



807 S.Wright Street, Suite 340 Champaign IL 61820 • (217) 333-1352

Amendment No. 2
Request for Proposal Number IPHEC2009
Legal Services

January 24, 2020

1. The 'General' category definition

- a. The 'General' category shall be further defined as any area not covered otherwise within this RFP. This may include, but is not limited to; Bond Counsel, Procurement Law, Statutory Compliance, etc.

2. On page 2 of the RFP, under Brief Description, you list a variety of legal services for which you are requesting proposals for. Could you please expand on what legal services fall under Category 7 – Employee Law & Counseling and Category 8 – Employee Relations & Workplace Issues? As we interpret these two areas, many of our experiences in providing legal services for them overlap. May these two areas be combined in our proposal when describing our past experience?

- a. As we represent many schools and many varying interpretations, it would be best to respond to both areas, outing your capabilities in each. We understand that some may interpret overlap in the two categories and no loss in scoring will occur if overlap in category responses are received.

3. Are the Universities looking for general litigation or commercial litigation specifically?

- a. IPHEC is seeking out both. The reference to "commercial litigation" has been deleted in its entirety.

4. Will all litigation fall under the litigation category or will, for example, Intellectual Property litigation fall under Intellectual Property?

- a. It is our expectation that all litigation will not fall under the litigation category. While difficult to anticipate, the possibility exists that each category could have instances that progress to a litigious level and would not require a change to counsel in the litigation category. Cases would be evaluated on a case by case basis and those determination would be made by the contracting institution.

5. What is Distributive Income Defined as in Step 2 of the Financial Disclosures and Conflicts of Interest Form?

- a. The Chief Procurement Officer for Illinois Higher Education defines Distributive Income as follows: "Distributive Income" means income of a company after payment of all



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expenses, including employee salaries and bonuses and retained earnings, which is distributed to those entitled to receive a share of that income. In the case of a for-profit corporation, distributive income means "dividends". When calculating entitlement to distributive income, the entitlement shall be determined at the end of the company's most recent fiscal year.

- 6. On the call, it was mentioned that we had to respond to Packet 5 and Packet 6 or it would not be considered responsive. Our firm does not qualify as a Minorities, Females & Persons with Disabilities business. Does that render us unable to apply? I have additional questions about the Veterans Small Business Participation in the question below.**
 - a. No, if your firm is not BEP certified, this does not render you unable to submit a response. The Utilization Plan does give you direction as to how you can work within this area and not be self-certified. Primarily, it encourages you to partner with other companies who are certified, in various means that make the most business sense for the 2 parties. However, if your firm would fail to submit a packet 5 or 6 all together, this may render your response non-responsive.

- 7. We are currently in the process of applying for certification. Is this something that we should note in Packet 6 or is it inapplicable until we are formally certified?**
 - a. If your firm is seeking certification, this should be noted in your response packet 6. Further, it is recommended that you note specifically in your utilization plan that you are not currently certified and are actively seeking certification. Additionally, you should offer a plan should your certification not be completed during the award. We will review this throughout the term of the award, should you be awarded. It would not render you non-response. However, if your firm would fail to submit a packet 5 or 6 all together, this may render your response non-responsive.

- 8. Regarding Section 11, if firm is on the Illinois Procurement Gateway; however, we have a pending vendor registration application. Can you confirm we would need to fill out a Form A? I Also, I cannot get either Form A or Form B to work on the links provided in the solicitation package, can you provide assistance on that?**
 - a. Correct, if your registration with the Illinois Procurement Gateway is still pending, you should fill out a Form A for your submittal. IPHEC has posted a link on the Bulletin to the applicable forms. These forms can be found under "Solicitation Contracts" at the following link: <https://www2.illinois.gov/sites/cpo-he/Pages/Forms.aspx>



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- 9. Our firm intends to bid for multiple categories. For the References, section 10, should we list different references for each category or provide a list of references that can attest to all the categories?**

 - a. No, you do not need to complete references for each category, but we do encourage you to list reference that can speak to your varying abilities.
- 10. For the Bid/Performance bond (section 1.9) and Supplemental terms and conditions (section 8), should our RFP response include these areas? No areas have been distinctly noted that appear to require a response, so our inclusion of them in the response would just be the language as provided in the RFP.**

 - a. Please note that there is no response necessary for these sections. However, if you are taking exception to any of the information provided within these sections, those should be noted in Section 9.
- 11. It appears that the Transportation and Delivery Terms (section 5.5) was not included in the RFP, despite being outlined in the items to include in our proposal. This area is instead populated by Subcontracting Disclosure (section 5.6), with section 5.6 not being listed at all.**

 - a. IPHEC left this section listed in the Table of Contents, in error. We have not included a section titled “Transportation and Delivery Terms” within this RFP. Please disregard.
- 12. On page 14, in section 3.3 Response Submission, you have “Standard Terms and Conditions” (section 7) as a section that you would like included in the proposal. However, on page 7 in the Requirements for Submission Table, you do not list Section 7 in any of the packets. As Section 7 does not ask us to provide any information, would you like us to include Section 7? If so, in what packet and in what order should it be included?**

 - a. This section does not require any specific responses and therefore was not listed under any of the packets. This section is our Standard Terms and Conditions. If your firm wishes to take exception to any of these terms and conditions, those should be listed under Section 9.
- 13. On page 16, in 5.4.1.1, you state “Firm must be licensed to practice law in the State of Illinois and admitted to the U.S. District Court for the Central District of Illinois and the U.S. Court of Appeals for the Seventh Circuit.” Regarding this statement: Must all proposed attorneys be licensed to practice in the State of Illinois? Must all proposed attorneys be admitted to the U.S. District Court for the Central District of Illinois? Must all proposed attorneys be admitted to the U.S. Court of Appeals for the Seventh Circuit?**

 - a. Respondents may respond with attorneys who are not licensed, as outlined above. However, please note that this may limit the potential opportunities within this award. Additionally, Universities seeking to utilize firms awarded under this agreement may specifically request licensed attorneys, as outlined within the RFP for their needs.



807 S.Wright Street, Suite 340 Champaign IL 61820 • (217) 333-1352

- 14. On page 18, 5.6.2 has been left blank. Can you please advise on what the maximum percentage of work allowed to be provided by a subcontractor is?**

 - a. 49% is the maximum percentage of work allowed to be provided by a subcontractor.
- 15. On page 18, you state in 5.7.1, “In accordance with Section 25-65 of the Illinois Procurement Code, Vendor shall disclose the locations where the services required under this solicitation and will be performed, including by any subcontractors, and the known or anticipated value of the services to be performed at each location.” As you have been explicit about not wanting dollar amounts listed in sections included in Packet 1, should we not list estimated dollar amount value here and, instead, list location and percentage of services in accordance with section 5.7.3?**

 - a. The language was unintentionally left in this section. The anticipated value should not be included in section 5.7.1.
- 16. On page 20, you state “Price shall not be increased should vendor experience an increase in wage rates, materials, equipment, or in any other of Vendor’s costs, or should Vendor be compelled to pay premium wages for overtime work prior to completion of Vendor’s work under the resulting contract.” As you are asking for rates based on title, may we increase the rate of an individual if that person’s title changes? (For example, if the individual is promoted from associate to partner).**

 - a. Per Amendment 1, this section has been deleted in its entirety.
- 17. On pages 20 and 21, with the service categories listed in other parts of the RFP. (Pricing tables include only General, Commercial Litigation, Real Estate, Workers Comp, and Immigration. Service categories listed on page 2 include General, Real Estate, Intellectual Property, Litigation, Workers Compensation, Employee Benefits, Employee Law & Counseling, Employee Relations & Workplace Issues, Collective Bargaining, and Immigration). May we recreate the pricing tables so that they align with the specific service areas outlined in other sections of the RFP?**

 - a. Per the recent amendment, this section has been deleted in its entirety. Pricing will not be incorporated in this RFP and will not be part of the overall evaluation.
- 18. On page 30, you state “All references must be established firms or government agencies other than the procuring University that can attest to Vendor’s experience and ability to perform the contract that is subject of this solicitation.” Does this mean that we may not include references who work for any of the member institutions?**

 - a. Respondents may provide IPHEC members as references, just not IPHEC itself as a reference.
- 19. There are a number of places throughout the RFP and attachments where a signature is required. May the lead attorney sign these areas with a facsimile signature or do these places require a wet signature?**



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- a. IPHEC will accept signatures based on your company's policy.

20. How, if all, does this RFP correlate with the Request for Proposal 9SLE2101 for Outside Counsel for Legal Services for the University of Illinois System?

- a. This award will not supersede any current agreement, however it may provide additional opportunities.

21. What difference, if any, is there between Categories 7 (Employee Law & Counseling) and 8 (Employee Relations & Workplace Issues).

- a. As we represent many schools and many varying interpretations, it would be best to respond to both areas, outing your capabilities in each. We understand that some may interpret overlap in the two categories and no loss in scoring will occur if overlap in category responses are received.

22. Section 5: When providing information responsive to Section 5, would you prefer our responses be contained in a separate document that is labeled as Section 5?

- a. You may respond to this section however your firm wishes. However, please note that your response to section 5 should be completed as packet 1 and submitted separately from the other sections, as noted in 1.6.3.

23. Section 10: Please define what "firm" means, in terms of references. Does any business entity qualify as a "firm"?

- a. Yes, any business entity you wish to list as a reference will qualify as a "firm" for this section.

24. We are currently compiling a list of BEP certified law firms so that we can work with them potentially as subcontractors. If we come to an agreement with any one of them, we do not know the actual amount of work that would be awarded for any one (or more) of the practice areas and therefore cannot estimate if any subcontractor would have an estimated value of \$50,000 or more. How do we handle this in regard to Section 5.6.3?

- a. It's always best for subcontractors to be proactive and provide all the necessary forms at submittal. However, if there are questions in regards to subcontractors, including which forms and the value of the agreements, we can work through any subcontractor review after an award has been made.

25. Section 7.11 references insurance requirements. Are these to be interpreted as requiring professional liability (malpractice) coverage in those amounts, or are they normal commercial liability amounts that are required? If they are standard commercial liability and auto liability, is that something that we can list as an exception under Section 9.1? Given that



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we are acting as a law firm it does not appear to be applicable to the type of work we would be performing.

- a. This section is included in our standard terms and conditions and could be in some cases required by statute. If your firm feels this is something that does not apply, please note the exception in your response and we will review on a case by case basis and may request clarification before any potential award is made.

26. Will law firms that receive an award for a specified legal service under this Request for Proposal be the exclusive law firms for IPHEC member universities for the service? Or will an IPHEC member university have the right to instead contract with other law firms and/or conduct its own Request for Proposal for law firms providing these services?

- a. IPHEC expects to award to multiple firms under this award. Additionally, IPHEC cannot guarantee any utilization either direct with our office or with our participating members.

27. Do the goals of 20% Minorities, Females, Persons with Disability Participation and 3% Veteran Small Business Participation only apply to the use of subcontractors for the legal services, or do they apply to the Vendor itself regardless of any subcontracting? If the latter, we would appreciate clarification regarding how the respective Utilization Plan forms can be filled out, and how certified vendors can be contacted in good faith to, for example, determine the portion of the work to be performed by the certified vendor, when we do not yet know the specific nature of the services to be awarded and the particular needs of the services.

- a. This requirement requires that any respondent (and awardee) have at least 20% of their spend with Minorities, Females, Persons with Disability (BEP). This means, that 20% of all the business received through this award must incorporate a BEP certified business. You can achieve this goal in a number of ways. Some of the ways we see more often are if the responding vendors themselves are BEP certified and choose “self-certify” option within the Utilization Plan. Other ways are through subcontractors who are BEP certified to assist with a piece of the day to day business.
- b. The same applied to the 3% Veteran Small Business Participation Plans.

28. Will this RFP supersede the responses we have provided to many of the institutions that make up the IPHEC for the services listed.

- a. This solicitation will not supersede any current agreements you have in place, it may broaden your potential opportunities.

29. A list of the Illinois community colleges that this award would also be available to

- a. Please see the attachment below.



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30. Will IPHEC agree to our standard terms? Or, will we need to negotiate this question with each individual Participating University as those entities become involved?

- a. IPHEC will agree to the terms and conditions as provided within our RFP. Each Participating university may further negotiate and sign a two party contract directly with the awarded vendor's firm.

31. Section 7.20, p. 26: references "waivers." Does this include waivers for conflicts of interest? Will you agree to our advance consent?

- a. IPHEC will handle waivers individually. Additionally, conflicts of interests are vetted through our Chief Procurement (CPO) office.

32. Since the RFP indicates that, "Each Participating University will issue and administer their own Purchase orders, receive their own invoices, and make their own payments directly with the awarded Respondent[s] to whom they have signed a contract with, under the IPHEC award agreement," does this mean that the attorney-client relationship will be between each individual Participating University? Will each Participating University sign our standard engagement letter along with our standard terms?

- a. Your day to day relationship will be with the Participating University. IPHEC will hold the legal award allowing the universities to further engage with awardees.

This Amendment is made a part of the RFP IPHEC2009 and is incorporated therein. All other requirements remain the same.

Acknowledge your receipt of this Amendment by signing the space below and returning this signed amendment with your response to the RFP IPHEC2009.

Signature

Date

Printed Name

Vendor Name



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ATTACHMENT A – EXTENSION OF OFFER TO COMMUNITY COLLEGES

Illinois Community Colleges may be interested in participating in this contract on an optional basis. To that end the IPHEC would like offers proposed by the Respondent extended to Illinois Community Colleges. Respondent's ability to extend their offer will not be evaluated or considered in the IPHEC contract award process.

- I. In the event that Respondent agrees to extend this offer to Illinois Community Colleges the following conditions will be applicable:**
 - A. Each college choosing to participate in this contract award will administer its own procurements directly with the successful Respondent.
 - B. The decision whether or not to participate will be up to each individual college.
 - C. If the successful Respondent agrees to extend its award to the members, a copy of the successful offer will be provided to each of the business offices and those colleges that choose to participate will use it as a basis for contracting with the successful Respondent.
 - D. Any contracts and/or purchase orders your firm receives from these members will be administered by the individual college.
 - E. The IPHEC is unable to provide spend estimates for Illinois Community Colleges. Illinois Community College participation is OPTIONAL.

- II. Would the Respondent be willing to extend the terms and conditions of this agreement to Illinois Community Colleges?**
 - Yes, we will extend the terms and conditions of this award to the Illinois Community Colleges.

 - No, we are unable to extend the terms and conditions of this award to the Illinois Community Colleges.



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A list of Illinois Community Colleges is provided below:

District Name	Address
• 501 Kaskaskia	27210 College Road, Centralia, IL 62801
• 502 DuPage	425 22nd Street, Glen Ellyn, IL 60137
• 503 Black Hawk	6600 34th Avenue, Moline, IL 61265
• 504 Triton 60171	2000 Fifth Avenue, River Grove, IL
• 505 Parkland 61821	2400 W. Bradley Avenue, Champaign, IL
• 506 Sauk Valley	173 Illinois Route 2, Dixon, IL 61021
• 507 Danville 61832	2000 East Main Street, Danville, IL
• 508 Chicago (Main)	226 W. Jackson Blvd., Chicago, IL 60606
• 508 Harold Washington	30 E. Lake Street, Chicago, IL 60601
• 508 Harry S. Truman	1145 W. Wilson Ave., Chicago, IL 60640
• 508 Kennedy-King	6301 S. Halsted St., Chicago, IL 60621
• 508 Malcolm X 60612	1900 W. Van Buren St., Chicago, IL
• 508 Olive-Harvey 60628	10001 S. Woodlawn Ave., Chicago, IL
• 508 Richard J. Daley	7500 S. Pulaski Rd., Chicago, IL 60652



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- 508 Wilbur Wright
60634
 - 509 Elgin
 - 510 South Suburban
60473
 - 511 Rock Valley
61114
 - 512 Harper
60067
 - 513 Illinois Valley
61348
 - 514 Illinois Central
 - 515 Prairie State
IL 60411
 - 516 Waubensee
IL 60554
 - 517 Lake Land
61938
 - 518 Carl Sandburg
61401
 - 519 Highland
61032
 - 520 Kankakee
60901
 - 521 Rend Lake
 - 522 Southwestern
 - 523 Kishwaukee
9699
 - 524 Moraine Valley
60465
 - 525 Joliet
- 4300 N. Narragansette Ave., Chicago, IL
- 1700 Spartan Drive, Elgin, IL 60123
15800 S. State Street, South Holland, IL
- 3301 North Mulford Road, Rockford, IL
- 1200 West Algonquin Road, Palatine, IL
- 815 North Orlando Smith Avenue, IL
- One College Drive, East Peoria, IL 61635
202 South Halsted St., Chicago Heights, IL
- Route 47 at Harter Road, Sugar Grove, IL
- 5001 Lake Land Blvd., Mattoon, IL
- 2400 Tom L. Wilson Blvd., Galesburg, IL
- 2998 W. Pearl City Rd., Freeport, IL
- P.O. Box 888, River Road, Kankakee, IL
- 468 N. Ken Gray Parkway, Ina, IL 62846
2500 Carlyle Avenue, Belleville, IL 62221
21193 Malta Road, Malta, IL 60150-
- 10900 South 88th Avenue, Palos Hills, IL
- 1215 Houbolt Road, Joliet, IL 60431



807 S.Wright Street, Suite 340 Champaign IL 61820 • (217) 333-1352

- 526 Lincoln Land
62794-9256
 - 527 Morton
60804
 - 528 McHenry
60012
 - 529 Illinois Eastern (Main)
 - 530 John A. Logan
62918
 - 531 Shawnee
62992
 - 532 Lake County
60030
 - 533 Southeastern
 - 534 Spoon River
61520
 - 535 Oakton
 - 536 Lewis & Clark
 - 537 Richland
 - 539 John Wood
 - 540 Heartland
- 5250 Shepherd Road, Springfield, IL
- 3801 S. Central Avenue, Cicero, IL
- 8900 U.S. Highway 14, Crystal Lake, IL
- 233 E. Chestnut Street, Olney, IL 62450
700 Logan College Road, Carterville, IL
- 8364 Shawnee College Road, Ullin, IL
- 19351 W. Washington St., Grayslake, IL
- 3575 College Road, Harrisburg, IL 62946
23235 North County Road 22, Canton, IL
- 1600 E. Golf Road, Des Plaines, IL 60016
5800 Godfrey Road, Godfrey, IL 62035
One College Park, Decatur, IL 62521
150 South 48th Street, Quincy, IL 62301
1500 W. Raab Road, Normal, IL 61761