency with MGL Chapter 32 and PERAC Regulations CMR 840;
2. At least five (5) years of legal services to other Massachusetts public employee retirement boards;
3. As of 1/1/2023, the Proposer must have provided legal services to at least five (5) other Massachusetts public employee retirement board clients in the last 5 – 7 years;
4. The Proposer must maintain liability coverage and that such coverage will be applicable to the Proposer's actions under this RFP and Agreement.
5. Solvency; Certification that the bidder has not been in bankruptcy and/or receivership within the last three calendar years.
6. Licenses and Registrations. A statement that the bidder meets all applicable state and federal requirements, and has all the licenses and registrations necessary to perform the contract. At least one attorney of the firm must possess a license to practice law in the Commonwealth of Massachusetts.

**Comparative Evaluation Criteria - provide documentation demonstrating your compliance with each criteria or reference what page number within your proposal this documentation can be found.**

**1. Experience providing legal services to Massachusetts public employee retirement boards.**

**Highly Advantageous:** The Proposer has fifteen (15) or more MACRS community clients and has gained five (5) or more such clients in the last two years.

**Advantageous:** The Proposer has ten (10) or more MACRS community clients and has gained two (2) or more such clients in the last two years.

**Not Advantageous:** The Proposer has less than five (5) MACRS community clients and has lost two (2) or more such clients in the last two years.

**Unacceptable:** The Proposer does not have any MA public pension systems and/or has lost two (2) or more such clients in the last two years.

**2. Length of experience providing legal services firm to Massachusetts public employee retirement boards.**

**Highly Advantageous:** The Proposer has provided legal services for ten (10) or more years to MA public pension system.

**Advantageous:** The Proposer has provided legal services for five (5) or more years to MA public pension systems.

**Not Advantageous:** The Proposer has provided legal services for less than five (5) years to MA public pension systems.

**Unacceptable:** The Proposer has not provided legal services for MA public pension systems for any period of time.

### **3. Quality and breadth of legal services.**

**Highly Advantageous:** The Proposer has demonstrated in their proposal that they possess sufficient staff and resources to provide the retirement board with legal services that are superior to those required in the Scope of Services section of this RFP.

**Advantageous:** The Proposer has demonstrated in their proposal that they possess sufficient staff and resources to provide the retirement board with legal services that meet all of the requirements in the Scope of Services section of this RFP.

**Not Advantageous:** The Proposer has not adequately demonstrated in their proposal that they possess sufficient staff and resources to provide the retirement board with legal services that meet the requirements in the Scope of Services section of this RFP.

**Unacceptable:** The Proposer has not demonstrated in any manner in their proposal that they possess sufficient staff and resources with legal services that meet the requirements in the Scope of Services section of this RFP.

### **4. Quality of the Proposal**

**Highly Advantageous:** The Proposer has submitted a proposal that is complete in all respects, follows the organization of the RFP and responds to all requirements. The Proposal is clear, concise and easy to understand.

**Advantageous:** The Proposer has submitted a proposal that is complete in all respects, generally follows the organization of the RFP and responds to all requirements.

**Not Advantageous:** The Proposer has submitted a proposal that is nearly complete in all respects, although it does not follow the organization of the RFP and responds to most of the requirements.

**Unacceptable:** The Proposer has submitted a proposal that is not complete in all respects, does not follow the organization of the RFP and responds to some of the requirements.

### **5. Qualifications of attorney(s) providing legal services.**

**Highly Advantageous:** The Proposer has demonstrated in their proposal that they possess the technical qualifications to provide the retirement board with legal services that are

superior to those required in the Scope of Services section of this RFP.

**Advantageous:** The Proposer has demonstrated in their proposal that they possess sufficient technical qualifications to provide the retirement board with legal services that meet all of the requirements in the Scope of Services section of this RFP.

**Not Advantageous:** The Proposer has not adequately demonstrated in their proposal that they possess sufficient technical qualifications to provide the retirement board with legal services that meet the requirements in the Scope of Services section of this RFP.

**Unacceptable:** The Proposer has not demonstrated in their proposal that they possess the technical qualifications to provide the retirement board with legal services that meet the requirements in the Scope of Services section of this RFP.

## **6. Fees.**

**Highly Advantageous:** The Proposer has submitted a total fee proposal that is significantly lower than most of all the other proposers.

**Advantageous:** The Proposer has submitted a total fee proposal that is lower than most/some of all the other proposers.

**Not Advantageous:** The Proposer has submitted a total fee proposal that is higher than most/some all of the other proposers.

**Unacceptable:** The Proposer has submitted a total fee proposal that is higher than all/most of the other proposers.

***All Finalists may be required to appear for an interview at the Board's discretion.***



## **VI. Cost Proposal**

Please provide in a separate envelope marked "PRICE PROPOSAL" your fee for providing the above services.

### **"RFP Pension Legal Services"**

Name of Firm and individual(s) submitting bid: \_\_\_\_\_  
(Please Print)

Contact Person \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

E-mail address: \_\_\_\_\_

Contract Term:

Work under this RFP is expected to begin September 1, 2023. All proposals should include a firm fee schedule for seven (7) years. Please provide a detailed, comprehensive list of all hourly rates and administrative costs.

### **Hourly Rate Fee Schedule Proposal:**

Partner \$ per hour

Associate \$ per hour

Administrative \$ per hour

Photocopy \$ per

## **REFERENCES**

Provide a minimum of three (3) references that can be contacted, including their contact information.

**Certification**

An individual or entity responding to this RFP must certify in writing as follows:

“The undersigned certifies under penalties of perjury that this proposal has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the word “person” shall mean a natural person, business, partnership, corporation, union, committee, club or other organization, entity or group of individuals.

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(Signature of individual submitting proposal)

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(Name of business)

**Somerville Retirement Board**  
**323 Broadway**  
**Somerville, MA 02145**

**(617) 764-3811**

**Fax: (617) 591-3211**

**retirement@somervillema.gov**

*EDWARD F. BEAN, CHAIRMAN*  
*THOMAS ROSS, VICE CHAIRMAN*  
*DAVID CASTELLARIN*

*MICHAEL MASTROBUONI*  
*JOHN M. MEMORY*

**Vendor TIN Certification**

The vendor certifies that it has provided the SRS with an accurate tax identification number (TIN).  
In the event that the SRS is fined by the IRS for an incorrect TIN provided by the vendor, the  
vendor agrees to reimburse the SRS for the amount of the fine.

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TIN

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Signature

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Printed Name of Person signing

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Company

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Date



# Vendor Contact Information

Please print or type all entries in blue or black ink.

Fund Name:

Name of Retirement Board: Somerville

## I. Company/Entity Information:

Company/Entity Name:

CRD# (If Applicable):

Address:

City:

State:

Zip:

Country:

Phone:

Fax:

URL:

## 2. Contact Information:

Name, First:

Last:

Suffix:

Title:

Department:

Phone:

Fax:

Email:

## 3. Contact Address:

Same as Company Address? ☐ No ☐ Yes

Address:

City:

State:

Zip:

Country:



# Vendor Certification

In all circumstances Massachusetts Law (Chapter 32, Section 23B) requires service providers to complete this form and submit it to the retirement board. The board must file the completed form with PERAC. In the case of investment managers upon acknowledgement from PERAC that this and other filings have been received, the board may retain the service provider.

Please print or type all entries in blue or black ink.

## 1. Retirement Board

Retirement Board to which proposal is being submitted: Somerville

## 2. Service Provider

Business Name:

Address:

City:

State:

Zip:

Services Being Proposed:

Dates of Services (MM/DD/YYYY)

From:

To:

## 3. Individual Submitting Proposal

Name, First:

Last:

Suffix:

Title:

The undersigned certifies that this proposal has been made and submitted in good faith and without collusion or fraud with any person. As used in this certification, the word "person" shall mean a natural person, business, partnership, corporation, union, committee, club or other organization, entity or group of individuals.

Signature:

Date:



## Vendor Disclosures (as required by G.L. c. 32 §23 & 23B)

Please submit completed form and any attachments to PERAC and the retirement board on or before March 1st. Failure to do so may subject the Fund/Entity to sanctions pursuant to Chapter 32, Section 21A. Please attach additional sheets if necessary.

Please print or type all entries in blue or black ink.

### 1. Vendor/Board Information

Name of Company/Entity:	
Name of Fund:	
Retirement Board:	Somerville

### 2. Compensation PAID: ☐ No ☐ Yes

Recipient of Compensation	Form of Compensation	Value of Compensation

Additional Pages Attached: ☐ No ☐ Yes

### 3. Compensation RECEIVED: ☐ No ☐ Yes

Source of Compensation	Form of Compensation	Value of Compensation

Additional Pages Attached: ☐ No ☐ Yes

### 4. Conflict of Interest? ☐ No ☐ Yes

If yes, please advise:

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Additional Pages Attached: ☐ No ☐ Yes

### 5. Declaration and Signature

I make this disclosure pursuant to G.L. c.32, §23 and/or 23B in order to comply with the requirement that an entity providing investment services to a retirement board disclose to the Commission and the retirement board compensation, in whatever form, paid, or expected to be paid, and received, or expected to be received, directly or indirectly by the entity or a related person to others in connection with the entities services to the retirement board or any other client to whom the same service is provided. In addition, I make this disclosure of any conflict of interest that may have or could reasonably be expected to impair the ability to render unbiased and objective advice to the retirement board.

Name, First: \_\_\_\_\_ Last: \_\_\_\_\_ Suffix: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_